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August 7, 2025

To Whom It May Concern

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Representative: President and CEO Masakatsu Kayamori
(Code: 6430, Prime Market of the Tokyo Stock Exchange / Premier Market of the Nagoya Stock Exchange)
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Notice Regarding Business Succession through Company Split (Absorption-type Split) of Subsidiary

The Company consolidated subsidiary, Hakone Glass Forest Resort Co., Ltd. (hereinafter referred to as the “Successor Company”), has decided to succeed the cultural business operated by Ukai Co., Ltd. (hereinafter referred to as the “Split Company”) through an Absorption-type Split in accordance with the Companies Act. We hereby announce the following details.

This transaction constitutes a business acquisition by our consolidated subsidiary, and while it is expected to have a minimal impact on our consolidated performance, it does not meet the criteria for timely disclosure. However, we are voluntarily disclosing this information to ensure transparency in information disclosure.

The details are as follows.

1. Purpose and Background of this Matter

The Hakone Glass Forest Museum, which will be transferred through this absorption-type split, is Japan's first museum specializing in Venetian glass, and is highly regarded for its high visitor numbers and uniqueness. It is considered an important regional resource in the fields of tourism, culture, and entertainment.

Within our group, we have positioned “expansion of business areas” as one of the key growth strategies in our current mid-term business plan, and this transaction is part of our concrete efforts toward that goal. By expanding our tourism and cultural businesses, we aim to build a sustainable revenue base.

Going forward, we will leverage the management resources and expertise within our group to enhance the value of the facility and further strengthen its revenue-generating capabilities, while also contributing to the preservation and revitalization of regional culture.

2. Summary of the absorption-type split

(1) Schedule for the absorption-type split

Date of extraordinary shareholders' meeting resolution approving the absorption-type split agreement	August 7, 2025
Date of conclusion of the absorption-type split agreement	August 7, 2025
Effective date of the absorption-type split	October 1, 2025 (planned)

(2) Method of the absorption-type split

This is an absorption-type split in which Ukai Co., Ltd. is the splitting company and Hakone Glass Forest Resort Co., Ltd. is the successor company. The splitting company will undergo a simplified absorption-type split.

(3) Details of the allocation related to the absorption-type split

The successor company plans to pay 200 million yen to the split company as consideration for this absorption-type split.

(4) Treatment of Stock Options and Stock Option-Attached Bonds in Connection with the Absorption-Type Split

There are no applicable matters.

(5) Changes in Capital Stock Due to the Absorption-Type Split

There will be no changes in the capital stock of the Company or the successor company due to the absorption-type split.

(6) Rights and Obligations to Be Assumed by the Successor Company

The successor company will assume the assets, liabilities, contractual positions, and other rights and obligations related to the target cultural business as of the effective date of the company split, as specified in the absorption-type split agreement.

(7) Prospects for Debt Repayment

We have determined that there are no issues regarding the prospects for debt repayment by the splitting company and the successor company in connection with this absorption-type split.

3. Overview of the companies involved in the absorption-type split

	Split company	Successor company
(1) Company Name	Ukai Co., Ltd.	Hakone Glass Forest Resort Co., Ltd.
(2) Location	3426 Minami Asakawa-cho, Hachioji-shi, Tokyo	1-43-5 Nagono, Nakamura-ku, Nagoya-shi, Aichi Prefecture
(3) Representative's title and name	Representative Director: Toshiya Konno	Representative Director: Yukio Taniguchi
(4) Business activities	Restaurant management, manufacturing and sales of retail products, etc.	Real estate leasing and management, etc.
(5) Capital	100 million yen	65 million yen
(6) Date of establishment	August 31, 1982	August 8, 2024
(7) Number of shares issued	5,616,940 shares	2,600 shares
(8) Fiscal year end	March 31	March 31
(9) Number of employees	(Stand-alone) 658 (as of March 31, 2025)	(Stand-alone) 0 (as of the end of July 2025)
(10) Major customers	General customers	Ukai Co., Ltd.
(11) Major banks	Shoko Chukin Bank, Sumitomo Mitsui Banking Corporation, Mizuho Bank, Mitsubishi UFJ Bank	Sumitomo Mitsui Banking Corporation, Mizuho Bank
(12) Major shareholders and shareholding ratios	Ukaike Holding Company, General Incorporated Association 24.27%	Daikoku Denki Co., Ltd. 100.00%
	Keio Corporation 13.71%	—
	Kikkoman Corporation 8.89%	—
(13) Relationship between the parties concerned		
Capital relationship	Not applicable	
Human relationship	Not applicable	
Transaction relationship	The split company leases real estate related to the facilities from the successor company based on a lease agreement.	
Status of related parties	Not applicable	
(14) Business performance and financial condition over the last three years		

Fiscal year end	Ukai Co., Ltd. (non-consolidated)			Hakone Glass Forest Resort Co., Ltd. (non-consolidated)		
	Fiscal year ending March 2023	Fiscal year ending March 2024	Fiscal year ending March 2025	Fiscal year ending March 2023	Fiscal year ending March 2024	Fiscal year ending March 2025
Net assets	3,900	4,699	4,769	—	—	137
Total assets	11,256	10,760	10,901	—	—	163
Net assets per share (yen)	695.57	838.26	849.86	—	—	52,833.31
Net sales	12,652	13,326	13,462	—	—	99
Operating income	763	890	721	—	—	11
Ordinary income	852	866	699	—	—	11

Net income attributable to parent company shareholders	—	—	—	—	—	7
Net income per share (yen)	163.82	155.23	24.41	—	—	2,833.31
Dividend per share (yen)	15.00	17.00	15.00	—	—	—

(Unit: million yen, except where otherwise noted.)

4. Overview of the business division to be split

(1) Business activities of the division to be split

The business to be transferred through this absorption-type split is the cultural business of the splitting company.

(2) Operating results of the division to be split (fiscal year ending March 2025)

Net sales	1,090 million yen
Operating income	94 million yen

(3) Items of assets and liabilities to be divided and book values

Assets		Liabilities	
Current assets	325 million yen	Current assets	10 million yen
Fixed assets	—	Fixed assets	153 million yen
Total	325 million yen	Total	163 million yen

(Note) The above figures are the book values as of March 31, 2025, at the split company, and the actual assets and liabilities to be transferred will be determined based on the situation on the effective date.

5. Future Outlook

The impact of this matter on our consolidated business results is expected to be minimal, but we will promptly disclose any important facts that may arise in the future.

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