

[Translation]



May 15, 2024

To whom it may concern:

Company name: Wacoal Holdings Corp.
Representative name: Masaaki Yajima,
Representative Director, President and
CEO
(Code No. 3591 TSE Prime Market)
Contact: Katsuya Hirooka,
Corporate Officer,
Head of Corporate Planning Dept.
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Notice Concerning Share Transfer Involving a Change in Consolidated Subsidiaries

We hereby announce that the Company made a resolution on partial transfer of shares (the “Share Transfer”) of Nanasai Co. Ltd. (the “Nanasai”) to SENKO Group Holdings Co., Ltd. on May 13, 2024. Nanasai will be excluded from the scope of consolidation of the Company in the event of this Stock Transfer.

Please note that some of the descriptions in this disclosure are omitted because this is an optional disclosure of information (within the minor standards of timely disclosure standards).

Details

1. Reasons for the Share Transfer

The Company has verified the productivity of domestic group companies in the process of formulating the revised medium-term management plan which was disclosed in November 2023. Although Nanasai has its strengths in sales floor construction, deployment of mannequins, and so on, the synergy of business integration with Nanasai has been diminishing compared to before partly because one of our subsidiaries, Wacoal Corp., has been promoting a business strategy to increase the ratio of sales from in-store sales to on-line shopping.

We made a resolution about the Share Transfer because it will be highly possible to provide a consistent service of furniture and fixture sales and to manage logistics effectively.

2. Overview of Counterparty to Share Transfer

(1) Trade Name:	SENKO Group Holdings Co., Ltd.
(2) Location:	Shiomi SIF Bldg., 2-8-10 Shiomi, Koto-ku, Tokyo
(3) Name and Title of Representative:	Representative Director, Yasuhisa Fukuda
(4) Capital Amount:	28.4 billion yen
(5) Date of Incorporation:	July 1946

3. Schedule

(1) Resolution of the Board Meeting:	April 30, 2024
(2) Execution of Agreement:	May 13, 2024
(3) Resolution of the General Meeting of Shareholders:	July 1, 2024 (plan)
(4) Implementation date of business transfer	July 1, 2024 (plan)

4. Number of shares to be transferred, transfer value, and the status of the shares owned before and after transfer

(1)	Shares owned before the transfer	5,448,200 shares (number of voting rights: 5,448,200) (voting rights holding ratio: 99.96%)
(2)	Number of transfer shares	4,630,865 shares (number of voting rights: 4,630,865) (voting rights holding ratio: 84.97%)
(3)	Shares owned after the transfer	817,335 shares (number of voting rights: 817,335) (voting rights holding ratio: 14.99%)

The transfer price will not be disclosed due to the confidentiality of both parties.

5. Impact to Consolidated Results

The impact of this Share Transfer on our business performance has already been factored into the Full-year consolidated results forecast for March 2025.

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