



Tender Offer for AMIDA HOLDINGS CO., LTD.

RAKSUL INC. (TSE PRIME MARKET: 4384)

August 10, 2023



Project Summary

- Announced Tender Offer for AMIDA HOLDINGS CO., LTD., (TSE GROWTH:7671) Operator of Hankoya.com, an e-commerce for Japanese business stamps

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- Announced Tender Offer for AMIDA HOLDINGS CO., LTD. ("AMIDA")
- AMIDA expressed an opinion in favor of the tender offer and disclosed a recommendation to accept the tender offer, and has entered into a tender agreement with AMIDA's major shareholders

Company Profile

The largest Japanese business stamp EC company that operates Hankoya.com

Tender Offer Period

From August 14, 2023 to September 25, 2023 (30 business days)

Economic Conditions

- Premium of 94.88% to AMIDA's average share price over the past 6 months
- Transaction Value (equity value after premium - net cash) is 2.1 billion yen, EBITDA is about 0.5 billion yen, and **Transaction Value/EBITDA is about 4x**

Finance

Cash on hand

Financial Impact (if the tender offer is completed)

- The impact on our consolidated performance for the fiscal year ending July 2024 is approximately +2.0 billion yen in revenue, +1.1 billion yen in gross profit, and +200 million yen in operating profit (including goodwill amortization)
The impact will be disclosed after the completion of the transaction, as it depends on the timing of the start of consolidation
- AMIDA's business results will be disclosed as a Raksul Business Segment



Investment Highlights

■ Investment with three objectives:

- ① Expansion of customer base
- ② Cross-selling potential
- ③ High profitability and contribution to our business performance

Expansion of customer base

Increase in the number of purchasers

- The Japanese business stamp is a product category that has the potential to become a traffic builder (a product that introduces new customers) comparable to flyers, business cards, cardboard and packaging materials
- Around 10% of the number of corporate registrations each year use AMIDA's service
- The market for Japanese business stamp is worth 150-200 billion yen, and while the market is in a slight downtrend, there is large room for e-commerce growth

Cross-selling potential

Increase in ARPU

- High affinity with office printing, such as business cards and envelopes, and synergies from mutual cross-selling are expected
- Synergy opportunities with equity method affiliate Peraichi (no-code website builder SaaS) exist, given the large number of newly opened users

High profitability and contribution to our business performance

Contribution to Quality Growth

- Gross margin of around 55% and EBITDA margin of just under 15%, which is higher than our level of profitability
- After going private, further improvement in profitability is expected, including a reduction in listing maintenance costs
- Investment in line with our current financial policy of Quality Growth (growth with profit and cash flow)



Better Systems, Better World



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The factors which may affect actual results include but are not limited to: Japanese and global economic conditions, and conditions of markets in which RAKSUL operates.

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