



February 18, 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: 03-5521-1551

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

At the Board of Directors held today, the Company made a resolution to merge with our wholly owned subsidiary, UT Trading LLC (the "Merger"), effective April 1, 2025. The merger is as follows.

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

Notation

1. Purpose of the Merger

UT Trading LLC. is a wholly owned subsidiary of the Company, which operates a real estate leasing business (one owned building). The purpose of this merger is to commercialize the buildings owned by the Company as a product of our replanning business.

2. Summary of the Merger

(1) Merger schedule

Date of resolution of the Board of Directors meeting for approval of merger agreement:

February 18, 2025

Date of the merger agreement: February 20, 2025 (planned)

Effective Merger Date: April 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) Merger system

This is an absorption-type merger method in which we are the surviving company, and UT. Trading LLC. will be dissolved.

(3) Contents of the allotment pertaining to the merger

As this is a merger with our wholly owned subsidiary, there is no issuance of new shares or the payment of money or other items at the time of this merger.

(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.	UT Trading LLC.
(2) Head Office	2-2 Yurakucho 1-chome, Chiyoda-ku, Tokyo	13-10 Hongo 3-chome, Bunkyo-ku, Tokyo
(3) Representative • Name	Seiichi Saito, President and CEO	Kenji Honda, Director
(4) Business Activities	Real estate	Real-Estate Leasing
(5) Common stock	11,965 million yen	3 million yen
(5) Date of Establishment	April 8, 1999	November 8, 1988
(6) Number of shares outstanding	48,755,500 shares	600 shares
(7) Fiscal year end	March 31	September 30
(8) Major shareholders and Ownership ratio	(As of September 30, 2024) HON Co., Ltd. 37.99% Japan Master Trust Bank, Ltd. (Trust account) 8.80% The Custody Bank of Japan, Ltd. (Trust account) 5.49% Tomoaki Horiguchi, 5.10% THE BANK OF NEW YORK MELLON 140044 1.54% DFA INTL SMALL CAP VALUE PORTFOLIO 1.00% STATE STREET BANK AND TRUST COMPANY 505103 0.93% STATE STREET BANK AND TRUST COMPANY 505001 0.93% Keiko Horiguchi 0.86% Sun Frontier Employee Stock Ownership Plan 0.81%	(As of January 31, 2025) Sun Frontier Fudousan Co., Ltd. 100%
(9) Financial position and results of operations for the immediately preceding fiscal year		
Fiscal year end	March 31, 2024 (consolidated)	September 30, 2024 (non-consolidated)
Net assets	94,416 million yen	48 million yen
Total assets	188,661 million yen	302 million yen
Net assets per share	1,864.36 yen	80,275.79 yen
Net sales	79,868 million yen	33 million yen
Operating profit	17,600 million yen	7 million yen
Ordinary profit	17,374 million yen	8 million yen
Belong to the parent company Net Income	11,917 million yen	6 million yen
Net income per share	245.50 yen	10,518.37 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.