

July 11, 2025

Company name: Astena Holdings Co., Ltd.
Representative: Satoshi Setoguchi, President & CEO
(Securities code: 8095; TSE Prime Market)
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Notice of Acquisition of Shares by Consolidated Subsidiary (a Second-tier Subsidiary of the Company)

IWAKI Co., Ltd. (headquartered in Chuo-ku, Tokyo, and headed by Minoru Kadokura, CEO, hereinafter, “IWAKI”), a consolidated subsidiary of the Company, resolved at a meeting of its Board of Directors held today that it will acquire the following shares of its core company, IKEDA Corporation (headquartered in Yokohama, Kanagawa, and headed by Takahiko Ikeda, President and CEO, hereinafter, “Ikeda Bussan”; and Ikeda Industries Corporation which owns other majority-owned subsidiaries (headquartered in Yokohama, Kanagawa, and headed by Takahiko Ikeda, President and CEO, hereinafter “Ikeda Industries”, and hereinafter, Ikeda Industries, Ikeda Bussan, and other majority-owned subsidiaries are collectively referred to as the “Ikeda Bussan Group,”) and that IWAKI will make Ikeda Bussan Group its consolidated subsidiary (a second-tier subsidiary of the Company.)

1. Reason for acquisition

The consolidated subsidiary of the Company, IWAKI, and its majority-owned subsidiaries operate within the Group's Health & Beauty Care, Food segment, providing a wide range of solutions that contribute to beauty and health, from raw materials to finished products related to health & beauty care, life sciences, foods and cosmetics. In addition to our functions as a trading company, wholesaler, and direct marketer, we have numerous sales channels ranging from manufacturing companies to drugstores, convenience stores, and consumers, and as a platform provider in the life and healthcare field, we are committed to aggressive investment and speedy business growth.

On the other hand, the Ikeda Bussan Group has continued to meet the various needs of customers in the raw material fields of cosmetics, personal care, foods, and health care since its establishment in 1927, taking advantage of its business channels with overseas manufacturers, research and development capabilities backed by the Ikeda Bussan Group's R&D centers, and marketing capabilities that extend across its worldwide network.

We believe that the addition of Ikeda Bussan Group to our group will create synergies such as strengthening the functions of the cosmetic materials and food materials divisions by expanding product lineups and sales channels, promoting digital transformation of the Ikeda Bussan Group by utilizing the food materials search tool “i-Platto,” etc., and strengthening the management base.

2. Overview of the subsidiary (second-tier subsidiary) to be transferred

(1) Name	Ikeda Industries Corporation
(2) Location	3-6-3 Minatomirai Nishi-ku, Yokohama, Kanagawa
(3) Representative	Takahiko Ikeda, President and CEO
(4) Business	Management of group companies, Raw materials business etc.
(5) Capital	¥60 million as of September 30, 2024
(6) Establishment	January 20, 1968

(7)	Large shareholders and ownership ratio	Takahiko Ikeda		50.8%
		Norihiko Ikeda		47.5%
		Other shareholders		1.7%
(8)	Relationship with the listed company	Capital relationship	Not applicable	
		Personal relationship	Not applicable	
		Business relationship	Not applicable	
(9) Consolidated operating results and financial position in the last three years (million yen, unless otherwise stated)				
Fiscal year		FY2021	FY2022	FY2023
Net assets		1,675	2,075	2,261
Total assets		3,684	3,948	3,787
Net assets per share (Yen)		13,553.68	16,788.18	18,286.60
Net sales		7,744	8,857	5,820
Operating profit		461	526	140
Ordinary profit		570	660	432
Profit attributable to owners of parent		389	465	301
Basic earnings per share (Yen)		3,147.13	3,761.13	2,432.75
Dividend per share (Yen)		250.00	500.00	150.00

Note: Although Ikeda Industries has subsidiaries, it does not prepare consolidated management indicators, and the above operating results and financial position are based on non-consolidated management indicators of Ikeda Bussan, the core company.

Note: Net assets per share and basic earnings per share are calculated using 123,618 shares, the total number of shares issued by Ikeda Industries as the denominator.

3. Overview of the person from which shares will be transferred

(1) Name	Takahiko Ikeda
(2) Location	Yokohama, Kanagawa
(3) Relationship between the person concerned and the listed company	Not applicable

(1) Name	Norihiko Ikeda
(2) Location	Meguro-ku, Tokyo
(3) Relationship between the person concerned and the listed company	Not applicable

4. Number of shares acquired, acquisition price, and status of shares held before and after acquisition

(1) Number of shares held before transfer	0 (Number of voting rights:0) (Ownership ratio of voting rights: 0%)
(2) Number of shares acquired	117,437 (Number of voting rights:117,437) (Ownership ratio of voting rights: 95.0%)
(3) Acquisition price	The acquisition price was determined by agreement with the counterparty, taking into consideration the results of a comprehensive review based on multiple

	methods, including the DCF and the comparable company method. The acquisition price is undisclosed due to the execution of a confidentiality agreement.
(4) Number of shares held after transfer	117,437 (Number of voting rights: 117,437) (Ownership ratio of voting rights: 95.0%)

5. Schedule

(1) Date of resolution at the Board of Directors meeting	July 11, 2025
(2) Date of transfer agreement	July 11, 2025
(3) Date of share transfer	September 1, 2025 (scheduled)

6. Outlook

The impact of this matter on our consolidated business performance is under scrutiny, and we will promptly disclose any matters that may affect our business performance in the future.

[Inquires]
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