

July 25, 2025

To Whom It May Concern

Company: Metaplanet Inc.  
Representative: Representative Director  
Simon Gerovich  
(TSE Standard 3350)  
Contact: IR Director Miki Nakagawa  
Tel: 03-6772-3696

### **Establishment of U.S. Holding Subsidiary and Share Transfer by Way of Contribution in Kind**

Metaplanet Inc. (the “Company”) announces that its Board of Directors has resolved to establish a new wholly-owned holding subsidiary in Florida, United States, and to transfer all shares of Metaplanet Treasury Corp. (USD 715,500,000) to the new subsidiary by way of a contribution in kind, as part of the Company’s ongoing efforts to enhance its international corporate structure and Bitcoin treasury operations.

#### **1. Background and Purpose of Subsidiary**

Pursuant to our disclosure on May 1, 2025 “Establishment of Wholly-Owned U.S. Subsidiary,” we established Metaplanet Treasury Corp. to expand and accelerate our Bitcoin treasury operations activities in the United States. In furtherance of this strategy, the Company has now established Metaplanet Holdings, Inc., a U.S. holding company headquartered in Florida, which will serve as the immediate parent of Metaplanet Treasury Corp.

This new structure enables more effective management of Metaplanet’s U.S. operations and is designed to support the Company’s expanding role as a global Bitcoin Treasury leader. In particular, the holding structure enhances the Company’s ability to mitigate risk across operating entities and increases strategic flexibility as its U.S. activities evolve.

The Company anticipates that Metaplanet Holdings, Inc. will soon establish a second subsidiary focused on derivatives-related operations as part of its broader income generation strategy. This structural enhancement enables a clear separation of the income generation business and related risk from core treasury operations, in alignment with risk management best practices.

#### **2. Company Details**

(1) Company Name:	Metaplanet Holdings, Inc.
(2) Address:	Miami, Florida, USA
(3) Representatives:	Director Simon Gerovich Director Dylan LeClair
(4) Business:	Holding-company and strategic oversight functions
(5) Capital:	USD 715,500,000 (up to USD 5,000,000,000)
(6) Establishment Date:	July 2025
(7) Major Shareholders:	Metaplanet Inc. (100.00%)

### 3. Details of Share Transfer

Metaplanet Inc. will contribute all of its shares in Metaplanet Treasury Corp. (total contribution value: USD 715,500,000) to Metaplanet Holdings, Inc. by way of a contribution in kind. There will be no change to the Company's consolidated ownership over Metaplanet Treasury Corp. as a result of this transaction.

### 4. Future Outlook

The Company expects no material impact on its consolidated financial results for the fiscal year ending December 31, 2025. Should any matter arise that warrants timely disclosure, the Company will make such disclosures without delay in accordance with the rules and regulations of the Tokyo Stock Exchange.