[Translation]

August 6, 2026

Company Name: Mr Max Holdings Ltd
Representative: Yoshiaki Hirano,President
(Code No.: 8203, TSE Prime)
Contact: Nobutaka Ueda, Executive Officer, Head of Corporate Planning and Finance Division, and General Manager of Finance Department
(Tel: +81-92-623-1141)

Notice Regarding Execution of Memorandum of Understanding for Corporate Split (Simplified Incorporation-Type Company Split) by Consolidated Subsidiary and Transfer of Shares in Newly Established Company

MrMax Holdings Ltd. (the “Company”) hereby announces that, at a meeting of its Board of Directors held today, it resolved to have its consolidated subsidiary, MrMax Corporation (the “Splitting Company”), transfer the confectionery specialty store business operating under the name “Okashi Bakkashi (Snack Panic!)” to a newly established company through an incorporation-type company split (simplified incorporation-type company split). The Company also resolved to transfer a portion of the shares of the newly established company acquired by the Company to Sotobayashi Co., Ltd. (Fukuyama City, Hiroshima Prefecture; Representative: Tadamasa Sotobayashi) (the “Share Transfer”) and to enter into a Memorandum of Understanding concerning these transactions with Sotobayashi.

As the company split constitutes a simplified incorporation-type company split conducted solely by the Company’s wholly owned subsidiary, certain disclosure items and details have been omitted.

1. Purpose of the Company Split and Share Transfer

The Company has decided to transfer the confectionery specialty store business “Okashi Bakkashi (Snack Panic!)” which the Splitting Company began operating in 2022, to a newly established company.

In addition, part of the shares of the newly established company will be transferred to Sotobayashi, a company engaged in the wholesale distribution of confectionery products, and the business will be operated jointly. Sotobayashi will be responsible for product procurement and supply, while the Company Group’s expertise in retail store operations will be utilized for store management. Through this arrangement, both companies will effectively leverage their management resources and strengths to establish an efficient business operation structure.

This initiative is intended to accelerate decision-making, enable more agile business management, and enhance the enterprise value of the “Okashi Bakkashi (Snack Panic!)” business.

2. Summary of the Company Split and Share Transfer

(1) Schedule

Item	Date
Resolution by the Company’s Board of Directors	August 6, 2026
Execution of Memorandum of Understanding	August 31, 2026 (planned)
Resolution by the Splitting Company’s Board regarding the incorporation-type company split plan	September 9, 2026 (planned)
Effective date of the company split (establishment date of the new company)	December 1, 2026 (planned)
Resolution by the Company’s Board regarding the Share Transfer	December 2026 (planned)
Completion of the Share Transfer	December 2026 (planned)

(2) Method of the Company Split
This transaction is an incorporation-type company split in which MrMax Corporation, as the Splitting Company, transfers the “Okashi Bakkashi(Snack Panic!)” business to a newly established company.

(3) Allocation Related to the Company Split
The newly established company will issue 1,000 shares of common stock upon the company split, all of which will be allotted to MrMax Corporation, the Splitting Company.

Simultaneously, MrMax Corporation will distribute all of the allotted shares to MrMax Holdings Ltd., its wholly owning parent company, as a dividend of retained earnings.

Thereafter, the Company will transfer 510 shares of the newly established company to Sotobayashi through the Share Transfer.

(4) Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights
Not applicable.

(5) Changes in Capital Stock
There will be no change in the capital stock of MrMax Corporation as a result of the company split.

(6) Rights and Obligations to Be Succeeded
The newly established company will succeed to the assets, liabilities, contractual rights and obligations, and other rights and obligations incidental thereto related to the transferred business, within the scope specified in the incorporation-type company split plan.

(7) Prospects for Performance of Obligations
The Company believes that both the Splitting Company and the newly established company will be able to fulfill their obligations after the effective date of the company split.

3. Overview of the Splitting Company and the Newly Established Company

	Splitting Company	Newly Established Company
Name	MrMax Corporation	Snack Panic Co., Ltd. (tentative)
Address	1-5-7 Matsuda, Higashi-ku, Fukuoka City, Fukuoka	1-5-7 Matsuda, Higashi-ku, Fukuoka City, Fukuoka
Representative	Akihiko Sato, President and Representative Director	Nobutaka Ueda, President and Representative Director
Business	Discount store operations	Confectionery retail business
Capital	¥10 million	¥10 million
Established	March 1, 2017	December 1, 2026 (planned)
Shares Outstanding	250 shares	1,000 shares
Fiscal Year-End	February	May
Major Shareholder	MrMax Holdings Ltd. (100%)	MrMax Holdings Ltd. (100%)
Financial Position and Operating Results of the Splitting Company (FY Ended February 2026)		
Net Assets	¥7,776 million	
Total Assets	¥26,296 million	
Net Assets per Share	¥31,135,436	
Net Sales	¥142,537 million	
Operating Profit	¥1,854 million	
Ordinary Profit	¥1,915 million	
Net Profit Attributable to Owners	¥1,208 million	
Net Profit per Share	¥4,833,422.62	

4. Overview of the Business to Be Split

(1) Description of Business

Operation of the confectionery specialty store business “Okashi Bakkashi (Snack Panic!).”

(2) Business Performance

Net Sales: ¥508 million (FY ended February 2026)

(3) Assets and Liabilities to Be Transferred

Assets	Amount	Liabilities	Amount
Current Assets	¥46 million	Current Liabilities	¥3 million
Fixed Assets	¥25 million	Non-current Liabilities	¥0
Total	¥72 million	Total	¥3 million

Note: The above figures are based on the balance sheet as of February 2026. The actual amounts of assets and liabilities transferred may change due to increases, decreases, or other adjustments prior to the effective date.

5. Status After the Company Split

Following the incorporation-type company split, there will be no changes to the Splitting Company’s name, head office location, representative, business activities, capital stock, or fiscal year-end.

6. Overview of the Share Transfer Counterparty

Item	Details
Name	Sotobayashi Co., Ltd.
Address	2-6 Oroshi-machi, Fukuyama City, Hiroshima
Representative	Tadamasa Sotobayashi
Business	Wholesale distribution of confectionery products
Capital	¥100 million
Established	June 1, 1974
Net Assets	¥9,403 million (FY ended May 2026)
Total Assets	¥33,069 million (FY ended May 2026)
Relationship with the Company	No capital or personnel relationship exists. The Company Group conducts confectionery purchasing transactions with Sotobayashi.

7. Number of Shares Transferred, Transfer Price, and Shareholding After the Transfer

Item	Details
Shares Held Before Transfer	1,000 shares (Voting Rights Ratio: 100%)
Shares to Be Transferred	510 shares
Transfer Price	To be determined through negotiations with the transferee at a fair value. The transfer price will not be disclosed pursuant to confidentiality obligations between the parties.
Shares Held After Transfer	490 shares (Voting Rights Ratio: 49%)

8. Outlook

The impact of this company split on the Company’s consolidated financial results for the fiscal year ending February 2027 is expected to be minimal. Should any matter requiring disclosure arise, the Company will promptly make an appropriate announcement.