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April 9, 2026

For immediate release

Company Name: HOTLAND HOLDINGS Co., Ltd.
Representative: Morio Sase, President and
Representative Director
(Securities Code: 3196,
Prime Market)
Contact: Yasushi Mutoh, Managing Director,
Head of Management
Administration Headquarters
Phone: +81-3-3553-8170

Notice Regarding Issuance of New Shares by way of Public Offering and Secondary Offering of Shares

HOTLAND HOLDINGS Co., Ltd. (the “Company”) hereby announces that it has resolved today that its Board of Directors passed a resolution dated April 9, 2026 on issuance of new shares by way of a public offering and a secondary offering of shares of the Company, as outlined below.

Purpose of the Offering

The entire proceeds of the offering will be used to fund capital expenditures for our group’s new store openings—mainly for “Gindaco Highball Sakaba”, “Odenya Takeshi”, “Tokyo Aburagumi Souhonten” and “Thick-Cut Tonkatsu Yoshihei”—as well as for renovations of existing stores (including loans to and investments in our subsidiaries).

Disclaimer: This press release does not constitute an investment solicitation for any securities for sale. This press release has been prepared for the purpose of publicly announcing that the Company has resolved matters relating to the issuance of new shares and the secondary offering of its shares, and not for the purpose of soliciting investment or engaging in any other similar activities within or outside Japan. Additionally, this press release does not constitute an offer of securities for sale, nor a solicitation of an offer to buy, in the United States or elsewhere. The securities referred to above have not been and will not be registered under the United States Securities Act of 1933, as amended (the “Securities Act”) and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities referred to above will not be publicly offered or sold in the United States.



1. Issuance of New Shares by way of Public Offering (the “Public Offering”)

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| (1) Class and Number of Shares to be Offered | 4,142,800 shares of common stock of the Company |
| (2) Method of Determination of the Amount to be Paid | The amount to be paid will be determined on a certain date between Monday, April 20, 2026 and Thursday, April 23, 2026 (the “Pricing Date”) in accordance with the method stated in Article 25 of the Rules Concerning Underwriting, Etc., of Securities of the Japan Securities Dealers Association (the “JSDA”). |
| (3) Amount of Capital and Capital Reserve to be Increased | The amount of capital to be increased shall be half of the maximum amount of capital to be increased, in accordance with Article 14, Paragraph 1 of the Regulations on Corporate Accounting, with any fraction less than one yen resulting from such calculation being rounded up to the nearest yen. The amount of capital reserve to be increased shall be the amount obtained by subtracting the amount of capital to be increased from the maximum amount of capital to be increased. |
| (4) Method of Offering | The offering will be a public offering. All of the new shares shall be purchased for sale by the underwriting syndicate led by the underwriter designated as a lead manager (the “Underwriters”).
The issue price of the Public Offering (offer price) shall be determined in accordance with the method stated in Article 25 of the Rules Concerning Underwriting, Etc., of Securities of the JSDA, based on the provisional pricing terms calculated by multiplying the closing price of the common stock of the Company on the Tokyo Stock Exchange Inc. on the Pricing Date (or, if no closing price is quoted on the Pricing Date, the closing price of the immediately preceding day) by a factor between 0.90 and 1.00 (with any fraction less than one yen being rounded down to the nearest whole yen), and by taking into account market demand and other conditions. |
| (5) Payment Date | The payment date shall be a day during the period from Friday, April 24, 2026 to Thursday, April 30, 2026; provided, however, such date shall be the fourth business day immediately following the Pricing Date. |
| (6) The amount to be paid, the amount of increase in capital stock and capital reserve, the issue price (offer price) and any other matters necessary for the issuance of new shares by way of Public Offering will be determined at the discretion of Morio Sase, President and Representative Director. | |
| (7) The foregoing items are subject to the effectiveness of the securities registration statement filed under the Financial Instruments and Exchange Act of Japan. | |

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Use of Proceeds

The total estimated net proceeds from the Public Offering and the Third-Party Allotment capital increase, up to 8,914,670,336 yen, are planned to be allocated by the end of December 2028 to capital expenditures for our group’s new store openings—mainly for “Gindaco Highball Sakaba”, “Odenya Takeshi”, “Tokyo Aburagumi Souhonten” and “Thick-Cut Tonkatsu Yoshihei”—as well as for renovations of existing stores (including loans to and investments in our subsidiaries). We believe that further business expansion and stabilization of earnings will contribute to enhancing shareholder value in the future.

Until the specific timing of allocation for these purposes, the proceeds will be managed appropriately in the Company’s bank accounts.

End

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