

October 17, 2025

Company name: Strike Co., Ltd.
Representative: Kunihiko Arai, President & CEO
(Securities code: 6196 TSE Prime)
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Notice Regarding Conclusion of Absorption-type Company Split Agreement
in Connection with Transition to Holding Company Structure through Company Split
and Partial Amendments to Articles of Incorporation
(Amendments to Trade Name and Business Purposes, Etc.)

Strike Co., Ltd. (the “Company”) has announced in the “Notice Regarding Commencement of Preparation for Transition to Holding Company Structure through Company Split and Establishment of Subsidiary (Split Preparatory Company)” dated September 19, 2025 that it intends to transition to a holding company structure by means of a company split, with April 1, 2026 as the effective date.

At the extraordinary meeting of the Board of Directors held today, the Company resolved to approve the conclusion of an absorption-type company split agreement with its wholly owned subsidiary (the absorption-type company split to be executed under this agreement referred to as the “Absorption-type Company Split”).

In connection with the transition to a holding company structure, the Company also resolved to change its trade name to Strike Group Co., Ltd. effective April 1, 2026 (tentative), and to partially amend its Articles of Incorporation to align its business purposes with those after the transition.

The implementation of the Absorption-type Company Split and the partial amendments to the Articles of Incorporation (amendments to the trade name and business purposes, etc.) are subject to approval by resolution at its Annual General Meeting of Shareholders scheduled for December 23, 2025.

As the Absorption-type Company Split will transfer the relevant business to the Company’s wholly owned subsidiary, certain disclosure items and details have been omitted.

I. Transition to Holding Company Structure through Company Split

1. Background and purpose of the transition to a holding company structure

The Company, under its mission of “Creating partnerships that change the world,” has been expanding its core M&A brokerage business while also pursuing growth in adjacent business domains, with the aim of ensuring the continuity and growth of many attractive companies and businesses.

In order to further expand our business and enhance corporate value, we have determined that it would be desirable to establish a group management structure that enables prompt and flexible decision-making. Accordingly, we have decided to transition to a holding company structure. The Absorption-type Company Split will be implemented as part of the transition to the holding company structure.

This structure will enable the holding company to drive the group’s overall management strategy, M&A strategy, and governance enhancements, while allowing the operating company to focus on further growth of its existing businesses and expansion into new business areas. Our aim is to become a comprehensive consulting firm that supports every stage of M&A with the optimal organizational framework.

2. Overview of the transition to a holding company structure

(1) Schedule of the Absorption-type Company Split

Board of Directors meeting for establishment of the Split Preparatory Company	September 19, 2025
Establishment of the Split Preparatory Company	October 1, 2025
Extraordinary Board of Directors meeting for approval of the absorption-type company split agreement	October 17, 2025
Conclusion of the absorption-type company split agreement	October 17, 2025
Annual General Meeting of Shareholders for approval of the absorption-type company split agreement	December 23, 2025 (tentative)
Effective date of the absorption-type company split	April 1, 2026 (tentative)

(2) Method of the Absorption-type Company Split

The Company plans to transition to a holding company structure on April 1, 2026 by transferring the business to be separated to a wholly-owned subsidiary (the Split Preparatory Company), with the Company as the splitting entity. The Company will remain listed even after the transition to a holding company structure.

(3) Allotment under the Absorption-type Company Split

As the Company owns all of the issued shares of the successor company, the successor company will not deliver any consideration for the rights and obligations to be transferred in connection with the Absorption-type Company Split.

(4) Treatment of stock acquisition rights and bonds with stock acquisition rights under the Absorption-type Company Split

The Company has not issued any stock acquisition rights or bonds with stock acquisition rights.

(5) Changes in capital resulting from the Absorption-type Company Split

There will be no change in the Company's capital as a result of the Absorption-type Company Split.

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

On the effective date, the successor company will assume from the Company the assets, liabilities, employment agreements, and other rights and obligations relating to the subject business within the scope set forth in the absorption-type company split agreement. The liabilities to be assumed from the Company will be taken on by way of joint and several assumption of liability.

(7) Prospects for fulfillment of obligations

Having reviewed the anticipated levels of assets, liabilities, and earnings of the Company and the successor company after the Absorption-type Company Split, the Company has determined that there will be no issue regarding the certainty of fulfillment of the obligations to be borne by either the Company or the successor company.

3. Overview of the companies subject to the Absorption-type Company Split

		Splitting company (As of September 30, 2024)	Successor company (As of October 1, 2025, date of establishment)	
(1)	Name	Strike Co., Ltd.	Strike Split Preparatory Company, Ltd.	
(2)	Location	1-2-1 Otemachi, Chiyoda-ku, Tokyo	1-2-1 Otemachi, Chiyoda-ku, Tokyo	
(3)	Representative	Kunihiko Arai, President & CEO	Kunihiko Arai, President & CEO	
(4)	Business	M&A brokerage business	M&A brokerage business	
(5)	Capital	¥823 million	¥10 million	
(6)	Date of establishment	July 11, 1997	October 1, 2025	
(7)	Number of shares issued	19,354,200 shares	200 shares	
(8)	Fiscal year-end	September 30	September 30	
(9)	Major shareholder and shareholding ratio	K&Company Inc.	28.12%	Strike Co., Ltd. 100%
		Kunihiko Arai	16.02%	
		The Master Trust Bank of Japan, Ltd. (trust account)	8.15%	
		Custody Bank of Japan, Ltd. (trust account)	3.48%	
		Nobuo Suzuki	2.81%	
		Daido Life Insurance Company (standing proxy: Custody Bank of Japan, Ltd.)	2.59%	
		MSIP CLIENT SECURITIES (standing proxy: Morgan Stanley MUFG Securities Co., Ltd.)	2.33%	
		Kazuya Kaneda	1.41%	
		STATE STREET BANK AND TRUST COMPANY 505001 (standing proxy: Settlement & Clearing Services Department, Mizuho Bank, Ltd.)	1.24%	
		Tatsuya Ishizuka	1.12%	
(10)	Relationship between the companies	Capital relationship	The splitting company holds 100% of the issued shares of the successor company.	
		Personnel relationship	Two directors will be seconded from the splitting company.	
		Business relationship	No transactions with the splitting company, as operations have not yet commenced.	
(11) Financial condition and business results for the most recent fiscal year				
		September 30, 2024 (non-consolidated)	October 1, 2025 (non-consolidated)	
	Net assets	¥18,470 million	¥10 million	
	Total assets	¥22,690 million	¥10 million	
	Net assets per share	¥961.84	¥50,000	
	Net sales	¥18,138 million	—	
	Operating profit	¥6,772 million	—	
	Ordinary profit	¥6,772 million	—	
	Profit	¥4,955 million	—	
	Earnings per share	¥258.04	—	

Notes:

1. The splitting company is scheduled to change its trade name to Strike Group Co., Ltd. effective April 1, 2026.
2. The successor company is scheduled to change its trade name to Strike Co., Ltd. effective April 1, 2026.
3. As the successor company has no completed fiscal year, only the balance-sheet items as of its date of establishment are presented.

4. Overview of the business division to be split

(1) Business of the division to be split

M&A brokerage business

(2) Financial results of the division to be split (for the year ended September 30, 2024)

	Business to be split (a)	The Company's results (b)	Ratio (a / b)
Net sales	¥18,138 million	¥18,138 million	100%

(3) Items and amounts of assets and liabilities to be split (as of September 30, 2024)

Assets		Liabilities	
	Book value		Book value
Current assets	¥623 million	Current assets	¥265 million
Non-current assets	¥10 million	Non-current assets	—
Total	¥633 million	Total	¥265 million

Note: The above amounts have been calculated based on the balance sheet as of September 30, 2024. The actual amounts to be transferred will be adjusted to reflect increases or decreases occurring up to the effective date.

5. Status following the Absorption-type Company Split (April 1, 2026 (tentative))

	Splitting company	Successor company
(1) Name	Strike Group Co., Ltd. (scheduled to change its trade name from Strike Co., Ltd. effective April 1, 2026)	Strike Co., Ltd. (scheduled to change its trade name from Strike Split Preparatory Company, Ltd. effective April 1, 2026)
(2) Location	1-2-1 Otemachi, Chiyoda-ku, Tokyo	1-2-1 Otemachi, Chiyoda-ku, Tokyo
(3) Representative	Kunihiko Arai, President & CEO	Kunihiko Arai, President & CEO
(4) Business	Business management and related functions of group companies	M&A brokerage business
(5) Capital	¥823 million	¥10 million
(6) Fiscal year-end	September 30	September 30

6. Future outlook

As the Absorption-type Company Split will transfer the relevant business to the Company's wholly-owned subsidiary, its impact on the Company's financial results is expected to be minimal.

II. Amendments to the Articles of Incorporation (Amendments to the Trade Name and Business Purposes, Etc.)

1. Reasons for amendments to the Articles of Incorporation

- (1) In connection with the transition to a holding company structure, the Company will change its trade name to Strike Group Co., Ltd. and revise its business purposes to business management and related functions as a holding company. In addition, to prepare for expansion of the Group's business activities and future business development, the Company will add new business purposes and change the total number of shares authorized to be issued to enable the flexible execution of capital policy.
- (2) Other necessary amendments, including revisions to wording and related adjustments, will be made.

2. Details of amendments to the Articles of Incorporation

The details of the amendments are set forth in the attachment.

3. Schedule of amendments to the Articles of Incorporation

Annual General Meeting of Shareholders for approval of the amendments to the Articles of Incorporation	December 23, 2025 (tentative)
Effective date of the amendments to the Articles of Incorporation	April 1, 2026 (tentative)

[Attachment]

Details of the amendments to the Articles of Incorporation

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
CHAPTER I GENERAL PROVISIONS	CHAPTER I GENERAL PROVISIONS
Article 1 (Trade name) The Company's name shall be Kabushiki Kaisha Strike in Japanese and Strike <u>Company, Limited</u> in English.	Article 1 (Trade name) The Company's name shall be Kabushiki Kaisha Strike <u>Group</u> in Japanese and Strike <u>Group Co., Ltd.</u> in English.
Article 2 (Purposes) The purposes of the Company shall be to engage in the following businesses:	Article 2 (Purposes) The purposes of the Company shall be to engage in the following businesses <u>(excluding item 17) and to own shares in companies (including foreign companies), associations (including those equivalent to associations under foreign law), or other business entities engaging in the following businesses, thereby controlling and managing the business activities of such companies.</u>
1. (Omitted)	1. (Unchanged)
2. Brokerage and advisory services for mergers and other corporate reorganizations, capital alliances, and business alliances	2. Brokerage and advisory services for mergers and other corporate reorganizations, <u>business transfers, capital alliances, business alliances, and sale and purchase of business assets</u>
<u>3. Brokerage and advisory services for corporate business transfers and sale and purchase of business assets</u>	<u>3. (Merged with 2. and deleted)</u>
4. Planning and consulting related to corporate management, asset management, <u>and</u> business succession	<u>3. Planning and consulting related to corporate management, asset management, business succession, business strategy, and corporate revitalization</u>
(Newly established)	<u>4. Market research, market analysis, and collection and analysis of marketing information</u>
(Newly established)	<u>5. Consulting related to accounting and finance</u>
(Newly established)	<u>6. Investigation of a company's financial condition and preparation of business plans</u>
(Newly established)	<u>7. Corporate management and contracted management services for the purpose of business guidance</u>
<u>5. Due diligence service</u>	<u>8. Due diligence service</u>
<u>6. Enterprise valuation service</u>	<u>9. Enterprise valuation service</u>
<u>7. Planning and hosting of lectures, seminars, and other events</u>	<u>10. Planning and hosting of lectures, seminars, and other events</u>
<u>8. Planning and writing of books and manuscripts</u>	<u>11. Planning and writing of books and manuscripts</u>
<u>9. Outsourced accounting service</u>	<u>12. Outsourced accounting service</u>

<u>10. Advertising via the internet or other online platforms</u>	<u>13. Advertising via the internet or other online platforms</u>
<u>11. Investment in and trading of securities, and other investments</u>	<u>14. Investment in and trading of securities, and other investments</u>
(Newly established)	<u>15. Investment business involving the holding, management, investment, and acquisition of assets of investment partnerships</u>
(Newly established)	<u>16. Research, study, and consulting related to investments, as well as mediation of corporate investments</u>
<u>12. Financial instruments intermediary services as defined under the Financial Instruments and Exchange Act</u>	<u>17. Financial instruments intermediary services as defined under the Financial Instruments and Exchange Act</u>
(Newly established)	<u>18. Business of controlling and managing the operations of companies engaged in the businesses listed in the preceding items through ownership of their shares</u>
<u>13. All businesses incidental or related to the foregoing items</u>	<u>19. All businesses incidental or related to the foregoing items</u>
Articles 3 to 5 (Omitted)	Articles 3 to 5 (Unchanged)
Article 6 The total number of authorized shares of the Company shall be <u>60,000,000</u> shares.	Article 6 The total number of authorized shares of the Company shall be <u>70,000,000</u> shares.
Articles 7 to 37 (Omitted)	Articles 7 to 37 (Unchanged)
Supplementary provisions (Transitional measures regarding exemption from liability of Audit & Supervisory Board Members) (Omitted)	Supplementary provisions <u>Article 1</u> (Transitional measures regarding exemption from liability of Audit & Supervisory Board Members) (Unchanged)
(Newly established)	<u>Article 2 (Effective date)</u> <u>The amendments to Article 1 (Trade name) and Article 2 (Purposes) shall take effect on April 1, 2026, provided that the resolution to approve the absorption-type company split agreement, to be submitted to the Annual General Meeting of Shareholders scheduled for December 23, 2025, is approved as originally proposed, and the absorption-type company split under the foregoing agreement comes into effect. This Article shall be deleted as of the effective date.</u>