

December 2, 2024

To Our Valued Stakeholders

Company Name	GENDA Inc.	
Name of Representative	Representative Director	Mai Shin
	and President	
	(Code No.: 9166 Tokyo Stock Exchange Growth Market)	
Contact information	Director CFO	Taiju Watanabe
		(TEL 03-6281-4781)

**(Progress of Disclosure) Notice of Acquisition of All Shares of ONTSU Co., Ltd.**  
**(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 "the Company") announced that we would acquire 148,164,659 shares of common stock (ownership percentage of voting rights (\*): 72.92% (including shares indirectly held through K.K. Digiunit, a wholly owned subsidiary of the Company (number of shares of ONTSU: 50,443,500 shares; ownership percentage of voting rights: 24.83%))) of ONTSU Co., Ltd. (Headquarters: Osaka city, Osaka; Representative Director and President: Kunihiko Okamura; Representative Director and Vice President: Susumu Nakagawa; hereinafter "ONTSU"), which run distribution business of karaoke machines etc., with effect on August 19, 2024 and make it a consolidated subsidiary in the "Notice Regarding Commencement of Tender Offer for ONTSU Co., Ltd. (Code No.:7647)" dated June 27, 2024 and the "Notice Regarding Results of Tender Offer for ONTSU Co., Ltd. (Securities Code:7647) and Change of Subsidiary (Change of Specified Subsidiary)" dated August 14, 2024.

After disclosing the above, we implemented a series of procedures to make the Company the sole shareholder of ONTSU, and as of December 1, 2024, the Company's ownership percentage of voting rights in ONTSU reached 100.00%. The "Notice of Upward Revision of Full-Year Earnings Forecasts" dated September 9, 2024, reflects the impact of this matter on the Company's business performance and financial position.

(\* Note) We calculated "ownership percentage of voting rights" by using the number of voting rights (2,031,892 units) as a denominator. This number of voting rights was based on the number of shares (203,189,235 shares) calculated by deducting the number of treasury shares held by ONTSU as of March 31, 2024 (3,661,410 shares) from the total number

of outstanding shares of ONTSU as of the same date stated in the 44<sup>th</sup> Annual Securities Report submitted by ONTSU on June 21, 2024 and we rounded off it to two decimal places.