Translation

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FASF

May 15, 2026

To whom it may concern:

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Representative: Takashi Yamane, President
(Securities code: 1726; the Prime Market of the TSE)
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Notice Concerning Approval of Resolutions on Share Consolidation, Abolition of the Provision on Share Units and Partial Amendments to the Articles of Incorporation

Br. Holdings Corporation (the "Company") hereby announces that, as previously announced in its "Notice Concerning Share Consolidation, Abolition of the Provision on Share Units and Partial Amendments to the Articles of Incorporation" dated April 8, 2026 (the "Company's Press Release Dated April 8, 2026"), proposals for a share consolidation, the abolition of the provision on share units, and partial amendments to the Articles of Incorporation were submitted for approval at the extraordinary shareholders' meeting held today (the "Extraordinary Shareholders' Meeting"), and that all proposals were approved as originally proposed, as detailed below.

As a result, the Company's shares of common stock (the "Company's Stock") will meet the delisting criteria stipulated in the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. (the "TSE"). Accordingly, the Company's Stock will be designated as securities to be delisted (seiri meigara) from today until May 31, 2026, and subsequently delisted on June 1, 2026. Please note that, after being delisted, the Company's Stock will no longer be traded on the Prime Market of the TSE.

1. Proposal No. 1: Share Consolidation

The Company has obtained the approval of its shareholders at the Extraordinary Shareholders' Meeting for the consolidation of the Company's Stock (the "Share Consolidation") as described below. Details of the Share Consoliodation are as described in the Company's Press Release Dated April 8, 2026.

(I) Class of shares to be consolidated

Common shares

(II) Consolidation ratio

Every 20,000,000 shares of the Company's Stock will be consolidated into one share.

(III) Effective date of consolidation

June 3, 2026

(IV) Decrease in the total number of outstanding shares

44,368,996 shares

(V) Total number of outstanding shares prior to the effective date of the Share Consolidation

44,368,998 shares

(Note 1) The total number of outstanding shares prior to the effective date of the Share Consolidation is the total number of outstanding shares in the Company as of March 31, 2026 (45,795,000 shares) after subtracting the number of treasury shares (1,426,002 shares) which the Company resolved by a written resolution of its board of directors dated April 8, 2026 to cancel and which will be canceled on June 2, 2026. The number of such treasury shares (1,426,002 shares) represents the number of all treasury shares held by the Company as of March 31, 2026 (402,402 shares), plus the number of restricted shares (1,023,600 shares) granted to the directors of the Company and its subsidiaries which the Company plans to acquire without consideration as treasury shares in the future.

(VI) Total number of outstanding shares after the effective date of the Share Consolidation

2 shares

(VII) Total number of shares authorized to be issued as of the effective date of the Share Consolidation

8 shares

(VIII) Method of treatment of fractional shares and amount of cash expected to be delivered to shareholders as a result of such treatment

(1) Whether the Company intends to proceed pursuant to Article 235, Paragraph 1 of the Companies Act, or Article 234, Paragraph 2 as applied mutatis mutandis under Article 235, Paragraph 2 of the Companies Act, and the reasons therefor

Due to the Share Consolidation, the number of shares of the Company's Stock held by each of the Company's shareholders other than Yokogawa Bridge Holdings Corp. (the "Offeror") is expected to be less than one share.

With respect to the fractional shares resulting from the Share Consolidation, the Company will, in accordance with the procedures set out in Article 235 of the Companies Act (Act No. 86 of 2005, as amended; the same applies hereinafter) and other relevant laws and regulations, pay its shareholders who have such fractional shares cash obtained by selling a number of shares of the Company's Stock equal to the total number of such fractional shares (if the total number includes a fraction of less than one share, the fraction will be rounded down pursuant to the provisions of Article 235, Paragraph 1 of the Companies

Act; the same applies hereinafter) or by other methods. With respect to such sale, in view of the facts that the Share Consolidation is to be carried out as a part of transaction intended to make the Offeror the Company's sole shareholder (the "Transaction"), and that the Company's Stock will be delisted as of June 1, 2026 and will become non-marketable shares and therefore it is considered that the possibility of a new purchaser appearing through an auction process is low, the Company plans to sell such shares of the Company Stock to the Offeror with the permission of a court pursuant to the provisions of Article 234, Paragraph 2 of the Companies Act as applied mutatis mutandis under Article 235, Paragraph 2 of the Companies Act.

If the above permission of the court is obtained as planned, the sale price in such case is planned to be set at a price that will result in the delivery of cash equivalent to the amount obtained by multiplying the number of shares of the Company's Stock held by each shareholder recorded in the Company's final shareholders' register as of June 2, 2026, which is the business day immediately preceding the effective date of the Share Consolidation, by 530 yen which is the same amount as the price per share of the Company's Stock in the tender offer for the Company's Stock and the stock acquisition rights conducted by the Offeror as a part of the Transactions. However, the amount of cash that will be actually delivered to the shareholders may differ from the above amount in cases where the Company is unable to obtain the permission of the court or it is necessary to make adjustments for fractions in the calculation or in other similar cases.

(2) Name of a person who is expected to become the purchaser of the shares pertaining to the sale

Yokogawa Bridge Holdings Corp. (the Offeror)

(3) Method by which a person who is expected to become the purchaser of the shares pertaining to the sale secures funds for payment of the purchase price pertaining to the sale, and the appropriateness of such method

According to the Offeror, the Offeror intends to procure funds required for carrying out the Transaction, including funds required for acquiring a number of shares of the Company's Stock equal to the total number of fractional shares arising from the Share Consolidation, by borrowing funds from Mizuho Bank, Ltd. up to 25,000 million yen in total (the "Bank Loan"). In the process of the Transaction, the Company has confirmed the Offeror's method of securing funds by reviewing the loan certificate and other documents related to the Bank Loan.

Furthermore, according to the Offeror, no events have occurred that could impede payment of the proceeds from the sale of such shares of the Company's Stock equal to the total number of fractional shares resulting from the Share Consolidation, nor is the Offeror aware of any possibility that such events may occur in the future.

Accordingly, the Company has determined that the method by which the Offeror intends to secure the funds to pay for the purchase of a number of shares of the Company's Stock equal to the total number of fractional shares resulting from the Share Consolidation is appropriate.

(4) Prospect of the timing of sale and the timing of delivery of proceeds from the sale to shareholders

The Company intends to file a petition with a court for permission to sell a number of shares of the Company's Stock equal to the total number of fractional shares resulting from the Share Consolidation around mid-June 2026 after the effective date of the Share Consolidation pursuant to the provisions of Article 234, Paragraph 2 of the Companies Act as applied mutatis mutandis under Paragraph 2 of Article 235 of the Companies Act. The timing of obtaining such permission may vary depending on, among others, the circumstances of the court, but the Company expects to sell such shares of the Company's Stock around early July 2026 with the permission of the court, and after making the necessary preparations to deliver the proceeds obtained through such sale to the Company's shareholders, the Company expects to deliver such proceeds to the shareholders around late August 2026.

In consideration of the period required for a series of procedures pertaining to the sale from the effective date of the Share Consolidation, the Company has determined that at each timing as described above, a number of shares of the Company's Stock equal to the total number of fractional shares resulting from the Share Consolidation will be sold and the proceeds obtained through such sale will be delivered to the Company's shareholders.

The sale proceeds will be paid to the shareholders recorded in the Company's final shareholder registry as of June 2, 2026, the day preceding the effective date of the Share Consolidation, in accordance with the method to deliver dividend property.

2. Proposal No. 2: Partial Amendments to the Articles of Incorporation

The Company has obtained the approval of its shareholders at the Extraordinary Shareholders' Meeting for the partial amendments to its articles of incorporation as described below (the "Amendments to the Articles of Incorporation"). Details of the Amendments to the Articles of Incorporation are as described in the Company's Press Release Dated April 8, 2026.

The Amendments to the Articles of Incorporation will become effective on June 3, 2026, which is the effective date of the Share Consolidation.

(I)If the Share Consolidation becomes effective, the total number of shares of the Company's Stock authorized to be issued will be reduced to 8 shares in accordance with Article 182, Paragraph 2 of the Companies Act. In order to clarify this point, Article 6 (Total Number of Shares Authorized to be Issued) of the current Articles of Incorporation will be amended, subject to the condition that the Share Consolidation becomes effective.

(II) If the Share Consolidation becomes effective, the Company's Stock will be delisted and after delisting the Company's Stock will no longer be traded on the Prime Market of the TSE. Accordingly, subject to the condition that the Share Consolidation becomes effective, the Company will delete the entire text of Article

7 (Acquisition of Treasury Shares) of the current Articles of Incorporation and, renumber subsequent articles accordingly.

(III) If the Share Consolidation becomes effective, the total number of outstanding shares in the Company will be 2 shares, and it will no longer be necessary to provide for the number of shares per unit. Accordingly, subject to the condition that the Share Consolidation becomes effective, the Company will abolish the provision on share units (which currently provides that one unit consists of 100 shares) by deleting the entire text of Article 8 (Number o of Shares per Unit), Article 9 (Request for Additional Sale of Shares Constituting Less than One Unit), and Article 10 (Restrictions on Rights of Shareholders Holding Shares Constituting Less than One Unit) of the current Articles of Incorporation, and renumber subsequent articles accordingly.

(IV) If the Share Consolidation becomes effective, the Offeror will become the sole shareholder of the Company. As a result, the provision concerning the record date for voting rights at the annual general meeting of shareholders will no longer be necessary. Accordingly, subject to the condition that the Share Consolidation becomes effective, the Company will delete the entire text of Article 13 (Record Date) of the current Articles of Incorporation, and renumber subsequent articles accordingly. If this amendment becomes effective, for the annual general meeting of shareholders scheduled to be held in June, 2026, the shareholders as of the date of that meeting will be treated as shareholders entitled to exercise voting rights at that meeting.

(V) If the Share Consolidation becomes effective, the Offeror will become the sole shareholder of the Company. As a result, the provision concerning the provision of the reference documents for general meetings of shareholders in electronic format will no longer be necessary. Accordingly, subject to the condition that the Share Consolidation becomes effective, the Company will delete the entire text of Article 16 (Measures, etc. for Providing Information in Electronic Format), and renumber subsequent articles accordingly.

3. Schedule of the Share Consolidation and the Amendments to the Articles of Incorporation

Date of the Extraordinary Shareholders' Meeting	Friday, May 15, 2026
Designation date as securities to be delisted	Friday, May 15, 2026
Last trading date of the Company's Stock	Friday, May 29, 2026 (tentative)
Date of delisting of the Company's Stock	Monday, June 1, 2026 (tentative)
Effective date of the Share Consolidation	Wednesday, June 3, 2026 (tentative)
Effective date of the Amendments to the Articles of Incorporation	Wednesday, June 3, 2026 (tentative)

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