

October 1, 2003

To whom it may concern

Nissho Iwai-Nichimen Holdings Corporation  
President & Co-CEO: Hidetoshi Nishimura  
Securities Code: 2768 TSE/OSE 1st Section  
Inquiries: Shinichi Taniguchi, General Manager  
Public Relations Dept.  
TEL: +81 (3) 5446-1061

### **Notice Regarding Transfer of Subsidiary**

Nissho Iwai-Nichimen Holdings Corporation (“NNH”) announced that, Nichimen Corporation (“Nichimen”), a wholly owned subsidiary of NNH, transferred its share of Fuji Machine Mfg. (Europe) GmbH (“FME”), which is a subsidiary of Nichimen, to Fuji Machine Mfg. Co., Ltd. (“FMM”) on September 30, 2003.

#### **1. Reason for share transfer**

Aiming at quick realization of business integration effects, Nichimen and Nissho Iwai Corporation, which are two major subsidiaries of NNH, accelerate “Selection and Focus” in their businesses, and implement business restructuring. As part of the effort, Nichimen transferred all its share of FME, which engages in sales of surface-mount technology equipment in Europe, to the joint venture partner, FMM without charge.

#### **2. Outline of the subsidiary to be transferred**

- (1) Company name: Fuji Machine Mfg. (Europe) GmbH
- (2) Headquarters: Peter-Sander-StraBe 43, 55252 Mainz-Kastel. Germany
- (3) Date of incorporation: November 1, 1991
- (4) Main Business: Sales of surface-mount technology equipment
- (5) Financial closing date: December 31
- (6) Number of employees: 21 (as of September 30, 2003)
- (7) Paid-in Capital: Euro 6,045 thousand (as of September 30, 2003)
- (8) Major shareholders: Nichimen Corporation 70%, Fuji Machine Mfg. Co., Ltd. 30%  
(as of September 30, 2003)

- (9) Financial results for the last two fiscal years: (thousands of euro)

	Year ended December 31, 2001	Year ended December 31, 2002
Net sales	22,363	14,263
Gross trading profit	6,150	4,004
Total assets	20,081	15,442

### 3. Outline of Transferee

- (1) Company name: Fuji Machine Mfg. Co., Ltd.
- (2) Representative: Ryoyu Asai, President
- (3) Headquarters: Chausuyama 19, Yama-machi, Chiryu-shi, Aichi
- (4) Main Business: Manufacturing and sales of surface-mount equipment and machine tools
- (5) Relationship with NNH Group: Annual transaction volume between Nichimen and FMM is approximately ¥2.5 billion.

### 4. Forecast

The loss caused by the share transfer will be approximately ¥0.4 billion, however, there is no change in the NNH's earnings forecast for the fiscal year ending March 31, 2004.

(end)

*The original and official version of this notice is written in Japanese.*

In case of any discrepancies between this notice and the original, the Japanese version shall govern.