

Press Release



TOKAI TOKYO FINANCIAL HOLDINGS, INC.

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(8616; PRIME Market, PREMIER Market)

March 31, 2026

Notice Concerning Transfer of Consolidated Subsidiaries (Share Transfer)

We, Tokai Tokyo Financial Holdings Inc.(hereinafter referred to as “the Company”), are pleased to announce we have decided to transfer all shares of ETERNAL Co., Ltd. (“ETERNAL”), a consolidated subsidiary of the Company, to Hoken Minaoshi Hongo Group, Inc. (“Hoken Minaoshi Hongo Group”), and that the procedure for the share transfer has been completed today.

Prior to the transfer, the Company undertook an organizational restructuring based on in-kind dividends, resulting in Mebius Co., Ltd. becoming a direct subsidiary of the Company.

1. Reasons for Share Transfer

Since March 2017, ETERNAL, as a consolidated subsidiary of the Company, has been engaged in the recruitment of life insurance and non-life insurance agency businesses, mainly for visit-type insurance shops. From the perspective of improving the efficiency of management resources and optimizing our business portfolio, we have carefully considered the medium- to long-term synergies within the Group, and as a result of looking ahead to the further development of ETERNAL, ETERNAL will cooperate with Hoken Minaoshi Hongo Group, which operates not only door-to-door insurance shops but also one of the largest call centers in Japan, and has a variety of sales channels including door-to-door and online sales. We have determined that it will contribute to maximizing the value ETERNAL provides to customers and further expand ETERNAL's business in the future.

2. Overview of the Transfer

(1) Name	ETERNAL Co., Ltd.	
(2) Location	2-17, Isobedori 3-chome, Chuo-Ku, Kobe-shi, Hyogo	
(3) Representative	Hironobu Furusawa, President and CEO	
(4) Business Description	Insurance agency	
(5) Paid-in Capital	50 million yen	
(6) Date of establishment	July 2005	
(7) Major shareholders and shareholding ratios	Tokai Tokyo Financial Holdings, Inc. 100%	
(8) Relationships between a listed company and the Company	Capital Relations	The Company owns 100% of the outstanding number of shares.
	Personal Relationships	Two members of the Company have been appointed as directors. One member of the Company has been appointed as an Audit & Supervisory Board Member. 15 employees are seconded.
	Business relationship	The Company has concluded a management guidance contract with the company. The Group is entrusted with some management tasks.

3. Overview of the transferee

(1) Name	Hoken Minaoshi Hongo Group, Inc.	
(2) Location	17-18, Shinjuku 5-chome, Shinjuku-ku, Tokyo	
(3) Representative	Tomoki Usui, President and CEO	
(4) Business Description	Insurance agency	
(5) Paid-in Capital	100 million yen	
(6) Date of establishment	August 5, 2025	
(7) Relationships between a listed company and the Company	Capital Relations	None
	Personal Relationships	None
	Business relationship	None

4. Transfer price and status of owned shares before and after transfer

(1) Number of shares owned before the transfer	4,000,240 shares (Number of voting rights : 4,000,240) (Voting rights ownership ratio : 100%)
(2) Number of shares transferred	4,000,240 shares (Number of voting rights : 4,000,240)
(3) Number of shares owned after the transfer	0 shares (Number of voting rights : 0) (Voting rights ownership ratio : 0%)

※ The transfer price is not disclosed based on the confidentiality obligation outlined in the share transfer agreement. However, the price has been determined through a fair negotiation process with the counterparty, considering ETERNAL's recent performance, its current management status, and future performance forecasts, and we recognize that it is a fair price.

5. Impact on Business Results

While the impact on the Company's consolidated results is anticipated to be minor, we will ensure that any significant developments or matters that require disclosure in the future are communicated promptly to all stakeholders.

(end)

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