This filing was originally prepared and published by the company in Japanese as it contained timely disclosure information to be submitted to the Tokyo Stock Exchange. The English translation is for your reference only. To the extent that there is any discrepancy between this English translation and the original Japanese filing, the Japanese filing will prevail.

November 25, 2024

Financial Release

Corporate Name ValueCommerce Co., Ltd.
Representative Jin Kagawa, Representative Director, President and CEO
Ticker Symbol 2491
Inquiries Masatomo Endo, Director of the Board, CFO
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Notice Regarding the Commencement of Consideration of an Absorption-Type Merger With the Subsidiary Dynatech inc.

ValueCommerce Co., Ltd. (the "Company") hereby announces that it has commenced consideration of an absorption-type merger with the Company's wholly owned subsidiary Dynatech inc.

1. Purpose of Considering the Merger

Although the Group has promoted the Travel Tech Business centered on Dynatech inc., which provides solutions for accommodation facilities, the Company commenced consideration of the merger in order to accelerate decision-making, flexibly allocate management resources and promote business investment, aiming for further expansion of the Travel Tech Business in the future by providing total solutions for accommodation facilities.

2. Overview of the Subject Subsidiary

(1) Name	Dynatech inc.
(2) Location	1-3 Kioicho, Chiyoda-ku, Tokyo
(3) Name and title of representative	Masahiro Awa, Representative Director, President
(4) Description of business	Development and sale of reservation systems, accommodation management systems, etc. for accommodation facilities
(5) Capital	100 million yen
(6) Date of incorporation	August 28, 1987
(7) Major shareholders and shareholding ratios	ValueCommerce Co., Ltd. 100%

3. Future Plans

The Company will consider an absorption-type merger with a merger date of April 1, 2025 (planned), in which the Company is the surviving company and Dynatech inc. is the disappearing company. Details regarding the merger will be promptly announced as soon as they are determined.

Since the disappearing company is a wholly owned subsidiary of the Company, the impact of the merger on the consolidated financial results is expected to be minor. In addition, in the event that it becomes clear that the merger will have a significant impact on the consolidated financial results, the Company will promptly make an announcement.