



April 9, 2026

To Whom It May Concern:

Company name: SUGI Holdings Co., Ltd.
Representative name: Representative Director & President
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Announcement of Additional Acquisition of Shares in Seki Yakuhin Co., Ltd.
(Conversion to Consolidated Subsidiary)

SUGI Holdings Co., Ltd. (hereinafter “SUGI”), hereby announce that SUGI decided to execute an agreement for additional acquisition of shares in Seki Yakuhin Co., Ltd., which operates drugstores with dispensing service mainly in Saitama Prefecture (hereinafter “Seki Yakuhin”) (hereinafter the “Transaction”) and convert Seki Yakuhin to a consolidated subsidiary as of today.

Particulars

1. Background and Purpose of the Additional Acquisition

Since SUGI acquired Seki Yakuhin as an equity method affiliate on September 30, 2025, SUGI has been dedicated to creating synergy with Seki Yakuhin taking advantage of both companies’ strengths. Initially, SUGI and Seki Yakuhin agreed that SUGI would additionally acquire the shares in Seki Yakuhin in around June 2030. However, it has been found that the corporate cultures of both companies go well together, and personnel exchange and know-how sharing between both companies has advanced faster than expected through the past 6 months’ cooperation.

On the background of such good trust relationship between both companies, SUGI and Seki Yakuhin decided that deeply integrating Seki Yakuhin’s long-fostered community-based brand power and SUGI’s management resources earlier than planned will contribute to the sustainable growth of both companies and the creation of more opportunities for all employees to perform well at work, and finally reached an agreement to significantly accelerate the additional acquisition.

Details of the background and purpose are as follows:

- (1) Enhancement of Competitiveness by Faster Decision-Making Process

Through unification of the management systems by converting Seki Yakuhin to a consolidated subsidiary, the group’s overall decision-making process will be accelerated. For the rapidly changing market environment, SUGI will establish a system to immediately reflect knowledge of both companies in the measures and realize flexible and prompt management under which the whole group supports on-site ingenuity.

(2) Making Maximum Use of Management Resources Leveraging Both Companies’ Strengths

Both companies’ business quality will be improved by providing each other with and using their resources such as store operation, human resource development and DX systems. Especially, by promptly promoting enhancement of the back-office tasks and optimization of the DX system and logistics network, SUGI will facilitate improving the environment so that store staff can further focus on serving and providing consultation to customers and patients.

(3) Expansion of Store Network and Further Improvement of Expertise

SUGI will integrate its know-how on product sales, dispensing and healthcare while paying maximum respect to the “deep trust in Seki Yakuhin from the local community” that Seki Yakuhin has built up mainly in Saitama Prefecture. SUGI will secure the position as the “most familiar and reliable healthcare group” for local residents by speeding up sharing property information and knowledge on healthcare coordination and improving service level in its dominant area through early conversion of Seki Yakuhin to a consolidated subsidiary.

SUGI and Seki Yakuhin reached the above agreement because both companies could confirm that their respective corporate cultures and management philosophies go well together through the cooperation since SUGI’s acquisition of Seki Yakuhin as an equity method affiliate. Based on this solid trust relationship, by establishing a flexible and prompt management system as a whole group, SUGI will further boost its competitive advantage in the rapidly changing drugstore industry, and continuously endeavor to increase its corporate value and serve the local community based on prosperous coexistence with business partners and through maximized synergy with Seki Yakuhin.

2. Overview of Subsidiary to be Converted (Seki Yakuhin)

(1) Name	Seki Yakuhin Co., Ltd.	
(2) Head office location	4-2-22 Monma, Miyashiro-machi, Minami-saitama-gun, Saitama	
(3) Representative’s name & title	Representative Director & Chairman, Nobuharu Seki Representative Director & President, Yoshio Seki	
(4) Business description	Operation of drugstores and dispensing pharmacies	
(5) Stated capital	JPY83,200,000	
(6) Establishment date	January 11, 1984	
(7) Major shareholders and their shareholding ratio	Nobuharu Seki	38.0%
	Yoshio Seki	13.0%
	SUGI Holdings Co., Ltd.	49.0%

(8) Relationship between SUGI and Seki Yakuhin	Capital relationship	SUGI directly holds 49.0% of the total outstanding shares in Seki Yakuhin.
	Personnel relationship	One of SUGI's officers serves as a director of Seki Yakuhin.
	Business relationship	There are business transactions such as supplying products and selling medical devices by SUGI Group.
	Applicability of related parties	Not applicable.

(9) Operating results and financial position for the last 3 years

Fiscal year	Fiscal Year ended March, 2023	Fiscal Year ended March, 2024	Fiscal Year ended March, 2025
Net assets	JPY 18,817 million	JPY 21,001 million	JPY 23,042 million
Total assets	JPY 46,667 million	JPY 49,032 million	JPY 52,008 million
Net assets per share	JPY 172,474	JPY 192,489	JPY 211,204
Sales	JPY 89,151 million	JPY 96,095 million	JPY 100,503 million
Operating profit	JPY 3,073 million	JPY 3,660 million	JPY 3,168 million
Ordinary profit	JPY 3,319 million	JPY 3,984 million	JPY 3,507 million
Profit attributable to owners of parent	JPY 1,970 million	JPY 2,200 million	JPY 2,060 million
Earnings per share	JPY 18,053	JPY 20,162	JPY 18,884
Dividend per share	JPY 200	JPY 200	JPY 200

(Notes) 1. The above shareholding ratio is the ratio of the number of shares held to the total number of outstanding shares (excluding treasury shares).

2. The above shareholding ratio is rounded to one decimal place.

3. Overview of Holder of Shares to be Acquired

(1)	Name	Nobuharu Seki
(2)	Address	Sugito-machi, Kita-katsushika-gun, Saitama
(3)	Relationship between the listed company and the individual	There is no capital, personnel or business relationship to be stated.

4. Number of Shares to be Acquired, Acquisition Price and Shares Held before and after Acquisition

(1)	Number of shares held before acquisition	53,459 shares (Number of voting rights: 53,459) (Voting rights holding ratio: 49.0%)
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(2)	Number of shares to be acquired	2,182 shares (Number of voting rights: 2,182)
(3)	Acquisition price	It has been agreed that the acquisition price will be the fair value based on the amount at the financial closing of Seki Yakuhin closest to the acquisition date. However, as such amount is yet to be determined, the acquisition price is unavailable at this moment. Upon becoming available, the acquisition price will be announced.
(4)	Number of shares held after acquisition	55,641 shares (Number of voting rights: 55,641) (Voting rights holding ratio: 51.0%)

5. Schedule

(1) Decision date	April 9, 2026
(2) Agreement execution date	April 9, 2026
(3) Share transfer closing date	September 1, 2026 (planned)

(Note) The share transfer is planned to be closed after the procedures set forth in the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade (Antimonopoly Act) are completed.

6. Future Outlook

The Transaction's impacts to be given on SUGI's consolidated business results for the entire business year ending in February 2027 are under scrutiny. In the event of any matter to be announced, SUGI will promptly announce such matter.

End of this Announcement