



March 8, 2017
Topy Industries Limited
Nippon Steel & Sumitomo Metal Corporation

Commencement of Discussions on the Acquisition of Ring Techs by Topy Industries

Topy Industries Limited (hereafter “Topy Industries”) and Nippon Steel & Sumitomo Metal Corporation (hereafter “NSSMC”) have agreed to commence discussions on Topy Industries’ acquisition of 100 percent shares of Ring Techs Co., Ltd. (hereafter “Ring Techs”), a subsidiary of NSSMC, to make Ring Techs a wholly-owned subsidiary of Topy Industries (hereafter the “Acquisition”).

1. Purpose of the Discussions

Topy Industries operates a wide range of businesses, including the wheel and automotive parts business as well as the iron and steel business and the industrial machinery parts business. Ring Techs was founded in 1952 as a company engaged in the production and sales of steel wheels, and in 1999, it became a wholly owned subsidiary of Sumitomo Metal Industries, Ltd. (currently NSSMC).

In order to respond to significant changes in the business environment surrounding the steel wheel business due to globalization and competition with other products and to continue to meet the various needs of domestic and overseas customers, Topy Industries and NSSMC decided that it would be effective to integrate and utilize the management resources of Topy Industries and Ring Techs, and have hence agreed to commence discussions on the Acquisition.

Through the Acquisition, Topy Industries and Ring Techs, as part of the Topy Industries Group, will continue to stably supply high-quality, competitive products to customers, and aim to achieve sustainable growth and development in the future.

2.Schedule (Tentative)

Topy Industries and NSSMC plan to consummate the Acquisition following required procedures including clearance from the Japanese competition authority, with the target date of around October 2017.

March 8, 2017: Execution of the Memorandum of Understanding regarding the discussions on the Acquisition

Late September 2017 (target): Execution of a definitive agreement

October 2017 (target): Consummation of the Acquisition

3.Overview of Topy Industries and Ring Techs

Company Name	Topy Industries	Ring Techs
Description of Business Activities	Iron and steel business, steel/aluminum wheel business, automotive parts business, industrial machinery parts business, etc.	Wheels for automobiles and agricultural/industrial machinery (steel wheel business)
Year of Establishment	1921	1952
Head Office Location	1-2-2, Osaki, Shinagawa-ku, Tokyo	2670, Tsurajimacho Tsurushinden, Kurashiki-shi, Okayama
Representative	Yasuo Fujii, Representative Director & President	Koichi Tsuruoka, Representative Director & President
Net Sales (Consolidated)	215.9 billion yen (year ending March 2016)	10.2 billion yen (year ending March 2016)
Capital	20,983 million yen	500 million yen
Employees (Consolidated)	4,408 (year ending March 2016)	341 (year ending March 2016)
Major Shareholders	NSSMC 20%; Topy Fund 4%; Others	NSSMC 100%

For inquiries

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