

**September 28, 2026
Macnica Holdings, Inc.
TSE Prime 3132**

Notice of Agreement for the Acquisition of Shares in Elektronika, an Indian Semiconductor Distributor

Macnica, Inc. ("Macnica"), a consolidated subsidiary of the Company, has entered into an agreement to acquire a majority stake in Elektronika Sales Private Limited (headquartered in India; hereinafter referred to as the "Elektronika") as part of its strategy to expand its semiconductor and electronic components business in the Indian market. Accordingly, we hereby announce the details of this transaction as set forth below.

1. Background and Purpose

The Group is focused on providing high value-added distribution services in the semiconductor and electronic devices sector and positions overseas business expansion as one of its key growth strategies. India is expected to remain a high-growth market, driven not only by its potential as a large semiconductor consumption market, but also by its abundant engineering talent and government policies aimed at attracting manufacturing investment and fostering the semiconductor industry.

Elektronika has established a strong business foundation as a leading semiconductor distributor in India, offering a broad portfolio ranging from active components, such as integrated circuits and transistors, to passive components, including capacitors and resistors. In addition, the company is committed to demand creation and design support activities that generate new value by addressing customer challenges and market needs, particularly in the industrial, automotive, and electronics manufacturing services (EMS) sectors. Its strengths include advanced technical support capabilities and in-house R&D functions.

The industrial and automotive markets, which Macnica has identified as strategic growth areas, are highly complementary to Elektronika's key focus markets. Through this acquisition, the Group aims to strengthen its business foundation in India, a growing market, and enhance customer value by combining Elektronika's customer base, technical expertise, product portfolio, and engineering resources with the Group's global business platform.

2. Overview of Macnica, the Acquiring Company

(1) Company Name:	Macnica, Inc.
(2) Location:	Macnica Building 1, 1-6-3 Shin-Yokohama, Kohoku-ku, Yokohama, 222-8561, Japan
(3) Representative:	Kazumasa Hara, President and Representative Director
(4) Business activities:	Import, export, sales, development, and processing of semiconductor and electronic component products; development, import, export, and sales of electronic equipment and related accessories; and other related businesses
(5) Capital:	JPY 11,194,268,000
(6) Year established:	1972
(7) Major Shareholder and Share:	MACNICA HOLDINGS, INC. 100%

3. Overview of the Target Company for the Share Acquisition

(1) Name:	Elektronika Sales Private Limited
-----------	-----------------------------------

(2) Location:	Plot No. 31-A, Ambit Park Road, Ambattur Industrial Estate (South), Ambattur, Chennai – 600 058, Tamil Nadu, India.
(3) Representative:	Sunil Hasija and Suneet Hasija
(4) Business activities:	Distribution of semiconductors and electronic components, including ICs, transistors, diodes, capacitors, and resistors, primarily for the industrial equipment, automotive, and EMS markets
(5) Capital:	INR 10,000,000
(6) Year established:	2008

4. Number of Shares to be Acquired and Shareholding Status Before and After the Acquisition

(1) Number of Shares Held:	0 shares (Number of voting rights: 0) (Voting rights ownership ratio: 0.0%)
(2) Number of Shares to be Acquired:	666,000 shares (Number of voting rights: 666,000) (Voting rights ownership ratio: 66.6%)
(3) Acquisition Price:	The acquisition price is not disclosed in accordance with the confidentiality obligations agreed between the parties.
(4) Number of Shares Held After the Acquisition:	666,000 shares (Number of voting rights: 666,000) (Voting rights ownership ratio: 66.6%)

5. Schedule

(1) Execution Date of Share Purchase Agreement:	September 24, 2026
(2) Closing Date of Share Acquisition:	Late October, 2026 (scheduled)

6. Future Outlook

The impact of this transaction on the Company's consolidated financial performance is expected to be immaterial. Should any matters requiring further disclosure arise, the Company will promptly make an announcement.

About Macnica

Macnica (TSE Prime 3132) is a technology trading company, comprehensively handling advanced technologies through core business areas in semiconductors and cybersecurity. In addition to its semiconductor and cybersecurity businesses, which focus on adding value through technical support and sales, Macnica's CPS Solutions business is expanding beyond a traditional trading company framework to developing and selling its own products and services, focusing on 5 key themes: smart manufacturing, smart city/mobility, healthcare, circular economy, and food/agritech.

Please address any enquiries regarding this matter to:

MACNICA HOLDINGS, INC. <https://holdings.macnica.co.jp/en/>

IR Office E-mail: mac-ir@macnica.co.jp

Macnica Building 1, 1-6-3 Shin-Yokohama, Kohoku-ku, Yokohama, 222-8561, Japan