



September 16, 2025

Company Name	Sun Frontier Fudousan Co., Ltd.
Representative	Seiichi Saito, President and CEO
	(Stock Code: 8934, TSE Prime Market)
Inquiries	Takeshi Hirahara, Senior Executive Officer, and General Manager of Corporate Planning Department TEL: +81-3-5521-1551

Notice of Absorption-type Merger of Wholly Owned Subsidiary (Simple Merger and Abbreviated Merger)

Sun Frontier Fudousan Co., Ltd. (the "Company") hereby announces that, at the meeting of its Board of Directors held today, it resolved to merge with its wholly owned subsidiary, Navd Inc., effective November 1, 2025 (the "Merger") as follows.

As this merger is an absorption-type merger covering a wholly owned subsidiary, part of disclosure items and details are omitted.

1. Purpose of the Merger

Navd Inc. is a wholly owned subsidiary of the Company engaged in the design and consulting business of architecture and spatial design. In order to integrate management resources and improve operational efficiency, the Company has decided to conduct this absorption-type merger with Navd Inc.

2. Outline of the Merger

(1) Schedule of the Merger

Date of resolution of the BoD meeting for approval of merger agreement : September 16, 2025

Date of execution of the merger agreement : September 17, 2025 (planned)

Effective date of the Merger : November 1, 2025 (planned)

In addition, as this merger is a simple merger as set forth in Article 796, Paragraph 2 of the Companies Act, and as it is a summary merger as set forth in Article 784, Paragraph 1 of the Companies Act in the case of a limited liability company, we will not hold a general meeting of shareholders to approve the Merger.

(2) Approach of the Merger

This will be an absorption-type merger in which the Company will be the surviving company, and Navd Inc. will be dissolved.

(3) Contents of the allotment pertaining to the merger

As this is a merger with a wholly owned subsidiary, no new shares of the Company will be issued, and no cash or other consideration will be delivered.

(4) Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights

Not applicable.

3. Outline of the parties to the merger

	Surviving company	Extinguished company
(1) Trade Name	Sun Frontier Fudousan Co., Ltd.	Navd Inc.
(2) Head Office	1-2-2 Yurakucho, Chiyoda-ku, Tokyo	1-2-2 Yurakucho, Chiyoda-ku, Tokyo
(3) Representative and Name	Seiichi Saito, President and CEO	Mitsuhiro Ninomiya, President
(4) Business Activities	Real estate business	Design and consulting business of architecture and spatial design
(5) Common stock	11,965 million yen	10 million yen
(6) Date of Establishment	April 8, 1999	December 22, 2021
(7) Number of shares outstanding	48,755,500 shares	2,000 shares
(8) Fiscal year end	March 31	March 31
(9) Major shareholders and Ownership ratio	((as of March 31, 2025)	
	HON Co., Ltd.	37.99%
	Japan Master Trust Bank, Ltd. (Trust account)	9.45%
	The Custody Bank of Japan, Ltd. (Trust account)	5.29%
	Tomoaki Horiguchi	5.10%
	STATE STREET BANK AND TRUST COMPANY 505001	1.26%
	THE BANK OF NEW YORK MELLON 140044	1.25%
	DFA INTL SMALL CAP VALUE PORTFOLIO	1.00%
	STATE STREET BANK AND TRUST COMPANY 505103	0.88%
	Keiko Horiguchi	0.86%
	Sun Frontier Employee Stock Ownership Plan	0.85%
(10) Financial position and results of operations for the immediately preceding fiscal year		(As of April 15, 2025) Sun Frontier Fudousan Co., Ltd. 100%
Fiscal year end	March 31, 2025 (Consolidated)	March 31, 2025 (Non-consolidated)
Net assets	105,892 million yen	209 million yen
Total assets	218,190 million yen	242 million yen
Net assets per share	2,102.79 yen	104,935.45 yen
Net sales	103,174 million yen	377 million yen
Operating profit	21,279 million yen	118 million yen
Ordinary profit	20,446 million yen	118 million yen
Belong to the parent company Net Income	14,163 million yen	79 million yen
Net income per share	291.58 yen	39,517.52 yen

4. Situation after the merger

There are no changes to our trade name, head office location, representative, business description, capital and fiscal year-end as a result of the Merger.

5. Future Outlook

This merger is a merger with a wholly owned subsidiary and has no material impact on our consolidated financial results.