

*News Release Dated February 29, 2024*

Company: AOKI Holdings Inc.  
Representative: Haruo Tamura, President  
Stock code: 8214, TSE Prime  
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**Notice of Change in Consolidated Subsidiary (Sub-subsidiary)  
(Sale of Shares)**

AOKI Holdings Inc. announces that its consolidated subsidiary RUNSYSTEM CO., LTD. (Stock code: 3326, TSE Standard) has resolved at a meeting of its Board of Directors held on February 29, 2024 to sell all shares of RUNWELLNESS CO., LTD. held by RUNSYSTEM to MEIKO NETWORK JAPAN CO., LTD. In addition, RUNWELLNESS will be excluded from the AOKI Holdings' consolidation as a result of the sale of shares.

We believe that the impact of the sale of the RUNWELLNESS stock on the consolidated results of operations is negligible.

Outline of RUNSYSTEM

(1)	Company name	RUNSYSTEM CO., LTD.
(2)	Location	4-27-38, Sayamadai, Sayama-shi, Saitama
(3)	Representative	Daisuke Hidaka, President
(4)	Business	Management of complex café JIYU KUKAN and other facilities, sales, maintenance and management of business systems and management of real estate properties
(5)	Capital	100 million yen

Attachment

RUNSYSTEM's disclosure material

“Notice of Change in Consolidated Subsidiary (Sale of Shares) and Recording of Extraordinary Income”



株式会社ランシステム



February 29, 2024

Company: RUNSYSTEM CO., LTD.  
 Representative: Daisuke Hidaka, President  
 Stock code: 3326, TSE Standard  
 Managing Director Hideo Omodaka  
 Contact: Tel: +81-45-594-6411

## Notice of Change in Consolidated Subsidiary (Sale of Shares) and Recording of Extraordinary Income

At a meeting of the Board of Directors held today, RUNSYSTEM CO., LTD. resolved to sell all shares of its consolidated subsidiary RUNWELLNESS CO., LTD.

RUNSYSTEM also announces that it plans to record an extraordinary income for the fiscal year ending March 31, 2024 as a result of this sale.

### 1. Reason for the sale of shares

RUNWELLNESS was established in October 2015 as a subsidiary of RUNSYSTEM. This subsidiary operates mainly after-school day care facilities and child development support facilities in Kanagawa, Saitama and Tokyo. Operations are based on the RUNSYSTEM Group’s management philosophy of contributing to the betterment of people, communities and society.

RUNSYSTEM has been considering the sale of RUNWELLNESS to enable us to utilize funds mainly in its core entertainment and IT systems businesses. The decision has been made to sell RUNWELLNESS stock to MEIKO NETWORK JAPAN CO., LTD. based on the conclusion that this sale will provide benefits for RUNWELLNESS, RUNSYSTEM and MEIKO NETWORK JAPAN.

### 2. Outline of RUNWELLNESS

(1)	Company name	RUNWELLNESS CO., LTD.	
(2)	Location	3-1-50 Kita-yamata, Tsuzuki-ku, Yokohama, Kanagawa	
(3)	Representative	Hideo Omodaka, President	
(4)	Business	Child development support services	
(5)	Capital	10 million yen	
(6)	Established	October 16, 2015	
(7)	Major shareholders and shareholding ratios	RUNSYSTEM CO., LTD.: 100%	
(8)	Relationships between RUNSYSTEM and RUNWELLNESS	Capital	RUNSYSTEM holds 100% of the outstanding shares of RUNWELLNESS.
		Personnel	Two directors and one corporate auditor of RUNSYSTEM serve concurrently as directors of RUNWELLNESS.
		Business	Not applicable.

(9) Results of operations and financial position of RUNWELLNESS for the past three years			
Fiscal years ended	June 2021	June 2022	March 2023 <sup>note</sup>
Net assets (Thousands of yen)	(38,230)	4,004	24,216
Total assets (Thousands of yen)	178,876	175,433	198,774
Net assets per share (Yen)	(38,230)	4,004	24,216
Net sales (Thousands of yen)	442,865	470,541	381,436
Operating profit (Thousands of yen)	57,577	61,501	42,149
Ordinary profit (Thousands of yen)	52,329	52,329	29,059
Profit (Thousands of yen)	61,811	42,235	20,212
Net income per share (Yen)	61,811	42,235	20,212

Note: The fiscal year ended March 31, 2023 is a nine-month period from July 1, 2022 to March 31, 2023 due to a change in the fiscal year-end.

### 3. Outline of MEIKO NETWORK JAPAN (as of August 31, 2023)

(1) Company name	MEIKO NETWORK JAPAN CO., LTD.	
(2) Location	7-20-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo	
(3) Representative	Kazuhito Yamashita, President & Representative Director	
(4) Business	Tutoring school business	
(5) Capital	972 million yen	
(6) Established	September 1984	
(7) Net assets	11,203 million yen	
(8) Total assets	15,811 million yen	
(9) Relationships between RUNSYSTEM and MEIKO NETWORK JAPAN	Capital	Not applicable.
	Personnel	Not applicable.
	Business	Not applicable.
	Related party	Not applicable.

### 4. Number of shares to be sold, selling price and the number of shares held before and after the sale

(1) Number of shares held before the sale	Common stock 1,000 shares (Percentage of voting rights: 100%)
(2) Number of shares to be sold	Common stock 1,000 shares
(3) Selling price	380 million yen
(4) Number of shares held after the sale	0 shares (Percentage of voting rights: 0%)

### 5. Schedule

(1) Date of the Board of Directors meeting	February 29, 2024
(2) Date of signing of share sales agreement	February 29, 2024
(3) Date of sale of shares	March 25, 2024 (tentative)

### 6. Extraordinary income (gain on sale of shares of subsidiaries and associates)

In the consolidated financial statements for the fiscal year ending March 31, 2024, RUNSYSTEM plans to record 328 million yen as an extraordinary income (gain on sale of shares of subsidiaries and associates) from the sale of all shares of RUNWELLNESS.

### 7. Outlook

For the consolidated forecast for the fiscal year ending March 31, 2024, please see “Notice Concerning Revision of Earnings Forecast” (Japanese version only) released today.