



May 14, 2026

Company name: Yamato Holdings Co., Ltd.  
Name of representative: Yutaka Nagao, Representative  
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(Securities code: 9064; Tokyo  
Stock Exchange, Prime Market)  
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## **Notice Regarding the Booking of Extraordinary Loss Associated with the Transfer of a Consolidated Subsidiary (Share Transfer) and Revision of Earnings Forecast**

Yamato Holdings Co., Ltd. (hereinafter the "Company") hereby announces that at a meeting of its Board of Directors held on May 14, 2026, it has resolved to transfer all shares (representing 70% of the total outstanding shares) held by the Company in its consolidated subsidiary, YAMATO CREDIT & FINANCE CO., LTD. (hereinafter "YCF"), to NJM5 Corporation (hereinafter "NJM5"), a wholly-owned subsidiary of Nojima Corporation, as detailed below.

As a result of the Share Transfer, YCF will be excluded from the Company's scope of consolidation. Consequently, while the Company aims to optimize its balance sheet by reducing consolidated interest-bearing debt, it expects to book an extraordinary loss. Therefore, the Company has revised its consolidated earnings forecast previously announced.

### **1. Reason for the Share Transfer**

The Company is currently prioritizing the rebuilding of its "earning power" as a key management initiative toward the early realization of a return on capital exceeding its cost of capital. As part of this initiative, we are working to restore profitability in its core domains, including the Express Business, while reviewing its business portfolio and concentrating management resources on growth domains such as the Contract Logistics Business and the Global Business.

Since its establishment in 1974, YCF, the target company, has provided a variety of payment and financing services, centered on its consumer installment financing business. However, amid recent changes in the market environment and intensifying competition with IT payment service providers and others, the Company concluded that, in order for YCF to achieve sustainable growth and strengthen its competitiveness, it is essential to make continuous system investments in AI and other areas, as well as enhance financial business expertise, and that transferring the business to an external partner would be the optimal solution.

Nojima Corporation, which will become our substantial partner through the Share Transfer, operates a nationwide store network as a digital consumer electronics retailer, and is expanding the Group's financial business platform. We believe that by collaborating with the Nojima Group's business foundation, YCF will be able to achieve stable and sustainable growth.

As a result of the Share Transfer, there will be a one-off negative impact on profit attributable to owners of parent for the current fiscal year, due to the booking of extraordinary loss. However, as YCF will be excluded from the scope of consolidation, its interest-bearing debt of 31.6 billion yen (as of March 31, 2026) will be taken off balance sheet, leading to a reduction in the Yamato Group's invested capital. We position this transaction as an important step in advancing our "comprehensive review with no sacred cows" and balance sheet management, and by optimally reallocating the freed up management resources, we aim to improve return on capital (ROIC) and enhance corporate value.

## 2. Overview of the subsidiary to be transferred

(1) Name	YAMATO CREDIT & FINANCE CO., LTD.		
(2) Location	3-15-10, Takada, Toshima-ku, Tokyo		
(3) Name and title of representative	Yuji Motoyama Representative Director and President		
(4) Description of business	Credit services (individual and comprehensive installment financing services), inter-company accounts receivable settlement services, accounts receivable and movable asset-backed financing, and collection agency services		
(5) Share capital	500 million yen		
(6) Date of establishment	August, 1974		
(7) Major shareholders and ownership ratios	The Company: 70%, Hulic Co., Ltd.: 25%, Mizuho Bank, Ltd.: 5%		
(8) Relationship between the Company	The relevant company is a consolidated subsidiary of the Company. There are business relationships such as concurrent director appointments and intercompany loans.		
(9) Operating results and financial positions for the last three years [Under Japanese GAAP]			
Fiscal year ended	March 31, 2023	March 31, 2024	March 31, 2025
Net assets	17,071 million yen	17,354 million yen	17,280 million yen
Total assets	57,235 million yen	57,834 million yen	59,919 million yen
Net assets per share	20,274 yen	20,611 yen	20,523 yen
Net sales	4,093 million yen	4,054 million yen	3,846 million yen
Operating profit	(418) million yen	(356) million yen	(71) million yen
Ordinary profit	(362) million yen	(160) million yen	48 million yen
Profit	(2,152) million yen	320 million yen	872 million yen
Basic earnings per share	(2,556) yen	381 yen	1,036 yen
Dividend per share	0 yen	152 yen	517 yen

## 3. Overview of the counterpart to transfer

(1) Name	NJM5 Corporation
(2) Location	2-15-3, Konan, Minato-ku, Tokyo
(3) Name and title of representative	Hiroshi Nojima Representative Director
(4) Description of business	Holding and management of securities, etc.
(5) Share capital	50 thousand yen
(6) Date of establishment	April 1, 2026
(7) Major shareholders and ownership ratios	Nojima Corporation: 100%
(8) Relationship between the Company	There are no items to report regarding capital, personal, or business relationships.

## (Reference) Overview of the parent company of NJM5 Corporation

(1) Name	Nojima Corporation
(2) Location	1-1-1, Yokoyama, Chuo-ku, Sagamihara-shi, Kanagawa
(3) Name and title of representative	Hiroshi Nojima Director, Representative Executive Officer and President
(4) Description of business	Sales of digital consumer electronics, related installation work, repairs, technical guidance, etc.
(5) Share capital	6,330 million yen
(6) Date of establishment	April, 1962
(7) Major shareholders and ownership ratios	Nojima Hiroshi Corporation: 15.1%, The Master Trust Bank of Japan, Ltd. (Trust Account): 9.0%, TN HOLDINGS CO., LTD.: 5.5%
(8) Relationship between the Company	There are no items to report regarding capital, personal, or business relationships.

### 4. Number of shares transferred, consideration for transfer, and status of shares held before and after transfer

(1) Number of shares held before transfer	589,400 shares (Number of voting rights: 589,400, Percentage of voting rights held: 70.0%)
(2) Number of shares to be transferred	589,400 shares (Number of voting rights: 589,400)
(3) Consideration for transfer	3,500 million yen
(4) Number of shares held after transfer	0 shares (Number of voting rights: 0, Percentage of voting rights held: 0.0%)

### 5. Timeline of transfer

- (1) Date of resolution at the meeting of the Board of Directors: May 14, 2026
- (2) Date of conclusion of the agreement: May 14, 2026
- (3) Date of share transfer execution: September 1, 2026 (Scheduled)

### 6. Booking of extraordinary loss

In connection with this Share Transfer, the Company expects to book an extraordinary loss of approximately 9.0 billion yen as a loss on sale of shares of subsidiaries and associates in the second quarter of the fiscal year ending March 31, 2027. Furthermore, after considering a reduction in tax expenses and other factors, the impact on profit attributable to owners of parent is expected to be approximately minus 8.0 billion yen.

### 7. Revision of earnings forecast

Following the "6. Booking of extraordinary loss" mentioned above, the Company has revised its consolidated earnings forecast for the fiscal year ending March 31, 2027, which were most recently announced, as follows.

(1) Revision of consolidated earnings forecast for the first half of the fiscal year ending March 31, 2027 (April 1, 2026 through September 30, 2026)

(Millions of yen)

	Operating revenue	Operating profit	Ordinary profit	Profit attributable to owners of parent	Basic earnings per share (Yen)
Previously announced forecasts (A)	920,000	0	0	(1,500)	(4.74)
Revised forecasts (B)	920,000	0	0	(9,500)	(30.00)
Change (B-A)	0	0	0	(8,000)	—
Change (%)	0.0	—	—	—	—
(Reference) Actual consolidated results for the previous fiscal year (Fiscal year ended March 31, 2026)	906,774	(3,782)	(3,747)	(4,887)	(15.38)

(2) Revision of consolidated earnings forecast for the full year of the fiscal year ending March 31, 2027 (April 1, 2026 through March 31, 2027)

(Millions of yen)

	Operating revenue	Operating profit	Ordinary profit	Profit attributable to owners of parent	Basic earnings per share (Yen)
Previously announced forecasts (A)	1,920,000	42,000	42,000	24,000	75.79
Revised forecasts (B)	1,918,000	42,000	42,000	16,000	50.52
Change (B-A)	(2,000)	0	0	(8,000)	—
Change (%)	(0.1)	0.0	0.0	(33.3)	—
(Reference) Actual consolidated results for the previous fiscal year (Fiscal year ended March 31, 2026)	1,865,675	28,304	26,258	13,662	43.07

(3) Reasons for the revision

As for operating revenue, we expect the impact of the change in the scope of consolidation resulting from the Share Transfer to be reflected in the second half of the fiscal year.

As for profit attributable to owners of parent, it is expected to decrease by 8,000 million yen from the previous forecast, as a result of reviewing factors such as the booking of extraordinary loss and a decrease in tax expenses associated with the Share Transfer.

Meanwhile, operating profit and ordinary profit remain unchanged from the previous forecasts, as the impact of the change in the scope of consolidation resulting from the Share Transfer is expected to be minimal.

(Note) The earnings forecast above is based on information currently available to the Company and certain assumptions deemed reasonable. Actual results may differ significantly due to various factors.