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(Update on Disclosed Matter) Notice Regarding Change in Subsidiary (Share Transfer) and Execution of Shareholders' Agreement

Remixpoint, inc. (the "Company") hereby announces that, as previously disclosed in the "Notice Regarding Execution of Basic Agreement for Share Transfer Resulting in Change in Subsidiary" dated August 14, 2026, it had been engaged in discussions with H-Power Holdings, Inc. (a subsidiary of HIKARI TSUSHIN, INC.; hereinafter "H-Power Holdings") regarding the transfer of shares of the Company's subsidiary, Remix Denki Co., Ltd. (whose trade name was changed from Remixpoint Energy Business Split Preparatory Co., Ltd. on August 18, 2026; hereinafter the "Target Company").

At the Board of Directors meeting held on August 27, 2026, the Company resolved to execute a share transfer agreement to transfer 51% of the issued shares of the Target Company (hereinafter the "Share Transfer"). The Company also resolved to execute a shareholders' agreement concerning the organization and operation of the Target Company, as well as the disposition of the remaining shares (49%). Both agreements were executed on the same day.

1. Reason for the share transfer and execution of the shareholders' agreement

To date, the Company's Energy Business (electric power retail business) has built a stable customer base and contributed to the Company Group's earnings. However, in the electric power retail business, wholesale electricity market prices can fluctuate significantly over a short period due to the impact of fuel prices (such as crude oil and LNG), exchange rates, and electricity supply and demand. In the event of a sudden surge in electricity procurement prices, this not only impacts profitability but also temporarily requires a large amount of working capital for electricity procurement. Consequently, while funding requirements may expand as the business grows, the exact amount needed is difficult to predict stably.

Additionally, regarding the capacity contributions in the capacity market, which fully commenced in FY2024, retail electricity providers are required to bear a burden corresponding to their demand share. This burden fluctuates depending on the calculation parameters for each fiscal year and month. Furthermore, continuous institutional design and revisions are underway regarding market systems and mechanisms for securing supply capacity associated with the electricity system reform, leaving uncertain factors in medium- to long-term business costs and required working capital.

Thus, while the Energy Business possesses a stable customer base and earning power, and business scale expansion leads to increased earnings opportunities, the required working capital may also increase. Furthermore, funding needs can fluctuate significantly due to external factors that are difficult for the Company to control independently, such as fluctuations in fuel and wholesale electricity market prices, as well as institutional burdens like capacity contributions.

After comprehensively reviewing these business characteristics and future risk-returns, the Company decided on the Share Transfer. The Company determined that isolating the future working capital burden associated with the electric power retail business, securing financial flexibility, and allocating management resources to future growth areas will contribute to enhancing medium- to long-term corporate value. Concurrently, the Company aims for the Energy Business to achieve further growth under the HIKARI TSUSHIN Group, which possesses a stronger business foundation.

Following the Share Transfer, H-Power Holdings will serve as the managing entity of the Target Company. From October 1, 2026, onward, funds necessary for the Target Company's business operations, including working capital for electricity procurement, will be procured by H-Power Holdings and its affiliates, eliminating the need for the Company to bear any new working capital burden. As a result, while isolating the risk of fluctuations in funding needs associated with the electric power retail business, the Company can capture profits from the Target Company's business growth utilizing the HIKARI TSUSHIN Group's sales foundation through equity-method investment profit or loss during the period it holds the 49% of the Target Company's shares.

Furthermore, regarding the 49% of the Target Company's shares held by the Company after the Share Transfer, the Company retains the right to transfer them to H-Power Holdings in phases of 16%, 16%, and 17% over the next three years. The transfer price for each phase is designed to reflect the Target Company's actual financial performance for each fiscal year. Therefore, if the Target Company's performance grows beyond the plan, it will lead to an increase in the share transfer consideration the Company will receive in the future. In other words, without taking on new working capital burdens, the Company has a mechanism in place to capture profits during the 49% holding period, while also reflecting the results of business growth over the next three years in the phased share transfer considerations.

<Estimated funds received by the Company>

Timing	Transfer ratio	Amount received
October 1, 2026	51%	5.1 billion yen (Base transfer price)
1 year later	16%	Approx. 2.1 billion yen
2 years later	16%	Approx. 2.6 billion yen
3 years later	17%	Approx. 4.2 billion yen
Total	100%	Approx. 14.0 billion yen

The base transfer price for the 51% transfer on October 1, 2026, is 5.1 billion yen. In addition, assuming the business plan currently being discussed by both companies is achieved as planned, the estimated amounts to be received by the Company from the phased transfer of the remaining 49% will be approximately 2.1 billion yen after one year, 2.6 billion yen after two years, and 4.2 billion yen after three years, totaling approximately 8.9 billion yen over the three years. Including the 51% transfer, the total amount received is projected to be approximately 14.0 billion yen.

Furthermore, by shifting the managing entity of the Target Company to H-Power Holdings, the burden of new working capital for the future electric power retail business will be eliminated. Although this varies depending on external factors such as seasonality, assuming the required amount of this working capital is 4.0 billion yen, the combined effect of the consideration for the transfer of all shares and the reduction in the working capital burden will essentially create financial flexibility on the scale of approximately 18.0 billion yen.

(Note) The above is premised on current discussions and the business plan between both companies and does not guarantee future amounts to be received. Because the transfer price for each phased transfer of the remaining 49% will fluctuate depending on the Target Company's actual financial performance for each fiscal year and net assets at the time of each acquisition, the actual amounts received may exceed or fall below the figures stated above.

The funds obtained through the Share Transfer and the phased transfer of the remaining 49% will be effectively utilized for the expansion of assets such as grid-scale battery storage, which the Company positions as a growth area, and to fund considerations for new M&A activities. This transaction allows the Company to isolate the future working capital burden associated with the electric power retail business to secure financial flexibility. Concurrently, during the 49% holding period, the Company will capture the Target Company's growth profits through equity-method investment profit or loss, and can further reflect these growth results in the share transfer considerations over the next three years.

2. Overview of the subsidiary subject to transfer (Target Company)

(1) Name	Remix Denki Co., Ltd.	
(2) Location	4-3-9 Toranomon, Minato-ku, Tokyo	
(3) Title and name of representative	Yuji Nakagomi, Representative Director	
(4) Description of business	Electric power retail business, etc.	
(5) Share capital	10 million yen	
(6) Date of establishment	April 20, 2026	
(7) Major shareholder and shareholding ratio	Remixpoint, inc. (100%)	
(8) Relationship between the listed company and the said company	Capital relationship	The company is a consolidated subsidiary of the Company.
	Personnel relationship	None
	Business relationship	As the company has not yet commenced operations, there is no business relationship with the Company.
(9) Operating results and financial position of the said company for the last three years	Because the said company was established on April 20, 2026, and has not yet reached its first fiscal year-end, there are no operating results or financial positions for the past three years. However, the operating results and financial position of the business division (Energy Business) scheduled to be succeeded by the said company through the absorption-type split effective October 1, 2026, are as follows: (Note) The financial position below represents the amounts as of March 31, 2026, and the actual succeeded amounts will be adjusted by the effective date (October 1, 2026). Furthermore, as the said business has been operated as a business division within the Company and independent statements of income have not been prepared, profit items are omitted because reasonable calculation is difficult.	
	Net sales 21,092 million yen Total assets 4,673 million yen (Current assets 4,071 million yen) (Non-current assets 602 million yen)	

	Total liabilities 2,388 million yen (Current liabilities 2,388 million yen) (Non-current liabilities - million yen) Net assets 2,285 million yen

3. Overview of the counterparty to the share transfer (H-Power Holdings, Inc.)

(1) Name	H-Power Holdings, Inc.	
(2) Location	1-4-10 Nishi-Ikebukuro, Toshima-ku, Tokyo	
(3) Title and name of representative	Shun Hou, Representative Director	
(4) Description of business	Business related to the management and administration of operating subsidiaries	
(5) Share capital	10 million yen (As of March 31, 2026)	
(6) Date of establishment	February 28, 2024	
(7) Net assets and total assets in the immediately preceding fiscal year	Net assets: 13,826,994 yen Total assets: 17,255,281 yen	
(8) Major shareholder and shareholding ratio	Undisclosed, as this falls under confidential information and has not been disclosed by the said company.	
(9) Relationship between the listed company and the said company	Capital relationship	None
	Personnel relationship	None
	Business relationship	None
	Status as a related party	None

4. Number of shares to be transferred, transfer price, and status of shares held before and after the transfer

(1) Number of shares held before the change	100 shares (Voting right ownership ratio: 100.0%)
(2) Number of shares to be transferred	51 shares (Voting right ownership ratio: 51.0%)
(3) Transfer price	5,100 million yen (Base transfer price) (Notes) 1. A certain price adjustment is scheduled to be made from the above base transfer price based on the Target Company's net assets and other factors as of the execution date of the share transfer (scheduled for October 1, 2026). 2. An advance payment of 3,000 million yen is scheduled to be received today from the buyer as a portion of the above base transfer price.
(4) Number of shares held after the change	49 shares (Voting right ownership ratio: 49.0%)

5. Schedule

(1) Date of resolution by the Board of Directors	August 27, 2026
(2) Execution date of the share transfer agreement and shareholders' agreement	August 27, 2026
(3) Execution date of the share transfer	October 1, 2026 (Scheduled)

6. Future outlook

If the Share Transfer is executed on October 1, 2026, as scheduled, the Company expects to record a gain on sale of shares of subsidiaries and associates as an extraordinary income in its non-consolidated financial results for the fiscal year ending March 31, 2027. Regarding the revision of the financial forecasts associated with this transaction, please refer to the “Notice Regarding Revision of Financial Forecasts” announced today.