



# Notice Regarding Acquisition of Shares by the Company's Consolidated Subsidiary (Making Companies the Company's Second-Tier Subsidiaries)

Nakanishi Inc. (the "Company") hereby announces that, at the Board of Directors meeting held today, it has resolved that its consolidated subsidiary NSK America Corp. will acquire all shares of Acra Cut, Inc. and Intech, Inc. and thereby make these companies subsidiaries of NSK America Corp. (and second-tier subsidiaries of the Company).

This share acquisition is based on an agreement between the Company and an individual and is therefore subject to confidentiality obligations. Accordingly, certain information—such as the acquisition price and the financial condition of the company to be made a second-tier subsidiary—has been withheld. Although the matter does not fall under the timely disclosure standards prescribed by the Tokyo Stock Exchange, the Company is voluntarily disclosing this matter because it considers the information useful.

## 1. Reason for the share acquisition

In the Mid-term Management Plan "NV2030," the Company aims "to be the leading excellent global medical device company." To achieve this, the Company is working to make the Surgical Business a second pillar after the Dental Business by concentrating development and manufacturing resources and expanding its business domains through M&A.

Acra Cut, which is subject to this share acquisition, is a pioneer of the Automatic Releasing Cranial Perforator used in the "Cranial Access (skull perforation and craniotomy)" area of neurosurgery. Due to its high level of safety and reliability, Acra Cut's products have long led the market as the "gold standard." In addition, Intech plays an important role in supporting the supply of high-quality surgical instruments through its precise machining capabilities and reliable quality control, built on many years of manufacturing experience. By welcoming Acra Cut and Intech into the Company's group, the Company has determined that further growth of the Surgical Business can be expected.

### (1) Expansion of the product portfolio in the Surgical Business

As the Company seeks to expand the Surgical Business, perforators and drill products that serve as the entry point (access) for neurosurgery are among its important products. By acquiring Acra Cut, a key company in this market, as well as its strong brand, sales channels, and high-quality products, the Company expects to expand its product lineup in this area and, as a result, enhance its market presence.

### (2) Acquisition of manufacturing capabilities in the North American market

With manufacturing experience accumulated over many years, Intech is a company that has earned a certain level of recognition for precise machining and quality control, and it is expected to manufacture surgical products in North America in the future. The expansion of local manufacturing is also expected to help reduce the impact of U.S. government tariff policies.

For these reasons, the Company determined that this share acquisition will strongly promote the growth strategy for the Surgical Business under "NV2030" and contribute to enhancing corporate value of the Company's group, and therefore decided to proceed with this share acquisition.

Kanuma, Mar. 5, 2026

## Contact

### Investors

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## About Nakanishi inc.

Nakanishi raises as our mission the creation of "brilliant progress" via innovative "grinding technology" through the lens of our corporate philosophy "Our Core" values. We aim to contribute to the development of medical care and the realization of a better life for all by creating new technology.

Based on "grinding technology", we have a differentiated product lineup under world-class brands in the dental, surgical, and industrial business fields, and are sold in 145 countries around the world.

Nakanishi will continue to work together with all employees of the group companies to create innovative products that only we can create and contribute to the lives and health of people around the world.

The company's shares are listed in the Tokyo Stock Exchange.

Visit [www.en.nakanishi-inc.jp](http://www.en.nakanishi-inc.jp) for more information about Nakanishi Inc. and our business.

## 2. Overview of the subsidiary (NSK America Corp.) that will acquire the shares

(1)	Company name	NSK Ameriac Corp.	
(2)	Location	1800 Global Parkway, Hoffman Estates, IL 60192, USA	
(3)	Job title and name of representative	President / General Manager Colan Rogers	
(4)	Description of business	Sales of the Company's products (Dental, Surgical, and Industrial Businesses)	
(5)	Capital	3,594 thousand U.S. dollars (539 million yen)	
(6)	Established	July 2, 1984	
(7)	Principal shareholders and shareholding ratio	Nakanishi Inc. 100%	
(8)	Relationship between the company and the Company	Capital relationship	The Company holds 100% of the total voting rights of this company.
		Personnel relationship	One Director and one Corporate Vice President of the Company concurrently serve as officers of this company.
		Business relationship	This company sells the Company's products.

## 3. Overview of the second-tier subsidiaries that will be transferred

### 1) Acra Cut, Inc.

(1)	Company name	Acra Cut, Inc.	
(2)	Location	989 Main Street Acton, MA 01720, USA	
(3)	Job title and name of representative	President John W. Baker	
(4)	Description of business	Manufacturing and sales of medical devices for neurosurgery	
(5)	Capital	1 thousand U.S. dollars (150 thousand yen)	
(6)	Established	July 16, 1982	
(7)	Principal shareholders and shareholding ratio	Revocable Trust of Susan S. Baker 100%	
(8)	Relationship between the company and the Company	Capital relationship	Not applicable
		Personnel relationship	Not applicable
		Business relationship	Not applicable

\* The operating results and financial position of these companies will not be disclosed.

### Overview of the counterparty to the share acquisition

(1)	Name	Details will not be disclosed due to a confidentiality obligation with the counterparty.
(2)	Address	Details will not be disclosed due to a confidentiality obligation with the counterparty.
(3)	Relationship between the listed company and the individual	Not applicable

**Number of shares to be acquired and status of shareholdings before and after the acquisition**

(1)	Number of shares held before the change	0 shares (Number of voting rights: 0) (Percentage of voting rights held: 0%)
(2)	Number of shares to be acquired	100 shares (Number of voting rights: 100)
(3)	Acquisition price	Not disclosed due to a confidentiality obligation with the individual counterparty. The acquisition price was determined as a reasonable price based on the results of due diligence conducted by a third party and the Company's share valuation results, and was approved by a resolution of the Company's Board of Directors.
(4)	Number of shares held after the change	100 shares (Number of voting rights: 100) (Percentage of voting rights held: 100%)

**2) Intech, Inc.**

(1)	Company name	Intech, Inc.	
(2)	Location	979 Main Street Acton, MA 01720, USA	
(3)	Job title and name of representative	President John W. Baker	
(4)	Description of business	Manufacturing of machined and molded parts	
(5)	Capital	21 thousand U.S. dollars (3,150 thousand yen)	
(6)	Established	April 19, 1966	
(7)	Principal shareholders and shareholding ratio	Revocable Trust of Susan S. Baker 100%	
(8)	Relationship between the company and the Company	Capital relationship	Not applicable
		Personnel relationship	Not applicable
		Business relationship	Not applicable

\* The operating results and financial position of these companies will not be disclosed.

**Overview of the counterparty to the share acquisition**

(1)	Name	Details will not be disclosed due to a confidentiality obligation with the counterparty.
(2)	Address	Details will not be disclosed due to a confidentiality obligation with the counterparty.
(3)	Relationship between the listed company and the individual	Not applicable

**Number of shares to be acquired and status of shareholdings before and after the acquisition**

(1)	Number of shares held before the change	0 shares (Number of voting rights: 0) (Percentage of voting rights held: 0%)
(2)	Number of shares to be acquired	1,075 shares (Number of voting rights: 1,075)
(3)	Acquisition price	Not disclosed due to a confidentiality obligation with the individual counterparty. The acquisition price was determined as a reasonable price based on the results of due diligence conducted by a third party and the Company's share valuation results, and was approved by a resolution of the Company's Board of Directors.
(4)	Number of shares held after the change	1,075 shares (Number of voting rights: 1,075) (Percentage of voting rights held: 100%)



#### 4. Schedule

(1)	Date of resolution by the Board of Directors	March 5, 2026
(2)	Date of contract execution	March 5, 2026
(3)	Date of share transfer	April 1, 2026 (planned)

#### 5. Future outlook

As announced in the "Notice Regarding Revision of Financial Forecasts for the First Half and Full Year of the Fiscal Year Ending December 31, 2026" released today, the Company has revised its financial forecasts upward due to the new consolidation of Acra Cut, Inc. and Intech, Inc. The Company will promptly provide an announcement if any further disclosure becomes necessary.

(Note) The exchange rate used in this document is ¥150.00 to U.S. dollar.

**Note:** This document is a translation of the original Japanese document and is only for reference purposes. All readers are recommended to refer to the original version in Japanese of the release for complete information.

**Source:** Nakanishi Inc. [www.nakanishi-inc.jp/ir/irnews](http://www.nakanishi-inc.jp/ir/irnews)