

December 9, 2022

Company name: APAMAN Co., Ltd.
Representative: Koji Omura, President and CEO
Securities code: 8889 (TSE Standard)
Inquiries: Masahiro Takata, Deputy Executive
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TEL: +81-570-058-889

Notice of Expected Change in Major Shareholder and Largest Shareholder and of Acquisition of APAMAN Stock by OHMURA

Expects the following change in its major shareholder and largest shareholder to occur on December 12, 2022. In addition, as is explained separately, OHMURA Co., Ltd. has notified APAMAN of its intention to acquire APAMAN stock. The transfer of this stock involves more than 5% of all APAMAN voting rights. As a result, APAMAN is announcing this action as follows because the transfer is a “government ordinance-prescribed stock accumulation action that is equivalent to a tender offer” as prescribed in Article 167-1 of the Financial Instruments and Exchange Act and in Article 31 of the Enforcement Order of the Financial Instruments and Exchange Act.

In accordance with a request received by APAMAN from OHMURA, this press release also serves as a public announcement as prescribed in Article 30-1-4 of the Enforcement Order of the Financial Instruments and Exchange Act.

1. Summary of changes in major shareholders

On December 12, 2022, APAMAN received notification of the intention of major shareholder Koji Omura, who is the president and CEO of APAMAN, and three other individuals to have OHMURA, an asset management company owned by Mr. Omura, acquire their APAMAN stock through an investment in kind. Consequently, APAMAN expects a change in the company’s major shareholder and largest shareholder.

2. Summary of changes in major shareholders

(1) New major shareholder and largest shareholder

1) Name	OHMURA Co., Ltd.
2) Location	8-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo
3) Representative	Koji Omura, Representative Director
4) Business	Securities ownership, investments, transactions and other activities
5) Capital	100 thousand yen

(2) Individual no longer a major shareholder and largest shareholder

1) Name	Koji Omura
2) Location	Minato-ku, Tokyo
3) Relationship with APAMAN	President and CEO of APAMAN

3. Number of voting rights and shares held and percentage of total voting rights

(1) OHMURA Co., Ltd.

	Number of voting rights	Percentage of total voting rights*	Shareholder ranking
Before change (September 30, 2022)	10,636 (1,063,600 shares)	5.99%	3rd
After change	51,138 (5,113,840 shares)	28.81%	1st

(2) Koji Omura

	Number of voting rights	Percentage of total voting rights*	Shareholder ranking
Before change (September 30, 2022)	40,010 (4,001,060 shares)	22.54%	1st
After change	792 (79,200 shares)	0.44%	-

Notes: 1. The percentages of total voting rights are based on 18,358,060 shares issued as of September 30, 2022 minus 609,760 shares that do not have voting rights, resulting in a total of 177,483 voting rights.

2. Figures for the percentage of total voting rights are rounded down to the nearest second decimal place.

4. Date of change

December 12, 2022

5. Outlook

OHMURA is the asset management company of Koji Omura, who is the president and CEO of APAMAN. Notification has been received by APAMAN that OHMURA plans to be a long-term holder of APAMAN stock. This change in the major shareholder and largest shareholder will have no effect on the management of APAMAN. In addition, OHMURA will not be designated an “other affiliated company” because OHMURA is an asset management company.

December 9, 2022

Company name: OHMURA Co., Ltd.
Representative: Koji Omura, Representative Director
Inquiries: Rumiko Miyasaka
TEL: +81-3-6551-2021

Notice of Acquisition of Shares

For the purpose of long-term stable holding, OHMURA Co., Ltd. has decided to acquire shares of APAMAN Co., Ltd. from Koji Omura, a shareholder of APAMAN, and his three relatives as of December 12, 2022.

This acquisition of shares falls under the “government ordinance-prescribed stock accumulation action that is equivalent to a tender offer” as prescribed in Article 167-1 of the Financial Instruments and Exchange Act and in Article 31 of the Enforcement Order of the Financial Instruments and Exchange Act. Details are as follows.

Details of acquisition

- | | |
|--------------------------------------|--------------------------------|
| 1. Stock code | 8889/ TSE Standard |
| 2. Trade name | APAMAN Co., Ltd. |
| 3. Acquisition date (tentative) | December 12, 2022 |
| 4. Number of shares to be acquired | Common stock: 4,050,240 shares |
| 5. Percentage of total voting rights | 22.82% |

Notes: 1. The percentage of total voting rights are based on 18,358,060 shares issued as of September 30, 2022 minus 609,760 shares that do not have voting rights, resulting in a total of 177,483 voting rights.

2. Figures for the percentage of total voting rights are rounded down to the nearest second decimal place.