



November 13, 2025

Company name HAPPINET CORPORATION
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Notice Concerning Share Split, Partial Amendments to the Articles of
Incorporation in Conjunction with Share Split,
Revision to Dividend Forecasts and Change in Shareholder Return Policy

HAPPINET CORPORATION (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held today, to conduct share split and make partial amendments to the Articles of Incorporation in conjunction with the share split. In addition, following the share split, the Company will revise the fiscal year-end dividend forecast as described below.

1. Regarding share split

(1) Purpose of share split

The purpose of the share split is to lower the stock price per investment unit to develop a more investor-friendly environment, encouraging the expansion of our investor base and increase in liquidity of the Company's shares.

(2) Overview of share split

I. Method of the share split

Each share of common stock held by shareholders listed or recorded on the final shareholder register on the record date of December 31, 2025 (Wednesday), will be split into two shares. Since this day falls on a non-business day of the shareholder registry administrator, the substantial record date will be December 30, 2025 (Tuesday).

II. Number of shares to be increased by the share split

Total number of issued shares prior to the share split	24,050,000 shares
Number of shares to be increased by the share split	24,050,000 shares
Total number of issued shares after the share split	48,100,000 shares
Total number of authorized shares after the share split	128,000,000 shares

III. Schedule for the share split

Public notice of record date (scheduled)	November 28, 2025 (Friday)
Record date	December 31, 2025 (Wednesday)
Effective date	January 1, 2026 (Thursday)

2. Partial amendments to the Articles of Incorporation in conjunction with share split

I. Reason for the amendments

As a result of this share split, pursuant to the provisions of Article 184, Paragraph 2 of the Companies Act, the total number of shares authorized to be issued in Article 6 of the Company's Articles of Incorporation will be amended effective January 1, 2026.

II. Detail of the amendments

Current Articles of Incorporation	After amendments
Article 5 The total number of shares authorized to be issued by the Company shall be <u>64,000,000</u> shares.	Article 5 The total number of shares authorized to be issued by the Company shall be <u>128,000,000</u> shares.

III. Schedule of the amendment

Date of Board of Directors' resolution	November 13, 2025 (Thursday)
Effective Date	January 1, 2026 (Thursday)

3. Revision to Dividend Forecasts

Following the share split, the Company will revise the fiscal year-end dividend forecast for the fiscal year ending March 31, 2026, in the “Consolidated Financial Results for the 1st Quarter of the Fiscal Year Ending March 31, 2026 [Japanese GAAP]” announced on August 7, 2025, as described below. The revised year-end dividend forecast effectively represents an increase of ¥5 per share.

	Dividend per share (¥)				
	End of 1Q	End of 2Q	End of 3Q	Fiscal Year-end	Total
Previous forecasts (August 7, 2025)	—	—	—	25.00	50.00
Revised forecast (Conversion before share split)	—	—	—	15.00 (30.00) (Note 2)	— (55.00) (Note 2)
Actual results for the current fiscal year	—	25.00 (Note 1)	—	—	—
Actual results for the previous fiscal year (Fiscal Year Ended March 31, 2025)	—	25.00	—	105.00	130.00

(Note 1) Since the effective date of this share split is January 1, 2026, the interim dividend for the fiscal year ending March 31, 2026, with a record date of September 30, 2025, will apply to the number of shares prior to the share split.

(Note 2) Concerning the projected amounts of the year-end dividend for the fiscal year ending March 31, 2026, the stable dividend is stated based on the Company's basic policy on the distribution of profits. The year-end dividend for the fiscal year ending March 31, 2026, will be considered by the Company based on the basic policy on the distribution of profits.

4. Change in shareholder return policy

Following the share split, the Company will change its shareholder return policy as described below. The Company's basic policy is to secure internal reserves for medium-to long-term business development, and to pay appropriate dividends. Based on this policy, the Company will continue to expand stable dividends and targets the consolidated dividend payout ratio at a level of 40%.

The stable annual dividend will be ¥30 per share. The revised stable annual dividend effectively represents an increase of ¥10 per share.

Current policy	After change
<p>We consider the profit status of each business year and future business development in a comprehensive and medium to long term manner, and secure internal reserves for actively invest in areas with high future potential and profitability, such as business alliances and development investment for new business development, and establish a stronger management base. In addition, we positions the return of profits to shareholders as one of our key management indicators and pay appropriate dividends.</p> <p>Specifically, we are maintaining stable annual dividend payments of <u>¥50</u> per share, and targets the consolidated dividend payout ratio at a level of 40%.</p>	<p>We consider the profit status of each business year and future business development in a comprehensive and medium to long term manner, and secure internal reserves for actively invest in areas with high future potential and profitability, such as business alliances and development investment for new business development, and establish a stronger management base. In addition, we positions the return of profits to shareholders as one of our key management indicators and pay appropriate dividends.</p> <p>Specifically, we are maintaining stable annual dividend payments of <u>¥30</u> per share, and targets the consolidated dividend payout ratio at a level of 40%.</p>

5. Other

I. Shareholder benefits

The Company has introduced a system in which shareholder benefits are given to shareholders who hold at least 100 shares listed or recorded on the Company's shareholder register as of March 31 each year depending on the number of shares held, and a gift can be selected by these shareholders from the shareholder benefits catalog. No changes will be made as a result of the share split, and the shareholder benefits program will continue in the same manner.

<Details of Shareholder Benefits> (Plan)

Number of shares held	Details
100–499 shares	Select one item from the shareholder benefits catalog
500–999 shares	Select two items from the shareholder benefits catalog and receive a child's gift certificate worth 2,000 yen
1,000 shares or more	Select three items from the shareholder benefits catalog and receive a child's gift certificate worth 5,000 yen

II. Change in the amount of capital

There will be no change to the Company's capital as a result of the share split.

Note: This document has been translated from a part of the original Japanese for reference purposes only. In the event of any discrepancy between this translated document and the original Japanese, the original shall prevail.