

September 18, 2025

To Our Valued Stakeholders

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

**Notice of the Partial Acquisition of Karaoke Facility Operation Business, etc. of
TETSUJIN Enterprise, Inc. by our Consolidated Subsidiary**

GENDA Inc. (Headquarters: Minato-ku, Tokyo; Representative Director, President and CEO: Nao Kataoka) and its group companies (hereinafter collectively referred to as “GENDA”) hereby announce that we have resolved at a meeting of the Board of Directors held today to acquire part of the karaoke facility operation business, etc. of TETSUJIN Enterprise, Inc. (Headquarters: Meguro-ku, Tokyo; Representative Director: Tomoyuki Kodama, hereinafter “TETSUJIN Enterprise”) (hereinafter “Business Acquisition”) as follows.

This matter falls within the scope of the Minor Standards for Timely Disclosure of “transfer or acquisition of all or part of business” stipulated by the Tokyo Stock Exchange, Inc. and is disclosed on a voluntary basis; therefore, certain items have been omitted.

1. Reason for the Business Acquisition

GENDA has set the aspiration of “More fun for your days” and aims to build a global entertainment network and increase the “total amount of fun” distributed throughout the world to achieve this aspiration. In the process of building our unique Entertainment Ecosystem by M&A, while expanding our “Entertainment Platform,” primarily focusing on amusement arcades, both domestically and internationally, we have been proactively conducting M&A of entertainment companies and businesses that can be expected to have synergy effects within our Entertainment Ecosystem, transcending the inherent volatility of the entertainment business and establishing a structure in which the companies mutually contribute to business expansion and profits growth within GENDA.

In the karaoke facility operation business, GENDA aims to operate karaoke facilities that will be loved by customers for a long time and is committed to operating facilities with high quality and meticulous service. In addition, GENDA is advancing the expansion of our store network by opening new facilities and conducting

M&A with the aim of delivering entertainment experiences to many more customers.

Through this acquisition of business, GENDA will acquire seven stores of karaoke facilities, etc., including the Takadanobaba Store, the Ueno Store, the Iidabashi Kagurazaka Store and the Shinjuku Kabukicho Ichibangai Store, from “KARATEZ,” a karaoke chain operated by TETSUJIN Enterprise. All of these stores are located in bustling downtown areas close to major train stations with high foot traffic, possessing strong potential for attracting customers. Furthermore, by simultaneously opening GENDA’s karaoke facilities, “Karaoke BanBan,” in areas where they previously had no presence, we can strengthen our ability to capture demand more than ever before. Specifically, by strengthening approaches to customer segments with diverse needs, such as highly entertainment-oriented areas like Ueno and Kabukicho, business districts like Iidabashi Kagurazaka, and students town like Takadanobaba, the aim is to attract new customer segments in addition to existing ones.

With the acquired business becoming part of GENDA, we can expect the efficiency of store operation to be improved by sharing human resources and knowledge of DX and making a bulk purchase of consumables, etc. with stores operated by GENDA. Besides, we can expect an increase in earnings of the acquired stores in terms of both cost reduction and sales improvement, for example, by implementing IP collaborations leveraged by our business network in the amusement business, which plays a central role in GENDA’s “Entertainment Platform Business,” and offering food and beverages developed in the food and beverage business.

We will keep striving to create attractive facilities to deliver a more enjoyable entertainment experience to all our customers that visit GENDA’s stores.

2. Outline of the Business Acquisition

(1) Details of the Business Acquisition

Seven stores of karaoke facilities, etc. (the Takadanobaba Store, the Ueno Store, the Iidabashi Kagurazaka Store, the Shinjuku Kabukicho Ichibangai Store, etc.)

(2) Items and amounts of assets and liabilities subject to the Business Acquisition

We are currently scrutinizing items and amounts of assets and liabilities subject to the Business Acquisition. The assets and liabilities subject to the Business Acquisition will be those assets and liabilities belonging to the target business that are mutually agreed upon by both parties.

(3) Acquisition price and settlement method

We will refrain from disclosing the acquisition price. The acquisition price falls within the scope of the Minor Standards for Timely Disclosure of “transfer or acquisition of all or part of business” stipulated by the Tokyo Stock Exchange, Inc.

Regarding the settlement method, cash settlement using on-hand cash and deposits is planned on the

business acquisition date.

3. Outline of the consolidated subsidiary to acquire the business

(1)	Name	Shin Corporation Co., Ltd.
(2)	Location	1-9-1 Higashi-Shinbashi, Minato-ku, Tokyo
(3)	Title and name of Representative	Representative Director and President, Tadashi Kawaguchi
(4)	Business	Amusement business including karaoke facilities, etc.
(5)	Capital	10 million yen
(6)	Date of establishment	June 14, 1989
(7)	Shareholding ratio	GENDA Inc.: 100%

4. Outline of the counterparty

(1)	Name	TETSUJIN Enterprise, Inc.	
(2)	Location	5-15-1, Himonya, Meguro-ku, Tokyo	
(3)	Title and name of Representative	Representative Director, Tomoyuki Kodama	
(4)	Business	Karaoke business, media business, alliance business, e-sports business, operation of restaurants through franchise system, etc.	
(5)	Capital	9 million yen	
(6)	Date of establishment	November 15, 2019	
(7)	Relationship between the listed company and the company concerned	Capital relationship	Not applicable
		Personnel relationship	Not applicable
		Business relationship	In December 2024, Shin Corporation Co., Ltd. acquired the store assets, etc. of two karaoke facilities operated by TETSUJIN Enterprise, Inc. In April 2025, Shin Corporation Co., Ltd. acquired the store assets, etc. of one karaoke facility from TETSUJIN Holdings, Inc., the parent company of TETSUJIN Enterprise, Inc.
		Related Party Status	Not applicable

5. Schedule for the Business Acquisition

(1) Date of resolution by the Board of Directors	September 18, 2025
(2) Date of Signing	September 18, 2025
(3) Date of Closing	October 1, 2025 (scheduled)

6. Outline of the accounting treatment

The Business Acquisition is expected to be classified as an “acquisition” under the Accounting Standards for Business Combination. We are scrutinizing the allocation of acquisition costs and the amount of goodwill associated with this treatment currently.

7. Future outlook

We expect that the impact of this matter on our consolidated business performance and financial position for the fiscal year ending on January 31, 2026, will be minor. However, if a significant change in business conditions results in a financial impact, we will promptly disclose such information as soon as it becomes clear.