

May 29, 2020

Dear All,

Company name: Nishimoto Co.,Ltd.  
Representative: Yoshiro Susaki Chairman & President  
(Code No. : 9260 First section of Tokyo Stock Exchange)  
Contact: Director Yuji Sasa (Phone:03-6870-2015)

## Notice regarding the acquisition of shares of COMPTOIRS DES 3 CAPS SAS by our consolidated subsidiary

We hereby provide information below, regarding the acquisition of 70% of our affiliated company, COMPTOIRS DES 3 CAPS SAS (“C3C”) shares by our consolidated subsidiary NTC Wismettac Europe B.V. (“Dutch Subsidiary”) to turn it to a subsidiary (a sub-subsidiary for our company) ,as it has been decided.

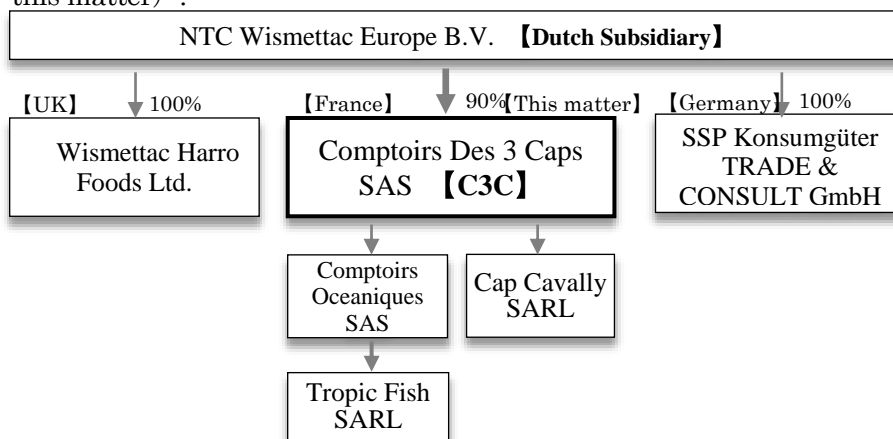
### Details

#### 1. Reason for the acquisition of shares

Our Dutch Subsidiary’s main business is the import and wholesale of Japanese food products mainly in the Netherlands. Now, it has been decided that it will acquire an additional 70% shares on top of the 20% that it already has on the current French affiliated company C3C. In result, it will be welcoming 4 group companies, C3C and its three operating subsidiaries. (Figure below)

As a growth strategy for our Asian Food Global Business, we have the “Development and expansion of the Business platform outside the U.S” . Europe is a market where further growth is to be expected in the mid-term. Thus, before the current matter, as of February this year, it has turned its affiliated company SSP Konsumgüter TRADE & CONSULT GmbH (location : Germany, “SSP”) to a wholly-owned subsidiary by acquiring the remaining 80% shares.

After the acquisition of the shares through this matter in France by our Dutch Subsidiary, it would signify that our European business platform for Japanese food centered Global Asian Food product wholesale would be established with the 3 strategically located business bases on the main European countries: UK (Wismettac Harro Foods Ltd.) , Germany (SSP) , France (C3C, this matter) .



#### 2. Overview of the subsidiary acquiring the shares

Our Dutch Subsidiary

(as of today May 29, 2020)

(1) Name	NTC Wismettac Europe B.V.
(2) Location	Stroombaan 10, 1181VX, Amstelveen, The Netherlands
(3) Representative	Director Ian Hetherington
(4) Main Business	Japanese food centered Global Asian Food product wholesale
(5) Capital	400 thousand Euro

3. Overview of opposition from whom the shares will be acquired

(1) Name	ALBATROS SARL(and manager of the company) DAENA SARL(and manager of the company)
(2) Relationship with the Company	There are no capital nor personal nor transaction relationship that should be stated between them and the company.

4. No. Shares to be acquired, transaction price and situation of shares before/after

(1) No. of shares (before)	42,389 shares (share ratio : 20%)
(2) No. shares to be acquired	148,362 shares
(3) Transaction price	Shares of C3C 35,732 thousand Euro Advisory fee (Approx.) 80 thousand Euro Total (Approx.) 35,812 thousand Euro
(4) No. of shares (after)	190,751 shares (share ratio : 90%)

5. Overview of the sub-subsidiary (French corporation)

(1) Name	COMPTOIRS DES 3 CAPS SAS		
(2) Location	16 rue de Travy 94320 Thiais France		
(3) Representative	Alain BAILLY		
(4) Business line	Import, processing, wholesale of Tuna and Salmon products (4 group companies)		
(5) Capital	211 thousand Euro		
(6) Founded	January 2004		
(7) No. of employee	93 employees (4 group companies)		
(8) Main shareholders	ALBATROS SARL(and manager of the company) 40% DAENA SARL (and manager of the company) 40% Dutch Subsidiary 20%		
(9) Group overview	C3C as the holding company, 3 companies such as Comptoirs Oceaniques SAS as operating subsidiaries.		
(10) Relationship with the Company	C3C is an affiliated company of our Dutch Subsidiary who owns 20% shares, and our Dutch Subsidiary has a record of selling to C3C group.		
(11) Business performance and financial status of Last fiscal year (Consolidated) (K€)			
Accounting Period	FY 2017	FY 2018	FY 2019
Net Assets	10,682	12,688	16,963
Total Assets	43,032	40,500	40,845
Sales	109,649	113,875	124,642
Operating profit	4,956	3,494	6,255
Net profit	2,566	2,005	4,275

※C3C applies the French Accounting standards to their financial statements, on which there is no reference to Ordinary Profit.

6. Scheduled Agenda (Plans)

Transaction date : July 1, 2020

7. Effect on business performance

The effect of this matter on this year's consolidated business performance are currently under investigation. If matters that must be disclosed arises, it will be disclosed promptly.