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September 9, 2025

To All Concerned Parties

Company Name: Senko Group Holdings Co., Ltd.

Representative: Yasuhisa Fukuda, CEO

(Code Number: 9069)

Tokyo Stock Exchange Prime Market

Contact: Tomohiro Umezu, Senior Management
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**Notice Concerning the Results of the Tender Offer for the Common Share of Verite Co., Ltd.
(Securities Code: 9904) and Change in Subsidiary**

Senko Group Holdings Co., Ltd. (hereinafter referred to as the "Tender Offeror") has resolved at its board of directors meeting held on August 8, 2025, to commence a tender offer for shares (hereinafter referred to as the "Target Company Shares") of Verite Co., Ltd. (hereinafter referred to as the "Target Company" (Securities Code: 9904, listed on the Standard Market of the Tokyo Stock Exchange, Inc. (hereinafter referred to as "Tokyo Stock Exchange.")), through a public tender offer (hereinafter referred to as the "Tender Offer") pursuant to the Financial Instruments and Exchange Act (Law No. 25 of 1948, as amended, hereinafter referred to as the "Act"). In addition, as a result of the Tender Offer, the Target Company is scheduled to become a consolidated subsidiary of the Tender Offeror as of September 16, 2025 (the settlement commencement date of the Tender Offer).

I. Results of the Tender Offer

1. Outline of purchase, etc.

(1) Name and Location of the Tender Offeror

Senko Group Holdings Co., Ltd.
2-8-10 Shiomi, Koto-ku, Tokyo, Japan

(2) Name of the Target Company

Verite Co., Ltd.

(3) Class of Shares Subject to Purchase

Common Stock

(4) Number of shares to be purchased

Number of shares to be purchased	Minimum number of shares to be purchased	Maximum number of shares to be purchased
16,280,645 shares	13,615,600 shares	16,280,645 shares

(Note 1) If the total number of share certificates, etc., tendered in the Tender Offer (the “Tendered Share Certificates, etc.”) is less than the minimum number of shares to be purchased (13,615,600 shares), the Tender Offeror will not conduct the purchase, etc., of all of the Tendered Share Certificates, etc. If the total number of Tendered Share Certificates, etc., is equal to or greater than the minimum number of shares to be purchased (13,615,600 shares), the Tender Offeror will conduct the purchase, etc., of all of the Tendered Share Certificates, etc.

(Note 2) Shares less than the minimum trading unit are also included in this Tender Offer. However, if shareholders exercise their right to request the purchase of shares for less than the minimum trading unit in accordance with the Companies Act (Law No. 86 of 2005, as amended), the Target Company may purchase its shares during the public tender offer period (hereinafter referred to as the “Tender Offer Period”) in accordance with the procedures prescribed by law.

(Note 3) The Tender Offeror does not intend to acquire any of the Target Company’s shares through this Tender Offer.

(5) Tender Offer Period

① Tender Offer Period

From August 12 (Tuesday) to September 8 (Monday) of 2025 (20 business days).

② Possibility of extension based on the Target Company’s request

Pursuant to Article 27-10, Paragraph 3 of the Act, in the event that the Target Company had submitted a statement of opinion requesting an extension of the Tender Offer Period, the Tender Offer Period would have been extended to 30 business days, until September 24, 2025 (Wednesday); however, no such statement of opinion was submitted.

(6) Purchase price

JPY 340 per share of common stock

2. Results of the Purchase, etc.

(1) Outcome of the Tender Offer

The Tender Offer was subject to the condition that if the total number of Tendered Share Certificates, etc. falls short of minimum number of shares to be purchased (13,615,600 shares), none of the Tendered Share Certificates, etc. would be purchased by the Tender Offeror. However, because the total number of Tendered Share Certificates, etc. (13,615,600 shares) exceeded the minimum number of shares to be purchased (13,615,600 shares), the Tender Offeror will purchase all of the Tendered Share Certificates, etc. as described in the notice concerning commencement of tender offer of shares and the tender offer statement.

(2) Date of announcement of the results of the Tender Offer and the name of the newspaper in which the announcement will be published

Pursuant to the provisions of Article 27-13, Paragraph 1 of the Act, on September 9, 2025, the Tender Offeror publicly announced at the Tokyo Stock Exchange the results of the Tender Offer, in accordance with the method prescribed in Article 9-4 of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Share Certificates, etc. by Person Other than Issuer (Finance Ministry Ordinance No. 38 of 1990, as amended).

(3) Number of shares purchased

Type of securities	Number of shares tendered	Number of shares purchased
Share certificate	13,615,600 shares	13,615,600 shares
Share acquisition right certificates	—	—
Bond certificates with share acquisition rights	—	—
Trust beneficiary certificates including share certificates, etc. ()	—	—
Depository receipts including share certificates, etc. ()	—	—
Total	13,615,600 shares	13,615,600 shares
(Total number of latent share certificates)	(— shares)	(— shares)

(4) Ownership Ratio of Share Certificates, etc., After the purchase, etc.

Number of voting rights pertaining to share certificates, etc., owned by the Tender Offeror before the purchase, etc.	—	(Ownership ratio of share certificates, etc., before the purchase, etc.: —%)
Number of voting rights pertaining to share certificates, etc., owned by specially related parties before the purchase, etc.	—	(Ownership ratio of share certificates, etc., before the purchase, etc.: —%)
Number of voting rights pertaining to share certificates, etc., to be owned by the Tender Offeror after the purchase, etc.	136,156	(Ownership ratio of share certificates, etc., after the purchase, etc.: 50.18%)
Number of voting rights pertaining to share certificates, etc., to be owned by specially related parties after the purchase, etc.	—	(Ownership ratio of share certificates, etc., after the purchase, etc.: —%)
Number of voting rights of all shareholders of the Target Company	270,923	

(Note 1) “Number of voting rights of all shareholders of the Target Company” represents the number of voting rights of all shareholders of the Target Company as of March 31, 2025, as described in the Target Company’s Annual Securities Report for the 81st Fiscal Year filed as of June 27, 2025 (the “Target Company’s Annual Securities Report”); provided, however, that, since shares constituting less than a unit are also subject to the Tender Offer, in the calculation of the “Ownership ratio of share certificates, etc., before the purchase, etc.” and the “Ownership ratio of share certificates, etc., after the purchase, etc.” the number of voting rights (271,343 voting rights) pertaining to the number of shares (27,134,354 shares) obtained by deducting the number of treasury shares (96,471 shares) held by the Target Company as of March 31, 2025 from the total number of issued shares (27,230,825 shares) as of June 30, 2025 indicated in the Target Company’s Quarterly Financial Results for the First Quarter of the Fiscal Year Ending March 2026, was used as the denominator.

(Note 2) “Ownership ratio of share certificates, etc., before the purchase, etc.” and “Ownership ratio of share certificates, etc., after the purchase, etc.” have been rounded to two decimal places.

(5) Calculation when conducting a purchase, etc., using the pro rata distribution method

Not applicable

(6) Method of Settlement

- ① Name and principal office of the financial instruments exchange operator, bank, or other institution handling the settlement procedures for the purchase, etc.

Tokai Tokyo Securities Co., Ltd.
4-7-1 Meieki, Nagoya City, Aichi Prefecture, Japan

- ② Settlement commencement date

September 16, 2025 (Tuesday)

- ③ Method of settlement

Following the expiration of the Tender Offer, the Tender Offeror will promptly mail a notice of purchase under the Tender Offer to the addresses of the subscribing shareholders (or their authorized agents in the case of foreign shareholders). The purchase will be made in cash. The proceeds from the sale of the shares purchased will be remitted to the financial institution account designated by the applicant shareholders (or their authorized representatives in the case of foreign shareholders) by the Tender Offer Agent that accepted the application, or paid into the securities trading account of the applicant shareholders (or their authorized representatives in the case of foreign shareholders) who submitted the application, in accordance with the instructions of the applicant shareholders (or their authorized representatives in the case of foreign shareholders), without delay after the commencement of settlement of the transaction.

3. Policies after the Tender Offer and future outlook

There are no changes to the policies after the Tender Offer and future outlook from those described in the “Notice Concerning the Commencement of a Tender Offer for Common Shares of Verite Co., Ltd. (Securities Code: 9904)” announced by the Tender Offeror on August 8, 2025.

4. Places Where Copies of the Tender Offer Report Are Available for Public Inspection

Senko Group Holdings Co., Ltd.
2-8-10 Shiomi, Koto-ku, Tokyo, Japan
Tokyo Stock Exchange, Inc.
2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo

II. Change in Subsidiary

1. Reasons for Change

As a result of Tender Offer, the Target Company is scheduled to become a consolidated subsidiary of Tender Offeror as of September 16, 2025 (commencement date of settlement of Tender Offer).

2. Overview of the Subsidiary to Be Transferred

(1) Overview of the Target Company

(1)	Name	Verite Co., Ltd.
(2)	Location	Kanagawa Prefecture, Yokohama City, Kanagawa Ward, Tsuruyacho 3-33-8
(3)	Representative	Jhaveri Arpan Kirtikumar, CEO
(4)	Business	Retail and wholesale sales of jewelry and related items
(5)	Capital	100 million Japanese Yen

(6)	Date of establishment	May 13, 1948		
(7)	Major shareholders and shareholding ratios (As of March 31, 2025)	Jewel Source Japan Holdings Co., Ltd.		50.18
		JP Morgan Securities Co., Ltd.		1.59
		O.A. Co., Ltd.		1.26
		Hideo Okubo		1.12
		BNYM SA/NV FOR BNYM FOR BNYM GCM CLIENT ACCTS M ILM FE (Permanent Agent: Mitsubishi UFJ Bank, Ltd.)		0.73
		Morgan Stanley MUFG Securities Co., Ltd.		0.64
		BNYM SA/NV FOR BNYM FOR BNY GCM CLIENT ACCOUNTS M LSCB RD (Permanent Agent: Mitsubishi UFJ Bank, Ltd.)		0.60
		Hirohide Ariga		0.57
		Phillip Securities (Hong Kong) Limited (Permanent Agent: Phillip Securities Co., Ltd.)		0.48
		Verite Employee Stock Ownership Association		0.31
(8)	Relationship between the Target Company and the Tender Offeror			
	Capital relationship	Not applicable.		
	Personal relationship	Not applicable.		
	Business relationship	Not applicable.		
	Relevant statuses of the related parties	Not applicable.		
(9)	Operating results and financial condition of the Target Company for the past three years			
	Fiscal year	Fiscal year ending March 2023	Fiscal year ending March 2024	Fiscal year ending March 2025
	Net assets	4,458 million yen	4,437 million yen	4,467 million yen
	Total assets	7,376 million yen	7,661 million yen	7,552 million yen
	Net asset value per share	164.32 yen	163.55 yen	164.63 yen
	Revenue	7,617 million yen	7,639 million yen	7,947 million yen
	Operating profit	932 million yen	855 million yen	875 million yen
	Ordinary profit	919 million yen	835 million yen	919 million yen
	Net income	545 million yen	502 million yen	569 million yen
	Net income per share	20.12 yen	18.52 yen	21.00 yen
	Dividend per share	17.10 yen	20.10 yen	18.50 yen

(Note 1) “(7) Major shareholders and shareholding ratios (As of March 31, 2025)” has been cited from the “status of major shareholders” indicated in the 81st Annual Securities Report.

3. Number of shares acquired, acquisition price, and ownership status before and after acquisition

(1)	Number of Shares Owned before acquisition	— shares (Number of Voting Rights: — units) (Voting Right Holding Ratio: —%)
(2)	Number of Shares Acquired	13,615,600 shares (Number of Voting Rights: 136,156 units) (Voting Right Holding Ratio: 50.18%)
(3)	Acquisition price	4,629 million yen
(4)	Number of Shares Owned after acquisition	13,615,600 shares (Number of Voting Rights: 136,156 units) (Voting Right Holding Ratio: 50.18%)

(Note 1) The “Voting Right Holding Ratio” was calculated using, as the denominator, the number of voting rights (271,343 voting rights) pertaining to the number of shares obtained by deducting the number of treasury shares (96,471 shares) held by the Target Company as of March 31, 2025 from the total number of issued shares (27,230,825 shares) as of June 30, 2025 indicated in the Target Company’s Quarterly Financial Results for the First Quarter of the Fiscal Year Ending March 2026.

(Note 2) The “Voting Right Holding Ratio” is rounded to the second decimal place

(Note 3) “Acquisition Price” does not include Advisory fees, etc..

4. Date of Change (Scheduled)

September 16, 2025 (Tuesday) (Settlement commencement date of the Tender Offer)

5. Future Outlook

The impact, which the change in the subsidiary in question made through the Tender Offer, will have on the Tender Offeror's consolidated performance is under review and in case any fact arises which should be announced in the future, it will be announced promptly.