



The original disclosure in Japanese was released on September 26, 2022 at 15:00 (GMT+9)

To whom it may concern,

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Notice Regarding Acquisition of Shares in Japanese Food Wholesalers to Strengthen Overseas Japanese Food Wholesaler Network

Takara Holdings Inc. (the “Company”) hereby announces that Takara Shuzo International Co., Ltd. (“Takara Shuzo International”), a subsidiary of the Company, resolved at the Board of Directors meeting held on September 22, 2022, (1) for Cominport Distribución S.L. (“Cominport”), a company engaged in Japanese food wholesale business in Spain, to acquire 100% of the shares issued and outstanding of Amador y Aranda S.L. (“Amaran”) and (2) to acquire additional 49% of the shares issued and outstanding of Nippon Food Supplies Company Pty Ltd (“Nippon Food”) in Australia to make it a wholly-owned subsidiary of Takara Shuzo International.

1. Reason for Acquiring Stock

In TaKaRa Group Challenge for the 100th (TGC 100), its long-term management vision toward 2026, the Takara Group upholds “Smiles in Life” as the Takara Group’s vision. To achieve this vision, the Takara Group adopts the management policy of further improving technological capabilities, product attraction, and brand appeal and 2 offering diverse values in the washu (Japanese traditional alcoholic beverages) and Japanese food market and life science industry, thereby increasing its presence in Japan and overseas and achieving sustainable growth and major advances. Under this policy, the Group operates its business.

The Takara Shuzo International Group, which is responsible for overseas business, is working to strengthen its business foundation in coordination with its Group companies in Japan and overseas with the aim of becoming the No. 1 global washu and Japanese food company. We are working to diversify our sales channels while accelerating growth through the expansion of our overseas Japanese food wholesale network and the development of new products.

(1) Acquisition of shares in Amaran

Cominport operates in Madrid, Barcelona, and Alicante in Spain as well as Warsaw in Poland. In the Andalusia region in southern Spain, where it does not have any base, Cominport works with Amaran to expand sales of Japanese foods, through which the two companies have established a good relationship. The shareholders of Amaran recently offered to transfer 100% of its issued and outstanding shares. Accepting this offer and making Amaran a consolidated subsidiary will enable the Group by itself to cover the Japanese food market in the Andalusia region including the Costa del Sol, a world-renowned resort area stretching east and west of Malaga city, and to achieve further sales expansion.

(2) Acquisition of additional shares in Nippon Food

Nippon Food is the base of the Group's Japanese Food Wholesale Business in Australia, and Takara Shuzo International currently holds 51% of its shares. To accelerate the growth of Nippon Food and stabilize its management, Takara Shuzo International will acquire additional 49% of the shares issued and outstanding of Nippon Food from its shareholders and make it a wholly-owned subsidiary.

Global interest in Japanese foods is rising on the back of expansion in the global market for Japanese foods mainly as a result of the growing number of health enthusiasts in recent years. The Takara Group will further strengthen sales of Japanese alcoholic beverages and build a wholesale network for Japanese foods to actively expand business, as it strives to enhance its corporate value and spread washu and Japanese food culture.

2. Outline of the acquisition of shares in Amaran by Cominport

(1) Overview of Amaran

(1) Name	Amador y Aranda S.L.		
(2) Location	Malaga, Andalusia, Spain		
(3) Representative	Manuel Amador Gil José Aranda López		
(4) Business	Wholesale of Japanese foods, meats, and other foods for restaurants		
(5) Capital	€370,000		
(6) Established	May 29, 2000		
(7) Principal shareholders and percentage of shares held	Mr. José Aranda López	50.00%	
	Mr. Manuel Amador Gil	48.83%	
	Mrs. Salud María Alvarez Bernal	1.57%	
(8) Relationships between the listed company and the said company	Capital relationship	There is no relevant capital relationship.	
	Personnel relationship	There is no relevant personal relationship.	
	Transaction relationship	There is a transaction relationship between Amador y Aranda S.L. and Cominport consisting of the purchase and sale of products.	
(9) Number of employees	23 employees as of August 2022		
(10) Fiscal year-end	December 31		
(11) Operating performance and financial position over the past three years	Units: Thousand euros		
Fiscal year	Fiscal year ended December 31, 2019	Fiscal year ended December 31, 2020	Fiscal year ended December 31, 2021
Consolidated net assets	1,402	1,465	1,367
Consolidated total assets	2,567	2,727	3,196
Consolidated net sales	5,536	3,304	4,990
Consolidated operating income	404	92	220
Net income	303	63	157

(2) Overview of Cominport

(1) Name	Cominport Distribución S.L.
(2) Location	Madrid, Spain
(3) Representative	CEO Jaime Serrano
(4) Business	Import and wholesale of alcoholic beverages, food products, and seasonings
(5) Capital	€143,628
(6) Established	December 23, 2010
(7) Subsidiaries	Cominport Sp. Z.O.O.
(8) Principal shareholders and percentage of shares held	Foodex S.A.S. 100.0%

(3) Number of shares to be acquired, and percentage of ownership before and after acquisition of shares

(1) Number of shares owned before transfer	0 shares (ownership ratio of voting rights: 0.0%)
(2) Number of shares to be acquired	3,700 shares (ownership ratio of voting rights: 51.0%)
(3) Number of shares owned after transfer	3,700 shares (ownership ratio of voting rights: 51.0%)

3. Outline of the acquisition of additional shares in Nippon Food by Takara Shuzo International

(1) Overview of Nippon Food

(1) Name	Nippon Food Supplies Company Pty Ltd		
(2) Location	Sydney, New South Wales, Australia		
(3) Representative	Kazuyoshi Ito, Director and CEO		
(4) Business	Import and wholesale of alcoholic beverages, food products, and seasonings		
(5) Capital	17,772 Thousand Australian dollars		
(6) Established	November 30 , 2015		
(7) Principal shareholders and percentage of shares held	Takara Shuzo International Co., Ltd.	51.0%	
	Kikue Asset Management Limited	49.0%	
(8) Number of employees	141 employees as of March 2022		
(9) Fiscal year-end	December 31		
(10) Operating performance and financial position over the past three years	Units: Thousand Australian dollars		
Fiscal year	Fiscal year ended December 31, 2019	Fiscal year ended December 31, 2020	Fiscal year ended December 31, 2021
Consolidated net assets	14,073	16,217	18,803
Consolidated total assets	33,307	30,770	33,055
Consolidated net sales	57,180	51,524	54,177
Consolidated operating income	△2,364	2,336	4,040
Net income	△3,051	2,144	2,587

(2) Overview of Takara Shuzo International

(1) Name	Takara Shuzo International Co., Ltd.
(2) Location	20 Naginataboko-cho, Shijo-dori Karasuma Higashi-iru, Shimogyo-ku, Kyoto Japan
(3) Representative	Minori Mori, Representative Director and President
(4) Business	Management of group companies, and export and sale of alcoholic beverages, seasonings, etc.
(5) Capital	10 million yen
(6) Established	July 3, 2017
(7) Principal shareholders and percentage of shares held	Takara Holdings Inc. 100%

(3) Number of shares to be acquired, and percentage of ownership before and after acquisition of shares

(1) Number of shares owned before transfer	510 shares (ownership ratio of voting rights: 51.0%)
(2) Number of shares to be acquired	490 shares (ownership ratio of voting rights: 49.0%)
(3) Number of shares owned after transfer	1,000 shares (ownership ratio of voting rights: 100.0%)

4. Impact on Earnings

The impact on the consolidated business results for the fiscal year ending March 31, 2023 is expected to be immaterial.

Forward - Looking Statements

Statements in this document, other than those based on historical fact, concerning the current plans, prospects, strategies and expectations of the Company and its Group represent forecasts of future results. While such statements are based on the conclusions of management according to information available at the time of writing, they reflect many assumptions and opinions derived from information that includes major risks and uncertainties. Actual results may vary significantly from these forecasts due to various factors. Factors that could influence actual results include, but are not limited to, economic conditions, especially trends in consumer spending, as well as exchange rate fluctuations, changes in laws and government systems, pressure from competitors' prices and product strategies, declines in selling power of the Company's existing and new products, disruptions to production, violations of the Company's intellectual property rights, rapid advances in technology and unfavorable verdicts in major litigation