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TRANSACTION

March 16, 2026

News Release

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Listing: Tokyo Stock Exchange Prime Market
Securities code: 7818
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Notice Concerning Acquisition of Shares of Thousand Inc. to Make It a Consolidated Subsidiary, and Transfer of Specified Subsidiary

At a Board of Directors meeting held on March 16, 2026, it was resolved that TRANSACTION Co., Ltd. (the “Company”) would acquire all issued shares (the “Share Acquisition”) of Thousand Inc. (“Thousand”), thus making Thousand and its wholly owned subsidiary AliceGlint Co., Ltd. (“AliceGlint”) consolidated subsidiaries, as follows. Furthermore, because the share capital of AliceGlint is 10/100ths or more of the share capital of the Company, AliceGlint falls under the classification of a specified subsidiary of the Company.

1. Reasons for acquisition of shares

The Group designated “Evolution of the entertainment (IP) business” as one of the growth strategies in the 5th Medium-term Management Plan that it announced on October 15, 2025. Our aim is to strengthen the development of entertainment (IP) related products and achieve a full-scale entry into the SPA business (in-house sales through stores and e-commerce sites). Within Lifestyle Products, consolidated subsidiary TRANS Co., Ltd. in particular has focused on the planning, development, and sale of items through e-commerce and at in-person events in the game, anime, 2.5D, sports, music, and other industries, in order to meet rising demand from the entertainment industry. For the past few years it has concentrated on the “Oshikatsu” area, operating the Oshikatsu Business Research Laboratory (tentative title),” which works to disseminate information in the “Oshikatsu” area by planning and developing Oshikatsu goods and lecturing at seminars, to respond to clients’ desire for items to encourage support activities by fans. With the growth in demand for a diverse range of high-quality products in this area, differentiation from competitors has become an issue, and consolidated subsidiary KRAFTWERK Co., Ltd. is moving forward with the adoption of highly accurate printing equipment and technology.

On the other hand, Thousand is engaged primarily in the business of base model creation and OEM manufacture of all kinds of figures, from high-end products to those used as prizes, using dedicated specialists for the creation of base models, and covering everything from design proposals to production management and sales. Thousand has been involved in numerous character figures for popular games and anime works, and has been highly rated by fans for producing satisfying products with a high degree of finish. AliceGlint, which is a subsidiary of Thousand, has been developing its own brand through the creation of products that have become highly sought-after by fans who love figures, to the extent that it has even achieved recognition overseas.

Because Thousand’s vision is extraordinarily compatible with the Group in terms of promoting the evolution of the entertainment (IP) business, the Share Acquisition is expected to be highly successful in generating outcomes in various areas, including joint development of new products,

strengthening of sourcing and procurement, and mutual use of sales routes, which we believe will contribute to increases in the corporate value of the Group.

In addition, the current presidents of Thousand and AliceGlint will remain in their posts after the Share Acquisition, with the aim being to maintain continuity of operations while the businesses are integrated into the Group.

2. Overview of subsidiary to be transferred (Thousand Inc.)

(1)	Name	Thousand Inc.		
(2)	Location	4 Iwatocho, Shinjuku-ku, Tokyo		
(3)	Job title and name of representative	Hiroaki Masuda, President		
(4)	Description of business	OEM manufacturer involved in the creation of base models for high-quality figures, as well as their development and production		
(5)	Share capital	3 million yen		
(6)	Date of establishment	January 14, 2014		
(7)	Major shareholders and ownership ratios	Individual shareholders: 300 shares (100.0%)		
(8)	Relationship between the Company and said company	Capital relationship	Not applicable	
		Personnel relationship	Not applicable	
		Business relationship	Not applicable	
(9)	Operating results and financial positions of said company for the last three years			
	As of / Fiscal year ended	December 31, 2023	December 31, 2024	December 31, 2025
	Net assets	175 million yen	217 million yen	259 million yen
	Total assets	664 million yen	983 million yen	1,170 million yen
	Net assets per share	586,050.25 yen	724,994.95 yen	863,638.22 yen
	Net sales	1,877 million yen	2,021 million yen	1,813 million yen
	Operating profit	58 million yen	55 million yen	△15 million yen
	Ordinary profit	39 million yen	61 million yen	62 million yen
	Net income	31 million yen	48 million yen	31 million yen
	Net income per share	105,451.13 yen	160,084.94 yen	103,494.41 yen
	Dividend per share	- yen	- yen	- yen

*Figures presented here are based on the financial statements of the company.

3. Overview of subsidiary to be transferred (AliceGlint Co., Ltd.)

(1)	Name	AliceGlint Co., Ltd.		
(2)	Location	4 Iwatocho, Shinjuku-ku, Tokyo		
(3)	Job title and name of representative	Tomomitsu Mineno, President		
(4)	Description of business	Planning, manufacturing, and sale of toys and figures		
(5)	Share capital	10 million yen		
(6)	Date of establishment	February 4, 2020		
(7)	Major shareholders and ownership ratios	Thousand Inc.: 1,000 shares (100.0%)		
(8)	Relationship between the Company and said company	Capital relationship	Not applicable	
		Personnel relationship	Not applicable	
		Business relationship	Not applicable	
(9)	Operating results and financial positions of said company for the last three years			
	As of / Fiscal year ended	January 31, 2023	January 31, 2024	January 31, 2025
	Net assets	33 million yen	49 million yen	96 million yen
	Total assets	98 million yen	244 million yen	337 million yen
	Net assets per share	33,597.83 yen	49,382.70 yen	96,239.12 yen
	Net sales	188 million yen	377 million yen	606 million yen
	Operating profit	29 million yen	19 million yen	64 million yen
	Ordinary profit	30 million yen	19 million yen	63 million yen
	Net income	23 million yen	15 million yen	46 million yen
	Net income per share	23,423.50 yen	15,784.87 yen	46,856.42 yen
	Dividend per share	- yen	- yen	- yen

*Figures presented here are based on the financial statements of the company.

4. Overview of share acquisition counterparty

(1)	Name	Individual shareholders (We have decided to keep this confidential after consultation with the other party.)
(2)	Relationship between the Company and the individual	There is no capital, personnel, or business relationship between the Company and the individual. There are no other points of note.

5. Number of acquired shares, acquisition price, and status of holdings before and after acquisition

(1)	Number of shares held before the change	- shares (Number of voting rights: -) (Percentage of voting rights: -%)
(2)	Number of shares to be acquired	300 shares (Number of voting rights:300 units)
(3)	Acquisition costs	We are unable to disclose this information at the request of the counterparty to the stock acquisition.
(4)	Number of shares held after the change	300 shares (Number of voting rights:300 units) (Ratio of voting rights held:100.0%)

Note 1: The acquisition price has been determined through mutual discussion after due diligence by an independent entity and after taking into account share price calculations and other matters.

Note 2: In addition to the acquisition price, this agreement incorporates clauses involving payments of conditional consideration to the share acquisition counterparty that are dependent on the degree of business performance achieved (“earn-out consideration”). Earn-out consideration is additional consideration paid to the share acquisition counterparty, whereby additional payments are made depending on the degree of business performance achieved by Thousand and AliceGlint. In addition to mitigating the risk of the Share Acquisition for the Company, it will have an incentivizing effect on the share acquisition counterparty.

6. Timetable

(1)	Date of resolution at the meeting of the Board of Directors	March 16, 2026
(2)	Date of conclusion of the agreement	March 16, 2026
(3)	Date of execution of share transfer	March 31, 2026 (scheduled)

7. Future outlook

As a result of the Share Acquisition, Thousand and AliceGlint are expected to become consolidated subsidiaries of the Company. The timing of incorporating these results into our consolidated performance will be determined in consultation with our auditing firm. The impact on the consolidated performance of the Company for the fiscal year ending August 2026 is currently being closely examined, and we will promptly disclose any material information should it arise in the future.