September 19, 2024

Company: INFORICH INC.
Representative: President & CEO, Hironobu Akiyama
(TSE Growth Market, Code: 9338)
Inquiries: Director & CFO, Yuki Hashimoto
Email: ir@inforichjapan.com

Notice Regarding Acquisition of Shares of ChargeSpot Digital Service Co. Ltd. and Associated Funding

INFORCH INC. (the "Company") hereby announces that it has resolved, at a meeting of the Board of Directors held on September 19, 2024, to acquire 100% shares of ChargeSpot Digital Service Co. Ltd. (Headquarters: Taiwan, hereinafter referred to as "Digital Company"), a company that franchises our service ChargeSPOT in Taiwan, making it a subsidiary, and to secure funding through a loan, as detailed.

1. Reason for the acquisition of shares

Under the mission of "Bridging Beyond Borders," the Company aims to introduce international business models to Japan and extend Japan's technological prowess overseas. Since the launch of our service in 2018, we have been operating the mobile battery-sharing service "ChargeSPOT" in Japan, Hong Kong, and China (partly franchised in China), and have expanded our franchise operations to Taiwan, Thailand, Singapore, and Macau. In the second quarter of 2024, the results of Ezycharge (Australia) were consolidated after the stock acquisition announced in March, and we have begun aligning operations.

In Taiwan, the franchise deployment of "ChargeSPOT" commenced in 2019, and as of the end of June 2024, the number of installed units has increased to approximately 8,700. Digital Company, with more than 200,000 monthly active users, has gained significant recognition within Taiwan.

By making Digital Company, which has managed the franchise operations in Taiwan, a subsidiary, we aim to develop a synergistic relationship for expanding the market not only in Taiwan but globally. Together with global personnel with a deep knowledge of ChargeSPOT, who have achieved service launches in Taiwan, we will continue to work on expanding our group's international presence. Additionally, we expect that this exit example will serve as an incentive for new franchisees to join in the future.

2. Overview of ChargeSpot Digital Service Co. Ltd.（Digital Company）

Digital Company has extensively deployed "ChargeSPOT" in convenience stores, restaurants, bars, and public transportation, primarily in Taipei City. Having turned profitable in 2023, Digital

Company continues to attract a steady influx of new users, and we anticipate further profit growth in the future.

(1)	Company name	ChargeSpot Digital Service Co., Ltd.	
(2)	Location	5F.-1, No. 358, Sec. 2, Bade Rd., Songshan Dist., Taipei City 105 , Taiwan (R.O.C.)	
(3)	Title and name of the representative	CEO: Chiang Chien Cheng	
(4)	Business description	Operation of the mobile battery-sharing service in Taiwan	
(5)	Capital amount	TWD 94,809,170	
(6)	Date of incorporation	February 1, 2019	
(7)	Major shareholders and shareholding ratios	ChargeSPOT Taiwan Limited (100%)	
(8)	Relationship between the Company and the Digital Company	Capital relationship	There are no notable capital relationships between the Company and the Digital Company.
		Personnel relationship	There are no notable personnel relationships between the Company and the Digital Company.
		Transactional Business relationship	Inforich Asia Holdings Limited, a wholly-owned subsidiary of the Company, has entered into a franchise agreement with the Digital Company.

(9) Operating results and financial positions of Digital Company for the last three years (TWD)

As of / Fiscal year ended	Fiscal year ending December 2021	Fiscal year ending December 2022	Fiscal year ending December 2023
Net assets	△36,205,011	12,650,436	22,256,553
Total assets	71,269,477	96,116,127	106,123,981
Net assets per share	△1.8	0.6	1.0
Net sales	28,539,761	90,893,828	137,350,980
Operating profit	△28,368,956	△7,431,137	14,778,327
Ordinary profit	△24,538,520	△7,952,958	11,196,709
Net profit attributable to owners of parent	△24,473,011	△11,374,473	9,606,117
Earnings per share	△1.2	△0.5	0.4
Dividend per share	—	—	—

3. Overview of the Counterparty to the acquisition of shares

(1)	Company name	ChargeSPOT Taiwan Limited

(2)	Location	RM 2, 12/F, Cammer Commercial Building 30-32 Cameron Road TSIM SHA TSUI, Hong Kong	
(3)	Title and name of the representative	Chairman: Chiang Chien Cheng	
(4)	Business description	Subsidiary management	
(5)	Capital amount	US$ 3,367,246.49	
(6)	Date of Incorporation	October 25, 2019	
(7)	Net assets	US$ 2,210,745.87	
(8)	Total assets	US$ 2,224,428.12	
(9)	Major shareholders and shareholding ratios	Chiang Chien Cheng (55.50%) , Officer Shareholders (21.69%), Others (22.81%)	
(10)	Relationship between the Company and the Counterparty	Capital relationship	The Company holds a 0.96% stake in the Counterparty.
		Personnel relationship	There are no notable personnel relationships between the Company and the Counterparty.
		Transactional Business relationship	There are no notable transactional business relationships between the Company and the Counterparty.
		Related party relationship	Not applicable.

4. Number of shares to be acquired, Acquisition costs, and Shareholdings before and after the acquisition

(1)	Number of shares held before the transfer	0 shares (Number of voting rights: 0 units) (Ratio of voting rights held: 0%)
(2)	Number of shares to be acquired	22,493,639 shares (Number of voting rights: 22,493,639 units)
(3)	Acquisition costs	Common shares of ChargeSpot Digital Service Co., Ltd. ¥2,670 million Advisory fees, etc. (Estimated amount) ¥16 million Total (Estimated amount) ¥2,686 million
(4)	Number of shares to be held after the transfer	22,493,639 shares (Number of voting rights: 22,493,639 units) (Ratio of voting rights held: 100%)

※ The acquisition price will be finalized in February 2025, based on the EBITDA results for the fiscal year 2024.

※ The cost of acquiring the shares is converted from Taiwanese dollars to Japanese yen (1 Taiwanese dollar = 4.46 yen as of September 10, 2024).

5. Schedule

(1)	Date of resolution at the meeting of the Board of Directors	September 19, 2024
(2)	Date of execution of the Share Purchase Agreement (planned)	September 19, 2024
(3)	Date of commencement of share transfer (planned)	September 30, 2024 (planned)

6. Borrowing of Funds

The Company plans to secure the following borrowings with this share acquisition.

（1）Purpose of funds	For the acquisition of shares in Digital Company
（2）Lender	Sumitomo Mitsui Banking Corporation
（3）Loan amount	2,670 million yen (planned)
（4）Loan period	7 years (planned)
（5）Interest rate	Base rate + Spread
（6）Repayment method	Equal installments
（7）Collateral/Guarantee	Unsecured/Unguaranteed
（8）Contract Conclusion Date	September 26, 2024 (planned)
（9）Loan Execution Date	September 30, 2024 (planned)

7. Future outlook

As a result of this share acquisition, Digital Company is expected to become a consolidated subsidiary during the fourth quarter of this fiscal year. We anticipate that the impact of this acquisition on our group's consolidated business performance and financial condition for the fiscal year ending December 2024 will be minimal. However, should any significant financial impact arise due to substantial changes in business conditions, the matters will be promptly disclosed.

We are currently evaluating the impact on the business performance for the next fiscal year and beyond, and specific figures are not yet available at this time. However, the consolidation of Digital Company will positively impact our revenue. We plan to disclose the impact on operating profit once the amount of goodwill and the amortization period are determined.

(Reference) Consolidated financial results forecasts for the current fiscal year (released on February 14, 2024) and actual consolidated results for the previous fiscal year

(million Yen)

	Consolidated net sales	Consolidated operating profit	Consolidated ordinary profit	Net profit attributable to owners of parent
Consolidated financial results forecasts for the current fiscal year (Fiscal year ending December, 2024)	10,011	1,635	1,515	1,514
Actual consolidated results for the previous fiscal year (Fiscal year ended December, 2023)	7,681	603	633	571