

**TRANSLATION FOR REFERENCE PURPOSE ONLY**

*This notice has been translated from the original Japanese text of the timely disclose statement and is for reference purpose only. In the event of any discrepancy between the original Japanese and this translation, the Japanese text shall prevail.*

March 24, 2023

Company Name: **Asahi Holdings, Inc.**  
Representative: Tomoya Higashiura, President & CEO  
(Code: 5857, Tokyo Stock Exchange - Prime Market)  
Contact: Kunihiko Chogo, General Manager,  
Corporate Planning & Communications Department  
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**Notice Concerning Company Split and Trade Name Change by Consolidated Subsidiaries**

Asahi Holdings, Inc. (hereinafter, the “Company”) hereby announces that, Asahi Pretec Corp. (hereinafter, “AP”), a wholly-owned subsidiary of the Company, will succeed the rights and obligations held by AP with respect to the precious metals recycling business, precious metals refining and manufacturing/trading business, to our wholly-owned subsidiaries, “Asahi Pretec Split Preparation Company, Inc.” (hereinafter, “APSP”) and “ASAHI METALFINE, Inc.” (hereinafter, “AMF”) upon company split (by way of absorption-type company split; hereinafter, the “Company Split”).

In addition, as of April 1, 2023, AP will change its trade name to “Japan Waste Corporation” and APSP will change to “Asahi Pretec Corp.”.

Since the Company Split is an organizational restructuring within the group by our wholly-owned subsidiaries, some of the items and contents of disclosure are omitted.

I. Company Split

1. Purpose of the Company Split

Our group has set the basic policy of “Building a global company that pursues originality and growth” in the 9th medium-term management plan, and is laying the foundation for global growth through restructuring of its business model, etc. and the new structure resulting from the Company Split will enhance the corporate value of our entire group. After the Company Split, APSP, as a leading precious metals recycling company in Japan, will further strengthen the relationships it has cultivated with its customers and expand the scope of its business. AMF will aim to establish the global “Asahi brand” by providing new services and products, such as trading and high-value added products, to customers in Japan and overseas, using as platforms the precious metals refining business utilizing state-of-the-art technologies and the metal product manufacturing/trading business taking into account human rights and the environment. JW will provide one-stop solutions in the environmental preservation business by detoxifying and properly treating various types of waste with its unique technologies cultivated over many years.

2. Outline of the Company Split

(1) Schedule for the Company Split

Shareholders’ meeting approving the absorption-type company split (parties of the Company Split)	March 30, 2023 (TBD)
Effective date of the absorption-type company split	April 1, 2023 (TBD)

(2) Method of the Company Split

In the Company Split, AP will be the absorption-type split company (hereinafter, the “Split Company”) and APSP and AMF will be the absorption-type split successor companies (hereinafter, the “Successor Companies”).

(3) Content of the allotment pertaining to the Company Split

Since the Company Split is performed among wholly-owned subsidiaries, upon the Company Split, there is no plan for the Successor Companies to deliver money, etc. to the Split Company in exchange for the rights and obligations to be succeeded.

(4) Treatment of the stock acquisition right and bond with stock acquisition right accompanying the Company Split  
Not applicable

(5) Capital stock to be increased or decreased upon the Company Split  
The Company's capital stock will not be increased or decreased upon the Company Split.

(6) Rights and obligations to be succeeded by the Successor Companies

Company name	Rights and obligations to be succeeded
APSP	Unless otherwise stipulated in the absorption-type company split contract, succeeds the assets (excluding some assets such as land and buildings), debts, employment contracts, and other rights and obligations related to the precious metals recycling business operated by the Split Company.
AMF	Unless otherwise stipulated in the absorption-type company split contract, succeeds the assets (excluding some assets such as land and buildings), debts, employment contracts, and other rights and obligations related to the precious metals refining and manufacturing/trading business operated by the Split Company.

(7) Prospect for fulfillment of obligations

We believe that there is no problem with the prospects for the fulfillment of obligations to be borne by the Successor Companies in the Company Split.

### 3. Outline of companies involved in Company Split

(1) Split Company (As of February 28, 2023)

(1) Company name	Asahi Pretec Corp.*
(2) Address	21, Uozakihama-machi, Higashinada-ku, Kobe, Hyogo
(3) Name and title of representative	Hiroyuki Nakanishi, Representative Director and President
(4) Business	Precious metals recycling, industrial waste disposal and other environmental preservation business
(5) Capital	4,480 million yen
(6) Date of establishment	April 20, 1964
(7) Number of shares issued	36,254 thousand
(8) Closing date	March 31
(9) Major shareholder and shareholding ratio	Asahi Holdings, Inc. 100%
(10) Financial position and operating results for the latest fiscal year (Fiscal year ended March 31, 2022)	
Net assts	31,362 million yen
Total assets	116,591 million yen
Net assets per share	865.07 yen
Revenue	174,787 million yen
Operating profit	22,169 million yen
Ordinary profit	22,018 million yen
Profit attributable to owners of parent	16,162 million yen
Profit per share	445.82 yen

\* Scheduled to be changed to "Japan Waste Corporation" on April 1, 2023.

(2) Successor Companies (As of February 28, 2023)

(1) Company name	Asahi Pretec Split Preparation Company, Inc.*	ASAHI METALFINE, Inc.
(2) Address	21, Uozakihama-machi, Higashinada-ku, Kobe, Hyogo	1-7-12, Marunouchi, Chiyoda-ku, Tokyo
(3) Name and title of representative	Tsutomu Nakashima, Representative Director and President	Nobuo Tajima, Representative Director and President
(4) Business	Precious metals recycling business	Precious metals refining and manufacturing/trading business
(5) Capital	10 million yen	10 million yen
(6) Date of establishment	January 20, 2023	January 20, 2023
(7) Number of shares issued	4,000	4,000
(8) Closing date	March 31	March 31
(9) Major shareholder and shareholding ratio	Asahi Holdings, Inc. 100%	Asahi Holdings, Inc. 100%

Note: Since the latest fiscal year does not exist for the Successor Companies, financial position and operating results for the latest fiscal year are not stated.

\* Scheduled to be changed to “Asahi Pretec Corp.” on April 1, 2023.

4. Outline of operating units to be split

(1) Description of operations to be split

Precious metals recycling, refining and manufacturing/trading business

(2) Operating results of units to be split (Results for the nine months ended December 31, 2022)

Revenue	182,440 million yen
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(3) Item and book value of assets and liabilities to be split (As of December 31, 2022)

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	87,048 million yen	Current liabilities	72,932 million yen
Non-current assets	9,819 million yen	Non-current liabilities	384 million yen
Total	96,868 million yen	Total	73,317 million yen

Note: The actual amount of assets and liabilities to be split will be adjusted to reflect changes that occur before the effective date of Company Split.

5. Status after Company Split (As of April 1, 2023 (TBD))

(1) Split Company

(1) Company name	Japan Waste Corporation (Scheduled to be changed from “Asahi Pretec Corp.” on April 1, 2023)
(2) Address	21, Uozakihama-machi, Higashinada-ku, Kobe, Hyogo
(3) Name and title of representative	Hiroyuki Nakanishi, Representative Director and President
(4) Business	Industrial waste disposal and other environmental preservation business
(5) Capital	4,480 million yen
(6) Closing date	March 31

(2) Successor Companies

(1) Company name	Asahi Pretec Corp. (Scheduled to be changed from “Asahi Pretec Split Preparation Company, Inc.” on April 1, 2023)	ASAHI METALFINE, Inc.
(2) Address	21, Uozakihama-machi, Higashinada-ku, Kobe, Hyogo	1-7-12, Marunouchi, Chiyoda-ku, Tokyo
(3) Name and title of representative	Tsutomu Nakashima, Representative Director and President	Nobuo Tajima, Representative Director and President
(4) Business	Precious metals recycling business	Precious metals refining and manufacturing/trading business
(5) Capital	110 million yen	110 million yen
(6) Closing date	March 31	March 31

6. Outlook

Since Split Company and Successor Companies are a 100% subsidiary of the Company, there will be minimal impact on the Company’s consolidated results upon the Company Split.

II. Trade Name Change

1. Purpose and Reason of the Trade Name Change

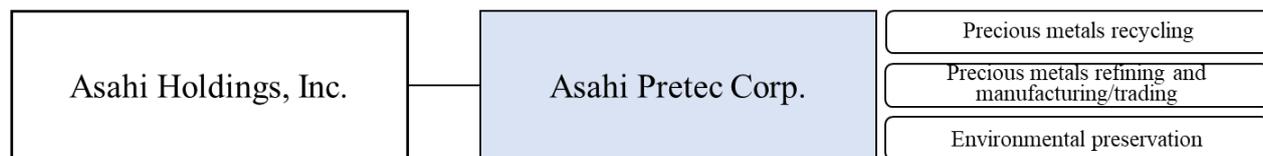
As described in the opening sentence, as of April 1 2023, AP will change its trade name to “Japan Waste Corporation” and its main business will be industrial waste treatment and environmental preservation. APSP will change its trade name to “Asahi Pretec Corp.”, which is the same as that of the Split Company, and its main business will be precious metals recycling business.

2. Schedule for the Trade Name Change

Shareholders’ meeting approving the trade name change	March 30, 2023 (TBD)
Effective date of the trade name change	April 1, 2023 (TBD)

[Ref.] Conceptual diagram of the Company Split

<Present>



<After Company Split>

