

To Our Valued Stakeholders

Company Name GENDA Inc.

Name of Representative Director Mai Shin

Representative and President

(Code No.: 9166 Tokyo Stock Exchange Growth Market)

Contact information Director, CFO Taiju

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(Progress of Disclosure) Acquisition of All Shares of PLABI CORPORATION by a Consolidated Subsidiary of GENDA (Making it into a Wholly-Owned Subsidiary)

GENDA Inc. (Headquarters: Minato-ku, Tokyo; Representative Director and Chairman of the Board: Nao Kataoka; Representative Director and President: Mai Shin; hereinafter "GENDA") announced in the "Notice of Acquisition of Shares in PLABI CORPORATION by a Consolidated Subsidiary (Making it a Consolidated Sub-subsidiary) and Change of Specified Subsidiary" dated December 19, 2023 that GENDA GiGO Entertainment (Headquarters: Minato-ku, Tokyo; Representative Director and President: Kazuhiro Ninomiya; hereinafter "GENDA GiGO Entertainment"), a consolidated subsidiary of GENDA, acquires 82.45% of the outstanding shares of PLABI CORPORATION (Headquarters: Hitachi City, Ibaraki Prefecture; Representative Director and President: Nobuaki Kaji; hereinafter "PLABI"), which operates amusement facilities and other businesses, on February 1, 2024, and to make PLABI a subsidiary of GENDA GiGO Entertainment.

After disclosing the above, GENDA GiGO Entertainment has conducted negotiations with each shareholder holding the remaining 17.55%. As a result, GENDA GiGO Entertainment has entered into the following share transfer agreement and will acquire all shares issued by PLABI.

1. Outline of the consolidated subsidiary conducting the acquisition

| | (1) | Name | GENDA GiGO Entertainment Inc. | |
|---|--------------|-------------------|---|--|
| | (2) Location | | 1-9-1 Higashi-Shinbashi, Minato-ku, Tokyo | |
| Ī | (3) | Title and name of | Representative Director and President Kazuhiro Ninomiya | |

| | representative | | |
|-----|-----------------------|---|--|
| | Business | Planning and operation of amusement arcade | |
| (4) | | Planning and operation of restaurant facilities | |
| | | Mini-location business, etc. | |
| (5) | Capital stock | 50 million yen | |
| (6) | Date of Establishment | April 1, 2004 | |
| (7) | Shareholders and | OENDA I 4000/ | |
| (7) | Shareholding Ratio | GENDA Inc.: 100%. | |

2. Outline of the Sub-Subsidiary to be Acquired (as of the disclosure of December 19, 2023)

| (1) | Name | PLABI CORPORATION | | | | |
|------------------------------------|--|---|-------------------------------|---------------------------|-------------------|--|
| (2) | Location | 3-1-16 Benten-cho, Hitachi City, Ibaraki Prefecture, Japan | | | | |
| (3) | Title and name of representative | Representative Director and President Nobuaki Kaji | | | | |
| | | Amusement Arcade Operations | | | | |
| (4) | Business | Indoor Playground Project | | | | |
| | | Amusement | Amusement café business, etc. | | | |
| (5) | Capital stock | 50 million yen | | | | |
| (6) | Date of Establishment | September 9, 1965. | | | | |
| | Major Charabaldara and | 2 individuals and 1 corporation: 82.45%. | | | | |
| (7) | Major Shareholders and Shareholding Ratio | Other corporations and individuals: 17.55%. | | | | |
| | Shareholding Ratio | *Shareholding Ratio as of the date of submission of this document | | | | |
| | Listed companies and Relationship with the Company | Capital ties | s NA | | | |
| | | Personal | NA | | | |
| (8) | | relations | INA | | | |
| | | Business | NA | | | |
| | | relations | IVA | | | |
| (9) | Operating results and fina | ncial condition | of the o | company for the past thre | e years | |
| A coour | nting period | Year ending | March | Year ending March | Year ending March | |
| Accour | iting period | 31, 2021 | | 31, 2022 | 31, 2023 | |
| Net assets | | 987 million yen | | 1,110 million yen | 1,084 million yen | |
| Total assets Net assets per share | | 6,354 million yen | | 6,076 million yen | 5,808 million yen | |
| | | 307.13 yen | | 345.37 yen | 337.34 yen | |
| Net sal | es | 3,832 million yen | | 4,496 million yen | 4,907 million yen | |
| Operat | ing income | 76 milli | on yen | 209 million yen | 358 million yen | |

| Ordinary income | 56 million yen | 229 million yen | 312 million yen |
|--------------------|-----------------|-----------------|-----------------|
| Net income (loss) | -57 million yen | 125 million yen | -15 million yen |
| Earnings per share | -17.87 yen | 38.99 yen | -4.95 yen |
| Dividend per share | - | - | 5.00 yen |

^{*} PLABI expects to return to profitability in the fiscal year ending March 31, 2024.

3. Outline of the counterparty of the acquisition

Shares will be acquired from an Employee Stock Ownership Association, two individuals and 19 corporations.

Neither the Employee Stock Ownership Association nor the two individuals have any business relationship with GENDA that should be noted.

Of the corporations, there are no companies with which GENDA has a personal or capital relationship. The business relationship with GENDA is as follows.

[Borrowings]

Mizuho Bank, Ltd.

Sumitomo Mitsui Trust Bank, Limited

[No transactions]

Nippon Life Insurance Company

The Toho Bank, Ltd.

The Mito Shinkin Bank, Ltd.

Asahi Mutual Life Insurance Company

Tsukuba Bank, Ltd.

Meiji Yasuda Life Insurance Company

SEGA CORPORATION

TAITO CORPORATION

Aioi Nissay Dowa Insurance Co.,Ltd.

Mizuho Capital Co., Ltd.

Bandai Namco Amusement Inc.

SHIMAMURA Co., Ltd.

TOYO SECURITIES CO.,LTD.

Mito Securities Co., Ltd.

ORIX Corporation

Okasan Securities Co., Ltd.

KOEI TECMO GAMES CO., LTD.

4. Date of share acquisition

| 4. Date of share acquisition | | | | | | |
|------------------------------|---|---------------------------|---|-------------------------------|--|--|
| Date of Signing | Number of shares held before the change Number of shares held | Number of shares acquired | Number of shares held after the change Number of shares held | Shares Acquisition Date | | |
| December 19, 2023 | 0 shares | 2,650,380 shares | 2,650,380 shares (Ownership ratio: 82.45%) | February 1, 2024 | | |
| January 22, 2024 | 2,650,380 shares (Ownership ratio: 82.45%) | 371,000 shares | 3,021,380 shares (Ownership ratio: 93.99%) | February 1, 2024 | | |
| February 27, 2024 | 3,021,380 shares (Ownership ratio: 93.99%) | 110,000 shares | 3,131,380 shares (Ownership ratio: 97.42%) | March 1, 2024 | | |
| February 27, 2024 | 3,131,380 shares (Ownership ratio: 97.42%) | 20,000 shares | 3,151,380 shares (Ownership ratio: 98.04%) | March 5, 2024 | | |
| March 18, 2024 | 3,151,380 shares (Ownership ratio: 98.04%) | 60,000 shares | 3,211,380 shares (Ownership ratio: 99.01%) | March 27, 2024 | | |
| April 23, 2024 | 3,211,380 shares (Ownership ratio: 99.01%) | 3,000 shares | 3,214,380 shares (Ownership ratio: 100.00%) | April 26, 2024 | | |

5. Future outlook

The impact of this matter on our group's business performance and financial position is expected to be minor. However, if a significant change in business conditions results in a financial impact, we will disclose such information as soon as it becomes clear.