

June 3, 2019

To whom it may concern:

Company Name: NAGASE & CO., LTD.
 Representative: Kenji Asakura,
 Representative Director President
 Stock Exchange Listing: Tokyo (First Section) Code 8012
 Contact: Yasuhiro Mihara, Executive Officer,
 General Manager, Corporate Planning Dept.
 Tel: +81 3 3665 3028

Notice regarding the acquisition of US Prinova Group

NAGASE & Co., LTD. (hereinafter referred to as “NAGASE” or the “Company”) today announces that, entrusted by the Board of Directors, Representative Director and President Kenji Asakura resolved to acquire Prinova Group, LLC (Illinois USA, hereinafter “Prinova”) through its wholly-owned subsidiary Nagase Holdings America Corporation (“NHAC”) (the “Transaction”), making it a consolidated subsidiary.

Prinova, one of the leading distributors of food ingredients and provider of integrated solutions for global food, beverage and wellness brands, will serve as a strategic base for further expanding NAGASE’s food business in the United States and Europe. Going forward, NAGASE expects to expand market presence by providing further added value to consumers in North America, Europe and Asia, through synergies created by combining Prinova’s vertically integrated capabilities of ingredients procurement, processing and contract manufacturing, and the strong R&D expertise of NAGASE’s Group company Hayashibara, which specializes in manufacturing functional food products.

This Transaction marks a key milestone for NAGASE in realizing its mid-term management strategy (**ACE-2020**) as it focuses on reforming its profit structure, representing a major step towards significantly expanding sales and market presence in North America and globally in the lifestyle and healthcare space. Prinova will continue to be led by the current management maintaining its facilities, brands and practices, reporting to the board of NAGASE to work towards further maximizing synergies within the Group.

1. About NHAC

(1) Name	Nagase Holdings America Corporation
(2) Address	546 Fifth Avenue 16th Floor, New York, NY 10036-5000

	U.S.A.
(3) Name and title of Representative	Ryuichi Uchida (CEO)
(4) Main business	Investment, asset management and other services
(5) Share capital	1,000 US\$

2. About Prinova

Prinova Group, LLC

(1) Name	Prinova Group, LLC	
(2) Address	6525 Muirfield Drive, Hanover Park, IL60133, USA	
(3) Name and title of Representative	Donald K. Thorp (President)	
(4) Main business	Sale of food ingredients, processing and contract manufacturing	
(5) Share capital	USD 11.7 MM	
(6) Founded	1978	
(7) Major shareholders and their holdings	1. Prinova Corp. 60.57375% 2. Donald K. Thorp 2006 Gift Trust 30.84292% 3. Ronald Juergens 8.58333%	
(8) Relations between Nagase and Prinova	Capital	None
	Personnel	None
	Business	None

Prinova Solutions Europe Limited

(1) Name	Prinova Solutions Europe Limited (“Prinova Solutions”)	
(2) Address	10 Aldersgate Street, London, England, EC1A 4HJ	
(3) Name and title of Representative	Donald K. Thorp (Director) Kevin William Thorp (Director)	
(4) Main business	Sales and formulation of multi-component premixes and blends	
(5) Share capital	USD 9.4 MM	
(6) Founded	1999	
(7) Major shareholders and their holdings	Prinova Europe Limited 100.0%	
(8) Relations between Nagase and Prinova Solutions	Capital	None
	Personnel	None
	Business	None

Note: Both Prinova and Prinova Solutions will be recognized as specified subsidiary companies under the Cabinet Office Ordinance on Disclosure of Corporate Affairs as their capital will be more than 1/10 of the total capital of the Company.

4. About the Sellers

Details regarding the shareholders of Prinova Group, LLC are undisclosed due to confidentiality. There are no material capital, personnel, related party relationships between the Group and any of the Sellers.

5. Timeline

(1) Board of Directors' approval	June 3, 2019
(2) Signing of definitive agreements	June 3, 2019
(3) Closing	July, 2019 (plan)

6. Future Outlook

The impact of this transaction on the consolidated financial results of the Company is currently under review. Any material impact on our results will be disclosed on a timely basis.

(Reference) Consolidated forecast for FY2020 and results of FY2019 (announced on May 7th 2019)

(mm yen)

	Sales	Operating income	Ordinary income	Net income
FYE March 2020 (Forecast)	850,000	26,000	27,000	20,500
FYE March 2019	807,755	25,226	26,643	20,136