June 11th, 2026

Company Name: GENOVA Inc.
Representative: President and Representative Director, Tomoki Hirase
(Ticker: 9341: Tokyo Stock Exchange Prime Market)
Inquiries: Board Director and Executive Officer, Koji Takeda

Notice Regarding (Expected) Changes in Major Shareholders, Including the Largest Shareholder, and Buying Up Designated by Cabinet Order as Acts Equivalent to a Tender Offer

GENOVA Inc. (the “Company”) hereby announces that, on June 11 and June 12, 2026, it is expected that there will be a change in its major shareholders, including the largest major shareholder, as described below. This share acquisition will result in the acquisition of voting rights exceeding 5% on a voting rights basis and therefore constitutes a “buying up designated by Cabinet Order as an act equivalent to a tender offer” as prescribed in Article 167, Paragraph 1 of the Financial Instruments and Exchange Act and in Article 31 of the Order for Enforcement of the said Act.

This document constitutes disclosure made by the Company pursuant to the Securities Listing Regulations, and also serves as a public announcement made under Article 30, Paragraph 1, Item 4 of the Order for the Enforcement of the Financial Instruments and Exchange Act, based on a request from Hirase Shoten Co., Ltd. (the acquirer of shares), addressed to the Company (the target company of the buying up).

1. Background of the Change

The Company has received a report from Mr. Tomoki Hirase, who is a major shareholder and the largest major shareholder of the Company and also serves as President and Representative Director of the Company, that he intends to transfer 1,830,000 shares on June 11, 2026, and 3,772,700 shares on June 12, 2026, out of the shares he holds, to Hirase Shoten Co., Ltd., his asset management company. As a result of this transaction, a change in the Company’s major shareholders and the largest major shareholder is expected to occur.

2. Overview of the Shareholder Subject to Change

(1) Overview of the shareholder that will newly fall under the category of a major shareholder and the largest major shareholder

(1)	Corporate name	Hirase Shoten Co., Ltd.
(2)	Head office location	33F, Hikarie Office Tower, 2-21-1 Shibuya, Shibuya-ku, Tokyo, Japan
(3)	Title and name of representative	Representative Director: Tomoki Hirase
(4)	Business description	Real estate sales, leasing, and management
(5)	Amount of stated capital	JPY 1,000,000

(2) Overview of the Shareholder Who Will Cease to Be a Major Shareholder and the Largest Shareholder

(1)	Name	Tomoki Hirase
(2)	Address	Shibuya-ku, Tokyo, Japan
(3)	Relationship with the Company	Founder; President and Representative Director

3. Changes in the Number of Voting Rights (Number of Shares Held) and the Ratio to Total Voting Rights Before and After the Change

(1) Hirase Shoten Co., Ltd.

	Number of voting rights (number of shares held)	Ratio to total voting rights	Largest shareholder ranking
Before change (as of June 11, 2026)	13,332 units (1,333,200 shares)	7.69%	2nd
After change	69,359 units (6,935,900 shares)	40.00%	1st

(2) Tomoki Hirase

	Number of voting rights (number of shares held)	Ratio to total voting rights	Largest shareholder ranking
Before change (as of June 11, 2026)	56,027 units (5,602,700 shares)	32.32%	1st
After change	- units (- shares)	-	-

Notes:

1. The ratios to total voting rights are rounded to the second decimal places.
2. The number of shares used as the basis for calculation excludes treasury shares of 500,068 shares

(as of March 31, 2026).

3. The total number of issued shares is 17,838,100 shares (as of June 11, 2026).

4. Scheduled Dates of the Change

(1) June 11, 2026

As a result of the execution of the share transfer on the same date (1,830,000 shares), Hirase Shoten Co., Ltd., the transferee, will hold voting rights representing 10% or more of the total voting rights of the Company's shareholders and will therefore newly qualify as a major shareholder of the Company.

(2) June 12, 2026

As a result of the execution of the share transfer on the same date (3,772,700 shares), all shares held by Mr. Tomoki Hirase, the transferor, will be transferred. Accordingly, Mr. Hirase will cease to be both a major shareholder and the largest shareholder of the Company, and Hirase Shoten Co., Ltd. will newly become the Company's largest major shareholder.

5. Outlook

Hirase Shoten Co., Ltd. is a wholly owned asset management company of Mr. Tomoki Hirase, President and Representative Director of the Company, and has reported that it intends to continue holding the shares as a stable shareholder over the long term.

The Company expects that this change will have no impact on its management structure or business performance.