

To Our Valued Stakeholders

Company Name	GENDA Inc.	
Name of Representative	Representative Director and President	Mai Shin
	(Code No.: 9166 Tokyo Stock Exchange Growth Market)	
contact information (for inquiries)	Director, CFO and General Manager, Administration Division	Taiju Watanabe
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Notice of Acquisition of Shares of LEMONADE by Lemonica Inc.

GENDA Inc. (Headquarters: Minato-ku, Tokyo; Representative Director and Chairman of the Board: Nao Kataoka; Representative Director and President: Mai Shin; hereinafter "GENDA") announced today that its Board of Directors has resolved to acquire 66.0% of the outstanding shares of LEMONADE by Lemonica Inc. (Headquarters: Kanazawa City, Ishikawa, Japan, President: Seiji Kawamura, hereinafter " LEMONADE by Lemonica "), and to make LEMONADE by Lemonica a subsidiary of the Company.

1. Reason for Share Acquisition

GENDA GiGO Entertainment Inc., which plays a central role in the Group's amusement business, operates amusement arcades in Japan (256 arcades as of August 31, 2023) as its main business, with the mission of bringing smiles to many people's faces through "real entertainment. In the field of food and beverage, which is familiar to people as "real entertainment," GENDA GiGO Entertainment has long been involved in the "GiGO Collaboration Café" and "GiGO Collaboration Café Stand" in collaboration with popular anime and video games, as well as the "fanfancy" shop and café dedicated to supporting "guess-the-life" activities. In the field of coverage, we have been developing café-type stores in various locations, including "GiGO Collaboration Café," "GiGO Collaboration Café Stand," and "fanfancy + with GiGO," a store and café specializing in supporting "guess activities. In addition, "GiGO's Taiyaki" has been opened in major cities such as Ikebukuro, Akihabara, Shibuya, and Hakata, and has been well received by customers.

Since its establishment, LEMONADE by Lemonica has been offering fresh lemonade that is safe for children to drink, using a special syrup made from fresh lemons and extracted slowly and unheated, under the concept of "natural lemonade that you would want to drink every day, made by hand by our staff one by one. We have been providing fresh lemonade that even children can drink safely.

In the process of considering the possibility of collaboration with LEMONADE by Lemonica, we decided to acquire the shares of LEMONADE by Lemonica, based on our judgment that we can expect to expand our store network through joint property development by sharing the know-how we have accumulated through opening stores in each other's shopping centers. With the synergistic effects of LEMONADE by Lemonica's participation in our group, we intend to further strengthen our group's existing businesses, including amusement arcade operations, while aiming for further growth of our group.

By acquiring 66.0% of LEMONADE by Lemonica's outstanding shares, LEMONADE by Lemonica will become a consolidated subsidiary of GENDA.

2. Overview of the subsidiary to be acquired (LEMONADE by Lemonica)

(1)	Name	LEMONADE by Lemonica, Inc.
(2)	Location	1-2-23 Moriyama, Kanazawa City, Ishikawa Prefecture
(3)	Title and name of representative	Representative Director and President Seiji Kawamura
(4)	Business	Production and sales of lemonade, franchise headquarters
(5)	Capital stock	3,000 thousand yen
(6)	Establishment of a company	November 2017
(7)	Investment Ratio	Seiji Kawamura: 100%.

(8)	Listed companies and Relationship with the Company	Capital Ties		NA
		Personal Relations		NA
		Business Relations		NA
		Related Party Status		NA
(9) Operating results and financial condition of the company for the past three years				
Accounting period		Fiscal year ending May 31, 2021	Fiscal year ending May 31, 2022	Fiscal year ending May 31, 2023
Net assets		¥91,417 thousand	¥119,422 thousand	¥240,796 thousand
Total assets		¥201,207 thousand	¥275,975 thousand	¥425,068 thousand
Net assets per share		¥91,417.47	¥119,422.89	¥240,796.97
Net sales		¥561,277 thousand	¥571,875 thousand	¥567,808 thousand
Operating income (loss)		¥20,980 thousand	¥ (22,974) thousand	¥31,403 thousand
Ordinary income		¥73,746 thousand	¥144,483 thousand	¥182,036 thousand
Net income		¥51,673 thousand	¥93,005 thousand	¥121,373 thousand
Net income per share		¥51,673.04	¥93,005.51	¥121,373.99
Dividend per share		¥35,000	¥65,000	-

3. Outline of the Counterparty of the Share Acquisition

(1)	Name	Seiji Kawamura
(2)	Location	Kanazawa City, Ishikawa Prefecture
(3)	Listed companies and Relationship of the individual concerned	There are no items of note.

4. Number of shares acquired, acquisition price and status of shares held before and after acquisition

Number of shares held before the change	0 shares
Number of shares acquired	660 shares
Number of shares held after the change	660 shares (shareholding ratio: 66.0%)

*The acquisition price is less than 15% of the consolidated net assets of the Company as of the end of the immediately preceding fiscal year, and is undisclosed based on the confidentiality agreement between the parties. The acquisition price was determined through discussions between the parties after reasonable consideration of the results of a stock valuation by outside experts and legal and financial research.

5. Schedule

Date of resolution by the Board of Directors	September 19, 2023
Date of Signing	Late September 2023 (scheduled)
Date of Closing	Late October 2023 (scheduled)

6. Future Outlook

As a result of this stock acquisition, LEMONADE by Lemonica will become a consolidated subsidiary during the third quarter of the current fiscal year. We do not expect this acquisition to have a material impact on our group's performance and financial condition for the fiscal year ending January 31, 2024. However, if a significant change in business conditions results in a financial impact, we will disclose such information as soon as it becomes clear.