



November 17, 2025

To whom it may concern:

Company name	Kitanotatsujin Corporation
Representative	Katsuhisa Kinoshita Representative Director & President Stock code: 2930 Prime Market, Tokyo Stock Exchange SAPPORO SECURITIES EXCHANGE
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**Notice Concerning Stock Acquisition (Making into Subsidiary) of  
Rebirth Chain Consulting Co., Ltd.**

Kitanotatsujin Corporation (the “Company”) hereby announces that at a Board of Directors’ Meeting held on November 17, 2025, a resolution was passed to acquire all issued shares of Rebirth Chain Consulting Co., Ltd. (“RC”) and conclude a stock transfer agreement to make RC into a subsidiary.

1. Reason for stock acquisition

The Company operates the Health & Beauty Care business that sells health and beauty products and beauty appliances under its original brands, mainly on the Internet.

The main products include cosmetics and health food for resolving specific beauty and health problems that our customers face, and when such products are developed, the Company establishes strict quality standards for online sales to sell high-quality products that can be continuously used.

In addition, the Company has developed an advertising optimization system which incorporates its advertising knowhow in order to acquire new customers effectively while keeping advertising expenses down. By accurately calculating “LTV,” which is the amount of lifetime net sales a customer will bring, from an enormous amount of data, the Company sets, controls, and manages allowable upper limits on advertising expenses per order, striving to make appropriate advertising investments while measuring the cost-effectiveness of advertising expenses. Furthermore, the Company has built its own systems such as an ordering and shipping processing system and inventory management and projection system, through which efficient and effective responses have been achieved.

Amid these circumstances, under its “Medium-term Management Plan 2028,” the Company has set forth a growth strategy centered on “increasing the number of new customer acquisitions through expansion of product lineup” and “improving LTV through strengthening CRM.” In addition to these core initiatives, the Company is also considering the utilization of M&A to diversify its growth portfolio.

The Company’s conventional M&A strategy, as announced in the “Notice of Strengthening the Roll-up M&A Strategy” on February 20, 2025, envisioned a scheme to acquire D2C and proprietary e-commerce site businesses and integrate them into the Company’s infrastructure, including its advertising optimization system and ordering, shipping, and inventory management systems, in order to achieve cost optimization and improve the profitability of the acquired companies. In addition to this strategy, the Company is also actively considering opportunities in the e-commerce mall business.

Because entry barriers to e-commerce malls are low and initial investments are relatively small, many

businesses have entered this market, and among them are companies that, although small in scale, have achieved high profitability. However, while such companies often have strengths in product procurement and sales expertise, their weak organizational foundations make it difficult to execute expansion strategies, and as a result, they are not fully realizing their growth potential. These small-scale companies tend to have a low degree of dependence on individual personnel and standardized processes, as they operate with a small workforce and use common e-commerce mall platforms. Therefore, the integration of organizations and business operations after M&A (PMI) can be carried out smoothly. For this reason, the Company is actively considering such companies with high growth potential as key targets for M&A.

RC operates in the growing color contact lens market, selling 90 or more products through e-commerce malls such as Qoo10 and Rakuten Ichiba. The company operates online stores that have received numerous high ratings and reviews and enjoy a large number of repeat customers, and also maintains an efficient order and delivery process capable of handling a wide range of products. The Company has determined that its expertise in promotional activities, creative production, and advertising optimization, specifically for e-commerce malls, will contribute to further enhancing RC's profitability and competitiveness, and has therefore decided to acquire the company's shares.

## 2. Method of transfer

RC had operated both a color contact lens business and a food and beverage business. However, prior to this share transfer, on October 9, 2025, RC carried out a company split in which the rights and obligations related to the food and beverage business were transferred to a newly established company. The entity to be acquired by the Company is the operating company that continues to engage in the color contact lens business following the company split.

## 3. Overview of subsidiary to be transferred

(1) Name	Rebirth Chain Consulting Co., Ltd.	
(2) Address	2214-54 Kayada, Yachiyo-city, Chiba	
(3) Name and position of representative	Mikiko Komorita, Representative Director	
(4) Business content	Sales of medical devices and related operations	
(5) Capital	5 million yen	
(6) Date of establishment	June 2, 2010	
(7) Major shareholders and shareholding ratio	Kunio Komorita 100%	
(8) Relationship between listed company and said company	Capital relationships	Not applicable.
	Personnel relationships	Not applicable.
	Transaction relationships	Not applicable.

(9) Operational results and financial condition of said company for the most recent three years (Thousands of yen)			
Fiscal year	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024	Fiscal year ended March 31, 2025
Net assets	24,878	61,862	45,650
Total assets	219,524	268,065	291,592
Net assets per share (yen)	99,513.26	247,448.84	182,602.38
Net sales	1,145,288	1,248,226	1,335,416
Operating profit	4,827	54,643	33,135
Ordinary profit	5,088	54,805	38,454
Profit (loss)	4,001	36,983	(16,211)
Earnings per share (yen)	16,004.75	147,935.57	(64,846.46)

- The figures for “(9) Operational results and financial condition of said company for the most recent three years” include results from the food and beverage business previously operated by RC. However, the Company will acquire all shares of the operating company that engages in the color contact lens business following the company split. Net sales for the color contact lens business for the fiscal year ended March 31, 2025, amounted to 1,249,986 thousand yen. Although a loss was recorded for the same fiscal year due to extraordinary losses and other factors, these were not attributable to factors inherent in the color contact lens business. Excluding these extraordinary items, it is estimated that the business would have recorded a profit for the period.
- Net assets per share and earnings per share are presented after rounding down fractions below the display unit.

4. Overview of counterparty to share acquisition

(1) Name	Kunio Komorita
(2) Address	Omitted due to request from said shareholder.
(3) Relationship between listed company and said individual	There are no capital relationships, personnel relationships, or transaction relationships of note.

5. Number of shares to be acquired, acquisition price, and status of shares held before and after acquisition

(1) Number of shares held before transfer	0 shares (Number of voting rights: 0 units) (Ratio of voting rights held: 0%)
(2) Number of shares to be acquired	250 shares (Number of voting rights held: 250 units)
(3) Acquisition price	As the counterparty to the share acquisition is an individual and, pursuant to mutual agreement between the parties, the acquisition price is not disclosed. The amount, however, is less than 5% of the Company’s consolidated net assets as of the end of the most recent consolidated fiscal year and less than 5% of the Company’s net assets as of the end of the most recent fiscal year.
(4) Number of shares after transfer	250 shares (Number of voting rights: 250 units) (Ratio of voting rights held: 100%)

6. Schedule

(1) Board of Directors resolution date	November 17, 2025
(2) Agreement conclusion date	November 21, 2025 (Tentative)
(3) Stock transfer execution date	December 1, 2025 (Tentative)

7. Future outlook

Through this share acquisition, RC will become a consolidated subsidiary of the Company. Representative Director Mikiko Komorita will retire as of the same date, and the Company plans to second its officers. Although the Company recognizes that the effect of this transaction on the Company's financial results for the fiscal year ending February 28, 2026, will be immaterial, prompt disclosure will be made should any matters requiring disclosure arise.

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