**FOR IMMEDIATE RELEASE**

October 31, 2026

Company Name: **Leopalace21 Corporation**
Representative: Bunya Miyao, President and CEO
Code Number: 8848 (Tokyo Stock Exchange, Prime Market)
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# Notice Regarding Results of the Tender Offer for the Share Certificates, Etc. of the Company by K891, Inc. and Changes in the Parent Companies, Other Affiliated Companies, Principal Shareholders, and the Largest and Principal Shareholder, and Correction to Notice Regarding Transfer of Shares Involving a Change in a Specified Subsidiary

Leopalace21 Corporation (Headquarters: Nakano, Tokyo; President and CEO: Bunya Miyao; the "Company") hereby announces that the tender offer for the shares of common stock of the Company (the "Company Shares") and the Stock Acquisition Rights (Note 1) (hereinafter the Company Shares and the Stock Acquisition Rights are collectively referred to as the "Company Shares, Etc.") conducted by K891, Inc. (the "Tender Offeror") since September 15, 2026 (the "Tender Offer") was completed on October 30, 2026, as detailed below.

Furthermore, the Company also hereby announces that, as a result of the Tender Offer, changes are expected to occur as of November 9, 2026 (commencement date of settlement of the Tender Offer) in the parent companies, other affiliated companies, principal shareholders, and the largest and principal shareholder of the Company.

In addition, the Company announced in the "Notice Regarding Expression of Opinion in Support of the Tender Offer for the Share Certificates, Etc. of the Company by K891, Inc. and Recommendation to Tender Them and Transfer of Shares Involving a Change in a Specified Subsidiary" dated September 14, 2026 (the "September 14 Release"), that, as part of the Tender Offer and the series of subsequent procedures, the Company would first convert all of the issued shares of common stock of ASUKA SSI, a specified subsidiary of the Company, held by the Company into Class A Shares (Voting Shares) and Class B Shares (Non-Voting Shares), and then transfer a portion of Class A Shares to THE INSURANT GROUP ("INSURANT GROUP"), a consolidated subsidiary of HIKARI TSUSHIN, INC. ("HIKARI TSUSHIN") (the "Share Transfer (ASUKA SSI)"), and, as a result, a change in the Company's specified subsidiary was expected to occur. Although the Tender Offeror has reported that INSURANT GROUP has obtained approval pertaining to a major shareholder of a small-amount and short-term insurance company, which is a condition of the Share Transfer (ASUKA SSI) and the Share Transfer (ASUKA SSI) will proceed as scheduled, it is now anticipated that the Share Transfer (ASUKA SSI) will not result in a change in a specified subsidiary, as detailed below.

(Note 1) The "Stock Acquisition Rights" collectively refer to the stock acquisition rights listed in items (i) through (iv) below.

(i) The 2nd Series Stock Acquisition Rights (stock compensation-type stock options) issued pursuant to the resolution of the Company's Board of Directors held on July 28, 2016 (exercise period: August 19, 2016, to August 18, 2046);

(ii) The 3rd Series Stock Acquisition Rights (stock compensation-type stock options) issued pursuant to the resolution of the Company's Board of Directors held on August 28, 2017 (exercise period: September 15, 2017, to September 14, 2047);

(iii) The 4th Series Stock Acquisition Rights (stock compensation-type stock options)

issued pursuant to the resolution of the Company's Board of Directors held on August 28, 2018 (exercise period: September 15, 2018, to September 14, 2048); and

(iv) The 6th Series Stock Acquisition Rights (stock compensation-type stock options) issued pursuant to the resolution of the Company's Board of Directors held on July 30, 2024 (exercise period: August 20, 2024, to August 19, 2054).

## I. Results of the Tender Offer

Today, the Company received a report from the Tender Offeror regarding the results of the Tender Offer, as stated in the "Notice Regarding Result of Tender Offer by K891, Inc., Which is a Subsidiary as of the Date of Commencement of the Tender Offer, for Share Certificates, Etc. of Leopalace21 Corporation (Securities Code 8848) and a Change in a Subsidiary (Change to an Affiliated Company)."

Since the total number of the Company Shares, Etc. tendered in the Tender Offer was greater than the minimum number of shares to be purchased (158,716,000 shares), the Tender Offer has been successful.

## II. Changes in the Parent Companies, Other Affiliated Company, Principal Shareholders, and the Largest and Principal Shareholder

### 1. Scheduled Date of Change

November 9, 2026 (commencement date of settlement of the Tender Offer)

### 2. Background of Change

Today, the Company received a report from the Tender Offeror regarding the results of the Tender Offer, as stated in the "Notice Regarding Result of Tender Offer by K891, Inc., Which is a Subsidiary as of the Date of Commencement of the Tender Offer, for Share Certificates, Etc. of Leopalace21 Corporation (Securities Code 8848) and a Change in a Subsidiary (Change to an Affiliated Company)." The report states that as the total number of the tendered Company Shares, Etc. was 207,044,870 shares, which was greater than the minimum number of shares to be purchased (158,716,000 shares), the Tender Offer has been successful and all of the tendered Company Shares, Etc. will be acquired.

Consequently, if the Tender Offer is settled, the ratio of the number of voting rights held by the Tender Offeror to the number of voting rights held by all shareholders, etc. of the Company will exceed 50% as of November 9, 2026 (commencement date of settlement of the Tender Offer); therefore, the Tender Offeror will newly become a parent company, principal shareholder, and the largest and principal shareholder of the Company. In addition, K892, Inc., the wholly owning parent company of the Tender Offeror (the "Tender Offeror Parent Company"), will newly become a parent company of the Company. Furthermore, according to the Tender Offeror, HIKARI TSUSHIN, the wholly owning parent company of Tender Offeror and Tender Offeror Parent Company as of October 31, 2026, will make the Company an equity-method affiliate of HIKARI TSUSHIN by the commencement date of settlement of the Tender Offer through a joint investment in Tender Offeror Parent Company with an investment fund to which MBK Partners or its affiliated companies provide services, and an investment fund managed by OHANAPANA K.K., a wholly-owned subsidiary of NEC Capital Solutions Limited; as a result, HIKARI TSUSHIN will newly become an other affiliated company of the Company.

On the other hand, as Chidori Godo Kaisha, which is an other affiliated company and principal shareholder of the Company, tendered all of its Company Shares in the Tender Offer, if the Tender Offer is settled, it will cease to be an other affiliated company and principal shareholder of the Company as of November 9, 2026 (commencement date of settlement of the Tender Offer). Furthermore, the Company and Chidori Godo Kaisha plan to terminate, upon completion of the settlement of the Tender Offer, the third-party allotment agreement entered into by both parties as of September 30, 2020. For details of the third-party allotment agreement, please see "Notice Concerning Issuance of New Shares through Third Party Allotment and Issuance of the 5th Series Stock Acquisition Rights in connection with the Loan with Stock Acquisition Rights through Third Party Allotment, Issuance of Preferred Stock by Consolidated Subsidiary, and Expected Changes in Major Shareholders and the Largest Shareholder among the Major Shareholders" dated September 30, 2020.

In addition, UH Partners 2, Inc. (“UH Partners 2”), which is the largest and principal shareholder of the Company, will cease to be the largest and principal shareholder of the Company upon settlement of the Tender Offer.

## 3. Overview of Shareholders Subject to Change

(1) Overview of Shareholder Who Will Newly Qualify as Parent Company, Principal Shareholder, and the Largest and Principal Shareholder (the Tender Offeror)

| | | |
|---|---|---|
| (1) | Name | K891, Inc. |
| (2) | Location | 1-4-10, Nishi-Ikebukuro, Toshima-ku, Tokyo |
| (3) | Name and title of representative | Ryo Shibata, President and Representative Director |
| (4) | Description of business | Acquisition, holding, disposal, etc. of shares |
| (5) | Capital | 1 million yen |
| (6) | Date of incorporation | March 4, 2026 |
| (7) | Net Assets | 761 thousand yen (as of March 31, 2026) |
| (8) | Total Assets | 1,000 thousand yen (as of March 31, 2026) |
| (9) | Major shareholder and shareholding ratio (As of October 31, 2026) | K892, Inc. 100% |
| (10) | Relationship between the Company and the Tender Offeror | |
| | Capital relationship | As of October 31, 2026, HIKARI TSUSHIN, the wholly owning parent company of K891, Inc. and K892, Inc., indirectly holds 59,188,300 shares of the Company Shares (voting rights ownership ratio: 18.11%). |
| | Personnel relationship | Not applicable. |
| | Business relationship | Not applicable. |

(2) Overview of Shareholder Who Will Newly Qualify as Parent Company (the Tender Offeror Parent Company)

| | | |
|---|---|---|
| (1) | Name | K892, Inc. |
| (2) | Location | 1-4-10, Nishi-Ikebukuro, Toshima-ku, Tokyo |
| (3) | Name and title of representative | Ryo Shibata, President and Representative Director |
| (4) | Description of business | Acquisition, holding, disposal, etc. of shares |
| (5) | Capital | 2 million yen |
| (6) | Date of incorporation | March 4, 2026 |
| (7) | Net Assets | 1,761 thousand yen (as of March 31, 2026) |
| (8) | Total Assets | 2,000 thousand yen (as of March 31, 2026) |
| (7) | Major shareholder and shareholding ratio (As of October 31, 2026) | HIKARI TSUSHIN, INC. 100% |
| (8) | Relationship between the Company and the Tender Offeror Parent Company | |
| | Capital relationship | As of October 31, 2026, HIKARI TSUSHIN, the wholly owning parent company of K891, Inc. and K892, Inc., indirectly holds 59,188,300 shares of the Company Shares (voting rights ownership ratio: 18.11%). |
| | Personnel relationship | Not applicable. |
| | Business relationship | Not applicable. |

(3) Overview of Shareholder Who Will Newly Qualify as Other Affiliated Company (HIKARI TSUSHIN, INC.)

| | | |
|---|---|---|
| (1) | Name | HIKARI TSUSHIN, INC. |
| (2) | Location | 1-4-10, Nishi-Ikebukuro, Toshima-ku, Tokyo |
| (3) | Name and title of representative | Hideaki Wada, President and Representative Director, COO |
| (4) | Description of business | Electricity and gas, telecommunications, beverage, insurance, finance, solution, and commission-based sales |
| (5) | Capital | 54,259 million yen (as of March 31, 2026) |
| (6) | Date of incorporation | February 5, 1988 |
| (7) | Net Assets | 1,217,650 million yen (as of March 31, 2026) |
| (8) | Total Assets | 2,853,866 million yen (as of March 31, 2026) |
| (7) | Major shareholder and shareholding ratio (As of October 31, 2026) | Hikari Power Ltd. 29.06% |
| (8) | Relationship between the Company and the shareholder | |
| | Capital relationship | As of October 31, 2026, HIKARI TSUSHIN indirectly holds 59,188,300 shares of the Company Shares (voting rights ownership ratio: 18.11%). |
| | Personnel relationship | Not applicable. |
| | Business relationship | Not applicable. |

(4) Overview of Shareholder Who Will No Longer Qualify as Other Affiliated Company and Principal Shareholder (Chidori Godo Kaisha)

| | | |
|---|---|---|
| (1) | Name | Chidori Godo Kaisha |
| (2) | Location | C/o EP Consulting Service, 1-1-1 Nishi-Shinbashi, Minato-ku, Tokyo |
| (3) | Name and title of representative | Representative Member, Chidori General Incorporated Association<br>Masayuki Meguro, Executive Manager |
| (4) | Description of business | 1) Acquisition, holding, administration and disposal of monetary receivables, securities (including deemed securities), shares, equity interests of various entities, specified interests under the Act on the Securitization of Assets and other investment assets;<br>2) Acquisition, holding, leasing, administration and disposal of real properties;<br>3) Acquisition, holding, administration and disposal of real estate trust beneficial interests;<br>4) Operation, management and administration of assets of investment business partnership, the purpose of which is to engage in any of the businesses described in items 1) through 3); and<br>5) All businesses associated with the preceding items |
| (5) | Capital | 100 thousand yen |
| (6) | Date of incorporation | September 9, 2020 |

| | | | |
|---|---|---|---|
| (7) | Major shareholder and shareholding ratio (As of March 31, 2026) | Chidori Holdings LLC | 99.99% |
| | | Chidori General Incorporated Association | 0.01% |
| (8) | Relationship between the Company and the shareholder | | |
| | Capital relationship | Chidori Godo Kaisha directly holds 50,507,600 shares of the Company Shares (voting rights ownership ratio: 15.45%). | |
| | Personnel relationship | Chidori Godo Kaisha is an affiliated entity of Fortress Investment Group, and Akio Yamashita, a director of the Company, serves as Co-Head of Asia and Co-Head of Japanese Real Estate at Fortress Investment Group (Japan) GK, an affiliated entity of Fortress Investment Group, and Jin Ryu, a director of the Company, serves as Managing Director at Fortress Investment Group (Japan) GK. | |
| | Business relationship | Not applicable. | |

(5) Overview of Shareholder Who Will No Longer Qualify as the Largest and Principal Shareholder (UH Partners 2)

| | | |
|---|---|---|
| (1) | Name | UH Partners 2, Inc. |
| (2) | Location | 2-9-9 Minami-Ikebukuro, Toshima-ku, Tokyo |
| (3) | Name and title of representative | Asato Inoue (井上 明怜), Representative Director |
| (4) | Description of business | Holding and administration of securities |
| (5) | Capital | 101 million yen |

## 4. Number of Voting Rights Held by Shareholders Subject to Change and Their Voting Rights Ownership Ratios Before and After the Change

(1) K891, Inc. (Tender Offeror)

| | Classification | Number of Voting Rights (Voting Rights Ownership Ratio (Note 2), Number of Shares Held) | | | Large shareholder rank |
|---|---|---|---|---|---|
| | | Directly Held | Subject to aggregation | Total | |
| Before change | — | — | — | — | — |
| After change | Parent company, principal shareholder, and the largest and principal shareholder | 2,070,448 (63.35%, 207,044,870 shares) | — | 2,070,448 (63.35%, 207,044,870 shares) | No. 1 |

(Note 2) "Voting Rights Ownership Ratio" means the ratio to the number of voting rights (3,268,314 units) represented by the number of shares (326,831,436 shares) obtained by (i) adding the number of Company Shares (50,800 shares) underlying the Stock Acquisition Rights that remained outstanding and exercisable as of March 31, 2026 (508 Stock Acquisition Rights) to the total number of issued shares of the Company as of March 31, 2026 (334,415,678 shares), as stated in the Annual Securities Report for the 53rd fiscal year submitted by the Company on June 19, 2026, resulting in 334,466,478 shares, (ii) subtracting therefrom the number of treasury shares owned by the Company as of the same date (excluding the Company Shares (9,101,800 shares) owned by Custody Bank of Japan, Ltd. (Trust Account) as the officer share delivery trust and employee share delivery trust as of the same date(7,610,264 shares), and (iii) further subtracting the number of shares constituting less than one unit (24,778 shares), and is rounded to the nearest second decimal place.

(2) K892, Inc. (Tender Offeror Parent Company)

| | Classification | Number of Voting Rights (Voting Rights Ownership Ratio) | | | Large shareholder rank |
|---|---|---|---|---|---|
| | | Directly Held | Subject to aggregation | Total | |
| Before change | — | — | — | — | — |
| After change | Parent company | — | 2,070,448 (63.35%) | 2,070,448 (63.35%) | — |

(3) HIKARI TSUSHIN, INC.

| | Classification | Number of Voting Rights (Voting Rights Ownership Ratio) | | | Large shareholder rank |
|---|---|---|---|---|---|
| | | Directly Held | Subject to aggregation | Total | |
| Before change | — | — | — | — | — |
| After change | Other affiliated company | — | 2,070,448 (63.35%) | 2,070,448 (63.35%) | — |

(4) Chidori Godo Kaisha

| | Classification | Number of Voting Rights (Voting Rights Ownership Ratio, Number of Shares Held) | | | Large shareholder rank |
|---|---|---|---|---|---|
| | | Directly Held | Subject to aggregation | Total | |
| Before change | Other affiliated company, and principal shareholder | 505,076 (15.45%, 50,507,600 shares) | — | 505,076 (15.45%, 50,507,600 shares) | No.2 |
| After change | — | — | — | — | — |

(5) UH Partners 2, Inc.

| | Classification | Number of Voting Rights (Number of Shares Held) | Voting Rights Ownership Ratio | Large shareholder rank |
|---|---|---|---|---|
| Before change | Principal shareholder, and the largest and principal shareholder | 505,817 (50,581,700 shares) | 15.48% | No. 1 |
| After change | Principal shareholder | 505,817 (50,581,700 shares) | 15.48% | No. 2 |

## 5. Whether There Have Been Any Changes to Unlisted Parent Companies, etc., Subject to Disclosure

As a result of this Tender Offer, both the Tender Offeror and the Tender Offeror Parent Company will become unlisted parent companies of the Company; however, since the Tender Offeror is in a position to exercise influence through its direct holding of the Company Shares and is considered to have the greatest impact on decision-making and business activities, the Tender Offeror will be subject to disclosure as the Company's unlisted parent company, etc.

## III. Future Prospects

According to the Tender Offeror, there are no changes to the content set forth in the “Notice Regarding Commencement of Tender Offer for Share Certificates, Etc. of Leopalace21 Corporation (Securities Code 8848) by K891, Inc., which is Scheduled to Be Jointly Operated by HIKARI TSUSHIN INC., an Investment Fund of MBK Partners., and an Investment Fund of NEC Capital Solutions Limited” announced by the Tender Offeror on September 14, 2026.

Furthermore, according to the Tender Offeror, in light of the results of the Tender Offer, the Tender Offeror plans to implement a series of procedures to make the Tender Offeror and HIKARI TSUSHIN INVESTMENTS OKINAWA Co., Ltd. the only shareholders of the Company.

As of today, the Company Shares are listed on the Prime Market of the Tokyo Stock Exchange. However, if the aforementioned procedures are implemented, the Company Shares will be delisted through the prescribed procedures in accordance with the delisting criteria of the Tokyo Stock Exchange. After the delisting, the Company Shares will no longer be traded on the Prime Market of the Tokyo Stock Exchange.

Details of the procedures going forward will be determined in consultation with the Tender Offeror, and the Company will promptly announce such details once determined.

## IV. Correction to Notice Regarding Transfer of Shares Involving a Change in a Specified Subsidiary

### 1. Reason for the Correction

In the September 14 Release, the Company announced that, as part of the Tender Offer and the subsequent series of procedures, the Company would, after converting all of the issued common shares of ASUKA SSI, which is a wholly-owned subsidiary and specified subsidiary of the Company, into Class A Shares (Voting Shares) and Class B Shares (Non-Voting Shares), transfer 373 shares of Class A Shares (Voting Shares) (voting rights ratio after the conversion: 50.0%), to INSURANT GROUP, a consolidated subsidiary of HIKARI TSUSHIN, and as a result, a change in the Company’s specified subsidiary was expected to occur.

The Tender Offeror has reported that INSURANT GROUP has obtained approval pertaining to a major shareholder of a small-amount and short-term insurance company, which is a condition of the Share Transfer (ASUKA SSI), and the Share Transfer (ASUKA SSI) is scheduled to be implemented on November 6, 2026, the business day immediately prior to the commencement date of settlement of the Tender Offer, as planned. However, it has become clear that, based on the composition of ASUKA SSI’s board of directors following the Share Transfer (ASUKA SSI), ASUKA SSI will continue to be a consolidated subsidiary of the Company. Therefore, there will be no change in the Company’s specified subsidiary.

### 2. Details of the Correction

Even after the Share Transfer (ASUKA SSI), ASUKA SSI will continue to be a consolidated subsidiary of the Company, and there will be no change in the Company’s specified subsidiary.

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