October 31, 2024

Company: INFORICH INC.
Representative: President & CEO, Hironobu Akiyama
(TSE Growth Market, Code: 9338)
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Notice Regarding Acquisition of Trim 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 October 31, 2024, to acquire 73.06% shares of Trim Co., Ltd. (HQ: Yokohama, Kanagawa Prefecture, hereinafter referred to as Trim), which manufactures and sells the fully private baby care rooms "mamaro", and to make 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.

"mamaro," manufactured and sold by Trim Co., Ltd., is a fully private baby care room that can be used by anyone regardless of gender. It is used for breastfeeding, diaper changing, and feeding baby food, and is primarily installed in commercial facilities, public facilities, train stations, and leisure spots. As of the end of September 2024, a total of 793 units have been installed and the cumulative usage numbers reached 1 million times in September 2024. Due to its compact size of about one tatami mat, it can be installed in various locations. Inside the baby room, there is a monitor that can be used for advertising purposes. According to Trim's estimates, the Total Addressable Market (TAM) for "mamaro" in Japan is expected to be 250,000 units. With continuous support from both the government and private sector for child-rearing support, the number of installations is expected to increase.

ChargeSPOT and "mamaro" are services that are needed in similar locations and by users of similar age groups. By expanding into locations where INFORICH has already established a presence, we aim to increase the number of installations. We also plan to consider global expansion, particularly in areas where ChargeSPOT is already operational. Additionally, by leveraging our relationships with overseas partner factories that we have built over time, we

expect to reduce manufacturing costs and achieve synergies in both revenue growth and cost reduction.

In our medium-term business plan "VISION2030," disclosed in August 2023, we announced our aim to develop platform services and expand ChargeSPOT in Japan and overseas to explore new revenue opportunities. These platform services, built on the network of installation sites and users cultivated domestically and internationally, include "Marketing Solutions," which focus on advertising through digital signage; "ShareSPOT," which aims to build a platform for sharing services; "Gamification," which involves collaboration with games; and "Cross-Border initiatives," which creates new experiences through collaboration between Japanese and Asian venture companies, businesses from different industries, partners, and user groups. The subsidiary acquisition of Trim Co., Ltd. is positioned as part of our Cross-Border initiatives.

"mamaro" contributes to improving the child-rearing environment by breaking down barriers to outings with small children and addressing the gender-specific nature of traditional nursing rooms, which are often exclusively for women. This aligns with INFORICH's mission of "Bridging Beyond Borders." Together with Trim Co., Ltd., we will pursue cross-border initiatives toward realizing "VISION2030."

2. Overview of Trim Co., Ltd. (Trim)

Trim Co., Ltd. manufactures and sells the fully private baby care room "mamaro" with the mission of "Providing a Better Child-Rearing Environment."

(1)	Company name	Trim Co., Ltd.	
(2)	Location	16 Suwa-cho, Naka-ku, Yokohama, Kanagawa Prefecture	
(3)	Title and name of the representative	Representative Director, Yusuke Hasegawa	
(4)	Business description	Design, Manufacture, Sale, and Operation of the Baby Care Room "mamaro"	
(5)	Capital amount	100million yen	
(6)	Date of incorporation	November 2, 2015	
(7)	Major shareholders and shareholding ratios	Yusuke Hasegawa 45.50% Healthcare New Frontier Investment Business Limited Partnership: 17.01% Hope Co., Ltd.: 11.18% (Yusuke Hasegawa is expected to consolidate holdings to 93.06% by the closing date)	
(8)	Relationship between the Company and said comapany	Capital relationship	There are no notable capital relationships between the Company and said company.
		Personnel relationship	There are no notable personnel relationships between the Company and said company.

	Transactional Business relationship	There are no notable Transactional Business relationships between the Company and said company.

(9) Operating results and financial positions of Trim for the last three years

As of / Fiscal year ended	Fiscal year ending October 2021	Fiscal year ending October 2022	Fiscal year ending October 2023
Net assets	△80,862,076	△146,013,407	△31,354,838
Total assets	266,544,264	163,529,902	269,524,505
Net assets per share	△67.02	△121.02	△25.98
Net sales	170,011,561	215,749,208	372,927,432
Operating profit	△88,763,478	△73,497,079	117,405,857
Ordinary profit	△89,908,552	△64,782,388	114,963,051
Earnings	△98,262,094	△65,151,331	114,658,569
Earnings per share	△81.44	△54.00	95.03
Dividend per share	0	0	0

3. Overview of the Counterparty to the acquisition of shares

(1)	Name	Yusuke Hasegawa
(2)	Address	Yokohama, Kanagawa
(3)	Relationship between the Company and said person	There are no reportable relationships between the Company and said person.

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 share (Number of voting rights: 0 unit) (Ratio of voting rights held: 0%)
(2)	Number of shares to be acquired	881,479 shares (Number of voting rights: 881,479 units)
(3)	Acquisition costs	Common shares of Trim Co., Ltd. ¥950 million Advisory fees, etc. (Estimated amount) ¥65 million Total (Estimated amount) ¥1,015 million
(4)	Number of shares to be held after the transfer	881,479 shares (Number of voting rights: 881,479 units) (Ratio of voting rights held: 73.06%)

※ After confirming the acquisition of 73.06%, we aim to increase the ownership ratio to 80% by the end of 2024 by conducting a squeeze-out of shares owned by shareholders other than Yusuke Hasegawa.

5. Schedule

(1)	Date of resolution at the meeting of the Board of Directors	October 31, 2024
(2)	Date of execution of the Share Purchase Agreement	October 31, 2024
(3)	Date of commencement of share transfer	November 8, 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 Trim
(2) Lender	MUFG Bank, Ltd.
(3) Loan amount	950 million yen
(4) Loan period	7 years (planned)
(5) Interest rate	Fixed interest rate based on market rates
(6) Repayment method	Equal installments
(7) Collateral/Guarantee	Unsecured/Unguaranteed
(8) Contract Conclusion Date	November 8, 2024 (planned)

（9）Loan Execution Date	November 15, 2024 (planned)

7. Future outlook

As a result of this share acquisition, Trim is expected to become a consolidated subsidiary at the end of the fourth quarter of the fiscal year ending December 2024. 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 Trim 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