

February 26, 2026

To Our Valued Stakeholders

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

Notice of the Acquisition of Shares of Ottotree Entertainment Sdn Bhd

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 100% of the shares outstanding of Ottotree Entertainment Sdn Bhd (Headquarters: Johor, Malaysia; Director (Chairman): Soh Lip Hsiang; hereinafter "Ottotree Entertainment"), which runs a karaoke facility operation business in Malaysia, and to make it a subsidiary as follows.

This matter falls within the scope of the Minor Standards for Timely Disclosure of "transfer or acquisition of shares or equity involving changes in a subsidiary or other matters involving changes in a subsidiary" stipulated by the Tokyo Stock Exchange, Inc. and is disclosed on a voluntary basis; therefore, certain items have been omitted.

1. Reason for the 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.

The global music market continues to grow with the spread of music streaming services. In 2024, the global recorded music market reached \$29.6 billion, a 4.8% increase from the previous year, marking its tenth consecutive year of positive growth (*1). By making music dramatically more accessible, music streaming services are driving the growth of the global music market. Of the global recorded music market in 2024, revenue from streaming accounted for 69.0% of the total, representing more than two-thirds. The number of worldwide subscription users continues to show an upward trend, increasing from 589 million at the end of 2022 to 667 million at the end of 2023, and to 752 million at the end of 2024 (*1). Spurred by a high population growth rate, a large youth demographic, and the rapid proliferation of smartphones, music consumption is flourishing in Southeast Asia. This has fostered a culture where both local and global hit songs are enjoyed on a daily basis. The increase in opportunities to “listen to” music has stimulated demand from consumers who want to “sing” the high-quality songs they have discovered. Karaoke serves as a platform for users who desire to actively participate in music.

Ottotree Entertainment operates more than 10 stores of karaoke facility, including “Loud Speaker,” in Malaysia (as of February 26, 2026). “Loud Speaker” is a popular karaoke facility with the simple concept of “you can enjoy pure karaoke at an affordable price.” While it has traditionally been mandatory at karaoke facilities in Malaysia to order a buffet or other menu items in addition to using the karaoke rooms, Loud Speaker offers a service that focuses solely on the value of singing, with no unnecessary options. In addition, while the prices are affordable, the services and facilities are extensive. The facilities are fully equipped with the latest amenities, including VIP rooms, a touchscreen song selection system, wireless microphones, and free Wi-Fi. Furthermore, they offer online reservations and food and drinks, providing customers with a comfortable and stress-free experience. Combining both affordability and extensive services, Loud Speaker has established its locations within popular malls and major commercial hubs, particularly those in urban areas. Among these, the brand possesses a formidable competitive edge in securing especially high-traffic, prime locations. As a result, it has become one of Malaysia’s leading names, offering a go-to destination where friends and families can easily enjoy a premium karaoke experience.

Through this acquisition of shares, we will share our expertise in providing high-quality customer service and creating comfortable spaces. This will allow us to deliver an even more satisfying and innovative karaoke experience than ever before. Ottotree Entertainment’s participation in GENDA will mark the first step in GENDA’s mission to spread Japanese-style karaoke culture abroad. Leveraging Loud Speaker’s strong brand and customer base in Malaysia, we will combine the strengths of both companies to create a new form of entertainment in the country.

In order to realize the Aspiration of “More fun for your days,” GENDA will keep delivering a variety of entertainment experiences.

(*1) Source: “Global Music Report 2025” by the International Federation of the Phonographic Industry

2. Outline of the subsidiary to be acquired

(1) Name	Ottotree Entertainment Sdn Bhd	
(2) Location	Unit 5 Level 3 Block K Setiawalk Mall, Persiaran Wawasan, Pusat Bandar Puchong, 47160 Puchong Selangor, Malaysia	
(3) Title and name of Representative	Director (Chairman) Soh Lip Hsiang	
(4) Business	Operation of family karaoke facilities in Malaysia	
(5) Capital	2,289,100 Malaysian Ringgit	
(6) Date of establishment	June 1, 2015	
(7) Shareholding ratio	Ottotree Holdings Sdn Bhd: 95.78% Hew Shenli: 0.70% Lim Kim Mooi: 1.64% Tan Su Ching: 0.47% Tan Tien Chern: 0.47% Zech Pharamond: 0.94%	
(8) Relationship between the listed company and the company concerned	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable

3. Outline of the consolidated subsidiary to acquire the shares

(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
(5) Capital	10 million yen
(6) Date of establishment	June 14, 1989
(7) Shareholding ratio	GENDA Inc.: 100%

4. Outline of the counterparty of the acquisition

(1) Name	Ottotree Holdings Sdn Bhd	
(2) Location	No 18 Jalan Pedekar 13, Taman Ungku Tun Aminah, 81300 Skudai Johor Bahru, Johor, Malaysia	
(3) Title and name of Representative	Director (Chairman) Soh Lip Hsiang	
(4) Business	Operation of family karaoke facilities, hotel business, student accommodation and property investment	
(5) Capital	100,000 Malaysian Ringgit	
(6) Date of Establishment	December 9, 2014	
(7) Net assets and total assets (as of December 31, 2024)	Consolidated net assets: 18,182,619 Malaysian Ringgit Consolidated total assets: 62,111,662 Malaysian Ringgit	
(8) Shareholding ratio	Soh Lip Hsiang: 50% Soh Lip Tak: 25% Soh Cheu Pei: 25%	
(9) Relationship between the listed company and the company concerned	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable
	Related party status	Not applicable

5. Number of shares acquired, acquisition cost and status of shares held before and after acquisition

Number of shares held before change	0 share
Number of shares to be acquired	2,289,100 shares
Number of shares held after change	2,289,100 shares (ownership ratio 100%)

* We do not disclose the acquisition cost based on a confidentiality agreement between the parties because it is less than 15% of the consolidated net assets of GENDA Inc. as of the end of the immediately preceding fiscal year. The acquisition cost was determined through discussions between the parties after reasonable consideration of the results of equity valuation by outside experts and legal and financial research.

6. Schedule for the acquisition

(1) Date of resolution by the Board of Directors	February 26, 2026
(2) Date of Signing	February 26, 2026
(3) Date of Closing	Within 2026 (scheduled)

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, 2027, 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.