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## Press Release

14 February 2006

Company Name **SUMIDA CORPORATION**  
Representative Shigeyuki Yawata,  
Representative Executive Officer(CEO)  
(Code 6817, 1st Section, Tokyo Stock  
Exchange)  
For Inquires Hitoshi Aizawa,  
Corporate Office Officer  
(Phone: 81-3-3667-3382)

### **Notice of the Final Result of the TOB**

SUMIDA CORPORATION ("Sumida") announced a Take-over Bid (TOB) for VOGT electronic AG (<http://www.vogt-electronic.com/>; hereafter as "VOGT") through its wholly-owned subsidiary Sumida Holding Germany GmbH on 22 December 2005. We hereby give notice of the result of the additional period, from 25 January 2006 to 8 February 2006, of the TOB as per below.

#### **A. Results**

1. Summary of the TOB (announced on 22 December 2005)

(1) Target profile

Company name:	VOGT electronic AG
Major business:	R&D, manufacturing and sales of electronic parts
No. of outstanding shares:	2,600,000 shares (including 1,340,000 of common stocks and 1,260,000 of preferred shares)

(2) Category of shares to be purchased

Common stocks and preferred shares  
(\*At present, preferred shares also contain voting rights)

(3) Period of TOB

- i) Initial period : 22 December 2005 ~ 19 January 2006
  - ii) Additional period : 25 January 2006 ~ 8 February 2006
  - iii) Final settlement and announcement date of the  
additional period of TOB : 14 February 2006
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(4) TOB price (per share)

Common stock : 10 Euro

Preferred share : 7 Euro

2. Final Result of the TOB

(1) Planned no. of shares to be purchased

1,300,001 shares or above

(more than 50% of total no. of outstanding shares)

(2) No. of shares subscribed

Common stocks 1,229,524 shares

(91.8% of total common stocks)

Preferred shares 516,918 shares

(41.0% of total preferred shares)

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**Total 1,746,442 shares**

(67.2% of total no. of outstanding shares)

3. Final Settlement

As the number of share subscription has been over the planned number, this TOB is successfully done. We will accept and purchase all subscriptions.

**B. Future Prospect**

1. Schedule

As stated above, the final settlement of the TOB will start from today. Sumida Group also plans to exercise stock options which were attached to Profit Participation Rights contracted on 27 November 2005. Given that all stock options are exercised, Sumida Group will hold totally 78.1% (\*2) of outstanding shares of VOGT.

(\*1) 'Profit Participation Right' (Genussschein) refers to a right which is given priority to receive both profits and dividends of the target corporation. Sumida Group will hold 1,299,248 shares of stock options which retain such rights.

(\*2) In the German Corporation Law, a party which possesses over 75% of voting rights (super majority) can resolve an extraordinary resolution in the General Shareholders Meeting without contention.

2. Impact on Sumida's Financial Results

As a result of this TOB, VOGT has become one of the subsidiaries of Sumida Holding Germany GmbH, and a consolidated subsidiary of Sumida. Since the subscription of shares had already been over the majority of the voting rights at the time of the end of the initial period, it is judged that the dominion of VOGT

was transferred to our group at that time, and the acquisition date was considered as in the beginning of the term (1 January 2006) on the consolidation. Sumida will make a separate announcement with regard to the expected financial effect.

### C. Submission of Extraordinary Report

In accordance with the regulations stated in clause 4, Article 24-5 of the Securities and Exchange Law, and no. 3 & 19 of clause 2, Article 19 of the Cabinet Office Regulations concerning the disclosure of corporate information, an extraordinary report with regard this TOB result was filed with the Kanto Local Finance Bureau today.

(Reference)

#### Business Achievements of VOGT

(unit: Million Euro)

	2003 ended Sept.	2004 ended Sept.	2005 ended Sept.	2006 ended Sept. (1Q)
Sales turnover	534.7	306.1	192.3	44.7
EBITDA	35.8	28.5	6.2	4.9
Current income	△15.5	△9.9	△14.6	2.1
Total assets	294.1	163.3	110.8	-
Net assets	30.0	19.5	5.4	-

Note: The result of this TOB is concurrently announced in Germany. This TOB does not fall under the TOB defined by the Japanese Security Exchange Law, Clause 27-2(1).