



November 14, 2025

Company name: World Co., Ltd.
Representative: Nobuteru Suzuki
Representative Director of the Board, President and Executive Officer
(Securities code: 3612; Prime Market of TSE)
Contact: Keiichi Nakabayashi
Member of the Board, Executive Vice President and Executive Officer
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Notice on the absorption-type merger of our wholly-owned subsidiary (short-form merger; summary merger)

We at World Co., Ltd. would like to inform you that, at the Board of Directors meeting held today, it was resolved to merge World Investment Network Co., Ltd., our wholly-owned subsidiary (hereinafter referred to as "World Investment Network") by absorption (hereinafter referred to as the "Merger").

Given that the Merger is the type of a short-form merger with a wholly-owned subsidiary by absorption, part of the matters and contents of disclosure has been omitted.

Details of the Merger

1. The purpose of the Merger

As a value-creating corporation that can meet the varied needs for fashions, the World Group has been striving for creation of customer value and rise of corporate value through the building of the *unique world fashion ecosystem, one and only in the world*. In the next-term management plan in which we will be targeting at further advancement of our business portfolio, we are planning to position the business investment, whose typical example is the M & A deals, as one of the core initiatives and, prior to it, a number of projects have already started advancing. In this connection, ahead of the system reorganization projected in the next term, following the merger of World Investment Network that had hitherto been responsible for the World Group's investment business, we have determined to establish a new section, the Corporate Investment Department, within World Co., Ltd. that assumes the role of the holding company for the World Group, so as to realize bold distribution of resources and speedy judgment.

2. Outline of the Merger

1) Schedule of the Merger

Determination of the approval of the contract for the merger by absorption November 14, 2025

Conclusion of the contract for the merger by absorption November 14, 2025

The merger by absorption becoming effective January 1, 2026
(planned)

Notes 1: Since the Merger falls under the category of the short-form merger stipulated in Subsection 2, Article 796 of the Company Law for World Co., Ltd. and the category of the summary merger stipulated in Subsection 1, Article 784 for World Investment Network, it is planned that both companies would carry it

out without resolution of general meetings of shareholders.

Notes 2: World Co., Ltd. made its organizational decision concerning the Merger (the short-form merger) by the resolution of the Board of Directors (November 14, 2025).

2) Method of the Merger

A merger deal in which World Investment Network will be the absorbed company and World Co., Ltd. the surviving company.

3) Details of the allotment concerning the Merger

World Co., Ltd will grant no compensation in connection with the Merger, since it holds all of the issued shares of World Investment Network.

4) Handling of subscription rights to shares and bonds with subscription rights to shares

Not applicable.

3. Outline of the companies participating in the Merger

	Surviving company	Absorbed company	
[1] Name	World Co., Ltd.	World Investment Network Co., Ltd.	
[2] Location	6-8-1 Minatojima-Nakamachi, Chuo-ku, Kobe City	6-8-1 Minatojima-Nakamachi, Chuo-ku, Kobe City	
[3] Name and title of the representative	Nobuteru Suzuki, Representative Director of the Board, President and Executive Officer	Ushio Ogawa, President	
[4] Business lines	As the holding company, it oversees the Group's brand, investment, digital and platform businesses and carries out businesses incidental to them.	Investment business	
[5] Paid-in capital	6 billion yen	5 million yen	
[6] Date of establishment	January 13, 1959	December 22, 2016	
[7] Number of issued shares	36,858,633 (as of October 1, 2025)	35,373 (as of October 1, 2025)	
[8] Closing date of accounts	End of February	End of February	
[9] Major shareholders and percentage ownership (as of the end of August 2025)	The Master Trust Bank of Japan, Ltd. (Trust Account) Hidezo Terai Custody Bank of Japan (Trust Account) Godo Kaisha AT Kosan Godo Kaisha KM Kosan Godo Kaisha YR Kosan Godo Kaisha EH Kosan Kenji Kamiyama JP Morgan Securities Japan Co., Ltd. GOVERNMENT OF NORWAY (Standing proxy: Tokyo Branch of Citibank, N.A.)	11.1% 6.6% 3.9% 2.9% 2.9% 2.9% 2.5% 2.0% 1.7% 1.5%	World Co., Ltd. 100.0%
[10] Financial standing and business performance in the immediately preceding period (fiscal year ended February 2025)			

Accounting standard	IFRS (consolidated)	Japanese standard
Total capital; net assets	86,451 million yen	880,736 thousand yen
Total of assets; total assets	273,826million yen	7,664,427 thousand yen
Per-share equity attributable to owners of the parent; per-share net assets	2,383.31 yen	24,898.55 yen
Revenue; sales	225,658million yen	618,343 thousand yen
Operating profit	16,742 million yen	557,568 thousand yen
Net profit attributable to the shareholders of the parent; net profit for the term	11,051 million yen	400,909 thousand yen
Basic earnings per share; net profit per share	317.58 yen	11,333.76yen

Note: The IFRS (International Financial Reporting Standards) is applied to the accounting of World Co., Ltd.

4. Status of World Co., Ltd. after the Merger

The Merger does not cause any change in the company's trade name, Head Office location, name or title of the representative, business lines, capital stock or financial term.

5. Future outlook

The Merger will have no influence on the company's consolidated business performance, since the deal is carried out with its wholly-owned subsidiary.