July 11, 2023

Company name: DRAFT Inc.
(Code number: 5070, Growth market of the Tokyo Stock Exchange)
Representative: Taiju Yamashita, Representative Director
Contact: Hisataka Kumagawa, Senior Corporate Officer
(Telephone: +81-3-5412-1001)

Notice of change in major shareholders, largest shareholder, and controlling shareholder (excluding parent company), and acquisition of Company shares (securities code 5070) by TDA Inc.

Effective July 18, 2023, DRAFT Inc. expects changes in its major shareholders, largest shareholder, and controlling shareholder (excluding the parent company), as described below. In addition, the Company has received notice from TDA Inc. (hereinafter "TDA") that it will acquire shares in the Company as described in the attached document. This acquisition of shares constitutes an acquisition of 5% or more of the voting rights of the Company and constitutes an “act of buying-up prescribed by a Cabinet Order as an act similar to a tender offer" as stipulated in Article 167, Paragraph 1 of the Financial Instruments and Exchange Act and Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act. We hereby announce the details as follows.

This document also serves as a public announcement made pursuant to Article 30, Paragraph 1, Item 4 of the Order for Enforcement of the Financial Instruments and Exchange Act, based on a request made by TDA (the Share Acquirer) to the Company (the target company of the Acquisition).

1. Background of the change

The Company received notice from Mr. Taiju Yamashita (Representative Director of the Company), a major shareholder of the Company, that he plans to transfer his shareholding in the Company to TDA, his asset management company, effective July 18, 2023, by way of an in-kind contribution. As a result, there will be a change in the Company's major shareholders, largest shareholder, and controlling shareholder (excluding the parent company).

2. Outline of shareholders to be changed

(1) Shareholder newly becoming major shareholder, largest shareholder, and controlling shareholder (excluding parent company)

(1) Name	TDA Inc.	
(2) Address	MA5, 5-6-19 Minami-Aoyama, Minato-ku, Tokyo	
(3) Title and name of representative	Taiju Yamashita, Representative Director	
(4) Business description	Ownership, management, purchase and sale of securities, real estate and other assets	
(5) Capital stock	3,500,000 yen (as of March 31, 2023)	
(6) Establishment date	June 30, 2017	
(7) Net assets	30,432,558 yen (as of March 31, 2023)	
(8) Total assets	66,310,665 yen (as of March 31, 2023)	
(9) Major shareholders and shareholding ratio (as of July 11, 2023)	Taiju Yamashita	100%
(10) Relationship between listed company and shareholder		
	Capital relationships	As of June 30, 2023, this shareholder owns 2,000,000 shares of the Company's stock (shareholding ratio: 19.93%).
	Personnel relationships	Taiju Yamashita, representative director of the Company, concurrently serves as representative director of the said shareholder.
	Business relationships	There is no notable business relationship between the Company and the shareholder.

(2) Shareholder who will cease to be major shareholder, largest shareholder, or controlling shareholder (excluding parent company)

(1) Name	Taiju Yamashita
(2) Address	Naka-ku, Yokohama City, Kanagawa Prefecture
(3) Relationship with the Company	Representative director

3. Number and percentage of voting rights held by the shareholders before and after the change

(1) TDA

	Attribute	Number of voting rights (percentage of voting rights held) (Note)			Major shareholder rank
		Direct ownership	Combined ownership	Total	
Before (As of June 30, 2023)	Major shareholder	20,000 (19.93%)	—	20,000 (19.93%)	2
After	Major shareholder, largest shareholder, and controlling shareholder (excluding parent company)	51,650 (51.46%)	—	51,650 (51.46%)	1

(2) Taiju Yamashita

	Attribute	Number of voting rights (percentage of voting rights held) (Note)			Major shareholder rank
		Direct ownership	Combined ownership	Total	
Before (As of June 30, 2023)	Major shareholder, largest shareholder, and controlling shareholder (excluding parent company)	37,740 (37.60%)	20,000 (19.93%)	57,740 (57.53%)	1
After	—	6,090 (6.07%)	—	6,090 (6.07%)	2

Note 1: The percentage of voting rights held is calculated using the number of voting rights of all shareholders of the Company (100,364) as of June 30, 2023 as the denominator (rounded to two decimal places).

Note 2: The Company's share trading unit is 100 shares.

4. Scheduled date of change

July 18, 2023

5. Changes in unlisted parent companies, etc. subject to disclosure

TDA is not a parent company of the Company as it is an asset management company of Mr. Taiju Yamashita, representative director of the Company.

6. Future outlook

TDA has notified the Company that it plans to hold the shares as a stable shareholder over the long term. There will be no impact on the Company's management structure and business performance as a result of this change.

End

(Attachment)

July 11, 2023

To all whom it may concern

Company name TDA Inc.
Representative Taiju Yamashita, Representative Director

Notice of acquisition of shares

TDA Inc. has decided to acquire shares of DRAFT Inc. (hereinafter "DRAFT") from Mr. Taiju Yamashita, its shareholder, on July 18, 2023, for the purpose of holding the shares stably over a long period of time. This acquisition constitutes an “act of buying-up prescribed by a Cabinet Order as an act similar to a tender offer" as stipulated in Article 167, Paragraph 1 of the Financial Instruments and Exchange Act and Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act. We hereby announce the details as follows.

Details of matters related to the acquisition

1.	Securities code	5070 (TSE Growth)
2.	Security name	DRAFT Inc.
3.	Date of acquisition (scheduled)	July 18, 2023
4.	Number of shares to be acquired	3,165,000 shares
5.	Percentage of total shareholder voting rights	31.54%

Note: The percentage of voting rights held is calculated using the number of voting rights of all shareholders of DRAFT Inc. (100,364) as of June 30, 2023 as the denominator (rounded to two decimal places).

End