

January 17, 2023

FOR IMMEDIATE RELEASE

Company name	Premier Anti-Aging Co., Ltd. (Securities code : 4934 Tokyo Stock Exchange)
Representative	Kiyoshi Matsuura, President
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## Notice Concerning Acquisition of Shares of Venex Co., Ltd.

Premier Anti-Aging Co., Ltd. (“the Company”) announces today that it has resolved to acquire the shares of Venex Co., Ltd. and make it a consolidated subsidiary at the meeting of the Board of Directors held on January 17, 2023. Although this case does not fall under the criteria for timely disclosure, it is judged as useful information and is disclosed voluntarily.

## 1. Rationale for acquisition of shares

The Premier Anti-Aging Group's management policy is to enrich people's casual daily lives and transform them into a new future by providing unprecedented "unique value." In the cosmetics and anti-aging fields, we have set a medium- to long-term goal of creating and nurturing multiple category No. 1 brands and aiming to become an anti-aging company.

Based on this mission, in the cosmetics manufacturing and sales business, we have developed our main product DUO "The Cleansing Balm" to be the No. 1 product in the category and have been nurturing CANADEL and clayence as brands following DUO. We have expanded our business by leveraging the digital marketing know-how and product planning capabilities that we have cultivated since our founding.

This time, in addition to further business expansion in the cosmetics manufacturing and sales business, we have decided to acquire the shares of Venex Co., Ltd. and make it a consolidated subsidiary for the purpose of creating new value under the theme of anti-aging and building a stable earnings base from a medium- to long-term perspective.

Venex Co., Ltd. develops, manufactures, and sells recovery wears made from materials that combine nano-platinum produced by amino acid/oligopeptide reduction and multiple minerals. It boasts overwhelming recognition as a functional clothing brand used by a number of top athletes and celebrities. The market for recovery solutions (clothes) , to which recovery wear belongs, is expected to grow to over 500 billion yen by 2030\* with the entry of major manufacturers. The Venex brand, which has been built as a pioneer in recovery wear, has established itself as the leader thanks to the support of customers.

Through this share acquisition, the Premier Anti-Aging Group will be able to acquire areas that it wants to develop in the future as an anti-aging company, and synergies with adjacent business areas can be expected.

\*Source: Recovery week promotion secretariat "Japan's first estimate of the market size of 'recovery', the three elements of health, in collaboration with the Kanagawa prefectural Me-Byo industry research group. The 2030 recovery market will reach 14.1 trillion yen."

## 2. Future initiatives

The Premier Anti-Aging Group intends to expand its business area to become an anti-aging company. In terms of entering new businesses, in addition to our own efforts and business alliances with partners, we will continue to work on M&As such as investments and acquisitions based on the premise of disciplined use of capital as one of our options.

## 3. Overview of newly acquired company

(1)	Name	Venex Co., Ltd.	
(2)	Address	4F Asaoka Building, 4-4-13 Nakamachi, Atsugi City, Kanagawa	
(3)	Representative	Taichi Nakamura, President and Representative Director	
(4)	Business description	Development, manufacturing, and sales of recovery wears	
(5)	Paid in capital	10 million yen	
(6)	Year of foundation	September 2005	
(7)	Major shareholder and holding ratio	Taichi Nakamura 67% (Three other individual shareholders)	
(8)	Relationship with the Company	Capital	None
		Personnel	None
		Business	None

## 4. Overview of the counterparties to this acquisition

(1)	Name	Taichi Nakamura (Three other individual shareholders)
(2)	Address	Yokohama City, Kanagawa
(3)	Relationship with the Company	There are no applicable matters regarding capital, personnel, business relationships, and related parties.

\*Since the counterparty is an individual, other individual shareholders other than the representative director are not listed.

## 5. Status of the number of shares and consideration for acquisition

(1)	Number of shares held by the Company (before acquisition)	NIL
(2)	Number of shares to be acquired	200 shares (the number of voting rights: 200)

(3) Consideration for acquisition	We will refrain from disclosing the acquisition price in conformity with the requests by the counterparty. The acquisition price was reasonably calculated based on the valuation of the shares by a third-party organization and was determined by the Board of Directors of the Company as fair and reasonable.
(4) Number of shares to be held by the Company (after acquisition)	200 shares (the number of voting rights: 200) (100% of the outstanding shares of Venex Co., Ltd.)

#### 6. Schedule

(1) Date of execution of share transfer agreement: January 17, 2023

(2) Share transfer execution date: January 31, 2023

#### 7. Impact on financial performance

We expect that the impact on the consolidated earnings forecast for the current fiscal year will be minor, but if there is any change in the earnings forecast, we will notify you promptly.

(Reference)

The Company's consolidated earnings forecasts for the fiscal year ending July 31, 2023 (published on December 14, 2022) and results for the fiscal year ended July 31, 2022 are as follows.

(Millions of yen)

	Net sales	Operating profit	Ordinary profit	Profit attributable to owners of parent
Fiscal year ending July 31, 2023 (Forecast)	30,000	1,500	1,520	820
Fiscal year ended July 31, 2022 (Results)	33,911	2,414	2,572	1,424