



July 6, 2026

Company name: NS Group, Inc.
Representative name: Representative Director, CEO Takayuki Otsuka,
(Code No.: 471A TSE Prime Market)
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Notice Concerning Acquisition of Shares of alpha (To Make It A Subsidiary)

NS Group, Inc. (Head office: Kita-ku, Osaka City, Osaka Prefecture, Representative Director, CEO: Takayuki Otsuka, hereinafter the “Company”) hereby announces that at the meeting of the Board of Directors held on July 6, 2026, the Company resolved to acquire shares of alpha (Head office: Kagoshima City, Kagoshima Prefecture, Representative Director: Yoshio Ugawa, hereinafter “alpha”) to make it a wholly-owned subsidiary. The company will become a specified subsidiary as its share capital exceeds 10% of the Company’s share capital.

1. Reason for acquisition of shares

The Company has provided rent guarantee services for 29 years since the dawn of the industry through its subsidiary Nihon Safety Co., Ltd. (hereinafter, together with the Company, the “Group”). The Group is the leading company in the rent guarantee industry, with an agent network of approximately 66,000 partner agencies, the largest in the industry. With the “expansion of the existing rent guarantee business” included as one of the growth strategies in the medium-term business plan announced in November 2025, we are striving to expand our business base by not only organic growth but also M&A of medium-sized rent guarantee companies.

Founded in 2004, alpha is a rent guarantee company with a track record of more than 20 years and has a solid business foundation, particularly in the Kyushu . It has built a network of approximately 5,500 agents, providing community-based services.

With this acquisition of shares, the Group will have business bases in the entire Kyushu area. In addition to the customer base that alpha has cultivated in the Kyushu area and its community-based sales capabilities, the Group will support initiatives to enhance alpha’s corporate value, thereby strengthening the Group’s competitiveness in the Kyushu region.

Going forward, the Group will continue to expand the rent guarantee business and further improve its efficiency and capabilities, aiming to establish its No. 1 position in the industry.

2. Overview of the subsidiary to be acquired (alpha)

(1) Name	alpha		
(2) Location	15-15 Terukuni-cho, Kagoshima City, Kagoshima Prefecture		
(3) Position and name of representative	Yoshio Ugawa, Representative Director, CEO		
(4) Business description	Rent guarantee business		
(5) Share capital	50 million yen		
(6) Date of establishment	September 10, 1982		
(7) Major shareholders and percentage of shareholding	Four individual shareholders: 100%		
(8) Relationship between the listed company and the company concerned	Capital relationship	Not applicable.	
	Personal relationship	Not applicable.	
	Business relationship	Not applicable.	
(9) Operating results and financial position of the company concerned in the last three years			
Accounting period	Fiscal year ended August 31, 2023	Fiscal year ended August 31, 2024	Fiscal year ended August 31, 2025
Net assets	1,291 million yen	1,362 million yen	1,407 million yen
Total assets	2,056 million yen	2,185 million yen	1,846 million yen
Net assets per share	1,291,144 yen	1,362,476 yen	1,406,566 yen
Net sales	1,444 million yen	1,458 million yen	1,442 million yen
Operating profit	57 million yen	10 million yen	△10 million yen
Ordinary profit	101 million yen	2 million yen	△26 million yen
Profit	130 million yen	71 million yen	44 million yen
Profit per share	130,317 yen	71,332 yen	44,090 yen
Dividend per share	0 yen	0 yen	0 yen

3. Overview of counterparties to the share acquisition

(1) Name	Four individual shareholders
(2) Address	As the counterparties are individuals, we have decided not to disclose this information following consultations with them.
(3) Relationship between the listed company and the individuals concerned	There is no capital, personal, or business relationships. They do not fall under related parties, either.

4. Number of shares acquired, acquisition price and the status of shares held before and after acquisition

(1) Number of shares held before the acquisition	-- shares (Percentage of voting rights owned: --%)
(2) Number of shares acquired	1,000 shares (Number of voting rights: 1,000 units)
(3) Acquisition price	While the acquisition price is not disclosed because the counterparties to the share acquisition are individuals and they have strongly requested not to, it was agreed based on an objective and reasonable valuation conducted by an independent third party. The acquisition price is less than 15% of the amount of consolidated net assets.
(4) Number of shares held after the acquisition	1,000 shares (Number of voting rights: 1,000 units) (Percentage of voting rights owned: 100%)

5. Schedule

(1) Date of Board resolution	July 6, 2026
(2) Date of concluding contract	July 6, 2026
(3) Date of share transfer	July 17, 2026 (plan)

6. Impact on consolidated financial results for fiscal year ending December 31, 2026

We expect this acquisition to have only a minimal impact on our consolidated financial results. Should any matter requiring disclosure arise in the future, we will promptly announce it.