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July 7, 2025

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**Notice Regarding Commencement of Tender Offer for Share Certificates of DOMY CO., LTD.  
(Summary)**

VALOR HOLDINGS CO., LTD. (the “Tender Offeror”) hereby notify that the Tender Offeror has decided, by resolution of its Board of Directors dated today, to acquire the common shares (the “Target Company Shares”) of DOMY CO., LTD. (the “Target Company”) through a tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act of Japan as follows.

**Note**

1. Purpose, etc. of the Tender Offer, etc.

(1) Outline of the Tender Offer

The Tender Offeror has decided, by resolution of the Board of Directors dated July 7, 2025, to acquire all of the common shares of the Target Company (excluding, however, the treasury shares held by the Target Company) through the Tender Offer and a series of subsequent planned transactions for the purpose of making the Target Company a wholly owned subsidiary of the Tender Offeror (such series of transactions including the Tender Offer are hereinafter referred to as the “Transaction”).

(2) Purpose of the Tender Offer

Under the management philosophy of “Creation, anticipation and challenge,” the Tender

Offeror group aims to build a business model that is not a retailer that sells products it purchases, but a manufacturing retailer that is responsible for the entire process from manufacturing to distribution and sales.

In addition, in the “Valor Group New Medium-Term Three-Year Management Plan” (the “Tender Offeror’s Medium-Term Management Plan”) announced on May 14, 2024, which covers the three fiscal years from the fiscal year ending March 31, 2025, to the fiscal year ending March 31, 2027, the Tender Offeror states, “[We] aim to establish a ‘Valor Economic Zone’ that links the region with convenience and prosperity through the products, services and settlement of the Valor group and to become a ‘destination company’ chosen for its product appeal. To achieve this goal, we will strengthen our points of contact with customers and evolve our business model as a ‘manufacturing retailer.’” The Tender Offeror has set this as its medium- to long-term management policy, “Valor Group Vision 2030.” The Tender Offeror has also established the following three basic policies: (1) strengthen our grip on the market through the holding company, (2) reorganize group companies that support our core supermarket business, and (3) create dynamism, including strengthening store openings in the Kansai area.

Since the Tender Offeror believed that making the Target Company a member of the Tender Offeror group would contribute to strengthening the foundation of the supermarket business, which is the mainstay of the Tender Offeror’s business, and ultimately to the achievement of the Tender Offeror’s Mid-Term Business Plan, the Tender Offeror considered whether to acquire the Target Company Shares. As a result of these considerations, the Tender Offeror has concluded that, in order to continue to be the business that consumers continue to choose in the supermarket industry, to which the Tender Offeror group and the Target Company group belong, and in the face of rising prices of various goods and services due to rising prices of raw materials and energy, a weakening yen, etc., and consumers’ heightened awareness of the need to protect their lives, it is essential for the Tender Offeror group and the Target Company group to work together to promote measures to enhance corporate value. In addition, the Tender Offeror believes that making the Target Company its wholly-owned subsidiary through the Transaction is essential for the construction of the “Valor Economic Zone” that the Tender Offeror group aims to create and for the achievement of the target sales of 1.2 trillion yen for the fiscal year ending March 31, 2034, and that the Transaction is in line with one of the basic policies stated in the Tender Offeror’s Mid-Term Management Plan, which is to “reorganize group companies that support our core supermarket business.”

Based on the above, the Tender Offeror has come to believe that it is essential to make the Target Company a wholly-owned subsidiary of the Tender Offeror in order to enhance the medium- to long-term corporate value of the Tender Offeror group and the Target Company group.

(3) Policy on Organizational Restructuring, etc. after the Tender Offer (Matters Concerning the So-Called Two-Step Acquisition)

If the Tender Offeror is unable to acquire all of the Target Company Shares (excluding, however, the treasury shares held by the Target Company) through the Tender Offer, the Tender Offeror will acquire all of the Target Company Shares (excluding, however, the treasury shares held by the Target Company) through the following methods after the completion of the Tender Offer.

(i) Demand for Sale of Shares

If, upon consummation of the Tender Offer, the number of voting rights of the Target Company held by the Tender Offeror becomes 90% or more of the total voting rights of the Target Company and the Tender Offeror becomes a Special Controlling Shareholder as defined in Article 179, Paragraph 1 of the Companies Act, the Tender Offeror will, promptly after the completion of the settlement of the Tender Offer, request the Target Company's shareholders (excluding the Tender Offeror and the Target Company) to sell their shares to the Tender Offeror in accordance with Part II, Chapter II, Section 4-2 of the Companies Act.

(ii) Reverse Stock Split

If, upon the consummation of the Tender Offer, the number of voting rights of the Target Company held by the Tender Offeror is less than 90% of the total number of voting rights of the Target Company, the Tender Offeror will, pursuant to Article 180 of the Companies Act, conduct a reverse stock split of the Target Company Shares (the "Reverse Stock Split"). In addition, the Tender Offeror will request the Target Company to hold an extraordinary shareholders' meeting (the "Extraordinary Shareholders' Meeting") to include in the agenda to partially amend the Articles of Incorporation to abolish the provision of the number of shares constituting one unit of shares on the condition that the Reverse Stock Split takes effect.

(4) Prospect of Delisting and Reasons Thereof

Not applicable, as the Target Company Shares are not listed on a financial instruments exchange.

## 2. Outline of the Tender Offer, etc.

### (1) Outline of the Target Company

(i)	Name	DOMY CO., LTD.
(ii)	Business	General retail chain store whose main business is the sale of food, daily sundries, and apparel, and also engages in the leasing of real estate

### (2) Schedule, etc.

#### (i) Schedule

Date of Board of Directors' Resolution	July 7, 2025 (Monday)
Date of Public Notice of Commencement of Tender Offer	July 8, 2025 (Tuesday) We will issue an electronic public notice and publish a notice to that effect in the Nikkei. (Electronic Public Notice Address <a href="https://disclosure2.edinet-fsa.go.jp/">https://disclosure2.edinet-fsa.go.jp/</a> )
Date of Submission of Tender Offer Registration Statement	July 8, 2025 (Tuesday)

#### (ii) Initial Tender Offer Period at the Time of Filing

From July 8, 2025 (Tuesday) to August 20, 2025 (Wednesday) (30 business days)

### (3) Tender Offer Price

1,917 Yen per common share

### (4) Number of Share Certificates, etc. to be Purchased

Number of Shares to be Purchased	Minimum Number of Shares to be Purchased	Maximum Number of Shares to be Purchased
2,702,165 shares	1,801,400 shares	- shares

(Note 1) If the total number of tendered share certificates, etc. is less than the minimum number of shares to be purchased (1,801,400 shares), none of the tendered share certificates, etc. will be purchased, etc. If the total number of tendered share certificates, etc. is equal to or more than the minimum number of shares to be purchased (1,801,400 shares), all of the tendered share certificates, etc. will be purchased, etc.

(Note 2) Since the maximum number of shares to be purchased is not set, the number of shares to be purchased is 2,702,165 shares, which is the maximum number of Target Company Shares to be purchased, etc. by the Tender Offeror in the Tender Offer. Such maximum number is the number of shares (2,702,165 shares) obtained by deducting the number of treasury shares held by the

Target Company as of November 30, 2024 (52,684 shares) from the total number of issued shares of the Target Company as of the same date (2,754,849 shares), as stated in the 84th Semi-Annual Securities Report filed by the Target Company on January 14, 2025.

(Note 3) Shares constituting less than one unit are also subject to the Tender Offer. In the event that shareholders exercise their right to request the purchase of shares constituting less than one unit in accordance with the Companies Act, the Target Company may purchase its own shares during the Tender Offer period in accordance with the procedures prescribed by law.

(Note 4) The Target Company does not plan to acquire treasury stock through the Tender Offer.

### 3. Policies, etc. After the Tender Offer and Future Prospects

As a management policy of the Target Company after the completion of the Transaction, the Tender Offeror expects to dispatch a majority of directors including representative directors from the Tender Offeror group to the Target Company for the purpose of establishing an appropriate governance structure as the Tender Offeror group. The details will be determined through discussions between the Tender Offeror and the Target Company after the Transaction is consummated.

Since the Tender Offeror believes that the knowledge and experience possessed by the employees of the Target Company group are important for the operation of the Target Company group, the Tender Offeror plans, in principle, to maintain the current employment conditions for the employees of the Target Company group and expects them to remain involved in the Target Company group's business after the Transaction is completed.

End