

Share Exchange Agreement with Olympic Group Corporation

April 6, 2026

Pan Pacific International Holdings Corporation

Speakers

Hideki Moriya, President & CEO, Representative Director

Kosuke Suzuki, COO and Representative Director

Mikihira Katagiri, Managing Executive Officer

Toru Uchida, New Format Project Lead

Toshimasa Kuboi, COO Office

Hideki Kakubari, COO Office

Naoki Yoshida, Director

Hideki Moriya

President & CEO,

Representative Director

Transaction Overview

Transaction Overview

- **Pan Pacific International Holdings Corporation (“PPIH”) and Olympic Group Corporation (“Olympic Group”) resolved at their respective Boards of Directors meetings held on April 6, 2026, to conduct a business integration through a share exchange and concluded a share exchange agreement.**
- **The effective date of the share exchange is scheduled for July 1, 2026, pursuant to the share exchange agreement, and Olympic Group is expected to become a wholly owned subsidiary of PPIH on that date.**
- **In the share exchange, 1.18 shares of PPIH common stock are allotted and delivered for each share of Olympic Group.**

Notes:

PPIH Group: PPIH and its 70 consolidated subsidiaries, 10 non-consolidated subsidiaries, 1 equity-method affiliate, and 5 non-equity-method affiliates

Olympic Group: Olympic Group and its 27 consolidated subsidiaries, 1 non-consolidated subsidiary, and 2 non-equity-method affiliates

Strategic Positioning

“Double Impact 2035” Growth Strategy

Strategic direction under “Double Impact 2035”



Next-level earnings capability = TAM (growth opportunities) × Execution model × Talent & Capabilities

❑ Growth Opportunity = Strategy to Expand Domestic Market Share

- Accelerating New Store Openings to “Cover Japan”
- Same store growth: phenomenal growth in net sales
- Tax-free sales: Establish tourist-oriented retail
- New format: develop compact stores for small catchment areas (food-focused Don Quijote)
- M&A strategy: leverage strong track record with Nagasakiya and UNY
 - ✓ Position M&A as a key strategy amid ongoing industry consolidation and market concentration

❑ Merchandising Strategy Powers Growth +extra= × Execution model × Talent × Capabilities

- PB/OEM strategy: NEXT Revolution – Driving a shopping frenzy with discount PB
- National brand collaboration: Strengthen NPB strategy
- Category development: Build brand identity as “XX? It’s Donki!”
- Supply chain strategy: Strengthen upstream sourcing
- Deli category enhancement: Strengthen deli as a key traffic driver
- Productivity improvement: PPIH-style digital × generative AI
- Marketing strategy: Expand wallet share
- Human capital strategy: Build multiple high-performing teams

Kosuke Suzuki

COO and Representative Director

Strategic Positioning

- ✓ **Expand the store network in the Tokyo metropolitan area**
Drive growth in Japan's largest and most strategically important population center
- ✓ **Enhance sales and profit through proven post-M&A format conversion know-how**
Don Quijote and MEGA Don Quijote
- ✓ **Accelerate the expansion of the new store format, "Robin Hood"**
Robin Hood: Small-catchment-area model format

- Expand the store network in the Tokyo metropolitan area

- Following prior integrations, including UNY, PPIH has achieved a very high market share in Aichi Prefecture; however, significant headroom for expansion remains in the Tokyo metropolitan area, which is demographically critical and where further store network expansion continues to be strategically important.**
- Enable smooth market share expansion in the Tokyo metropolitan area, as approximately 2/3 of Olympic Group stores are located at prime sites in Tokyo and relatively few stores are expected to face cannibalization with existing PPIH stores after format conversion.**

- Enhance sales and profit through proven post-M&A format conversion know-how

- Have strong confidence in driving business growth, supported by a broad range of post-M&A format conversion know-how accumulated through integrations including Nagasakiya and UNY.**
- Promote store conversion to existing formats, including Don Quijote and MEGA Don Quijote, to drive market share expansion (Note: In Tokyo, only 3 MEGA Don Quijote stores currently offer a full fresh food assortment)**

- Accelerate the expansion of the new store format, “Robin Hood”

Robin Hood: Small-catchment-area model format

- **While Olympic Group’s small-catchment-area stores have an established customer base, this alone is insufficient; rapidly improve underperforming stores by leveraging PPIH’s diverse assets.**
- **Against this backdrop, expand the Robin Hood format by converting the Olympic Group’s supermarkets already used for daily shopping, enabling more efficient customer acquisition than new standalone openings.**

Post-Integration Growth Strategy for Olympic Group

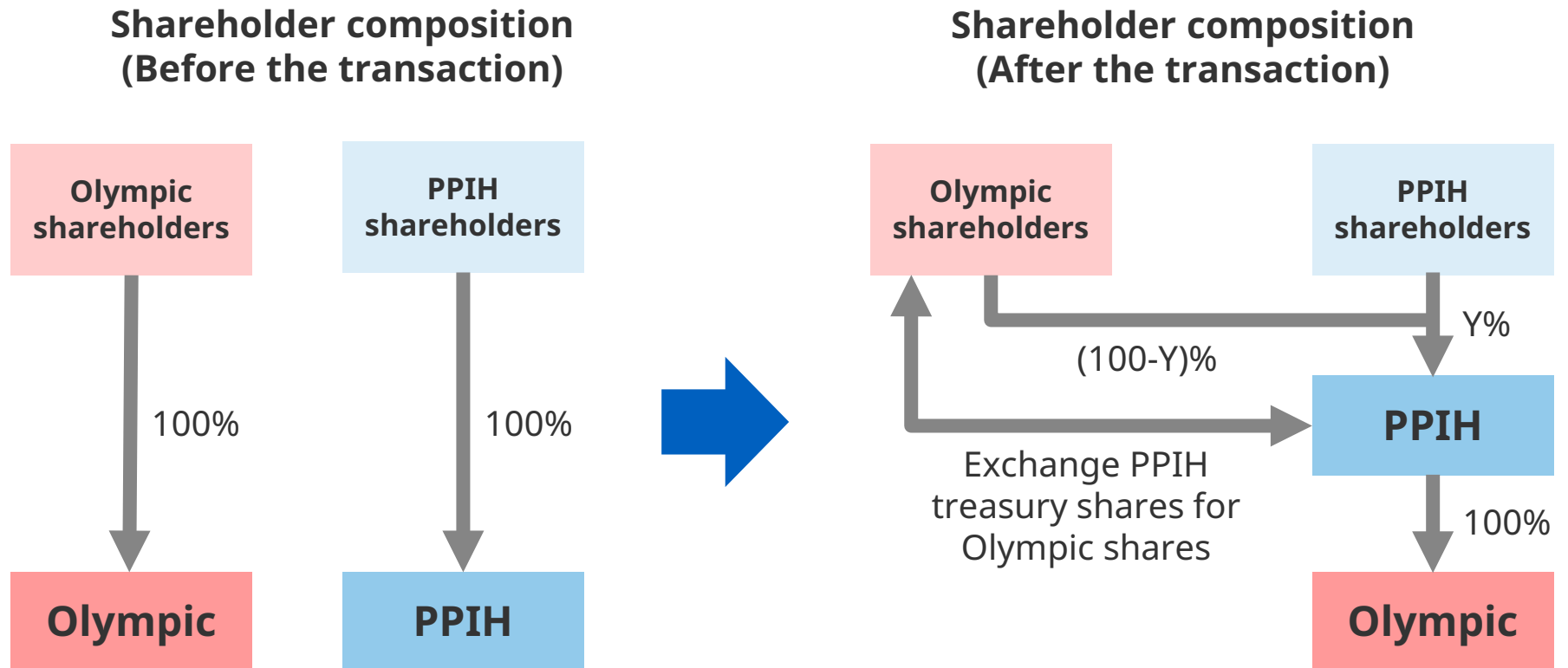
Plan to disclose the following details at the full-year earnings release for the fiscal year ending June 2026

- **Future direction and detailed quantitative targets**
- **Post-integration roadmap**
- **MD and PMI strategies aimed at maximizing synergies**

Appendix

Share Exchange Transaction Terms

Execute a share exchange utilizing treasury shares acquired in 2021



Schedule of the Share Exchange

Record date for annual general meeting of shareholders (Olympic Group)	February 28, 2026
Date of resolution on the Share Exchange Agreement by the Board of Directors (the Companies)	April 6, 2026
Date of conclusion of the Share Exchange Agreement (the Companies)	April 6, 2026
Date of resolution on approval for the Share Exchange Agreement at annual general meeting of shareholders (Olympic Group)	May 28, 2026 (scheduled)
Last trading date (Olympic Group)	June 26, 2026 (scheduled)
Delisting date (Olympic Group)	June 29, 2026 (scheduled)
Effective date of the Share Exchange	July 1, 2026 (scheduled)

Olympic Group Overview

Name	Olympic Group Corporation
Location	4-12-1 Honcho, Kokubunji-shi, Tokyo
Job title and name of representative	President and Representative Director Toru Oshitani
Description of business	Creation of an optimal management strategy for the group as a whole, allocation of management resources, comprehensive contract management for indirect operations, and management and operation, etc. of shopping centers
Share capital	9,946 million yen (As of February 28, 2025)
Date of establishment	February 22, 1973
Number of issued shares	23,354,223 shares (As of February 28, 2025)
Fiscal year-end	End of February
Number of employees	1,503 (Consolidated, as of February 28, 2025)

- ✓ **Number of Olympic Group stores: 122**
- ✓ **Operate group companies consisting of Olympic Group, its 27 consolidated subsidiaries, 1 non-consolidated subsidiary, and 2 non-equity-method affiliates.**

Olympic Group Overview

(Millions of yen)

	<u>FY2/23</u>	<u>FY2/24</u>	<u>FY2/25</u>
Net sales	85,906	84,562	91,557
Operating income	315	190	51
Ordinary profit	156	51	(164)
Profit attributable to owners of parent	108	(477)	(67)

