



October 6, 2025

To Whom This May Concern:

Company name: MIGALO HOLDINGS Inc.
Representative: Sei Nakanishi
Listing: Tokyo Stock Exchange Prime Market
Securities code: 5535
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[Summary] Notice Regarding Determination of Issue Price, Selling Price and Other Matters

MIGALO HOLDINGS Inc., hereby announce that it has determined the issue price, the selling price and other matters in relation to the issuance of new shares and the secondary offering of our shares which were resolved by the Board of Directors at its meeting held on September 29, 2025.

1. Issuance of New Shares through Public Offering (Public Offering)

(1) Issue price (offer price)	¥535 per share
(2) Total amount of issue price	¥2,942,500,000
(3) Amount to be paid in	¥512.68 per share
(4) Total amount to be paid in	¥2,819,740,000
(5) Amounts of capital stock and legal capital surplus to be increased	The amount of capital stock to be increased ¥1,409,870,000
	The amount of legal capital surplus to be increased ¥1,409,870,000
(6) Payment date	Tuesday, October 14, 2025

Note: The underwriter shall purchase for sale the shares at the amount to be paid in and offer them at the issue price (offer price).

2. Secondary Offering of Shares (Secondary Offering by way of Over-Allotment)

(1) Number of shares to be sold	825,000 shares
(2) Selling price	¥535 per share
(3) Total amount of selling price	¥441,375,000
(4) Delivery date	Wednesday, October 15, 2025

3. Issuance of New Shares through Third-Party Allotment

(1) Amount to be paid in	¥512.68 per share
(2) Total amount to be paid in	(Maximum) ¥422,961,000

Note: This press release does not constitute a part of an offer of investment in any securities. This press release has been prepared for the purpose of announcing to the public certain matters relating to the issuance of new shares and the secondary offering of shares, and not for the purpose of soliciting investment or other activities within or outside Japan. This press release does not constitute soliciting activities to purchase any securities in the United States. The securities 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. No securities will be publicly offered or sold in the United States under this transaction.

(3) Amounts of capital stock and legal capital surplus to be increased	The amount of capital stock to be increased	(Maximum) ¥211,480,500
	The amount of legal capital surplus to be increased	(Maximum) ¥211,480,500
(4) Payment date	Wednesday, November 12, 2025	

<Reference>

1. Calculation of Issue Price (offer price) and Selling Price

(1) Calculation reference date and price	Monday, October 6, 2025	¥558
(2) Discount rate		4.12%

2. Syndicate Cover Transaction Period

From Thursday, October 9, 2025 to Friday, November 7, 2025

3. Use of Proceeds

With respect to the net proceeds, from the Issuance of New Shares through Public Offering and the Third-Party Allotment, in the aggregate amount of up to 3,208,701,000 yen, we plan to allocate through investments and loans to our subsidiaries to (i) capital expenditures and working capital for DX Promotion Business, and (ii) working capital for the DX Real Estate Business.

See the notice entitled “[Summary] Notice Regarding Issuance of New Shares and Secondary Offering of Shares, and Changes in Parent Company and Other Affiliates” on Monday, September 29, 2025 for more details.

End

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