



Regarding the Change to a Holding Company Structure

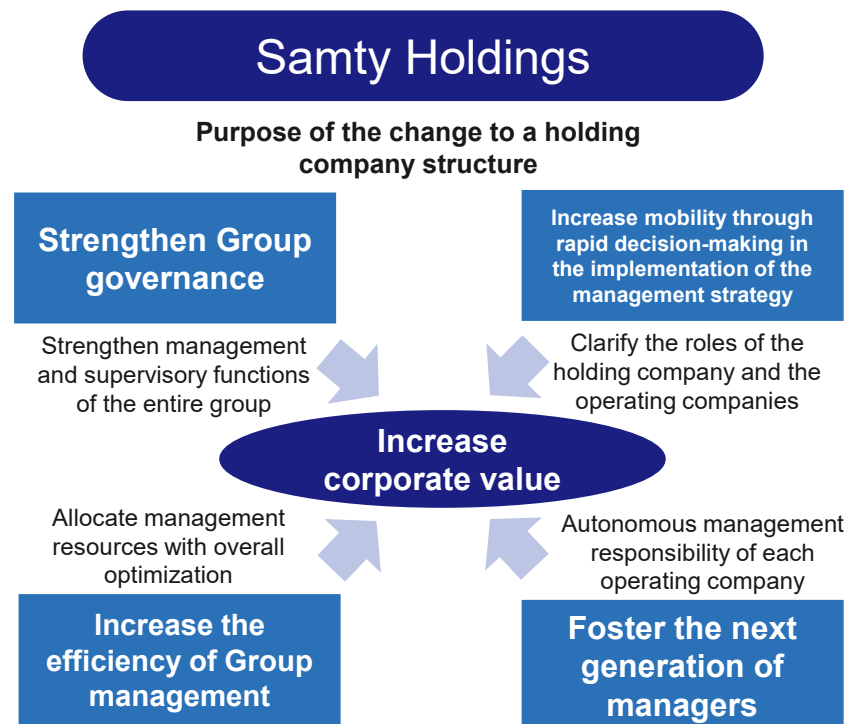
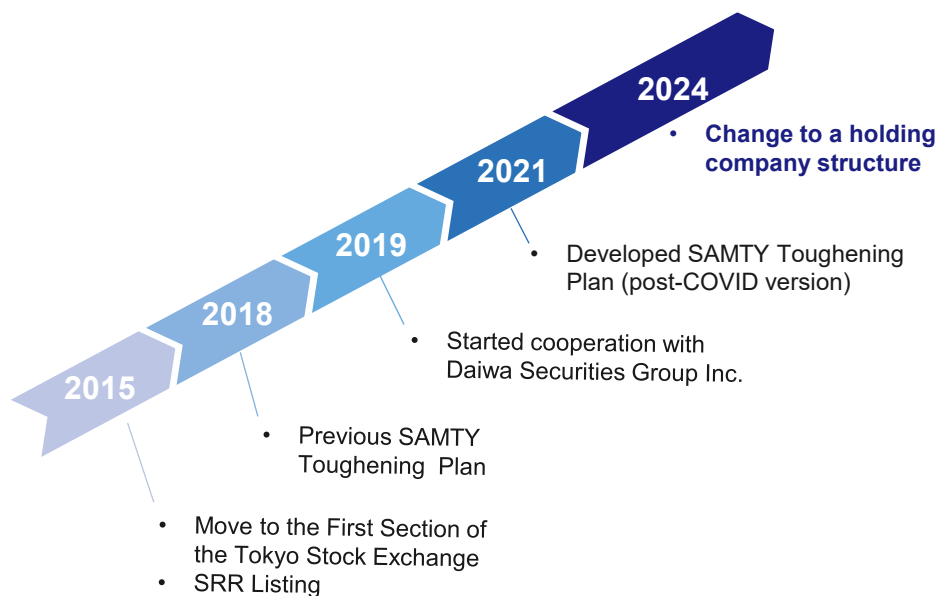
Samty Co., Ltd. (code: 3244)



1. The Background and Purpose of the Change to a Holding Company Structure

- With our management vision of "Morals, passion, challenges, and the realization of dreams," our group aims to realize the dreams of everyone involved in our business: our customers, business partners, and the employees that work for those partners by developing a rich urban environment. In January 2021, we formulated and announced the SAMTY Toughening Plan (post-COVID version) (5-year plan). Under the slogan "Beyond real estate," all officers and employees of the Group are united in their efforts to strengthen the management foundation. Going forward, we believe it will be necessary to evolve to a new group management structure in order to enhance group governance. We will aim to (1) strengthen the management and supervisory functions of the entire group, (2) improve mobility through prompt decision-making on management strategies by clarifying the roles of the holding company and each operating company, (3) improve the efficiency of group management through optimal resource allocation for the entire group, and (4) develop the next generation of management with autonomous management responsibility of each operating company. To do these things, the Company has decided to change to a holding company structure.

■ How Our Group has Changed



- Below is an overview of Samty Holdings Co. Ltd.

Samty Holdings

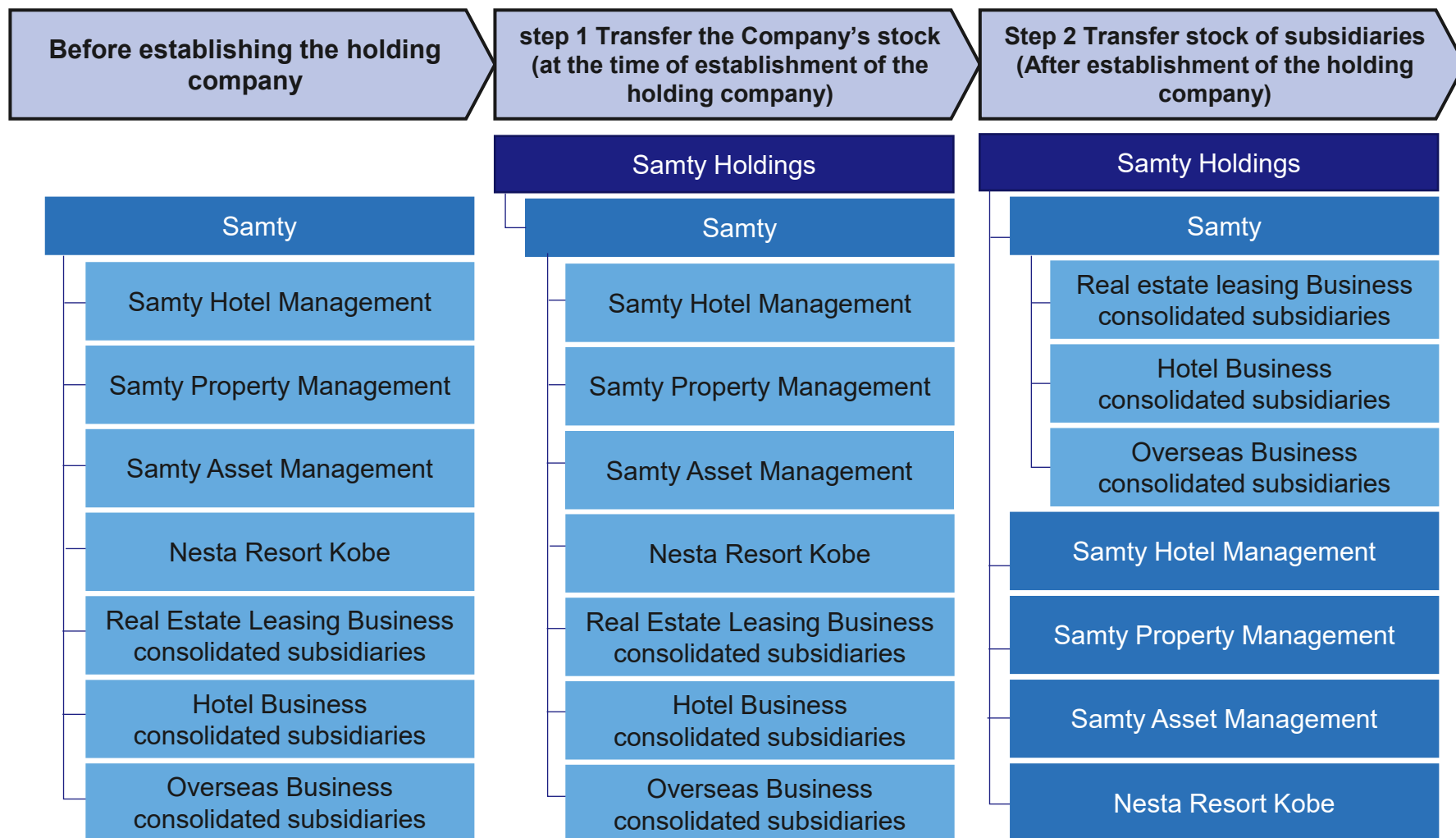
Name	Samty Holdings Co., Ltd.
Address	1-8-39 Nishi-Miyahara, Yodogawa-ku, Osaka City
Representative	Yasuhiro Ogawa, Representative Director and President
Business	Business management of group companies and related operations
Capital	20,725 million yen
Date of Establishment	June 3, 2024
Fiscal Year End	December 31
Stock Exchange Listing	Prime market, Tokyo Stock Exchange
Number of shares constituting one unit	100
Accounting auditor	Aria Audit Corporation
Administrator of shareholders' register	Mitsubishi UFJ Trust and Banking Corporation

- The Group's management philosophy, "Morals, passion, challenges, and the realization of dreams," which has been our management philosophy since our establishment, will be carried forward after the establishment of the holding company, too. We will continue to aim to realize the dreams of everyone involved in our business: our customers, business partners, and the employees that work for those partners by developing a rich urban environment.



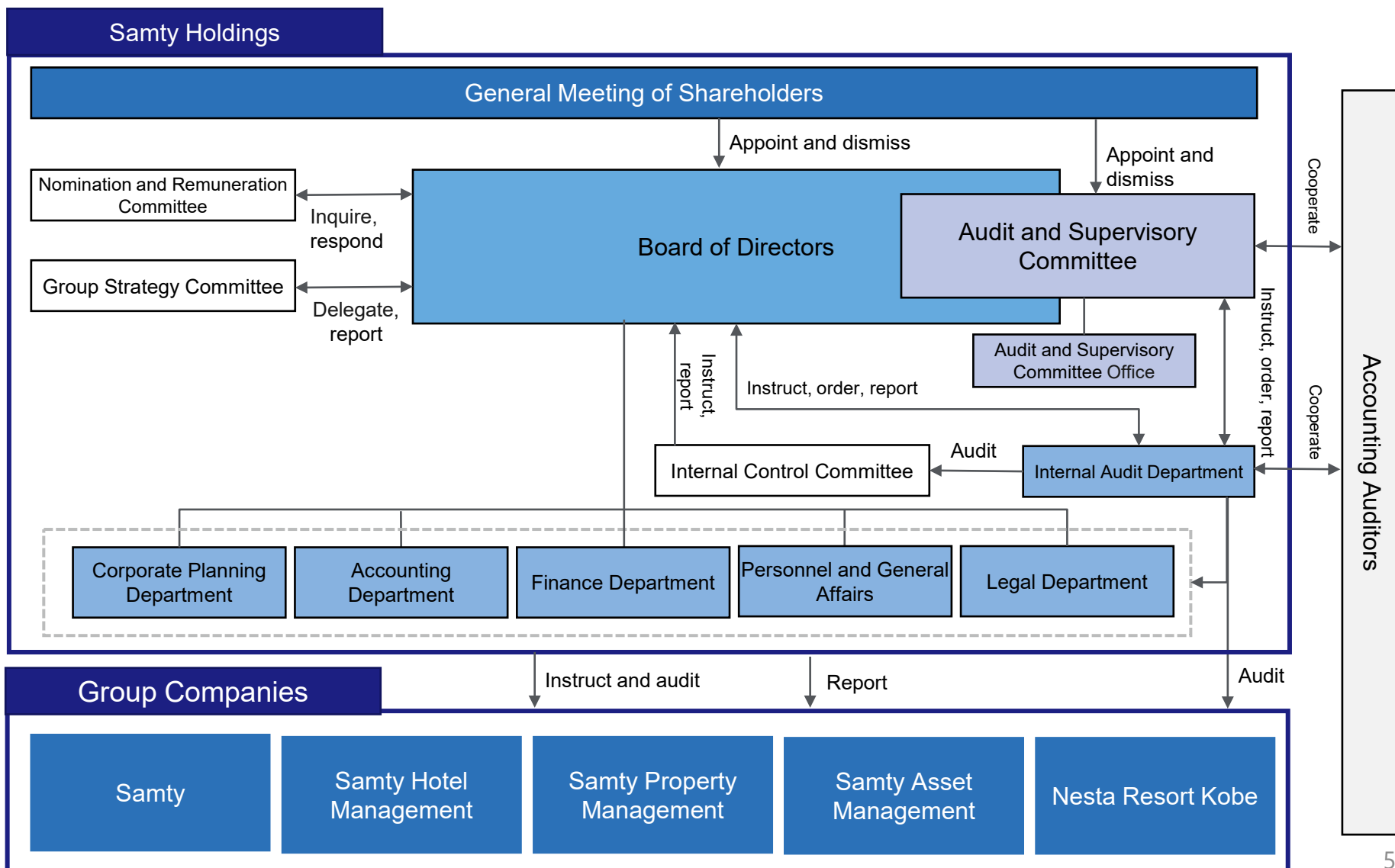
**Morals, passion,
challenges,
and the realization of
dreams**

- Step 1: The Company will become a wholly owned subsidiary of the holding company by establishing the holding company with the transfer of the Company's stock by the Company, effective June 3, 2024.
- Step 2: To establish a group management structure which fully achieves the objectives of the move to a holding company structure, we plan to reorganize our four consolidated subsidiaries as directly owned subsidiaries of the holding company.

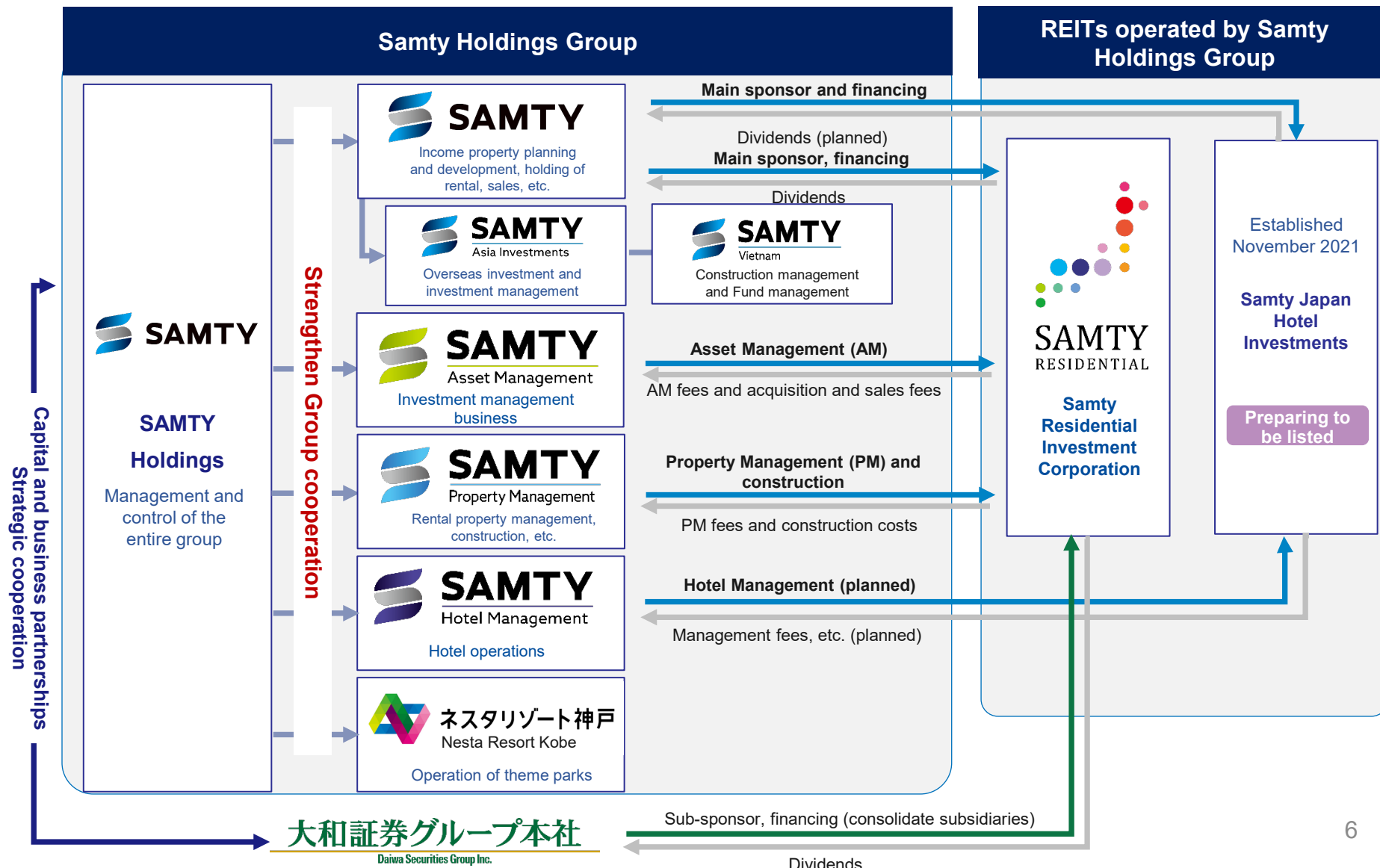


5. Holding Company Management Structure (Governance Structure)

- With the change to a holding company structure, the holding company will further strengthen group governance as a Company with an Audit and Supervisory Committee to formulate strategies in group management and enhance ability to make decisions quickly.



- Under the holding company structure, the Group will further strengthen internal cooperation and aim to further enhance customer satisfaction and increase corporate value by further developing and accelerating the initiatives that have been implemented to date.



- Samty Holdings plans to list its shares on the Tokyo Stock Exchange Prime Market on June 3, 2024, according to the following schedule, subject to approval at the Company's 42nd Annual General Meeting of Shareholders.





SAMTY