

January 27, 2026

## **NEWS RELEASE**

### **Notice of Company Split with Consolidated Subsidiary (Simplified Absorption-type Split)**

ITO EN, LTD. ("the Company"), hereby announces that it has resolved at its Board of Directors meeting held today to transfer a part of its business concerning vending machines and related operations (hereinafter, the "Business") to NEOS Corporation. (hereinafter, the "NEOS"), a subsidiary of the Company, through the Company Split (simplified absorption-type split), with May 1, 2026 as effective date (planned).

As the Company Split is a simplified absorption-type company split of a wholly owned subsidiary of the Company, some disclosure items and contents are omitted from this announcement.

#### **Note**

##### **1. Purpose of the Company Split**

The Group has been working to strengthen its management base while promptly responding to social and environmental changes and needs and promptly developing its business.

As part of this initiative, the business in question will be transferred to NEOS, which operates vending machine-related businesses, through the Company split. The objective is to implement structural business reforms and concentrate capital on core brands, thereby evolving into a business characterised by flexible strategic capabilities and profitability.

##### **2. Summary of the Reorganization**

###### **(1) Schedule of the Company Split**

Board of Directors resolution on the Company Split plan: January 27, 2026

Date of Contract: March 2, 2026 (planned)

Planned date of the Company Split (effective date): May 1, 2026 (planned)

\*As the company split is a simplified company split as stipulated in Article 784, Paragraph 2 of the Companies Act for our company, the splitting company, and a summary company split as stipulated in Article 796, Paragraph 1 of the Companies Act for NEOS, the successor company, both companies will carry out this company split without obtaining approval at a general meeting of shareholders

###### **(2) Method of the Company Split**

An absorption-type demerger in which the Company will be the demerged company and NEOS will be the successor company.

###### **(3) Allocation of shares upon the Company Split**

Since the Company Split is between the Company and its wholly owned subsidiary, no shares or other consideration will be allocated upon the Company Split.

###### **(4) Treatment of stock acquisition rights or bonds with stock acquisition rights upon the Company Split**

There will be no change in the handling of issued stock acquisition rights due to the Company Split. The Company has not issued any bonds with stock acquisition rights.

(5) Capital to be Increased or Decreased as a Result of the Company Split

There will be no increase or decrease in the Company's capital as a result of this company split.

(6) Rights and Obligations to be Succeeded to by the Succeeding Company

NEOS will succeed to the assets, liabilities, contracts and other rights and obligations owned by ITO EN with respect to the business in question, as specified in the absorption-type demerger agreement.

(7) Prospects for fulfilling financial obligations

The Company has determined that there is no problem with the prospects for fulfillment of obligations to be incurred by the Company and NEOS after the effective date of the Company Split.

3. Outline of Parties involved in the Company Split

		Splitting company (As of October 31, 2025)	Successor company (As of January 27, 2026)
(1)	Company name	ITO EN, LTD.	NEOS Corporation.
(2)	Location of head office	47-10, Honmachi 3-chome, Shibuya-ku, Tokyo	42-20, Kameido 1-chome, Koto-ku, Tokyo
(3)	Title and name of representative	President Daisuke Honjo	President Masahito Kawamoto
(4)	Business	Manufacture and sale of tea leaves, beverages and food products, and related businesses	The sale of beverages and foodstuffs via vending machines and the maintenance and management of vending machines, and related businesses
(5)	Capital	19,912 million yen	80 million yen
(6)	Date of establishment	August 22, 1966	May 8, 1985
(7)	Number of stocks issued	(Common Stock) 85,212,380 stocks (Class-A Preferred Stock) 32,246,962 stocks	23,400 stocks
(8)	Accounting period	April	April
(9)	Major shareholders and shareholding ratio	Green Core Co., Ltd. 19.68% The Master Trust Bank of Japan, Ltd. (Trust account) 8.88% Honjo International Scholarship Foundation 5.87% Other	ITO EN, LTD. 100.00%

(Note) Shareholding ratio is calculated excluding treasury stock.

(10) Consolidated Financial Position and Operating Results of the Splitting Company for the Latest Fiscal Year

Fiscal year ended April 30, 2025 (consolidated)		Fiscal year ended April 30, 2025 (non-consolidated)
Net assets	175,971 million yen	341 million yen
Total assets	344,598 million yen	6,602 million yen

Book value per share (Common Stock)	1,511.77 yen	14,574.23 yen
(Class-A Preferred Stock)	1,517.77 yen	—
Net sales	472,716 million yen	22,915 million yen
Operating income	22,969 million yen	△29 million yen
Ordinary income	22,973 million yen	△34 million yen
Profit attributable to owners of parent	14,156 million yen	△67 million yen
Earnings per share (Common Stock)	117.50 yen	△2,887.64 yen
(Class-A Preferred Stock)	129.46 yen	—

#### 4. Overview of the Business to be Split

##### (1) Business to be split

Businesses providing products and services directly through vending machines and similar means

##### (2) Operating results of the Business to be split

Net sales 45,802 million yen (Fiscal year ended April 30, 2025)

##### (3) Items and book value of assets and liabilities to be split

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	6,652 million yen	Current liabilities	— million yen
Noncurrent assets	11,814 million yen	Noncurrent liabilities	— million yen
Total	18,466 million yen	Total	— million yen

Note: The above figures are calculated based on the balance sheet as at December 31, 2025. Therefore, the actual amounts of assets and liabilities to be split will be determined after adding or subtracting any increase or decrease up to the effective date of the company split to the above amounts. Furthermore, at January 31, 2026, we plan to reduce the carrying amount of assets in the relevant business to their recoverable amount and record an impairment loss.

#### 5. Status of the Company after the Company Split

The company name, location, title and name of representative, businesses, capital, and accounting period of the Company will not change.

NEOS plans to relocate its registered office to 1-13, Asakusa 5-chome, Taito-ku, Tokyo, with effect from 1 February 2026. Furthermore, it plans to change its trade name to "ITO EN NEOS Co., Ltd." with effect from May 1, 2026. There will be no changes to the company businesses, capital, and accounting period of the Company. Please note that the title and name of representative are yet to be determined at this time.

#### 6. Financial Outlook

Since this is a company split between the Company and its wholly owned subsidiary, the impact of this corporate split on our consolidated business results is negligible.