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February 26, 2026

To whom it may concern:

Company name: DIGITAL HOLDINGS, INC.
Representative: Daisuke Kanazawa, President and
Representative Director
(Stock Code: 2389, TSE Prime Market)
Telephone: +81 3-5745-3611

Notice Concerning Change of Representative Director and Reorganization of Board of Directors

DIGITAL HOLDINGS, Inc. (the “Company”) hereby announces that at the Board of Directors meeting held today, a resolution was passed regarding the change of Representative Director and the reorganization of the Board of Directors, as stated below. This matter is scheduled to be formally decided following resolutions at the Company’s 32nd ordinary general meeting of shareholders to be held in March 2026 and the Board of Directors meeting immediately thereafter.

1. Background of the Change

As previously announced in the “Notice Concerning Approval Resolution for Share Consolidation, Abolition of the Provision on Share Units and Partial Amendment to the Articles of Incorporation” published by the Company on February 25, 2026, the Company’s shares of common stock will meet the delisting criteria stipulated in the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. Consequently, the Company’s shares will be delisted as of March 19, 2026, and through the process of share consolidation, the Company is expected to become a wholly-owned subsidiary of Hakuholdo DY Holdings Inc. (“Hakuholdo DY”), which is the tender offeror. Furthermore, Mr. Atsushi Nouchi is also scheduled to resign from his position as Representative Director of Bonds Investment Group Inc., which is a wholly-owned consolidated subsidiary of the Company (Investment Business).

As a result, the Company has entered a new growth stage to accelerate integrated management with Hakuholdo DY. At this significant milestone, Mr. Atsushi Nouchi, the current Chairman and Representative Director, and Mr. Noboru Hachimine, the current Director and Founder, who have made tremendous contributions to building the Company’s management foundation and enhancing corporate value for many years since the founding period, will step down upon the expiration of their terms. Furthermore, the External Directors and the Director and Audit & Supervisory Committee Members of the Company, who have supported the Company’s governance from the time of listing to this recent privatization, will also step down, having fulfilled their responsibilities through this major transition period.

Going forward, under the new leadership centered on President and Representative Director Daisuke Kanazawa, who is scheduled to be reappointed, the Company will deepen its strategic partnership with Hakuholdo DY and strive wholeheartedly as one company to further enhance its corporate value.

2. Details of the Change

Name	New position	Current position
Daisuke Kanazawa	President and Representative Director; and President and Representative Director of OPT, Inc. (re-elected)	President and Representative Director; and President and Representative Director of OPT, Inc.
Atsushi Nouchi	- (Retirement)	Chairman and Representative Director

3. Scheduled Date of the Change

The change is scheduled to be effective at the conclusion of the Board of Directors meeting following the 32nd ordinary general meeting of shareholders scheduled to be held in March 2026.

4. Status of Directors/Director and Audit & Supervisory Committee Members

Name	New position	Current position
Noboru Hachimine	– (Retirement)	Director and Founder
Atsushi Nouchi	– (Retirement)	Chairman and Representative Director
Tomoyuki Mizutani	– (Retirement)	Director (External/Independent Officer)
Koji Yanagisawa	– (Retirement)	Director (External/Independent Officer)
Yasuhiro Ogino	– (Retirement)	Director (External/Independent Officer)
Mariko Tokioka	– (Retirement)	Director (External/Independent Officer)
Yuki Okabe	– (Retirement)	Director and Audit & Supervisory Committee Member (External/Independent Officer)
Ryoichi Kagizaki	– (Retirement)	Director and Audit & Supervisory Committee Member (External/Independent Officer)
Kazuhide Yamauchi	– (Retirement)	Director and Audit & Supervisory Committee Member (External/Independent Officer)

5. Reference: Change of Representative Director of Bonds Investment Group Inc.

Name	New position	Current position
Yasushi Ishihara	Representative Director (newly appointed) and Professional at OPT, Inc. (M&A and Investment)	Professional at OPT, Inc.
Atsushi Nouchi	- (Retirement)	Representative Director

* Mr. Yasushi Ishihara has led the launch of new businesses, industrial digital transformation, and the establishment of new business companies in the SaaS domain within the group for many years. Recently, as Group CIO and CSO, he had been engaged in strategic planning and investment activities, possessing deep expertise in both management and business operations. The change is scheduled to be effective at the conclusion of the Board of Directors meeting following the ordinary general meeting of shareholders of Bonds Investment Group Inc. to be held in March 2026.

End