

May 25, 2010

Canon Marketing Japan Inc.

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Canon Marketing Japan Group to Consolidate ITS Business Companies under Canon MJ IT Group Holdings

Canon Marketing Japan Inc. (“Canon MJ”) announces that a meeting of the Board of Directors held today adopted a resolution to consolidate its three Group companies engaging in IT solutions (“ITS”) under Canon MJ IT Group Holdings Inc. (“Canon MJ-ITHD”), a wholly owned subsidiary of Canon MJ. Details are as follows:

1. Details of the Resolution

Three Group companies will become wholly owned subsidiaries of other Group companies through share exchanges:

- (1) Canon Software Inc. (“Canon Software”), a wholly owned subsidiary of Canon MJ, will become a wholly owned subsidiary of Canon MJ-ITHD.
- (2) Edifist Learning Inc. (“Edifist Learning”), a wholly owned subsidiary of Canon MJ, will become a wholly owned subsidiary of Canon MJ-ITHD.
- (3) Canon Software Information Systems Inc. (“Canon Software JS”), a consolidated subsidiary of Canon Software, will become a wholly owned subsidiary of Canon Software.

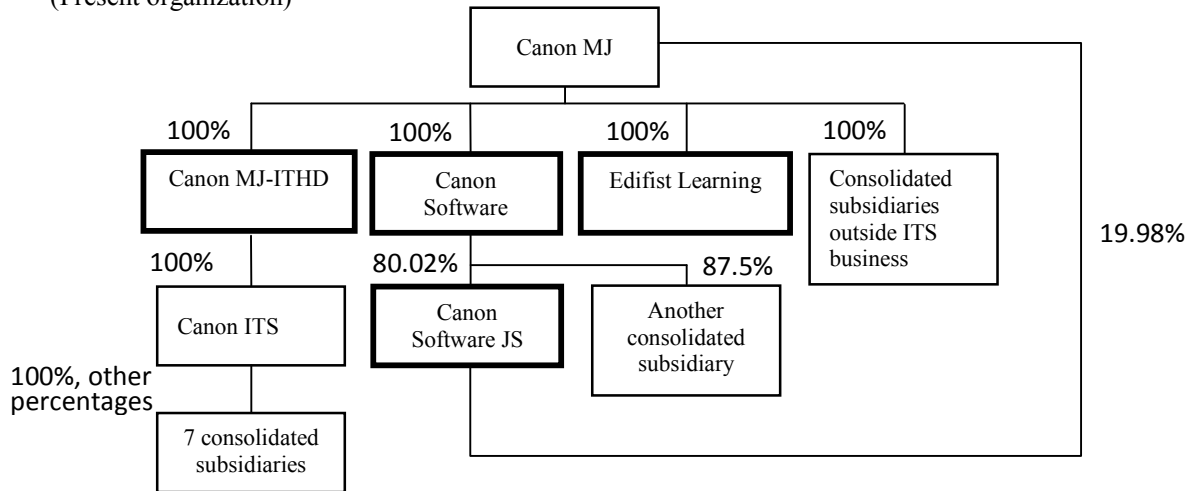
2. Purpose of Reorganization of ITS Business Companies

As described in “Notice of Reorganization of ITS Business Companies of Canon Marketing Japan Group” announced on February 25, 2010, Canon MJ established MJ-ITHD as an intermediate holding company that manages the ITS business of the entire Group on April 1. Canon MJ made Canon Software its wholly owned subsidiary through a share exchange on May 1. Through those reorganization initiatives, Canon MJ is rapidly making the ITS business a core business of the Group.

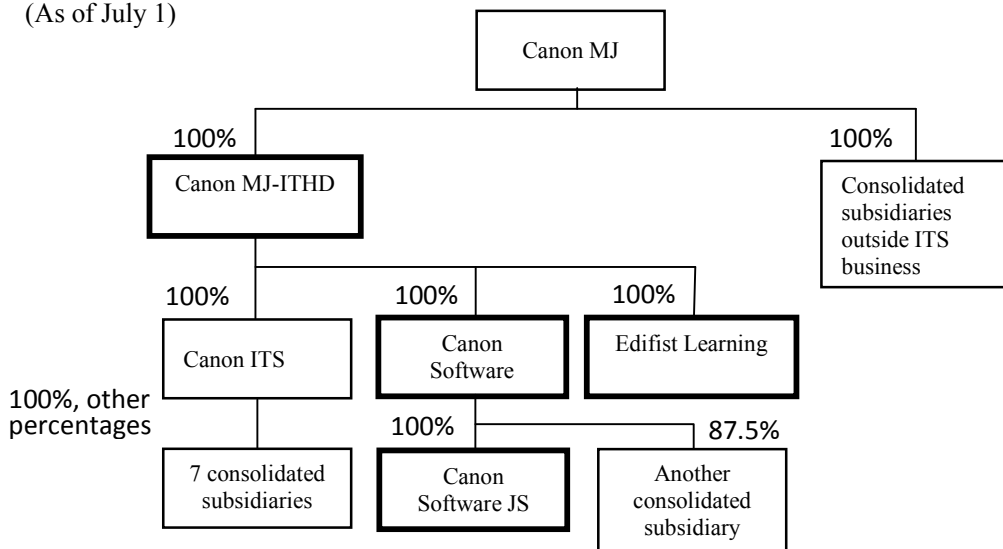
Through the reorganization, Canon MJ will put all ITS business companies of the Group under Canon MJ-ITHD and will thereby bolster Group synergy and promote speedy management.

After the reorganization, consolidated net sales of Canon MJ-ITHD will exceed 100 billion yen, and the number of employees will be about 5,800.

3. Outline of Share Exchanges
(Present organization)



(As of July 1)



(1) Schedule of share exchanges

- 1) (a) Share exchange to make Canon MJ-ITHD the parent company and Canon Software the wholly owned subsidiary and (b) Share exchange to make Canon MJ-ITHD the parent company and Edifist Learning the wholly owned subsidiary (the same schedule for (a) and (b))

May 25, 2010	The Board of Directors of Canon MJ adopts a resolution for the reorganization within the Group
June 10, 2010	Board of Directors meetings to approve the share exchanges (Canon MJ-ITHD, Canon Software, and Edifist Learning)
June 25, 2010	Extraordinary shareholders' meetings (Canon Software and Edifist Learning)
July 1, 2010	Effective date of the share exchanges

(Note) Under the provision of Article 796, paragraph 3 of the Companies Act, MJ-ITHD, which will become the parent company, will carry out the share exchanges without the approval of the shareholders' meeting in a simplified share exchange procedure.

- 2) Share exchange to make Canon Software the parent company and Canon Software JS the wholly owned subsidiary

May 25, 2010	The Board of Directors of Canon MJ adopts a resolution for the reorganization within the Group
June 10, 2010	Board of Directors meetings to approve the share exchange (Canon Software and Canon Software JS)
June 25, 2010	Extraordinary shareholders' meeting (Canon Software JS)
July 1, 2010	Effective date of the share exchange

(Note) Under the provision of Article 796, paragraph 3 of the Companies Act, Canon Software, which will become the parent company, will carry out the share exchange without the approval of the shareholders' meeting in a simplified share exchange procedure.

(2) Method of share exchanges

Three share exchanges will be conducted: 1) (a), 1) (b), and 2) described in "(1) Schedule of share exchanges."

Since Canon MJ-ITHD and Canon Software, which will become parent companies in the share exchanges, are wholly owned subsidiaries of Canon MJ, neither company will deliver any shares to Canon MJ.

4. Outline of Canon MJ IT Group Holdings Inc. (as of April 1, 2010)

(1) Trade Name	Canon MJ IT Group Holdings Inc.
(2) Description of Business	Control and management of business operations of IT solution group companies
(3) Date of Incorporation	April 2010
(4) Head Office	Konan 2-16-6, Minato-ku, Tokyo, Japan
(5) Name and Title of Representative	Kazunori Asada, President
(6) Paid-in Capital	100 million yen
(7) Shares Issued	1,293,804
(8) Fiscal Year End	December
(9) Shareholder	Canon Marketing Japan Inc. (100%)

5. Outline of Canon Software Inc. (as of December 31, 2009)

(1) Trade Name	Canon Software Inc.
(2) Description of Business	Offering information services and selling information processing machines and related software programs
(3) Date of Incorporation	March 1974
(4) Head Office	Mita 3-9-6, Minato-ku, Tokyo, Japan
(5) Name and Title of Representative	Toshiyuki Sanematsu, President and Representative Director
(6) Paid-in Capital	1,348 million yen
(7) Shares Issued	23,083,680
(8) Net Assets (consolidated)	9,950 million yen
(9) Total Assets (consolidated)	13,603 million yen

(10) Fiscal Year End	December
(11) Number of Employees (consolidated)	1,632
(12) Shareholder	Canon Marketing Japan Inc. (57.45%) Canon Marketing Japan Inc. (100%) as of May 1, 2010

6. Outline of Edifist Learning Inc. (as of December 31, 2009)

(1) Trade Name	Edifist Learning Inc.
(2) Description of Business	Providing IT and management training for businesses
(3) Date of Incorporation	April 1997
(4) Head Office	Otemachi 1-6-1, Chiyoda-ku, Tokyo, Japan
(5) Name and Title of Representative	Toshiro Kamei, President
(6) Paid-in Capital	300 million yen
(7) Shares Issued	6,000
(8) Net Assets	531 million yen
(9) Total Assets	647 million yen
(10) Fiscal Year End	December
(11) Number of Employees	55
(12) Shareholder	Canon Marketing Japan Inc. (100%)

7. Outline of Canon Software Information Systems Inc. (as of December 31, 2009)

(1) Trade Name	Canon Software Information Systems Inc.
(2) Description of Business	Development and sale of communication and control software
(3) Date of Incorporation	July 1983
(4) Head Office	Bakurumachi 2-2-13, Chuo-ku, Osaka City, Osaka, Japan
(5) Name and Title of Representative	Hideyuki Umezawa, President
(6) Paid-in Capital	426 million yen
(7) Shares Issued	4,444,000
(8) Net Assets	4,001 million yen
(9) Total Assets	4,624 million yen
(10) Fiscal Year End	December
(11) Number of Employees	245
(12) Shareholders	Canon Software Inc. (80.02%) Canon Marketing Japan Inc. (19.98%)

8. Impact on Business Performance

Since the share exchanges will be all conducted among consolidated subsidiaries of Canon MJ, the impact of the share exchanges on the consolidated results of Canon MJ will be minor and negligible.