November 12, 2026

Company: Skylark Holdings Co., Ltd
Representative: Takuo Sato, President and COO
(Securities Code: 3197; TSE Prime)
Contact: Yoshiaki Kita, Executive Director and CFO
(Phone: +81-422-37-5211)

Notice Concerning Acquisition of Shares of Shin-Shin Co., Ltd. (Making it a Subsidiary)

Skylark Holdings Co., Ltd. (the “Company”) hereby announces that our Board of Directors has resolved today to acquire all shares of Shin-Shin Co., Ltd. ("Shin-Shin") and making it a subsidiary of the Company. The details are described below.

1. Reasons for the Share Acquisition

To meet diverse customer dining needs, the Group is promoting business expansion utilizing its group infrastructure and expanding into new, high-growth domains while leveraging the strengths of its business foundation.

Shin-Shin offers "Hakata Junjo Ramen," developed through trial and error by founder Shinichi Nakamuta, originating from the yatai (food stall) culture of Hakata. Shin-Shin has already established a highly distinctive and wide product lineup rooted in yatai culture, a solid foundation of repeated customers and widespread fans, and consistently delivers the highest quality through its central kitchen system.

In welcoming Shin-Shin to the Group, the Company will firmly uphold the unwavering traditions built by Mr. Nakamuta, including his "dedication to yatai flavors and cuisine" and "absolute customer-first" philosophy. By leveraging the Group's management resources, we will work together with Mr. Nakamuta to deliver this one-of-a-kind yatai taste and culture from Hakata to the world.

(1) Global Expansion of Shin-Shin

While strictly preserving service standards and keeping the original founding taste developed from yatai completely unchanged, we will fully utilize the Group's overseas network and business foundation to accelerate store openings not only in Japan but also targeting global markets. Through this, we will deliver Shin-Shin's value to customers worldwide and propel it to become a globally loved brand.

(2) Establishment of a Stable Supply System Nationwide and Overseas

By integrating the Group's advanced manufacturing and logistics infrastructure with Shin-Shin's central kitchen functions, we will establish a supply system that faithfully preserves the authentic taste of Shin-Shin across our wide-area and multi-store expansion.

(3) New Store Formats to Further Enjoy Yatai Culture

In addition to the easy-to-eat and delicious Shin-Shin Ramen, Shin-Shin offers a wide variety of yatai cuisine, including champon, yaki-ramen (fried ramen), stir-fried dishes, skewers, and Chinese dishes. We will develop stores that can be enjoyed by people of all ages and genders.

The Company decided on this share acquisition based on the judgment that we can accelerate Shin-Shin's growth without compromising Shin-Shin's vital high quality, service standards, and the one-of-a-kind taste cherished and refined in Fukuoka, while expanding the Company's brand portfolio to provide new dining value to customers across Japan and overseas.

2. Overview of the Subsidiary (Shin-Shin Co., Ltd.)

(1)	Name	Shin-Shin Co., Ltd.
(2)	Location	2-19 Tenjin 3-chome, Chuo-ku, Fukuoka-shi, Fukuoka
(3)	Job title and name of representative	Shinichi Nakamuta, President and CEO
(4)	Description of business	Operation of restaurants
(5)	Share capital	3 million yen
(6)	Date of establishment	April 27, 2004
(7)	Major shareholders and ownership ratios	Shinichi Nakamuta 100%
(8)	Relationship between the Company and said company	Capital relationship: N/A Personnel relationship: N/A Business relationship: N/A

(9) Operating results and financial positions of said company for the recent years (including forecast)

As of / Fiscal year ended	March 31, 2024 (results)	March 31, 2025 (results)	March 31, 2026 (results)	March 31, 2027 (forecast)
Consolidated net assets	186	222	304	-
Consolidated total assets	710	689	766	-
Consolidated net assets per share (Yen)	3,095,886	3,702,103	5,064,411	-
Consolidated net sales	1,427	1,684	1,794	2,055
Consolidated adjusted operating income	147	204	188	248
Consolidated ordinary income	106	49	120	-
Consolidated net income	76	36	82	-
Consolidated earnings per share (Yen)	1,259,709	606,217	1,362,309	-

Millions of yen, unless otherwise noted.

1. For the fiscal year ending March 31, 2027 (forecast), only consolidated net sales and consolidated adjusted operating income, which can be reasonably estimated at this time, are presented.
2. Consolidated adjusted operating income is a reference figure calculated by adjusting for non-recurring expenses and items less relevant to core operations in order to reflect underlying core operating profitability; these adjustments are not reflected in consolidated ordinary profit or consolidated net income.

3. Overview of the Counterparty to the Acquisition of Shares

(1)	Name	Shinichi Nakamuta
(2)	Address	Fukuoka-shi, Fukuoka
(3)	Relationship between the Company and said individual	Capital relationship: N/A Personnel relationship: N/A Business relationship: N/A

4. Number of Shares Acquired, Acquisition Costs, and Shareholdings Before and After Acquisition

(1)	Number of shares held before the change	0 shares (Number of voting rights: 0) (Ratio of voting rights held: 0%)
(2)	Number of shares to be acquired	60 common shares (Number of voting rights: 60)
(3)	Acquisition costs	Common shares of Shin-Shin Co., Ltd.: 12,000 million yen Advisory fees, etc. (estimated amount): 44 million yen Total (estimated amount): 12,044 million yen
(4)	Number of shares held after the change	60 common shares (Number of voting rights: 60) (Ratio of voting rights held: 100%)

5. Schedule

(1)	Date of resolution at the meeting of the Board of Directors	November 12, 2026
(2)	Date of conclusion of the agreement	November 12, 2026
(3)	Date of commencement of share transfer	November 30, 2026 (scheduled)

6. Future Outlook

The Company expects that the impact of this transaction on its consolidated financial results for the fiscal year ending December 31, 2026 will be immaterial. The Company will promptly announce any matters requiring disclosure should they arise.

End