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|----------------|---|
| Company Name   | Eternal Hospitality Group Co., Ltd.   |
| Representative | Tadashi Okura, Representative Director,<br>President, and CEO<br>(Securities code: 3193 TSE Prime)                      |
| Inquiries      | Hiroshi Kobata, Executive Officer and General<br>Manager of Corporate Management<br>Department<br>( TEL. 06-6206-0808 ) |

Notice Regarding Group Organizational Restructuring Through Company Split  
(Simplified Absorption-Type Split and Absorption-Type Split) and  
Establishment of a Subsidiary (Preparatory Company)

The Company hereby announces that, at the Board of Directors meeting held today, it resolved to implement a group organizational restructuring through a company split (hereinafter referred to as the “Group Reorganization”) and to establish a preparatory company, as outlined below.

Since the Company and its wholly owned subsidiaries are parties to the Group Reorganization, certain disclosure items and details have been omitted from this disclosure.

I. Outline of the Group Reorganization

1. Purpose of the Group Reorganization

The Group has adopted the vision of creating a “Global YAKITORI Family” with the aim of promoting the culture and value of Japan’s renowned yakitori to the world, and has begun expanding its operations not only domestically but also internationally. Currently, the Group is simultaneously expanding into the U.S., China, South Korea, Taiwan, and Hong Kong, and is also preparing to expand into Southeast Asia. It is also working to build a brand portfolio that includes high- and mid-priced brands in order to open stores that meet the needs of the markets in which it operates.

It has decided to reorganize its operations under a regional headquarters structure in order to develop brands that meet the needs of each country and region. Specifically, a new subsidiary will be established to oversee the Japanese market and will be positioned as a regional control company together with local subsidiaries in the U.S., Korea, and China.

In particular, in the Japanese market, which is large in scale and serves as the revenue base for the Group, the regional headquarters will function as an intermediate holding company, under which region-specific operating companies (Western Japan and Eastern Japan) will be established. This structure aims to enable agile and flexible management tailored to each region, accelerate store openings, improve operational efficiency, and ultimately promote further growth in the Japanese market.

2. Scheme of the Group Reorganization

(1) Establishment of Preparatory Company

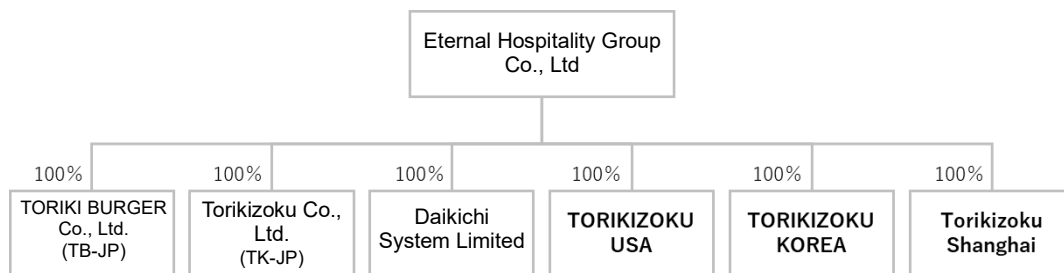
- On May 15, 2025 (scheduled), the Company will establish Eternal Hospitality Japan Co., Ltd (hereinafter referred to as the “Preparatory Company”) as a wholly owned consolidated subsidiary.

(2) Company split from the Company to the Preparatory Company (Simplified Absorption-Type Split) (hereinafter referred to as “Company Split 1”)

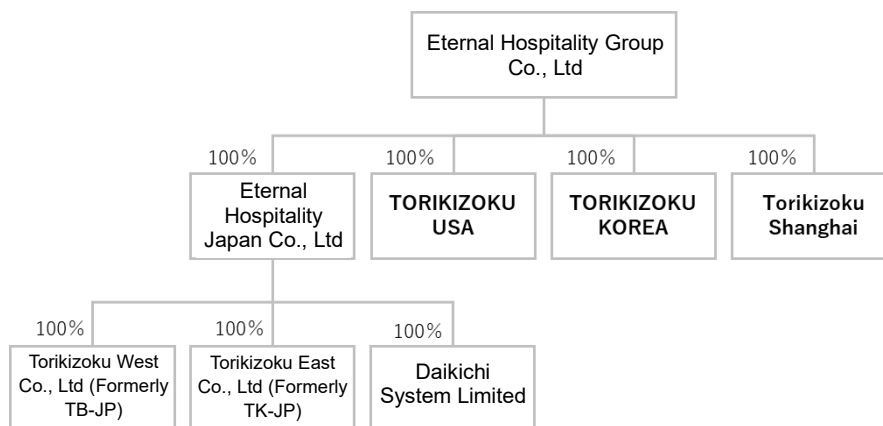
- On August 1, 2025 (scheduled), the shares of the domestic operating companies held by the Company—Torikizoku Co., Ltd. (hereinafter “TK-JP”), TORIKI BURGER Co., Ltd. (hereinafter “TB-JP”), and Daikichi System Limited—as well as the domestic business management functions, will be transferred to the Preparatory Company through a company split.

- (3) Company split from TK-JP to the Preparatory Company and TB-JP (Absorption-Type Split) (hereinafter referred to as “Company Split 2”)
- On the same scheduled date, assets and liabilities related to domestic business management functions will be transferred from TK-JP to the Preparatory Company, and assets and liabilities related to store operations in Western Japan will be transferred to TB-JP.
  - TK-JP will change its name to “Torikizoku East Co., Ltd” and TB-JP to “Torikizoku West Co., Ltd”

<Reference>  
(Present)



(After the Group Reorganization)



## II. Outline of Company Split 1

### 1. Summary of Company Split

#### (1) Dates of company split

|  |                            |
|--|----------------------------|
| Board resolution approving the execution of the company split and the establishment of the Preparatory Company | April 25, 2025             |
| Establishment of Preparatory Company   | May 15, 2025 (scheduled)   |
| Board resolution approving the absorption-type split agreement   | May 30, 2025 (scheduled)   |
| Conclusion of absorption-type split agreement  | May 30, 2025 (scheduled)   |
| General shareholders' meeting resolution approving the absorption-type split agreement (Preparatory Company)   | June 19, 2025 (scheduled)  |
| Scheduled date of company split (effective date)   | August 1, 2025 (scheduled) |

#### (2) Method of company split

A simplified absorption-type split with the Company as the splitting company and the Preparatory Company as the successor company.

#### (3) Details of allotment of shares related to the company split

In connection with this company split, the successor company, the Preparatory Company, will issue common shares and allocate all of them to the splitting company, the Company. The number of shares to be allotted has not yet been determined and will be disclosed as soon as it is determined.

#### (4) Handling of stock acquisition rights and bonds with stock acquisition rights in connection with the company split

Not applicable.

#### (5) Increase/decrease in capital due to company split

There will be no increase or decrease in company capital as a result of the company split.

#### (6) Rights and obligations to be succeeded to by the successor company

The rights and obligations to be succeeded to in the Company Split 1 and set forth in the absorption-type company split agreement pertaining to the company split will be taken over from the Company as of the effective date.

The liabilities to be succeeded by the successor company from the Company will be assumed through cumulative assumption of obligations.

#### (7) Prospect of obligation fulfillment

Both the Company and the successor company are expected to maintain assets exceeding liabilities after the company split, and no circumstances are currently anticipated that would hinder the fulfillment of their respective obligations. Accordingly, it has been determined that there are no issues regarding the outlook for the fulfillment of obligations by the Company and the successor company with respect to the liabilities to be assumed in this split.

## 2. Outline of the Companies Involved in the Company Split

|   | Splitting company<br>As of January 31, 2025  | Successor company<br>Scheduled to be established<br>on May 15, 2025   |
|---|--|---|
| (1) Name  | Eternal Hospitality Group Co., Ltd.  | Eternal Hospitality Japan Co., Ltd  |
| (2) Location  | 1-2-12 Tateba, Naniwa-ku, Osaka-shi,<br>Osaka  | 4-2-13 Awajimachi, Chuo-ku, Osaka-<br>shi, Osaka  |
| (3) Title and name of<br>representative   | Tadashi Okura, Representative Director,<br>President, and CEO  | Shigenori Aoki, Representative<br>Director and President  |
| (4) Business  | Formulation of group management<br>strategies, business administration and<br>related operations   | Planning and promotion of yakitori<br>business in Japan and management of<br>operating companies  |
| (5) Share capital   | 1,491 million yen  | 1 million yen   |
| (6) Date of establishment   | September 19, 1986   | May 15, 2025 (scheduled)  |
| (7) Number of shares<br>outstanding   | 11,622,300 shares  | 100 shares  |
| (8) Accounting period   | Closing at end of July   | Closing at end of July  |
| (9) Major shareholders and<br>shareholding ratio  | <div> <div>Tadashi Okura22.44%</div> <div>Okurachu Co., Ltd.9.89%</div> <div>Custody Bank of Japan, Ltd.<br/>(Trust Account)8.25%</div> <div>The Master Trust Bank of<br/>Japan, Ltd. (Trust Account)6.45%</div> <div>Suntory Spirits Limited2.24%</div> <div>Takumi Nakanishi1.56%</div> <div>Kansai Mirai Bank, Ltd.1.55%</div> <div>BofA Securities Japan Co., Ltd.1.04%</div> <div>Shigenori Aoki0.87%</div> <div>Eternal Hospitality Group0.81%</div> <div>Employee Stock Ownership Plan</div> </div> | The Company100%   |
| (10) Relationship between the<br>companies, etc.  | Capital ties   | The company will be established as a wholly owned subsidiary of the<br>Company.   |
|   | Personnel  | Executive officers will be dispatched from the Company.   |
|   | Trade  | There is no business relationship with the Company since it has not<br>started operations.  |
| (11) Financial position and results of operations for the immediately preceding fiscal year (ended July 31, 2024) |  |   |
| Net assets  | 5,681 million yen (non-consolidated)   | Since the fiscal year ending July 31,<br>2025 is the first year of establishment,<br>there are no financial position and<br>operating results for the immediately<br>preceding fiscal year. |
| Total assets  | 11,025 million yen (non-consolidated)  |   |
| Net assets per share  | 492.93 yen (non-consolidated)  |   |
| Operating revenue   | 6,570 million yen (non-consolidated)   |   |
| Operating income  | 1,141 million yen (non-consolidated)   |   |
| Ordinary income   | 1,126 million yen (non-consolidated)   |   |
| Net income  | 1,031 million yen (non-consolidated)   |   |
| Net income per share  | 89.02 yen (non-consolidated)   |   |

### (1) Description of the business of the division to be split

Planning and promotion of yakitori business in Japan and management of operating companies

### (2) Operating results of the business to be split

Operating revenue 1,591 million yen

### (3) Items and amounts of assets and liabilities to be split

Assets Undecided

Liabilities Undecided

\*Details will be disclosed as soon as they are determined.

### 3. Situation after the Reorganization

|                                      | Splitting company  | Successor company  |
|--------------------------------------|--|--|
| (1) Name                             | Eternal Hospitality Group Co., Ltd.  | Eternal Hospitality Japan Co., Ltd   |
| (2) Location                         | 1-2-12 Tateba, Naniwa-ku, Osaka-shi, Osaka   | 4-2-13 Awajimachi, Chuo-ku, Osaka-shi, Osaka   |
| (3) Title and name of representative | Tadashi Okura, Representative Director, President, and CEO                                 | Shigenori Aoki, Representative Director and President                                      |
| (4) Business                         | Formulation of group management strategies, business administration and related operations | Planning and promotion of yakitori business in Japan and management of operating companies |
| (5) Share capital                    | 1,491 million yen  | Undecided  |
| (6) Accounting period                | Closing at end of July   | Closing at end of July   |

## III. Outline of Company Split 2

### 1. Summary of Company Split

#### (1) Dates of company split

|  |                            |
|--|----------------------------|
| Board of Directors' resolution to implement the company split                          | April 25, 2025             |
| Board of Directors resolution approving company split agreement                        | May 30, 2025 (scheduled)   |
| Execution of company split agreement   | May 30, 2025 (scheduled)   |
| General shareholders' meeting resolution approving the absorption-type split agreement | June 19, 2025 (scheduled)  |
| Scheduled date of company split (effective date)                                       | August 1, 2025 (scheduled) |

#### (2) Method of company split

An absorption-type company split in which TK-JP is the splitting company, and both the preparatory company and TB-JP are the successor companies.

#### (3) Details of allotment of shares related to the company split

As this absorption-type split will be conducted between wholly owned subsidiaries of the Company, no allocation of shares, cash, or other consideration will be made.

#### (4) Handling of stock acquisition rights and bonds with stock acquisition rights in connection with the company split

Not applicable.

#### (5) Increase/decrease in capital due to company split

Undecided.

#### (6) Rights and obligations to be succeeded to by the successor company

The successor company will assume the assets, liabilities, contracts, and other rights and obligations necessary for the business to be succeeded through Company Split 2, within the scope defined in the absorption-type split agreement.

#### (7) Prospect of obligation fulfillment

It has been determined that there are no issues regarding the outlook for the fulfillment of obligations by the successor company with respect to the liabilities to be assumed in this absorption-type split, including after the absorption-type split is effective.

## 2. Outline of the Companies Involved in the Company Split

|   | Splitting company                                    | Successor company 1   | Successor company 2                                   |
|---|--|---|---|
| (1) Name  | Torikizoku Co., Ltd.                                 | Eternal Hospitality Japan Co., Ltd  | TORIKI BURGER Co., Ltd.                               |
| (2) Location  | 1-2-12 Tateba, Naniwa-ku, Osaka-shi, Osaka           | 4-2-13 Awajimachi, Chuo-ku, Osaka-shi, Osaka  | 1-2-12 Tateba, Naniwa-ku, Osaka-shi, Osaka            |
| (3) Title and name of representative  | Nobuo Enosawa, Representative Director and President | Shigenori Aoki, Representative Director and President   | Tetsuya Takada, Representative Director and President |
| (4) Business  | Sales and franchise development of “Torikizoku”      | Planning and promotion of yakitori business in Japan and management of operating companies  | Business of TORIKI BURGER                             |
| (4) Share capital   | 10 million yen                                       | Undecided   | 10 million yen  |
| (6) Date of establishment   | August 7, 2020                                       | May 15, 2025 (scheduled)  | May 6, 2021   |
| (7) Number of shares outstanding  | 1,000 shares   | 100 shares  | 1,000 shares  |
| (8) Accounting period   | Closing at end of July                               | Closing at end of July  | Closing at end of July                                |
| (9) Major shareholders and shareholding ratio   | The Company 100%                                     | The Company 100%  | The Company 100%                                      |
| (10) Financial position and results of operations for the immediately preceding fiscal year (ended July 31, 2024) |  |   |   |
| Net assets  | 3,565 million yen (non-consolidated)                 | Since the fiscal year ending July 31, 2025 is the first year of establishment, there are no financial position and operating results for the immediately preceding fiscal year. | -550 million yen (non-consolidated)                   |
| Total assets  | 10,693 million yen (non-consolidated)                |   | 186 million yen (non-consolidated)                    |
| Net assets per share  | 3,565,988.88 yen (non-consolidated)                  |   | -550,827.65 yen (non-consolidated)                    |
| Net sales   | 41,384 million yen (non-consolidated)                |   | 112 million yen (non-consolidated)                    |
| Operating income  | 3,161 million yen (non-consolidated)                 |   | -197 million yen (non-consolidated)                   |
| Ordinary income   | 3,190 million yen (non-consolidated)                 |   | -200 million yen (non-consolidated)                   |
| Net income  | 2,182 million yen (non-consolidated)                 |   | -147 million yen (non-consolidated)                   |
| Net income per share  | 2,182,647.05 yen (non-consolidated)                  |   | -147,251.25 yen (non-consolidated)                    |

\*1 The splitting company is scheduled to change its name to “Torikizoku East Co., Ltd” on August 1, 2025.

2 The successor company 2 is scheduled to change its name to “Torikizoku West Co., Ltd” on August 1, 2025.

## 3. Situation after the Reorganization

|                                      | Splitting company   | Successor company 1   | Successor company 2  |
|--------------------------------------|---|---|--|
| (1) Name                             | Torikizoku East Co., Ltd  | Eternal Hospitality Japan Co., Ltd  | Torikizoku West Co., Ltd   |
| (2) Location                         | 1-2-12 Tateba, Naniwa-ku, Osaka-shi, Osaka                                    | 4-2-13 Awajimachi, Chuo-ku, Osaka-shi, Osaka  | 1-2-12 Tateba, Naniwa-ku, Osaka-shi, Osaka                           |
| (3) Title and name of representative | Kazunari Honda, Representative Director and President                         | Shigenori Aoki, Representative Director and President                                       | Tomokazu Yokota, Representative Director and President               |
| (4) Business                         | •Torikizoku’s operations in East Japan<br>•Operation of new domestic business | •Planning and promotion of yakitori business in Japan and management of operating companies | •Torikizoku’s operations in West Japan<br>•Business of TORIKI BURGER |
| (5) Share capital                    | 10 million yen  | Undecided   | Undecided  |
| (6) Accounting period                | Closing at end of July  | Closing at end of July  | Closing at end of July   |

## IV. Future Outlook

The Group Reorganization involves only the Company and its wholly owned subsidiaries as parties, and will have no impact on the Company’s consolidated financial results.

Note : This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.