

August 5, 2025

Company Name : ROYAL HOLDINGS Co., Ltd.
Representative : Masataka Abe, President &
Representative Director
(Code: 8179 TSE Prime, Fukusho)
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Notice Concerning Acquisition of Shares of TABISUL Co., Ltd **(to Make It a Wholly-Owned Subsidiary)**

Royal Holdings Co., Ltd. announces that the Company has decided to acquire all of the shares of TABISUL Co., Ltd and make it a wholly-owned subsidiary on August 5, 2025, as follows.
As this matter does not meet the timely disclosure standards, some items and content required for timely disclosure are omitted.

1. Reason for acquisition of shares

Under our Management Vision 2035, which states, “Bringing smiles to communities and society through food and hospitality,” we are committed to promoting value creation in collaboration with local communities and society to transform ourselves into a company and brand of choice. As part of our Medium-Term Management Plan 2025–2027, we are also working to expand our food product sales business, which we position as a strategic business not dependent on the flow of people.

TABISUL Co., Ltd operates "TABISUL," a snack subscription delivery service for nursing homes and after-school children, under the slogan "Creating a brighter future for essential workers to thrive." By supporting the growth of the company, which is compatible with the company's aspirations and corporate culture, we expect to promote value creation with local communities and society, grow businesses that are not dependent on the flow of people, and expand our customer base in the domestic business.

Through the business growth of TABISUL Co., Ltd, we will work to realize the vision set forth by both sides: "Empowering essential workers to thrive — bringing smiles to facility users through our snacks."

2. Outline of the subsidiary to be transferred

(1) Name	TABISUL Co., Ltd
(2) Location	1-13-10 Ohara, Setagaya-ku, Tokyo
(3) Job title and name of representative	Yuki Yoshida, Representative Director

(4) Description of business	Management of TABISUL, a snack subscription delivery service for corporate customers	
(5) Share capital	30 million yen	
(6) Date of establishment	Wednesday, August 4, 2021	
(7) Major shareholders and ownership ratios	WM Growth No. 4 Limited Partnership: 100%	
(8) Relationship between the Company and said company	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable

Note: Financial position and business performance are not disclosed at the request of the counterparty.

However, the book value of total assets, net sales, ordinary profit, profit, capital stock, and the acquisition cost including related expenses are all within the range considered immaterial.

3. Overview of the counterparty of the share acquisition

(1) Name	WM Growth No. 4 Investment Limited Partnership	
(2) Location	3-2 Kojimachi, Chiyoda-ku, Tokyo	
(3) Legal basis of establishment	Act on Limited Partnership for Investment	
(4) Purpose of establishment	A growth capital fund that invests in venture companies and small to mid-sized enterprises in their growth stages	
(5) Date of establishment	November 9, 2017	
(6) Overview of executive members	Name	WM Growth No. 4 Limited Liability Business Partnership
	Location	3-2 Kojimachi, Chiyoda-ku, Tokyo
	Job title and name of representative	General Partner: WM PARTNERS Co., Ltd. Moriyoshi Matsumoto, Executive Officer
(7) Relationship between the Company and the fund	Not applicable	
(8) Relationship between the Company and said company	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable

Note: The total amount of capital contributions, the names and ownership ratios of the investors, and details regarding the investors are not disclosed due to confidentiality obligations under the fund's non-disclosure provisions.

4. Acquisition cost and status of voting rights

(1) Percentage of voting rights before the change	0%
(2) Percentage of voting rights after the change	100%
(3) Acquisition costs	5,700 million yen in cash
(4) Major acquisition-related expenses	Advisory fees and related expenses (estimated): 63 million yen

5. Schedule

(1) Date of board resolution	July 11, 2025
(2) Date of transaction approval	August 5, 2025
(3) Date of share transfer execution	August 5, 2025

Note: As the transaction was conducted via a competitive bidding process, disclosure was made after the approval of execution.

6. Future outlook

The impact of this matter on the consolidated results for the fiscal year ending December 31, 2025 is expected to be minor, but we will immediately inform you of any matters that need to be disclosed in the future.