

February 20, 2025

For Immediate Release

Company name: VITAL KSK HOLDINGS, INC.  
Representative: Taisuke Murai, President & CEO  
Company address: 1-1-12, Tsurumaki, Setagaya-ku, Tokyo  
(Securities Code: 3151, TSE Prime Market)  
Contact: Kenta Sato, Executive Officer,  
General Manager, Corporate Communications  
(Tel. +81-3-5787-8565)

## **[Delayed] Notice Regarding Change in Largest Shareholder and Acquisition of Shares Defined by Government Ordinance as an Act Equivalent to a Tender Offer**

VITAL KSK HOLDINGS, INC. (the “Company”) announces changes in the major shareholders of the Company as of February 20, 2025, as follows.

In addition, the Company was informed by MH LLC which brought about the changes concerned, that it had made a decision to acquire the Company’s shares, as shown in the attached. In this decision, MH LLC intends to acquire five percent or more of the Company’s voting rights, which is a share acquisition defined as an act equivalent to a tender offer under paragraph (1) of Article 167 of the Financial Instruments and Exchange Act and in Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act.

This material serves as the Company’s disclosure in accordance with the Securities Listing Regulations and also as a publication upon request from MH LLC pursuant to item (iv) of paragraph (1) in Article 30 of the Order for Enforcement of the Financial Instruments and Exchange Act.

### 1. Background of the change

Suzuhiko Co., Ltd., the Company’s largest shareholder, notified the Company earlier today that it would transfer part of its holding of the Company’s shares to MH LLC on the ToSTNeT-1 market. This will result in a change in the Company’s largest shareholder.

### 2. Date of the change

February 20, 2025

### 3. Outline of shareholder subject to the change

#### (1) Outline of the entity who will no longer be the Company’s largest shareholder

Name	Suzuhiko Co., Ltd.
Address	2-4-60 Nishikicho, Aoba-ku, Sendai-shi, Miyagi-ken
Name and position of representative	Satomi Suzuki, Representative Director
Business	Building maintenance business
Share capital	11,901,000 yen

(2) Outline of the entity who will become the Company's largest shareholder

Name	MH LLC
Address	2-4-60 Nishikicho, Aoba-ku, Sendai-shi, Miyagi-ken
Name and position of representative	Satomi Suzuki, Representative Member
Business	Financial instruments business
Share capital	1,000,000 yen

4. Number of voting rights (number of shares held) held by the shareholder before and after the change and voting right ratio to total number of shareholder votes

(1) Suzuhiko Co., Ltd.

	Number of voting rights (Number of shares held)	Voting right ratio to total number of shareholder votes	Large shareholder ranking
Before change (February 19, 2025)	48,925 (4,892,525 shares)	10.12%	1st
After change (February 20, 2025)	0 (25 shares)	0.00%	-

(2) MH LLC

	Number of voting rights (Number of shares held)	Voting right ratio to total number of shareholder votes	Large shareholder ranking
Before change (February 19, 2025)	0 (0)	0.00%	-
After change (February 20, 2025)	48,925 (4,892,500 shares)	10.12%	1st

(Notes) 1. The voting right ratio to total number of shareholder votes before the changes is computed based on the total number of shareholder votes of 483,210, obtained by deducting the total number of shares without voting rights of 3,581,891 shares as of February 19, 2025 from the total number of shares outstanding as of September 30, 2024 of 51,902,976 shares.

2. The voting right ratio to total number of shareholder votes after the changes is computed based on the total number of shareholder votes of 483,210, obtained by deducting the total number of shares without voting rights of 3,581,891 shares as of February 20, 2025 from total number of shares outstanding as of September 30, 2024 of 51,902,976 shares.

3. The voting right ratio to total number of shareholder votes is rounded off to the second decimal point.

4. The large shareholder ranking shows the ranking based on present assumptions using the shareholder registry as of September 30, 2024.

5. Future outlook

There is no specific matter to be presented.

(Exhibit)

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Company name: MH LLC  
Satomi Suzuki, Representative Member

## Notice Regarding Share Acquisition

MH LLC announces that it has decided to acquire shares of VITAL KSK HOLDINGS, INC. on February 20, 2025. This announcement is made since the transaction falls under an acquisition of shares defined as an act equivalent to a tender offer under paragraph (1) of Article 167 of the Financial Instruments and Exchange Act and in Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act.

### Details of matters concerning the acquisition

1. Stock code	3151
2. Stock issue name	VITAL KSK HOLDINGS, INC.
3. Date of purchase	February 20, 2025
4. Number of shares acquired	4,892,500 shares
5. Voting right ratio to total number of shareholder votes (*)	10.12%

(\*) The voting right ratio to total number of shareholder votes is computed with the total number of shareholder votes, specifically 483,210, obtained by subtracting the number of shares without voting rights (58,723 fractional shares and 3,523,168 treasury shares) from the total number of shares issued as of February 20, 2025, namely 51,902,976, as denominator and rounded off to the nearest second decimal place.