



SEVEN&i HLDGS. Co.,Ltd.

June 16, 2023

To whom it may concern

Company Name: Seven & i Holdings Co., Ltd.
Representative: Ryuichi Isaka,
President & Representative Director
(Code No. 3382/Prime Market of the Tokyo Stock Exchange)

Notice Regarding Realignment of the Superstore Business

Seven & i Holdings Co., Ltd. (the “Company”) announces that its consolidated subsidiaries — Ito-Yokado, Co., Ltd., (“Ito-Yokado”) and York, Co., Ltd., (“York”) — passed resolutions of the Board of Directors today with respect to entering into a merger agreement and carry out an absorption-type merger between them, with Ito-Yokado being the surviving company and York being the dissolved company (the “Merger”). Details of the Merger are given below.

Since the Merger is a merger between wholly owned subsidiaries of the Company, some disclosure items and details are omitted.

1. Purpose of the Merger

As the Company announced in “Update to the Medium-Term Management Plan and the Results of the Group Strategy Reevaluation” on March 9, 2023, the Company is driving growth strategy and concrete action plans for the domestic and overseas convenience store businesses with our competitive strength in “food” at its core. As part of this, the Company has decided to carry out the Merger in order to integrate Superstore (“SST”) business in the Tokyo metropolitan area operated by Ito-Yokado and York and to maximize the synergies and the operational efficiency in the Tokyo metropolitan area.

In order to complete the improvement of the operation of SST business, we need to integrate the operation in the Tokyo metropolitan area, and we will develop further cooperation between Ito-Yokado and York for the purpose of maximization of the synergies related to merchandising assortment and procurement, among others. We will also optimize the effect and the efficiency of the operation improvement by the optimized placement of head office functions through the Merger.

In addition to the Merger, we decided to transfer the manufacturing infrastructure business operated by Ito-Yokado to Peace Deli Co., Ltd. by way of an absorption-type company split and consolidate the function of the common group infrastructure in order to strengthen operational foundation. We will also aim for sustainable growth with agility for the purpose of the realization of a profit structure that can achieve further profit growth, by transfer of the online supermarket business operated by Ito-Yokado to a newly established warehouse-based online retailing company by way of an absorption-type company split.

2. Outline of the Merger

(1) Schedule of the Merger

June 16, 2023

Resolution of the Board of Directors approving the merger agreement (Ito-Yokado and York)

June 16, 2023	Conclusion of merger agreement (Ito-Yokado and York)
August 31, 2023	General meeting of shareholders for the approval of the merger agreement (Ito-Yokado and York)
September 1, 2023	Effective date of the Merger

(2) Type of the Merger

The Merger will be an absorption-type merger with Ito-Yokado being the surviving company and York being the dissolved company.

(3) Allocations Related to the Merger

There will be no issuance of shares or delivery of other cash equivalents, etc., as a result of the Merger.

3. Overview of Companies Involved in the Merger

	Surviving company	Dissolved company
(1) Company name	Ito-Yokado Co., Ltd.	York Co., Ltd.
(2) Original location	8-8, Nibancho, Chiyoda-ku, Tokyo	8-8, Nibancho, Chiyoda-ku, Tokyo
(3) Title and name of representative	Tetsuya Yamamoto, President and Representative Director	Yasuhiko Kawata, President and Representative Director
(4) Area of operation	Retail Trade	Retail Trade
(5) Stated capital	40 billion yen	3 billion yen
(6) Date of establishment	March 1, 2006	December 25, 1975
(7) Total shares issued	400,000,000 shares	10,000,000 shares
(8) Business year end	End of February	End of February
(9) Shareholder and its percentage holdings	Seven & i Holdings Co., Ltd. 100%	Seven & i Holdings Co., Ltd. 100%
(10) Financial status and business performance from the last fiscal year		
Net assets	492,632 million yen	46,531 million yen
Total assets	650,372 million yen	73,073 million yen
Net assets per share	1,231.58 yen	4,653.17 yen
Revenues from operations	729,342 million yen	182,471 million yen
Operating income	408 million yen	(396) million yen
Ordinary income	1,087 million yen	(356) million yen
Net income	(15,203) million yen	(2,364) million yen
Net income per share	(38.00) yen	(236.46) yen

4. Status after the Merger

There will be no changes in the trading name, business activities, head office location, representative's name and title, stated capital, or fiscal year-end of the surviving company as a result of the Merger.

5. Future Outlook

The Company is currently assessing the impact of the Merger on the consolidated business performance. We will make an announcement at financial results briefings, etc. in the future.