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May 21, 2026

To Whom It May Concern

Company Name: SENKO Group Holdings Co., Ltd.
President and Representative Director: Yasuhisa Fukuda
(Securities Code: 9069; Tokyo Stock Exchange Prime Market)
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Notice Regarding Establishment of Third-Party Committee Concerning Acquisition of Treasury StockExceeding the Amount Available for Distribution

The Company resolved to acquire treasury stock (hereinafter referred to as the ""Acquisition"") at a meeting of the Board of Directors held on December 4, 2025, and completed the Acquisition on December 5, 2025, as stated in the "" Notice Concerning the Results of Acquisition of Treasury Stock and Completion of Acquisition through Off-Auction Treasury Stock Purchase Trading System (ToSTNeT-3)"" dated December 5, 2025. However, it has now been determined that the Acquisition resulted in exceeding the amount available for distribution calculated in accordance with the Companies Act and the Regulation on Corporate Accounting (hereinafter referred to as the ""Excess"").

In response to this, the Company's Board of Directors has resolved to establish a third-party committee composed of external attorneys as described below, and to conduct an external investigation by said committee, in order to investigate the facts regarding the Excess, clarify its causes, and consider future responses and policies for preventing recurrence.

Details

1. Background of Discovery

During the process of reconfirming the amount available for distribution after the announcement of financial results for the fiscal year ended March 2026, it was discovered that the amount available for distribution at the time of the Acquisition (4,464,200 shares acquired, total acquisition price of approximately 8,499 million yen) was 5,576 million yen, and the acquisition price exceeded the amount available for distribution by approximately 2,923 million yen.

2. Establishment of Third-Party Committee

The Company has established a third-party committee consisting of three external attorneys as of today, as follows. The committee members are as follows.

Chairperson	Keishiro Tashiro, Attorney (Partner, TMI Associates)
Member	Kumiko Yoshii, Attorney and Certified Public Accountant (Partner, TMI Associates)

Member Shun Yamaguchi, Attorney and Certified Public Accountant (Partner, TMI Associates)

*Each committee member has no special interest relationship with the Company.

3. Purpose of Establishing the Third-Party Committee

To investigate the facts regarding the Acquisition, clarify the causes of the Excess, receive recommendations for future responses and measures to prevent recurrence, and consider future policies for the Company.

4. Response to Share Transferors

We will not request the return of transfer proceeds or any other measures from the share transferors in the Acquisition.

5. Effects on Business Results

The impact of the Excess on the Company's financial statements and earnings forecasts is currently under review, and we will promptly announce any matters requiring disclosure.

The dividend amount for the end of the fiscal year ended March 2026 and the dividend forecast for the fiscal year ending March 2027 are not expected to change from those stated in summary of financial statements disclosed on May 13, 2026.

We apologize sincerely to all concerned parties for the concern that this Excess has caused.

End