

June 8, 2026

Notice of Business Acquisition by our US Subsidiary

The Company hereby announces that its Board of Directors approved a resolution today to acquire the restaurant business (6 restaurants) centered on the “Hazelwood Food+Drink” brand offering Modern American cuisine in the suburbs of Minneapolis, Minnesota, US, through our US subsidiary, as follows.

1. Reason for acquisition of the business

Nova Restaurant Group, the seller, is a group that operates multiple restaurants in the State of Minnesota and Wisconsin, US. Its core brand, “Hazelwood Food+Drink” offering Modern American cuisine, provides a wide range of menus that add unique twists to comfort food, as well as brunch on weekends. It has earned a reputation for reasonable prices relative to the high-quality food, hospitality, and sophisticated restaurant space, and has long been supported locally as a restaurant that customers use on a daily basis.

Currently, the Group operates overseas, mainly in the US and Singapore. In particular, we believe that expanding our business base through M&A in North America is an important pillar of the growth strategy in our Medium-Term Management Plan. Until now, Il Fornaio, an Italian restaurant chain mainly in California, and Wildflower, a bakery restaurant chain in Arizona, have joined the Group, and we have been advancing our business development in North America. This transaction is in line with the business format of “Daily,” “Standard,” and “Community-based,” which we emphasize in our M&A. Based on the determination that this will contribute to the medium- to long-term expansion of the Group's overseas business, mainly in North America, we have resolved to acquire the business.



2. Summary of business acquisition

(1) Content of the business to be transferred

Restaurant business offering Modern American cuisine operated by Nova Restaurant Group (6 restaurants).

Brand sites:

Hazelwood Food + Drink : <https://hazelwoodfoodanddrink.com/>

Pier Five Hundred : <https://www.pierfivehundred.com/>

Tavern 4&5 : <https://tavern4and5.com/>

(2) Business results of the acquired business

Fiscal year end	Fiscal year ending December 28, 2025
Net sales	US\$ 47.4 million (approx. 7.58 billion yen)
Adjusted EBITDA	US\$ 5.6 million (approx. 893 million yen)

*Converted at the rate of 160 yen to US\$1.

*Adjusted EBITDA is EBITDA after adjusting for transactions, etc., that are not expected to occur after the acquisition, based on the results of investigations such as due diligence of the acquired business.

(3) Assets and liabilities of the acquired business

The assets and liabilities to be transferred are mainly trade receivables, inventories, assets such as store buildings and building equipment, etc., and liabilities such as trade payables, but the amounts have not been finalized at this time. We will promptly announce it if any matter requiring disclosure arises in the future.

(4) Outline of the counterparty

(1)	Name	Nova Restaurant Group LLC and group companies	
(2)	Address	Minneapolis, Minnesota	
(3)	Content of the business	Management of restaurants	
(4)	Relationship between the listed company and the company concerned	Capital relations	None
		Personnel relations	None
		Business relations	None
		Applicable status to the relevant party	None

3. Acquisition price

(1)	Business acquisition price	US\$ 23.4 million (approx. 3.74 billion yen)
(2)	Advisory expenses, etc. (approximate amount)	US\$ 0.4 million (approx. 64 million yen)

* Converted at the rate of 160 yen to US\$1.

4. Summary of our US subsidiary

(1)	Name	Create Restaurants MN LLC
(2)	Address	222 RIDGEDALE AVE 2ND FLOOR, CEDAR KNOLLS, NJ 07927
(3)	Job title/name of representative	Executive Manager: Hitoshi Ohno
(4)	Content of the business	Management of restaurants

(5)	Capital	US\$20 thousand
(6)	Establishment date	April 7, 2026
(7)	Major shareholders and its holding ratio	Create Restaurants NY Inc. 100%

5. Schedule

(1)	Date of resolution of the Board of Directors	June 8, 2026
(2)	Agreement	June 8, 2026 (planned)
(3)	Business transfer date	July 1, 2026 (planned)

6. Summary of accounting procedures

This transaction is expected to be classified as a “business combination” under the IFRS accounting standards. Although positive goodwill is expected to arise as a result of this transaction, the amount of goodwill to arise has not been determined at this time. We will promptly announce it if any matter requiring disclosure arises in the future.

7. Future outlook

The impact on the consolidated financial results for the current fiscal year (Year ending Feb. 2027) is currently under review, and we will promptly announce it if any matter requiring disclosure arises in the future.