

February 22, 2021

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 Interlock Investments Limited by our consolidated subsidiary

We hereby provide information below, regarding the acquisition of 100% of Interlock Investments Limited (“Interlock”) shares by our consolidated subsidiary Wismettac Harro Foods Limited (“Harro Foods”) to turn it to a subsidiary (a sub-sub-subsidiary for our company) ,on completion.

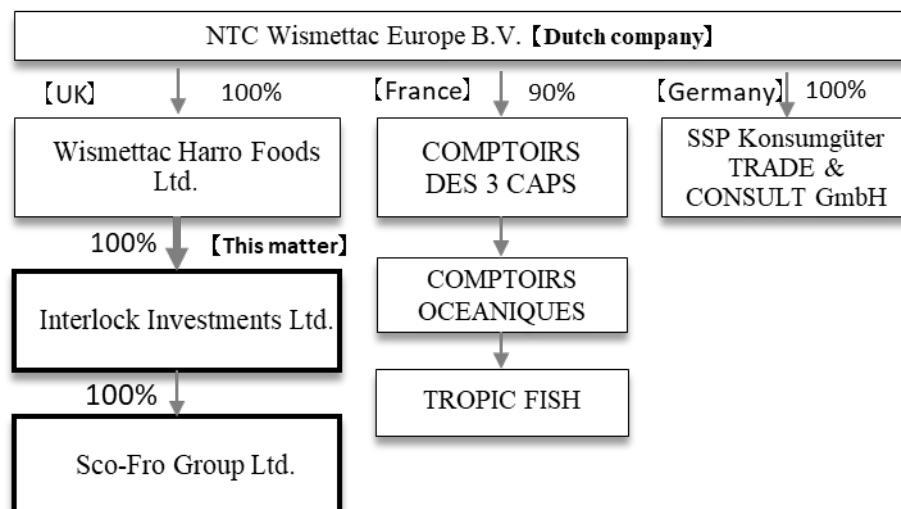
Details

1. Reason for the acquisition of shares

The main business of Harro Foods is wholesale Japanese food products mainly to restaurants in the UK. Now, it has completed to acquire 100% shares of the Interlock, of which subsidiary Sco-Fro Group Limited (“Sco-B”) <http://www.scofro.com/> main business is the wholesale of Asian food products mainly to Grocery stores in the UK.

Sco-Fro wholesales Asian food product such as Noodles, Frozen Seafood (Surimi, Sushi, etc.) to big retailers representing the UK (ALDI, ASDA, TESCO, etc.) which it has strong and long trading history. In the last year they also have achieved a good result under the recent COVID situation. Harro Foods strategy is to sell our Japanese food product ranges of Wismettac group to the retail market in UK in addition to the existing restaurant market.

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. Our European business platform for Japanese food centered Global Asian Food product wholesale has been created with 4 strategically located business bases in the main European countries, last year; Netherlands (BV), UK (Harro Foods) , Germany (SSP) , France (C3C) With this acquisition we also have added the strong relationship to big retailers in the UK via Sco-Fro.



2. Overview of the subsidiary acquiring the shares

Harro Foods

(as of January 31, 2021)

(1) Name	Wismettac Harro Foods Limited
(2) Location	Oak Point, Oakcroft Road, Chessington, Surrey KT9 1RH, United Kingdom
(3) Representative	Director Ian Hetherington
(4) Main Business	Japanese food centered Global Asian Food product wholesale
(5) Capital	600 thousand Pounds

3. Overview of target company from whom the shares will be acquired

(1) Name	Stanley Ian Bernard and director of the company and subsidiary.
(2) Relationship with the Company	There are no capital nor personal nor transaction relationship that should be stated between them and Harro Foods.

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

(1) No. of shares (before)	0 shares (share ratio : 0%)
(2) No. shares to be acquired	196 shares (Ordinary 151 shares, A Ordinary 45 shares)
(3) Transaction price	Nondisclosed due to be requested by sellers
(4) No. of shares (after)	196 shares (share ratio : 100%)

5. Overview of the sub-subsubsidiary

(1) Name	Interlock Investments Limited		
(2) Location	229 St Vincent Street, Glasgow G2 5QY, Scotland, United Kingdom		
(3) Representative	Director Stanley Ian Bernard		
(4) Business line	Interlock is just holding company, whose subsidiary Sco-Fro has importing and wholesaling Noodles, Frozen seafoods (e.g. Surimi and Frozen sushi, etc.)		
(5) Capital	196 pounds		
(6) Founded	July 1975		
(7) No. of employee	16 employees (Sco Fro)		
(8) Main shareholders	Stanley Ian Bernard 90% Adam Ben Bernard 10%		
(9) Group overview	Interlock is a holding company of Sco Fro the trading company.		
(10) Relationship with the Company	There are no transaction relationship that should be stated between them and Harro Foods.		
(11) Business performance and financial status of Last fiscal year (Consolidated) (K£)			
Accounting Period	FY 2018	FY 2019	FY 2020
Net Assets	2,318	2,139	2,502
Total Assets	6,277	5,889	7,105
Sales	15,892	15,727	18,498
Operating profit	525	473	675
Net profit (Net loss)	364	(52)	441

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

6. Completion date : 20 February, 2021

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.