



September 8, 2022

Company Name Casa Inc.
Representative President Seigo Miyaji
(Code number: 7196 TSE Prime Market)
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Notice Concerning Absorption-Type Merger of Consolidated Subsidiaries
(Simplified Merger/Short-Form Merger) and Waiver of Claims

At the meeting of the Board of Directors held on September 8, 2022, the Company has resolved to merge with its consolidated subsidiary, Along with Inc., and to waive part of the claims the Company has against Along with Inc., so the Company would like to inform you as follows.

Since this merger is a simplified absorption-type merger targeting a wholly-owned subsidiary, some disclosure items and details have been omitted.

1 . Purpose of the Merger

Along with Inc. became a consolidated subsidiary in September 2021, as an online brokerage business of our group, and with the intention of strengthening collaborative relationships by reducing agency work and strengthening customer attraction in the Rent Guarantee business.

At this time, the Company has decided to merge Along with Inc. into the Company, judging that it is best to improve the efficiency of business operations and operations by integrating management resources with the intermediary department for self-managed landlords operated by the Company.

2 . Summary of the Merger

(1) Schedule of the Merger

Date of resolution of the Board of Directors regarding this merger	September 8, 2022
Merger agreement execution date	September 8, 2022
Merger date (effective date)	October 31, 2022 (planned)

* For the Company, this merger is a simple merger based on the provisions of Article 796, Paragraph 2 of the Companies Act, and for Along with Inc., it is a short-form merger based on the provisions of Article 784, Paragraph 1 of the same Act. will also be conducted without going through a general meeting of shareholders regarding the approval of the merger agreement.

(2) Method of the merger

The Company will be the surviving company through an absorption-type merger, and Along with Inc. will be dissolved.

Along with Inc. is currently in excess of debt, but prior to the merger, the Company will waive part of the claims the Company has against Along with Inc., and after resolving the debt situation, the Company will proceed with the merger.

Contents of the claim to be waived	Loan
Amount of receivables to be released	137 million yen (estimate)
Implementation date	October 30, 2022 (planned)

Due to the waiver of claims against Along with Inc. prior to the merger, the Company plans to post an extraordinary loss of 137 million yen in the non-consolidated financial statements for the fiscal year ending January 2023, but as it will be offset and eliminated in the consolidated financial statements, there is no impact on consolidated results.

(3) Details of allotment related to the Merger

Since Along with Inc. is a wholly owned subsidiary of the Company, there will be no allotment of shares or other money, etc. due to this merger.

(4) Handling of Stock Acquisition Rights and Bonds with Stock Acquisition Rights Accompanying the Merger

Not applicable.

3. Overview of the parties to the merger (as of January 31, 2022)

	Company surviving absorption-type merger	Absorbed company
(1) Business name	Casa Inc.	Along with Inc.
(2) Head office location	Nishi Shinjuku, Shinjuku-ku, Tokyo	Nishi Shinjuku, Shinjuku-ku, Tokyo
(3) Title and name of representative	President Seigo Miyaji	Representative Director Seigo Miyaji
(4) Business Content	Rent Guarantee business, Real estate management consulting Child support guarantee business	Development and operation of the room search application "yesman"
(5) Capital	1,583 million yen	9 million Yen
(6) Date of establishment	August 27, 2013	December 26, 2019
(7) Number of issued shares	11,204,100 shares	100,000 shares
(8) Accounting period	January term	January term
(9) Major shareholders and shareholding ratio	Japan Best Rescue System Co., Ltd. 11.15% The Nomura Trust and Banking Co., Ltd. (investment trust account) 8.11% RICOH LEASING COMPANY, LTD. 7.96% Seigo Miyaji 6.31% The Master Trust Bank of Japan ,Ltd. (trust account) 6.03%	Casa Inc. 100%
(10) Financial and operating results for the most recent fiscal year		
Accounting period	Fiscal year ending January 2022 (consolidated)	Fiscal year ending January 2022 (non-consolidated) *Two-month settlement due to change in accounting

		period
Total net assets	7,028,312 thousand yen	△97,128 thousand yen
Total assets	12,891,566 thousand yen	56,054 thousand yen
Net assets per share	699.09 yen	△971.28 yen
Net sales	10,334,977 thousand yen	1,086 thousand yen
Ordinary profit	1,175,881 thousand yen	△15,628 thousand yen
Profit	677,807 thousand yen	△15,640 thousand yen
Net income per share	67.94 yen	△1,564.02 yen

4. Status after the Merger

There will be no change in the Company's name, location, representative's title/name, business content, capital stock, and fiscal year-end due to this merger.

5. Future outlook

In connection with this merger, in the second quarter of the fiscal year ending January 2023, an impairment loss of 112 million yen was recorded. In the third quarter of the fiscal year ending January 2023, income taxes amount (gain) is expected to be recorded.

In addition, the Company will promptly disclose any matters that should be disclosed.