



October 21, 2020

Dear Sirs:

Name of Company: BELLUNA CO., LTD.  
Code No.: 9997 1st Section of the Tokyo Stock Exchange

## Notice Regarding Acquisition of Shares in Maxim Co., Ltd. (as a New Subsidiary)

Belluna Co., Ltd. (the “Company”) hereby announces that a meeting of its Board of Directors held today and resolved to conclude a share transfer agreement with Maxim Co., Ltd. (“Maxim”), a company operating an online clothing apparel business, in order to acquire all of Maxim’s shares and make Maxim our wholly owned subsidiary. Details are as follows.

### Description

#### 1. Reasons for acquisition of shares

Maxim Co., Ltd. is an apparel company that possess its house brand KOBE LETTUCE and a number of other brands. It operates an own shopping website and takes part in various other ecommerce malls for ordinary consumers. It has won many awards in major online malls and enjoys high recognition among young women, as can be seen in its strong word-of-mouth reputation. Moreover, in recent years, Maxim has been focusing on attracting customers to its own shopping website mainly based on influencer marketing strategies, and its presence in the online market is becoming greater.

In the Company’s General Mail Order business, we are working to further strengthen our online sales, through the use of social media and influencer marketing strategies, aiming to penetrate the market for younger generations. We decided to enter into the share transfer agreement and welcome Maxim to the Belluna Group as we expect to further promote our growth through mutual use of product development knowhow, marketing knowhow and customer bases.

#### 2. Profile of the subsidiary subject to the change

(as of October 21, 2020)

(1) Name	Maxim Co., Ltd.	
(2) Address	3-2-11 Isobedori, Chuo-ku, Kobe City, Hyogo	
(3) Representative name and title	President and CEO, Junji Hayashi	
(4) Main business	E-commerce and store management	
(5) Capital stock	4 million yen	
(6) Date of establishment	November 29, 2004	
(7) Major shareholders and ownership	C Channel Co., Ltd. : 100%	
(8) Relationship with the Company	Capital relationship	Not applicable

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	Personnel relationship	Not applicable
	Business relationship	Not applicable

(9) Business results and financial position of the previous fiscal year (yen)			
Fiscal year	FY March 2018	FY March 2019	FY March 2020
Net Assets	134,414,000	269,570,000	361,195,000
Total Assets	1,245,607,000	1,424,567,000	1,545,470,000
Net assets per share	1,680,176.74	3,369,634.01	4,514,940.27
Net sales	3,847,554,000	4,912,677,000	5,670,410,000
Operating income	120,740,000	198,446,000	120,702,000
Ordinary income	108,296,000	201,682,000	134,349,000
Net income	13,396,000	135,156,000	91,624,000
Net income per share	167,455.46	1,689,457.28	1,145,306.26
Cash dividends per share	-	-	-

### 3. Profile of the other party to the share acquisition (as of March 31, 2020)

(1) Name	C Channel Co., Ltd.	
(2) Address	1-4-1 Mita, Minato-ku, Tokyo	
(3) Representative name and title	President and CEO, Ryo Morikawa	
(4) Main business	Media business, E-commerce and overseas business	
(5) Capital stock	5,397 million yen	
(6) Date of establishment	July, 2014	
(7) Major shareholders and ownership	SoftBank Corp. 28.98% Ryo Morikawa 21.41%	
(8) Relationship with the Company	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable

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

(1) Number of shares held before the change	0 shares (Number of voting rights: 0) (Shareholding ratio: 0%)
(2) Number of shares to be acquired	75 shares
(3) Total acquisition price	1,650,000,000 yen
(4) Number of shares held after the acquisition	75 shares (Number of voting rights: 75) (Shareholding ratio: 100%)

### 5. Schedule

Date of resolution of the Board : October 21, 2020

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Date of concluding contract : October 22, 2020 (expected)  
Date of share acquisition : November 24, 2020 (expected)

## 6. Business forecasts

The acquisition of shares described in this notice will have no significant effect on the Company's consolidated operating results for the current fiscal year.

For inquiries about this notice, please contact the department below.  
Executive Corporate Planning Department, Belluna Co., Ltd.  
(TEL: 048-771-7753)

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