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RICOH CO LTD
Form 6-K
January 31, 2013

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

For the month of December 2012

Commission File Number 2 - 68279

RICOH COMPANY, LTD.

(Translation of Registrant's name into English)

13-1, Ginza 8-Chome, Chuo-ku, Tokyo 104-8222, Japan

(Address of Principal Executive Offices)

(Indicate by check mark whether the registrant files or will file annual reports
under cover Form 20-F or Form 40-F.)

Form 20-F ☒ Form 40-F ☐

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as
permitted by Regulation S-T Rule 101(b)(1): ☐)

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as
permitted by Regulation S-T Rule 101(b)(7): ☐)

(Indicate by check mark whether by furnishing the information contained in this
Form, the registrant is also thereby furnishing the information to the
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act
of 1934.)

Yes ☐ No ☒

(If "Yes" is marked, indicate below the file number assigned to the registrant
in connection with Rule 12g3-2(b): 82-)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the
registrant has duly caused this report to be signed on its behalf by the
undersigned, thereunto duly authorized.

Ricoh Company, Ltd.

(Registrant)

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By: /S/ Zenji Miura

Zenji Miura
Deputy President and
Chief Financial Officer

January 31, 2013

[LOGO FASF]

January 31, 2013

Company Name Ricoh Company, Ltd.
President and C.E.O. Shiro Kondo
(Code Number: 7752 First Section of the Tokyo Stock
Exchange, Osaka Securities Exchange, Nagoya Stock
Exchange Inc., Fukuoka Stock Exchange, and Sapporo
Securities Exchange)
Contact: Yutaka Kaneko, General Manager, PR Department
Tel. 03-6278-5228

NOTIFICATION REGARDING THE REORGANIZATION OF DOMESTIC DESIGN/PRODUCTION FUNCTIONS

At the today's meeting of the Board of Directors of our Company, the reorganization of domestic design/production functions was decided, and we are now notifying you of the details of this decision.

For this reorganization, the absorption-type split causes RICOH Technologies COMPANY, LTD., which is a wholly-owned subsidiary of Ricoh Company, Ltd., to succeed some portion of the design functions of the company.

At the same time, the absorption-type split causes RICOH Industry Co., Ltd., which is a wholly-owned subsidiary of Ricoh Company, Ltd., to succeed some portion of the production functions of the company.

I. OBJECTIVE OF THE REORGANIZATION

1. Design Functions

By transferring the design functions of Tohoku Ricoh Co., Ltd., Ricoh Unitechno Co., Ltd., and Ricoh Elemex Corporation and some portion of the design functions of Ricoh Company, Ltd., to the new company, the Company aims to maximize the design efficiency and development capability through the construction of a development system and mechanism unrestricted by the boundaries of companies and organizations. As a result, development productivity will be further pursued in the main business field, and low cost engineering capacity will be improved, along with strengthening customer service. In addition, the Company will accelerate the construction of a system that can invest resources in new business fields, growth and reinforcement.

2. Production Functions

By transferring the production functions of Tohoku Ricoh Co., Ltd., Ricoh Printing Systems, Ltd., and Ricoh Unitechno Co., Ltd., and some portion of the production functions of Ricoh Company, Ltd., to the new company, the Company aims to reorganize the system to permit effective utilization of the overall management resources of the Ricoh Group. The aim of the new company is to strengthen human resource development and its collective capability to succeed, carry over and develop the manufacturing technologies of the Ricoh Group globally, as a leading manufacturing company that can also contribute to enhancing technical development in the next generation,

including products, key parts and new business fields.

II. SUMMARY OF THE REORGANIZATION

1) Partial Business Transfer to RICOH Technologies COMPANY, LTD.

1. Summary of the Absorption-Type Split

(1) Timetable for the Company Split

Meeting of the Board of Directors (Approval of the Agreement for the Company Split)

January 31, 2013

Conclusion of the Agreement for the Company Split

January 31, 2013

Scheduled date of the Company Split (Effective Date of the Company Split)

April 1, 2013

Note: Since the company split satisfies the conditions described under Article 784, paragraph 3 of the Company Act, obtaining approval at the Company's general meeting of shareholders concerning the Split Agreement of the Company is not required.

(2) Method of Company Split

(a) Method of Company Split

This is an absorption-type split in which Ricoh will be the Splitting Company and RICOH Technologies COMPANY, LTD. will be the Successor Company.

(b) Reasons for Adopting the Absorption-Type Split

The absorption-type split is adopted from the perspectives of reorganization speed within the group targeted wholly-owned subsidiaries of Ricoh Company, Ltd., and convenience of the legal procedures.

(3) Share Allocation

This is an absorption-type split with no allocation of shares or other property to the Successor Company.

(4) Subscription Rights and Bonds with Subscription Rights

Ricoh has not issued subscription rights and bonds with subscription rights.

(5) Decrease in Capital Due to the Company Split

There will be no change in the capital of the Company as a result of the split.

(6) Rights and Obligations to be Transferred to the Successor Company

All assets, liabilities, status of agreement, and other rights and obligations of the Company related to the businesses to be split (businesses stipulated in (III) 3 (1) shall be transferred to the Successor Company, RICOH Technologies COMPANY, LTD., as of the effective date of this company split.

(7) Expected Performance of Obligation

Since sufficient net assets are expected to be secured after the effective date of the company split, there are no concerns regarding the fulfillment of obligations by the Company and RICOH Technologies COMPANY, LTD..

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2. Overview of the Parties of the Company Split

As of December 31, 2012

(1) Corporate Name	Ricoh Company, Ltd. (Splitting Company)	RICOH Tech (Suo
(2) Business	Development/manufacturing/sales and service of OA equipment, optical equipment and other devices	Development/ peripheral e parts for OA equipment an
(3) Date of Establishment	February 6, 1936	Dec
(4) Headquarters	1-3-6 Nakamagome, Oota-ku, Tokyo	810 Shimo-Iz Prefecture
(5) Representative	Shiro Kondo, President and C.E.O.	Minoru
(6) Capital	135,364 million yen	1
(7) Number of Total Shares Issued *	744,912,078 shares	1
(8) Net Assets *	904,600 million yen (consolidated)	1
(9) Total Assets *	2,343,072 million yen (consolidated)	1
(10) Accounting Date	March 31	
(11) Major Shareholders and Percentage of Shares Held *	The Master Trust Bank of Japan (Trust Account) 11.38% Japan Trustee Services Bank, Ltd. (Trust account) 9.35% Nippon Life Insurance Company 4.94% Japan Trustee Services Bank, Ltd. (Trust account 9) 3.67% Bank of Tokyo-Mitsubishi UFJ 2.89%	Rico

3. Overview of the Business Units to be Split

(1) Details of the Business Units to be Split

In the business of Design and Development related to image system equipment,
design of peripheral equipment, recycled equipment, wide electrophotographic
cameras and packaging, and direct sales of printers

(2) Operating Results of the Business Units to Be Split (ending March 31, 2012)

	Results of the businesses to be split
Operating revenue (million yen)	630

(3) Breakdown Showing the Assets and Liabilities to be Transferred, as well as the Amounts (As of December 31, 2012)

- 3 -

Assets		Liabilities	
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Item	Book Value	Item	Book Value
Current Assets (million yen)	15	Current Assets (million yen)	42
Fixed Assets (million yen)	62	Fixed Assets (million yen)	0
Total (million yen)	78	Total (million yen)	42

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Note: The amount of assets and liabilities to be transferred will be finalized after making adjustments of the increase or decrease to the amount stated above by the effective date of the company split.

(4) Status of the Company Following the Split

There will be no change in the title, business operation, headquarters location, representatives, capital stock or accounting period as a result of the company split.

(5) Impact on Business Results

The company split will have no impact on the consolidated business performance.

The impact of the company split on the non-consolidated business performance is expected to be negligible.

2) PARTIAL BUSINESS TRANSFER TO RICOH INDUSTRY CO., LTD.

1. Summary of the Company Split

(1) Timetable for the Company Split

Meeting of the Board of Directors (Approval of the Agreement for the Company Split)

January 31, 2013

Conclusion of the Agreement for the Company Split

January 31, 2013

Scheduled date of the Company Split (Effective Date of the Company Split)

April 1, 2013

Note: Since the company split satisfies the conditions described under Article 784, paragraph 3 of the Company Act, obtaining approval at the Company's general meeting of shareholders concerning the Split Agreement of the Company is not required.

(2) Method of Company Split

(a) Method of Company Split

This is an absorption-type split in which Ricoh will be the Splitting Company and RICOH Industry Co., Ltd. will be the Successor Company.

(b) Reasons for Adopting the Absorption-Type Split

The absorption-type split is adopted from the perspectives of reorganization speed within the group targeted wholly-owned subsidiaries of the Ricoh Company, Ltd., and convenience of the legal procedures.

(3) Share Allocation

This is an absorption-type company split with no allocation of shares or other property to the Successor Company.

(4) Subscription Rights and Bonds with Subscription Rights

Ricoh has not issued subscription rights and bonds with subscription rights.

- 4 -

(5) Decrease in Capital Due to the Company Split

There will be no change in the capital of the Company as a result of the split.

(6) Rights and Obligations to be Transferred to the Successor Company

All assets, liabilities, status of agreement, and other rights and obligations of the Company related to the businesses to be split (businesses stipulated in (II2) 3 (1) shall be transferred to the Successor Company, RICOH Industry Co., Ltd., as of the effective date of this company split.

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(7) Expected Performance of Obligation

Since sufficient net assets are expected to be secured after the effective date of the company split, there are no concerns about the fulfillment of obligations by the Company and RICOH Industry Co., Ltd.

2. Overview of the Parties of the Company Split

As of December 31, 2012

(1) Corporate Name	Ricoh Company, Ltd. (Splitting Company)	RICOH I (Suc
(2) Business	Development/manufacturing/sales and service of OA equipment, optical equipment and other devices	Manufacturing a equipment, opti their periphera products, etc., manufacturing a electric machin
(3) Date of Establishment	February 6, 1936	Dec
(4) Headquarters	1-3-5 Nakamagome, Oota-ku, Tokyo	1005 Shim Kana
(5) Representative	Shiro Kondo, President and C.E.O.	Masayuki
(6) Capital	135,364 million yen	* 1
(7) Number of Total Shares Issued *	744,912,078 shares	
(8) Net Assets *	904,600 million yen (consolidated)	10
(9) Total Assets *	2,343,072 million yen (consolidated)	10
(10) Accounting Date	March 31	
(11) Major Shareholders and Percentage of Shares Held *	The Master Trust Bank of Japan (Trust Account) 11.38% Japan Trustee Services Bank, Ltd. (Trust account) 9.35% Nippon Life Insurance Company 4.94% Japan Trustee Services Bank, Ltd. (Trust account 9) 3.67% Bank of Tokyo-Mitsubishi UFJ 2.89%	Ricoh Company,

* Current Capital is 10 million yen. It is due to change into 100 million yen from April 2013.

- 5 -

3. Overview of the Business Units to be Split

(1) Details of the Business Units to be Split

Businesses in Japan related to image system equipment and their parts:

- 1) Mass production, maintaining mass production and development of production technologies
- 2) Design of dies, jigs and machines related to production and their manufacturing

(2) Operating Results of the Business Units to be Split (Ending March 31, 2012)

Results of businesses to
be split

Operating revenues (million yen)	236
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(3) Breakdown Showing the Assets and Liabilities to be Transferred, as well as the Amounts (As of December 31, 2012)

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Assets		Liabilities	
Item	Book Value	Item	Book Value
Current Assets (million yen)	1,694	Current Assets (million yen)	398
Fixed Assets (million yen)	1,428	Fixed Assets (million yen)	0
Total (million yen)	3,123	Total (million yen)	398

Note: The amount of assets and liabilities to be transferred will be finalized after making adjustments of the increase or decrease to the amount stated above by the effective date of the company split.

(4) Status of the Company Following the Split

There will be no change in the title, business operation, headquarters location, representatives, capital stock, or accounting period as a result of the company split.

(5) Impact on Business Performance

The company split will have no impact on the consolidated business performance.

The impact of the company split on the non-consolidated business performance is expected to be negligible.

III. FUTURE OUTLOOK

Both reorganizations will take place between the Company and a wholly-owned consolidated subsidiary of the Company, and the impact of the company split on the consolidated business performance of the Company will be negligible. For the midterm, higher efficiency of the entire group will be promoted through this reorganization, and the system to achieve higher profit will be constructed to maximize the corporate value of the entire group.

End