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Infomart Corporation  
1-2-3 Kaigan, Minato-ku, Tokyo  
Shin Kimura, President and CEO  
Securities Code: 2492 (TSE Prime Market)  
Inquiries: Katsuyuki Araki, Senior Executive Officer,  
Finance, Accounting & IR Division  
TEL: +81-3-5777-1710

**Notice Regarding Capital and Business Alliance, Issuance of New Shares  
through Third-Party Allotment, Disposal of Treasury Shares,  
and Change in Major Shareholder**

Infomart Corporation (the "Company") hereby announces that we have concluded an agreement with Dai-ichi Life Holdings, Inc. (hereinafter referred to as "the Allottee" or "Dai-ichi Life Holdings") regarding a Capital and Business Alliance (hereinafter referred to as "the Capital and Business Alliance"). (Dai-ichi Life Holdings, Inc. is scheduled to change its trade name to Dai-ichi Life Group, Inc. on April 1, 2026.), and that we will issue new shares and dispose of treasury shares through a third-party allotment (hereinafter referred to as "the Third-Party Allotment"). In addition, this third-party allotment of new shares will result in a change in the major shareholders, so we will also announce this change.

I. Capital and Business Alliance

1. Reasons for Capital and Business Alliance

Based on our philosophy of "Contributing to society by continuing to grow together with our customers and individuals through businesses that are useful to the world, needed by the world, and pleased by the world," we have promoted "DtoD(Data to Data)," which connects companies on digital platforms and directly connects data for a series of commercial transactions, such as estimates, ordering, and invoicing, with digital data. We have developed BtoB Platform series of cloud services. Through the data conversion of client companies' commercial transactions, we provide services for automating billing and settlement operations and providing industry-specific, high-value-added services for improving operational efficiency and management sophistication.

In order to realize this philosophy, our Group is working to "strengthen our core business (BtoB Platform)," "continue to increase sales and profits, return to high profitability," and "expand synergies and monetize investee companies," which are our medium-term management policies.

On the other hand, the domestic SaaS business, in which our Group mainly operates, is experiencing rapid changes in the external environment and rapid growth. This is partly attributable to the progress in the development and utilization of AI. In order for our Group's businesses to grow with a sense of speed under this management environment, we have determined that in addition to continuous business growth, it is necessary to achieve discontinuous business growth and expand earnings, and that securing ample funds to realize a robust strategic partnership and growth strategy is essential.

Dai-ichi Life Holdings is a holding company that operates domestic and overseas insurance businesses, as well as non-insurance businesses (asset management and new ventures) through its group. In its domestic insurance business, it maintains a strong sales foundation with 69 branches

and 1,031 sales locations across Japan. Furthermore, in 2024, it made Benefit One Inc. (hereinafter "Benefit One"), which provides employee benefits administration services, a subsidiary. It is expanding its non-insurance business, starting with solutions in the general affairs, accounting, and purchasing/settlement domains aimed at solving the challenges of "labor shortages and productivity improvement," and solutions in the employee benefits and human resources domains aimed at achieving "recruitment, talent retention, and motivation enhancement." Benefit One has 10.39 million welfare benefit members (as of the end of December 2025) and has built a strong network with the companies and organizations to which each member belongs.

Our group promotes "DtD(Data to Data)" and offers BtoB Platform series of cloud services as a product to improve the operational efficiency and management of client companies. With regard to our products, we will be able to leverage the customer base and other management resources of the Daiichi Life Group, including Benefit One, to develop sales collaboration (cross-selling) and BPO businesses (business, process, and outsourcing businesses). In addition, we expect to generate synergies through the joint development of future products by both companies. We also benefit from the Daiichi Life Group by utilizing our group's customer base.

In addition, from the perspective of our business growth, we are confident that by making strategic growth investments, such as product development, corporate acquisitions and investments, we will drastically expand the scale of our business and our earnings base, which will lead to an increase in corporate value over the medium to long term. We also decided to issue new shares and dispose of treasury shares through a third-party allotment to Dai-ichi Life Holdings, from the viewpoint of reducing future funding costs by effectively utilizing our treasury shares and strengthening our financial stability.

As a result of the implementation of Capital and Business Alliance, the percentage of voting rights owned by us by Dai-ichi Life Holdings will be 15.06%. In the event that candidates for director nominated by Dai-ichi Life Holdings are elected to our directors in the future as a result of the exercise of their nomination rights as described below, Dai-ichi Life Holdings is expected to become our other associated companies. In doing so, Dai-ichi Life Holdings aims to align the direction of our earnings with that of Dai-ichi Life Holdings and enhance the effects of the Capital and Business Alliance by reflecting a portion of our earnings, etc. in the consolidated financial results of Dai-ichi Life Holdings as an equity-method affiliate.

Based on the above, Dai-ichi Life Holdings, which has adopted the group corporate philosophy "Walking Together, Opening the Future: Toward a World Filled with Diverse Happiness and Hope" and aims to evolve into an insurance services provider offering a broad range of products and services beyond life insurance, believes that this capital and business alliance is highly compatible with the Company's philosophy and management policies. We have concluded that entering into this capital and business alliance with Dai-ichi Life Holdings, with the goal of combining both companies' strengths to establish competitive advantage in the market, will contribute to maximizing our medium- to long-term corporate value and enhancing shareholder returns. Therefore, we have decided to enter into this capital and business alliance agreement with Dai-ichi Life Holdings.

## 2. Details of Capital and Business Alliance

### (1) Details of equity alliance

Through this third-party allotment, we will allocate to Dai-ichi Life Holdings our common stock of 40,126,200 shares (aggregate of 8,076,664 shares offered for issuance of new shares and 32,049,536 shares offered for disposal of treasury shares). As a result, the ratio of the number of voting rights held by Dai-ichi Life Holdings to the total number of voting rights pertaining to our shares after this third-party allotment will be 15.06%, and Dai-ichi Life Holdings will become our major shareholder. The details of this third-party allocation of new shares are as described in "II. third-party allotment of new shares" below. By having Dai-ichi Life Holdings become our major shareholder, we believe that we will be able to secure close collaboration between us and Dai-ichi Life Holdings as described in "1. Reasons for Capital and Business Alliance " above.

In addition, we plan to raise 17,454 million yen through this third-party allotment of shares. The proceeds will be appropriated as described in "II. third-party allotment of new shares" below and "3. Amount, use and expected timing of the proceeds."

### (2) Scope of the alliance

- ① Cooperation by the Daiichi Life Group on expanding sales of our group's services, such as BtoB Platform Invoicing and BtoB Platform TRADE (including the introduction of our group's services by the Daiichi Life Group itself)
- ② Cooperation by our group on expanding sales of the services of the Daiichi Life Insurance Company, such as the group insurance merchandise of the Daiichi Life Group and the Benefit Station provided by Benefit One (including the introduction of the services of the Daiichi Life Group by our group itself).
- ③ Collaboration among the products handled by the Daiichi Life Group and our group, joint development of new products and functions, and other business collaborations
- ④ Market-research operations for the launch of our new business in collaboration with the Daiichi Life Group and joint R&D on AI techniques
- ⑤ Joint M&A and strategic alliances between Dai-ichi Life Holdings and us

### 3. Overview of the partner in the alliance

(1) N a m e	Dai-ichi Life Holdings, Inc.
(2) A d d r e s s	13-1 Yurakucho 1-chome, Chiyoda-ku, Tokyo
(3) Job title/name of representative	Tetsuya Kikuta, President
(4) Description of Businesses	① Management of life insurance companies, non-life insurance companies and other companies that have become subsidiaries under the provisions of the Insurance Business Act ② Services incidental to the services set forth in the preceding item. ③ In addition to the businesses listed in the preceding two items, businesses that an Insurance Holding Company may conduct under the Insurance Business Act
(5) Share capital	344,547 million yen (as of September 30, 2025)
(6) Date of Establishment	September 15, 1902
(7) Issued shares count	3,700,761,200 shares (as of September 30, 2025)
(8) Fiscal year end	March 31
(9) Number of employees	(Consolidated) 59,686 (As of September 30, 2025)

(10) Major suppliers	—		
(11) Main banks	—		
(12)  Major shareholders and Percentage of shares held (As of September 30, 2025)	The Master Trust Bank of Japan, Ltd.(Trust Account)	15.23%	
	Custody Bank of Japan, Ltd. (Trust Account)	5.30%	
	SMP PARTNERS (CAYMAN) LIMITED (Standing proxy: Mizuho Bank, Ltd.)	2.68%	
	STATE STREET BANK WEST CLIENT – TREATY 505234 (Standing proxy: Mizuho Bank, Ltd.)	1.95%	
	JPMorgan Securities Japan Co., Ltd.	1.95%	
	Shinsei Trust & Banking Co., Ltd. ECM MF Trust Account 8299002	1.90%	
	STATE STREET BANK AND TRUST COMPANY 505001 (Standing proxy: Mizuho Bank, Ltd.)	1.74%	
	THE NOMURA TRUST AND BANKING CO., LTD. AS THE TRUSTEE OF REPURCHASE AGREEMENT MOTHER FUND (Standing proxy: Citibank, N.A.)	1.69%	
	Mizuho Bank, Ltd.	1.53%	
	JP MORGAN CHASE BANK 385781 (Standing proxy: Mizuho Bank, Ltd.)	1.40%	
(13) Relationship between the parties	Not applicable		
Equity Relations	As of today, the scheduled allottee does not hold any shares of the Company; however, Dai-ichi Life Insurance Company, Limited, which is a wholly-owned subsidiary of the scheduled allottee, holds 5,700 shares of the Company (ownership ratio: 0.003%) as of today.		
Human relations	Not applicable		
Business relationship	Not applicable		
Applicable status to the relevant party	Not applicable.		
(14) Consolidated Operating Results and Consolidated Financial Position for the Past Three Years			
Fiscal year end	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2025
Consolidated net assets	2,661,764 million yen	3,882,157 million yen	3,469,707 million yen
Consolidated Total assets	61,653,699 million yen	67,540,309 million yen	69,592,967 million yen
Per share Consolidated net assets	676.70 yen	1,026.76 yen	942.52 yen
Consolidated Ordinary Income	9,508,766 million yen	11,028,166million yen	9,873,251 million yen
Consolidated ordinary profit	387,500 million yen	539,006 million yen	719,072 million yen
To Company's parent company	173,735 million yen	320,765 million yen	429,613 million yen

stockholders Belong to Consolidated profit			
Per share Consolidated profit	42.75 yen	82.42 yen	115.95 yen
Dividend per share	86.00 yen	113.00 yen	137.00 yen

(NOTE)1. Percentage of total number of shares is the ratio of issued shares (excluding treasury shares) to total number.

2. Treasury shares to be deducted from the calculation of 'the number of common stock at the end of the fiscal year used to calculate net assets per share' and 'the average number of shares during the period' include the Company's shares held by the trust account of the Stock Benefit Trust (J-ESOP).

3. 2024, certain overseas consolidated subsidiaries adopted the Accounting Standards "Insurance Contracts" (AASB No. 17) (NZ IFRS No. 17) issued by Australian Accounting Standards Board and New Zealand Accounting Standards Board. As a result, figures for the year ended March 31, 2023 are retroactive. On April 1,

4. 2025, the Company conducted a stock split, resulting in a four-for-one common stock split. Consolidated net assets per share and consolidated profit per share are calculated based on the assumption that the stock split was conducted at the beginning of the fiscal year ended March 2023. Dividends per share are stated prior to the stock split.

#### 4. Schedule of Capital and Business Alliance

Date of resolution of the Board of Directors regarding Capital and Business Alliance	February 13, 2026
Date of Capital and Business Alliance Agreement	February 13, 2026
Commencement date of Capital and Business Alliance	March 2, 2026

#### 5. Future Outlook

This Capital and Business Alliance and this third-party allotment of shares are expected to greatly contribute to enhancing our corporate value. This Capital and Business Alliance and this allocation of new shares to a third party are not expected to have a material impact on the Company's results for the fiscal year under review. However, the Company will promptly disclose the degree of contribution to the Company's medium-to long-term business results in the future as the details of the Capital and Business Alliance and the investment plan progresses.

#### 6. Content and purpose of agreements on corporate and shareholder governance or agreements on the disposition or repurchase of shareholdings

##### (1) Content of the agreement

##### ① Agreement on corporate and shareholder governance

Under Capital and Business Alliance Agreement, Dai-ichi Life Holdings has agreed that it will be able to nominate one candidate for director of the Company, as long as the ratio of the number of voting rights held by Dai-ichi Life Holdings to the total number of voting rights pertaining to our shares is 14% or more during the effective period of Capital and Business Alliance Agreement since the payment date related to the Third-Party Allotment. Dai-ichi Life Holdings will exercise such nomination rights after our Annual General Meeting of Shareholders to be held in March 2027.

##### ② Agreements on the disposal or purchase of shares held by shareholders

In this Capital and Business Alliance Agreement, Dai-ichi Life Holdings has agreed that it will not transfer, in principle, all or a part of our common stock to be acquired by Dai-ichi Life Holdings through this third-party allotment, without our prior written approval, for a period of five years from the payment date. In addition, in the event that Dai-ichi Life Holdings wishes to transfer, etc. after the passage of five years under Capital and Business Alliance agreement, we will have the right of first refusal to acquire it by us or a third party designated by us under certain procedures and conditions.

When Dai-ichi Life Holdings tries to acquire our shares by itself or through a third party after the date of Capital and Business Alliance Agreement, it has agreed to notify us in advance of the details thereof and to discuss with us sincerely and in good faith additional acquisitions. In addition, in light of the progress of the business alliance related to Capital and Business Alliance, the Company has agreed to establish a forum for good faith discussions on whether or not Dai-ichi Life Holdings will raise its equity stake in us.

Furthermore, In the event that the Company issues or disposes of shares or share acquisition rights, bonds with share acquisition rights or other potentially dilutive shares (hereinafter referred to as "Shares, etc.") on or after the Payment Date under Capital and Business Alliance Agreement, Dai-ichi Life Holdings will have the right as a general rule to receive the allocation of the minimum amount of shares, etc. required to maintain the ratio of the number of voting rights held by Dai-ichi Life Holdings to the total number of voting rights pertaining to our shares at a level not less than 15% immediately after the issuance or disposal of such shares.

## (2) Objectives of the agreement and its impact on governance

This agreement is aimed at building a robust strategic partnership with Dai-ichi Life Holdings to grow our business through this Capital and Business Alliance. By maintaining the ratio of voting rights of Dai-ichi Life Holdings to us in this Capital and Business Alliance, we have secured the autonomy of our management, and both of these agreements are considered to have a minimal impact on our governance.

## II. Third-party allotment of new shares

### 1. Overview of the offering

(1) P a y m e n t d a t e	March 2, 2026
Number of new shares issued and (2) Treasury shares disposed (Number of Shares for S u b s c r i p t i o n )	Common stock by the sum of ① and ② below 40,126,200 shares ① Common stock of new shares issued 8,076,664 shares ② Disposal treasury shares Numbers common stock 32,049,536 shares
(3) I s s u e p r i c e	435 yen per share
(4) A m o u n t o f p r o c e e d s	17,454,897,000 yen
(5) S o l i c i t a t i o n o r A l l o t m e n t M e t h o d (S c h e d u l e d a l l o t m e n t c o u n t e r p a r t i e s )	All shares will be allocated to Dai-ichi Life Holdings through a third-party allotment method.
(6) O t h e r	The above items shall be subject to the entry into force of securities Notification under Financial Instruments and Exchange Act.

### 2. The purpose and reason for the offer

The objectives and reasons for the offering in this third-party allotment of shares are as described in the above "I. Capital and Business Alliance " and "1. Reasons for Capital and Business Alliance."

### 3. Amount, Use and Expected Period of Funds to be Procured

#### (1) Amount of funds to be raised

① T o t a l a m o u n t p a i d	17,454,897,000 yen
② E s t i m a t e d i s s u a n c e c o s t s	45,120,778 yen
③ N e t o f e s t i m a t e d p r o c e e d s	17,409,776,222 yen

(NOTE)1. Consumption taxes are not included in the approximate amount of issuance costs.

2.Estimated expenses for issuance include registration-related expenses of 12 million yen, advisory expenses and legal fees of 26 million yen.

#### (2) Specific uses of funds to be procured

The above estimated net proceeds of 17,409 million yen are planned to be allocated to strategic investments for our discontinuous business growth and earnings expansion. In order to contribute to the enhancement of our corporate value as much as possible, we will appropriate the funds promptly and systematically based on the purposes stipulated below. Until the funds are actually spent, they will be managed through bank deposits, etc.

Specific uses	Amount (million yen)	Scheduled time period for spending
① Expenses of making an investment in or acquisition of a company	10,909	March 2026 to December 2028
② System development costs and costs related to strengthening alliances with prospective allotment partners	4,500	March 2026 to December 2030

③ Expenses for repayment of loans from financial institutions	2,000	March 2026 to December 2026
Total	17,409	

Details regarding the uses of funds listed in the table above are as follows:

① Expenses of making an investment in or acquisition of a company

We plan to consider investing in or acquiring companies that will quickly lead to the expansion of our business domains and acquisition of market share, with the aim of building a network of our services, including the expansion of industries and regions and the expansion of services and functions provided. Specifically, we plan to allocate 6,000 million yen to investments in companies that are highly compatible with our established businesses, including the mainstay restaurant industry. We also plan to allocate 4,909 million yen to investments in companies related to construction and Fintech that contribute to the expansion of our business portfolio. However, in the event that a specific contract is not reached due to the outcome of due diligence or valuation of the target company, or the progress of negotiations, or if unallocated funds are generated by December 2028, the Company's policy is to flexibly allocate such funds as for growth investment to enhance corporate value over the medium to long term and for working capital to support business continuity.

As the most recent acquisition, on January 21, 2026, we acquired additional shares of *invox CORPORATION* (purchase price: 1,911 million yen) and made it an equity-method affiliate. As a result, we plan to strengthen our technological base in the areas of data processing and automation of invoices received and expand our service lineup.

② System development costs and costs related to strengthening alliances with prospective allotment partners

In conjunction with the development of new industry-specific products in line with our current growth strategy of strengthening our core business (BtoB Platform), our policy is to develop products that provide new value to our customers by utilizing our AI for the vast amount of transaction statement data we possess. In addition, the Company's policy is to make investments necessary for the recruitment and training of specialist human resources and the provision of joint development and services in order to succeed in forming business alliances with prospective allotment partners. Specific activities follow below.

Develop new industry-specific and AI products (2,000 million yen): Develop DX and retailing functions that respond to the "2024 problem" of the logistics industry, regulatory responses in the retailing and healthcare fields, as well as a tool to streamline specified operations (1,000 million yen), and develop new products that utilize AI (1,000 million yen) in earnest from fiscal 2027 onward.

Strengthen strategic alliances (2,500 million yen): In order to succeed in providing joint businesses and services with prospective allotments, we will continue to hire and develop specialist human resources (AI engineers, DX consultants, etc.) worth 500 million yen per year and invest in co-development for five years. As a result, we will use AI to develop products that provide new value to customers using the vast amounts of transaction details that we possess.

③ Expenses for repayment of loans from financial institutions

The Company's policy is to secure growth investment capacity by stabilizing its financial position and reducing the future interest burden by repaying borrowings from financial institutions, which had been procured as working capital and funds for M&A. As of the end of December 2025, the outstanding borrowings of Sumitomo Mitsui Banking Corporation (1,500 million yen), Mitsubishi UFJ Bank (570 million yen), Resona Bank (120 million yen), and Mizuho Bank (80 million yen) were borrowed. The total outstanding borrowings amounted to 2,270 million yen.

#### 4. Approach to the Rationality of Use of Funds

We have determined that the raising of funds through this third-party allotment is an essential measure as a result of prioritizing a sense of speed and certainty in order to respond to rapid changes in the market environment and execute growth investments ahead of our competitors.

#### 5. Rationality of issuance conditions, etc.

##### (1) Basis for calculating the amount to be paid and the specific contents thereof

The paid-in amount of the third-party allotment of shares was determined to be 435 yen after discussions and negotiations with the Allottee of Capital and Business Alliance. The paid-in amount is equal to the simple average of the closing price of our common stock on the Tokyo Stock Exchange for the one-month period (from January 13, 2026 to February 12, 2026) immediately preceding the business day of the resolution date of the Board of Directors relating to the decision on the third-party allotment of shares. The amount paid was determined based on the simple average of the closing price for the one-month period immediately preceding the date of resolution of the Board of Directors because it was determined that the use of a normalized value of the average stock price for a certain period could eliminate temporary stock price fluctuations and other special factors and was highly objective and reasonable as the basis for calculation, rather than using a specific point in time as a standard.

The above paid-in amount is Premium of 8.48% on the closing price of 401 yen on the business day immediately prior to the resolution date of the Board of Directors, 7.94% on the simple average of the closing price of 403 yen on the closing price of the three months immediately prior to the resolution date of the Board of Directors, and 16.00% on the simple average of the closing price of 375 yen on the closing price of the six months immediately prior to the resolution date of the Board of Directors. In accordance with the "Guidelines on the Treatment of Capital Increase through Third-Party Allotment" issued by the Japan Securities Dealers Association, we have determined that the paid-in amount does not fall under the amount specifically favorable to the planned allotment of shares.

In addition, upon the resolution of the Board of Directors concerning the capital increase through third-party allotment on February 13, 2026, all three of our auditors (including two outside auditors) have stated that the amount paid in compliance with the "Guidelines on the Treatment of Capital Increase through Third-Party Allotment" issued by the Japan Securities Dealers Association, does not fall under the amount that is particularly favorable to the planned allotment, and is legal.

##### (2) Basis for determining that the volume of issuance and disposal and the size of the dilution of shares are reasonable

The number of shares of our company to be allocated in this third-party allotment is scheduled to be 40,126,200 shares (number of voting rights: 401,262). As of December 31, 2025, the total number of shares of issued shares 259,431,200 shares (total voting rights: 2,263,380 as of December 31, 2025) will be subject to certain dilution at the rate of 15.47% (voting rights ratio: 17.73%).

However, as described in "I. Capital and Business Alliance " and "1. Reasons for Capital and Business Alliance " above, under this Capital and Business Alliance with prospective allotment partners through this allocation, we believe that, under this business alliance, we will acquire high business synergies at an early stage through the utilization of the management resources and know-how of the prospective allotment partner group, as well as promptly execute strategic growth investments such as new product development and corporate investment and acquisitions through the funds procured through this capital increase through third-party allotment, and also strengthen our financial position, will contribute to maximization of our medium-to long-term corporate value and enhancement of stockholders' interests, and we believe that the dilution of shares through this third-party allotment will be rational.

## 6. Reasons for Selection of Estimated Allocation

### (1) Information for allotment

For a summary of the planned allotment, please refer to the above "I. Capital and Business Alliance s" and "3. Overview of Alliance Partners." The company plans to allocate shares to the companies listed on the Tokyo Stock Exchange's Prime Market. By checking on the website of the Tokyo Stock Exchange's "Basic Approach to Eliminating anti-social forces and the status of its development" contained in the report on corporate governance submitted by the company to the Tokyo Stock Exchange (June 23, 2025, the last updated date), we have determined that the company does not have any relationship with anti-social forces.

### (2) Reasons for Selection of Estimated Allocation

As described above in "I. Capital and Business Alliance " and "1. Reasons for Capital and Business Alliance."

### (3) Holding policy of planned allotment counterparties

We have confirmed that our policy is to hold our common stock for the long term, which will be acquired by the planned allocation of new shares through this third-party allotment. In the event that we transfer all or part of our common stock to be acquired by the planned allottee within two years from the payment date, we plan to receive a firm commitment letter from the prospective allottee, in which we will report the details to us in writing. We will also agree that the details of the report will be reported to the Tokyo Stock Exchange and that the report will be made available for public inspection.

The agreements between us and the prospective allottee regarding the disposal or purchase of shares held by the shareholder are as described in "I. Capital and Business Alliance," "6. agreements on governance between the company and the shareholder, or agreements on the disposition or purchase of shares held by the shareholder," "(1) details of agreements," and "② agreements on the disposition or purchase of shares held by the shareholder."

### (4) Contents of confirmation of the existence of the property required for the payment of the anticipated recipient of the allocation

We have confirmed that we have adequate capital resources for the payment of this third-party allotment of shares based on the status of semi-annual balance sheet's cash and deposits in the 124th semi-annual report submitted by the Allottee to the Director of the Kanto Local Finance Bureau on November 14, 2025.

## 7. Major shareholders and shareholding ratio after third-party allotment

Before the third-party allotment (as of December 31, 2025)		After the third-party allotment	
THE SFP VALUE REALIZATION MASTER FUND LTD. (Standing proxy: Tachibana Securities Co., Ltd.)	21.15%	THE SFP VALUE REALIZATION MASTER FUND LTD. (Standing proxy: Tachibana Securities Co., Ltd.)	17.97%
The Master Trust Bank of Japan, Ltd. (Trust Account)	13.06%	Dai-ichi Life Holdings, Inc.	15.06%
Shoji Metabi	5.65%	The Master Trust Bank of Japan, Ltd. (Trust Account)	11.10%
JP MORGAN CHASE BANK	4.29%	Shoji Metabi	4.80%

385642 (Standing proxy: Mizuho Bank, Ltd.)			
STATE STREET BANK AND TRUST COMPANY 505001 (Standing proxy: Mizuho Bank, Ltd.)	3.74%	JP MORGAN CHASE BANK 385642 (Standing proxy: Mizuho Bank, Ltd.)	3.65%
Naotake Fujita	3.02%	STATE STREET BANK AND TRUST COMPANY 505001 (Standing proxy: Mizuho Bank, Ltd.)	3.18%
MUFG Bank, Ltd.	2.83%	Naotake Fujita	2.57%
JF GOURMET CARD CO., LTD.	2.83%	MUFG Bank, Ltd.	2.40%
THE BANK OF NEW YORK MELLON 140051 (Standing proxy: Mizuho Bank, Ltd.)	2.61%	JF GOURMET CARD CO., LTD.	2.40%
BNYM AS AGT/CLTS 10 PERCENT (Standing proxy: The Bank of Mitsubishi UFJ, Ltd.)	2.34%	THE BANK OF NEW YORK MELLON 140051 (Standing proxy: Mizuho Bank, Ltd.)	2.22%

- (NOTE)1. Percentage ownership prior to third-party allotment is based on shareholder register as of December 31, 2025.
2. Percentage of total number of shares is the ratio of issued shares (excluding treasury shares) to total number. Figures are calculated by rounding to the nearest third decimal place.
3. After the third-party allotment, the shareholding ratio is the ratio of the total number of shares (226,381,664 shares) of issued shares (excluding treasury shares) as of December 31, 2025 to 266,507,864 shares, which is the sum of the number of shares increased by the third-party allotment (the total number of shares issued and the number of treasury shares to be disposed of 40,126,200).
4. The change report, which was made available for public inspection as of December 4, 2025, stated that Symphony Financial Partners (Singapore) Pte. Ltd. owned the following shares as of November 27, 2025, we are unable to confirm the actual number of shares held as of December 31, 2025, and therefore it is not included in the above-mentioned status of major shareholders.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Symphony Financial Partners (Singapore) Pte. Ltd.	9 Raffles Place, #27-04 Republic Plaza, Downtown Core, 048619, Singapore	64,486,700	24.20

5. The change report, which was made available for public inspection on February 5, 2026, stated that Baillie Gifford & Co and its joint holders owned the following shares as of January 30, 2026. However, as we are unable to confirm the actual number of shares held as of December 31, 2025, it is not included in the status of major shareholders above.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Baillie Gifford & Co	Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN, Scotland, United Kingdom	13,757,300	5.16
Baillie Gifford Overseas Limited	Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN, Scotland, United Kingdom	3,578,600	1.34
Total	-	17,335,900	6.50

6. The change report, which was made available for public inspection on April 4, 2018, stated that Matthews International Capital Management, LLC owned the following shares as of March 30, 2018. However, as we are unable to confirm the number of shares beneficially owned as of December 31, 2025, it is not included in the above list of major shareholders. On January 1, 2020, we conducted a 2-for-1 common stock split. The number of shares held is the number of shares prior to the split.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Matthews International Capital Management, LLC	Four Embarcadero Center, Suite 550, San Francisco, CA 94111, U.S.A.	6,421,300	4.82

7. The change report, which was made available for public inspection on March 18, 2024, stated that Mitsubishi UFJ Bank, Ltd. and its joint holders owned the following shares as of March 11, 2024. However, we are unable to confirm the actual number of shares held as of December 31, 2025, except for Mitsubishi UFJ Bank, Ltd., which is not included in the above list of major shareholders.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
MUFG Bank, Ltd.	2-7-1, Marunouchi, Chiyoda-ku, Tokyo	6,400,000	2.40
Mitsubishi UFJ Trust and Banking Corporation	4-5 Marunouchi 1-chome, Chiyoda-ku, Tokyo	3,165,800	1.19
Mitsubishi UFJ Asset Management Co., Ltd.	1-9-1, Higashi-Shimbashi, Minato-ku, Tokyo	1,309,400	0.49
Total	-	10,875,200	4.08

8. The change report, which was made available for public inspection on March 3, 2022, states that TIAA-CREF Investment Management, LLC and its co-holders owned the following shares as of February 24, 2022, we are unable to confirm the actual number of shares held as of December 31, 2025. Therefore, these shares are not included in the above list of major shareholders.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
TIAA-CREF Investment Management, LLC	730 Third Avenue, New York, NY 10017, U.S.A.	9,314,800	3.50
Teachers Advisors, LLC.	730 Third Avenue, New York, NY 10017, U.S.A.	1,225,700	0.46
Total	-	10,540,500	3.96

9. The change report, which was made available for public inspection on December 7, 2018, stated that Matthews International Funds owned the following shares as of December 5, 2018. However, as we are unable to confirm the actual number of shares held as of December 31, 2025, it is not included in the above-mentioned status of major shareholders. On January 1, 2020, we conducted a 2-for-1 common stock split. The number of shares held is the number of shares prior to the split.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Matthews International Funds	Four Embarcadero Center, Suite 550, San Francisco, CA 94111, U.S.A.	5,249,200	3.94

10. The change report, which was made available for public inspection on December 4, 2019, stated that Mondrian Investment Partners Limited owned the following shares as of November 29, 2019, we are unable to confirm the number of shares beneficially owned as of December 31, 2025, and are therefore not included in the above-mentioned status of major shareholders. On January 1, 2020, we conducted a 2-for-1 common stock split. The number of shares held is the number of shares prior to the split.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Mondrian Investment Partners Limited	5th Floor, 10 Gresham Street, London, EC2V 7JD, United Kingdom	5,209,800	3.91

11. The change report, which was made available for public inspection on April 22, 2016, stated that Nissay Asset Management Co., Ltd. owned the following shares as of April 15, 2016. However, as we are unable to confirm the actual number of shares held as of December 31, 2025, it is not included in the above-mentioned status of major shareholders. We conducted a two-for-one stock split of common stock on January 1, 2017, and a two-for-one stock split of common stock on January 1, 2020. The number of shares held prior to the split is shown in the table below.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Nissay Asset Management Corporation	6-6 Marunouchi 1-chome, Chiyoda-ku, Tokyo	2,561,100	3.84

12. The change report, which was made available for public inspection on April 5, 2022, stated that JP Morgan Asset Management, Inc. and its co-holders owned the following shares as of March 31, 2022. However, as we are unable to confirm the actual number of shares held as of December 31, 2025, it is not included in the above-mentioned status of major shareholders.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
JPMorgan Asset Management (Japan) Limited	Tokyo Building, 2-7-3 Marunouchi, Chiyoda-ku, Tokyo	8,983,600	3.37
JPMorgan Asset Management (Asia Pacific) Limited	Hong Kong, Central, Cornote Road 8, Charter House 21st Floor	403,700	0.15
JPMorgan Securities Japan Co., Ltd.	Tokyo Building, 2-7-3 Marunouchi, Chiyoda-ku, Tokyo	321,049	0.12
J.P. Morgan Securities plc	25 Bank Street, Canary Wharf, London E14 5JP, United Kingdom	104,000	0.04
Total	-	9,812,349	3.68

13. The change report, which was made available for public inspection on April 2, 2019, stated that Wasatch Advisors, Inc. owned the following shares as of March 29, 2019. However, as we are unable to confirm the actual number of shares held as of December 31, 2025, it is not included in the above-mentioned status of major shareholders. On January 1, 2020, we conducted a 2-for-1 common stock split. The number of shares held is the number of shares prior to the split.

Name	Address	Number of ownership Co., Ltd.	Shareholding ratio after the third-party allotment (%)
Wasatch Advisors, Inc.	505 Wakara Way, 3rd Floor, Salt Lake City, UT 84108, U.S.A.	4,687,858	3.52

#### 8. Future Outlook

As described above in "I. Capital and Business Alliance " and "5. Future outlook."

#### 9. Items related to procedures for the corporate code of conduct

The third-party allotment of shares does not require the following procedures: ① the dilution ratio is less than 25%; and ② it does not involve a change in the controlling shareholder. Therefore, the procedures for obtaining opinions from independent third parties as stipulated in Article 432 of the Listing Regulations of the Tokyo Stock Exchange and for confirming the shareholder's intention are not necessary.

#### 10. Content and purpose of agreements on corporate and shareholder governance or agreements on the disposition or repurchase of shareholdings

The details and objectives of the above-mentioned "I. Capital and Business Alliance," "6. Agreements on corporate and shareholder governance, or agreements on the disposition or purchase of shareholder-owned shares."

#### 11. Results of Operations and Equity Financing for the Past Three Years

##### (1) Results for the Past Three Years (Consolidated)

	Year ended December 31, 2023	Year ended December 31, 2024	Year ended December 31, 2025
Consolidated net sales	13,363 million yen	15,630 million yen	18,817 million yen
Consolidated operating profit	830 million yen	1,200 million yen	2,863 million yen
Consolidated ordinary profit	632 million yen	1,187 million yen	2,836 million yen
To Company's parent company s t o c k h o l d e r s Profit attributable to	298 million yen	655 million yen	1,922 million yen
Consolidated profit per share	1.31 yen	2.90 yen	8.49 yen
Cash dividends paid per share	0.97 yen	1.74 yen	5.44 yen
Consolidated net assets per s h a r e	46.66 yen	48.23 yen	53.64 yen

## (2) Current issued shares and Potential Shares (As of December 31, 2025)

	Number of shares	Percentage of issued shares
Issued shares count	259,431,200 shares	100%
Number of potential shares at the current conversion price (exercise price)	—Shares	—%
Number of potential shares at the conversion price (exercise price) of the lower limit	—Shares	—%
Number of potential shares at the maximum conversion price (exercise price)	—Shares	—%

## (3) Recent stock price situation

## ① Situation over the Past Three Years

	Year ended December 31, 2023	Year ended December 31, 2024	Year ended December 31, 2025
Opening price	354 yen	468 yen	307 yen
High	509 yen	499 yen	455 yen
Low	251 yen	201 yen	275 yen
Closing price	496 yen	308 yen	424 yen

## ② Situation over the last 6 months

	In 2025 September	October	November	December	In 2026 January	February (Note)
Opening price	368 yen	331 yen	304 yen	359 yen	424 yen	450 yen
High	377 yen	341 yen	373 yen	435 yen	466 yen	461 yen
Low	325 yen	313 yen	298 yen	351 yen	397 yen	353 yen
Closing price	334 yen	328 yen	359 yen	424 yen	452 yen	401 yen

(NOTE) The stock price for February 2026 is until February 12.

## ③ Stock price on the business day before the resolution date for issuance and disposal

	February 12, 2026
Opening price	416 yen
High	424 yen
Low	397 yen
Closing price	401 yen

## (4) Status of Equity Financing in the Past Three Years

Not applicable.

12. Issuance and disposal guidelines

(1) The number of Shares for Subscription	<p>Common stock of new shares issued 8,076,664 shares</p> <p>Disposal treasury shares Numbers common stock 32,049,536 shares</p> <p>Total number of common stock 40,126,200 shares</p>
(2) Amount paid	435 yen per share
(3) Total amount paid	17,454,897,000 yen
(4) Increased amount of share capital and legal capital surplus	<p>Increased amount of share capital: 1,756,674,420 yen</p> <p>Increased legal capital surplus amount: 1,756,674,420 yen</p> <p>The total paid-in amount related to the disposal of treasury shares is not included in equity.</p>
(5) Recruitment method	Based on the method of third-party allocation.
(6) Payment date	March 2, 2026
(7) Planned allotment	Dai-ichi Life Holdings, Inc.
(8) Other	The above items shall be subject to the entry into force of securities Notification under Financial Instruments and Exchange Act.

### III. Any change of its Major Shareholders

#### 1. Background to the Change

As described in the above "I. Capital and Business Alliance," "2. Details of Capital and Business Alliance," and "(1) Details of equity Alliance," we expect to incur changes in our major stockholders as a result of the execution of this third-party allotment of new shares.

Specifically, upon completion of this third-party allotment of new shares, the planned allotment is expected to fall under our major shareholders.

#### 2. Overview of Shareholders to be Transferred

A summary of the prospective allocation of shares to which we will newly become a major shareholder is as described above in "I. Capital and Business Alliance " and "3. Outline of Partner of Alliance."

#### 3. The number of voting rights (number of shares held) held by the relevant shareholder before and after the transfer and the ratio to the number of voting rights of all shareholders

	Attribute	Number of voting rights (percentage of voting rights held)			Major Shareholder Ranking
		Direct ownership	Total coverage	Total	
Before transfer	—	—	—	—	—
After transfer	Major shareholder	401,262 units (15.06%)	—	401,262 units (15.06%)	Second place

(NOTE)1. Percentage of voting rights after the change is based on the total number of voting rights as of December 31, 2025 (2,263,380) plus the number of voting rights to be increased by this third-party allotment of shares (401,262) to 2,664,642.

2. Percentage of voting rights is calculated by rounding to the nearest third decimal place.

3. Largest shareholder ranking is based on shareholder register as of December 31, 2025.

#### 4. Scheduled date of transfer

The change in major shareholders is scheduled to occur on the payment date (March 2, 2026) for this third-party allotment of shares.

#### 5. Existence of changes to unlisted Company's parent company, etc. subject to disclosure

Not applicable.

#### 6. Future Outlook

As described above in "I. Capital and Business Alliance " and "5. Future outlook."

#### 7. Content and purpose of agreements on corporate and shareholder governance or agreements on the disposition or repurchase of shareholdings

The details and objectives of the above-mentioned "I. Capital and Business Alliance," "6. Agreements on corporate and shareholder governance, or agreements on the disposition or purchase of shareholder-owned shares."