

March 26, 2025

Company name: VT HOLDINGS CO., LTD.  
Name of representative: Kazuho Takahashi, President and CEO  
(Securities code: 7593;  
Tokyo Stock Exchange Prime Market  
Nagoya Stock Exchange Premier Market)  
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## Notice Concerning Acquisition of Shares of MOTOREN SAPPORO CO., LTD. (to Make It a Subsidiary)

VT HOLDINGS CO., LTD. (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held on March 26, 2025, to acquire shares of MOTOREN SAPPORO CO., LTD. and make it a subsidiary of the Company. The details are described below.

### 1. Reason for acquisition of shares

The Company has decided to acquire all shares in MOTOREN SAPPORO CO., LTD. in order to expand the scope of its car sales-related business.

MOTOREN SAPPORO CO., LTD. operates new and used car dealerships in Sapporo, Obihiro, Kushiro and Kitami, Hokkaido, as an authorized BMW/MINI car dealer.

In the future, the Group will introduce its accumulated know-how of car dealership operation and focus on increasing the share of BMW/MINI vehicles in the area, with the aim of contributing to the Group's consolidated results.

### 2. Overview of the subsidiary (MOTOREN SAPPORO CO., LTD.) subject to change

(1) Name	MOTOREN SAPPORO CO., LTD.	
(2) Location	4-15-6, Tottori Odori, Kushiro, Hokkaido	
(3) Job title and name of representative	Atsushi Nagamura, President and CEO	
(4) Description of business	Sale of new BMW/MINI cars, sale of various used cars, general car maintenance, life and non-life insurance agency services and other related activities.	
(5) Share capital	47.5 million yen	
(6) Date of establishment	February 5, 1987	
(7) Major shareholders and ownership ratios	Nakajima Takuro 34.7% Watagi Asako 34.2% DAIEI SANGYO CO., LTD. 18.4% AOI CONSTRUCTION CO., LTD. 5.3% HOKKAIDO LEASING CO., LTD. 4.2% THE HOKKAIDO BANK, LTD. 3.2%	
(8) Relationship between the Company and said company	Capital relationship	Not Applicable
	Personnel relationship	Not Applicable
	Business relationship	Not Applicable

(9) Non-Consolidated operating results and consolidated financial positions of said company for the last three years			
As of / Fiscal year ended	December 31, 2021	December 31, 2022	December 31, 2023
Net assets	806	911	912
Total assets	2,975	3,070	3,486
Net assets per share (Yen)	424,320.99	479,469.36	479,951.91
Net sales	6,228	6,655	7,301
Operating profit	247	198	-62
Ordinary profit	246	185	-74
Net profit for the year	133	105	1
Net profit for the year per share (Yen)	70,079.06	55,148.37	482.55
Dividend per share (Yen)	0	0	0

(Millions of yen, unless otherwise noted)

### 3. Overview of the counterparty to the acquisition of shares

(1) Name	Takuro Nakajima
(2) Address	Koto-ku, Tokyo
(3) Relationship between the Company and said person	Not Applicable

(1) Name	Asako Watagi
(2) Address	Suginami-ku, Tokyo
(3) Relationship between the Company and said person	Not Applicable

(1) Name	DAIEI SANGYO CO., LTD.	
(2) Location	1-1-10, Omachi, Kushiro, Hokkaido	
(3) Job title and name of representative	Taro Nakajima, President, and CEO	
(4) Description of business	Real estate rental business	
(5) Share capital	70.7 million yen	
(6) Date of establishment	July 31, 1943	
(7) Net assets	515 million yen (Fiscal year ending March 31, 2024)	
(8) Total assets	849 million yen (Fiscal year ending March 31, 2024)	
(9) Relationship between the Company and said company	Capital relationship	Not Applicable
	Personnel relationship	Not Applicable
	Business relationship	Not Applicable
	Related party relationship	Not Applicable

(1) Name	AOI CONSTRUCTION CO., LTD.
(2) Location	15-17, Zaimokucho, Kushiro, Hokkaido

(3)	Job title and name of representative	Kenichi Omizu, President, and CEO	
(4)	Description of business	Civil engineering, building construction, scaffolding and earthworks, steel structures, pavement works, drenching works, water supply facilities works, demolition works	
(5)	Share capital	99.8 million yen	
(6)	Date of establishment	March 16, 1951	
(7)	Net assets	1,694 million yen (Fiscal year ending May 30, 2024)	
(8)	Total assets	2,373 million yen (Fiscal year ending May 30, 2024)	
(9)	Major shareholders and ownership ratios	DAIEI SANGYO CO., LTD. 39.1%	
(10)	Relationship between the Company and said company	Capital relationship	Not Applicable
		Personnel relationship	Not Applicable
		Business relationship	Not Applicable
		Related party relationship	Not Applicable

(1)	Name	HOKKAIDO LEASING CO., LTD.	
(2)	Location	10-3, Minami1-jo nishi, Chuo-ku, Sapporo, Hokkaido	
(3)	Job title and name of representative	Naoki Matsunaga, President, and CEO	
(4)	Description of business	Leasing business	
(5)	Share capital	500 million yen	
(6)	Date of establishment	August 25, 1964	
(7)	Net assets	11.0 billion yen (Fiscal year ending March 31, 2024)	
(8)	Total assets	85.5 billion yen (Fiscal year ending March 31, 2024)	
(9)	Major shareholders and ownership ratios	THE HOKKAIDO BANK, LTD. 34.8%	
(10)	Relationship between the Company and said company	Capital relationship	Not Applicable
		Personnel relationship	Not Applicable
		Business relationship	Not Applicable
		Related party relationship	Not Applicable

(1)	Name	THE HOKKAIDO BANK, LTD.	
(2)	Location	2-5 Odori Nishi, Chuo-ku, Sapporo, Hokkaido	
(3)	Job title and name of representative	Yuji Kanema, President	
(4)	Description of business	Banking	
(5)	Share capital	93.5 billion yen	
(6)	Date of establishment	March 5, 1951	

(7)	Net assets	225.0 billion yen (Fiscal year ending March 31, 2024)	
(8)	Total assets	6,816.8 billion yen (Fiscal year ending March 31, 2024)	
(9)	Major shareholders and ownership ratios	Hokuhoku Financial Group, Inc. 100.0%	
(10)	Relationship between the Company and said company	Capital relationship	Not Applicable
		Personnel relationship	Not Applicable
		Business relationship	Not Applicable
		Related party relationship	Not Applicable

#### 4. Number of shares acquired, acquisition costs, and shareholding before and after acquisition

(1)	Number of shares held before the change	0 shares (Number of voting rights: 0 units) (Ratio of voting rights held: 0.0%)
(2)	Number of shares to be acquired	1,900 shares (Number of voting rights: 1,900 units) (Ratio of voting rights held: 100.0%)
(3)	Acquisition costs	Common shares of MOTOREN SAPPORO CO., LTD. ¥1,243 million
(4)	Number of shares held after the change	1,900 shares (Number of voting rights: 1,900 units) (Ratio of voting rights held: 100.0%)

#### 5. Timetable

(1)	Date of resolution at the meeting of the Board of Directors	March 26, 2025
(2)	Date of conclusion of the agreement	March 31, 2025
(3)	Date of commencement of share transfer	April 1, 2025 (scheduled)

(Millions of yen, unless otherwise noted)

#### 6. Future outlook

MOTOREN SAPPORO CO., LTD. will become a consolidated subsidiary of the Company as a result of this transaction, but the impact on the Company's consolidated results for the year ending 31 March 2025 will not be material. If any matters that require disclosure arise in the future, they will be disclosed as soon possible.

(Reference) Consolidated financial results forecasts for the current fiscal year (released on May 15, 2024) and actual consolidated results for the previous fiscal year

	Revenue	Operating profit	Profit before tax	Profit attributable to owners of parent
Consolidated financial results forecasts for the current fiscal year (Fiscal year ending March 31, 2025)	330,000	13,000	12,200	7,000
Actual consolidated results for the previous fiscal year (Fiscal year ending March 31, 2024)	311,604	12,008	11,458	6,697

(Millions of yen)

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.