



November 1, 2024

To whom it may concern

Corporate Name: Nishimoto Co., Ltd.
Representative: Yoshiro Susaki, Chairman & CEO
(Code No.: 9260 Prime Market of the Tokyo Stock Exchange)
Contact: Yuji Sasa, President, Director of the Board, Managing Executive Officer, COO, CFO
(Phone: 03-6870-2015)

Notice regarding a Capital and Business Alliance between the Company's Consolidated Subsidiary and Yonkyu Co., Ltd.

Wismettac Foods, Inc. (head office: Chuo-ku, Tokyo; President: Sasa Yuji; "Wismettac Foods"), a consolidated subsidiary of the Company, has entered into a capital and business alliance ("the Alliance") with Yonkyu Co., Ltd. (Code No.: 9955, Standard Market of the Tokyo Stock Exchange; "Yonkyu"), and the Company hereby announces the details as follows.

1. Reasons for the Alliance

Since its founding in 1912, the Company has built a solid presence by expanding its ancestral business of importing and selling fruit and vegetables and developing its overseas wholesale business of Japanese and other Asian foods.

As one pillar of the medium-term business plan announced in October 2023, the Company is working on critical initiatives such as expanding its Asian food global business ("AFB business") and improving its profitability. The Alliance is being implemented to realize one initiative: expanding development-type products for the mainstream market and fresh seafood products.

The Alliance partner, Yonkyu, was established in 1963 and is engaged in procuring, processing, and selling fresh fish, including farmed fish. Its fresh fish is highly regarded by consumers both in Japan and overseas for its product standards and quality, and it has a large domestic sales share for yellowtail and Japanese amberjack in particular.

Yonkyu is an important business partner and supplier for the Company's AFB business. The Company exports frozen processed seafood products and fresh fish procured from Yonkyu through its subsidiaries, which sell them to overseas business partners. The Company believes that building a solid relationship between the Company and Yonkyu ("Both Companies") through the alliance will allow the Company to ensure a stable procurement of seafood products in a business environment where climate change risks are becoming apparent, and enable Yonkyu to expand its overseas sales channels, thereby contributing to increasing the corporate value of Both Companies.

2. Details of the Capital Alliance

Wismettac Foods plans to acquire 199,900 shares (approximately 1.63% of the total issued shares, excluding treasury shares) of Yonkyu 's issued shares from its existing shareholders.

3. Main Details of the Business Alliance

Details of the business alliance between Both Companies are as follows:

- (1) Yonkyu will secure farmed fish such as yellowtail and red sea bream and provide a stable supply to Wismettac Foods. Wismettac Foods will utilize its own and the Company group's overseas sales channels to expand sales of these farmed fish.
- (2) To expand overseas sales of the farmed fish supplied by Yonkyu, Wismettac Foods will provide Yonkyu with information on demand and market trends in its own and the Company group's overseas sales channels, which will assist Both Companies in working together to develop products suitable for the market.
- (3) Both Companies will promote personnel exchanges to maximize their functions further.
- (4) Both Companies will jointly explore developing and producing artificial seedlings of yellowtail and other fresh fish as specified by Both Companies.

4. Outline of the Company's Consolidated Subsidiary

(1) Company Name	Wismettac Foods, Inc.
(2) Location	15th Floor, Nihonbashi Muromachi Mitsui Tower, 3-2-1, Nihonbashi Muromachi, Chuo-ku, Tokyo
(3) Representative's Title and Name	President: Yuji Sasa
(4) Business Details	Development and overseas sales of Asian foods Domestic and overseas sales of fresh and frozen processed fruit and vegetables Domestic and overseas sales of other products
(5) Capital	80 million yen

5. Outline of the Alliance Partner

(1) Company Name	Yonkyu Co., Ltd.																				
(2) Location	2-318-235, Tsukiji-cho, Uwajima city, Ehime																				
(3) Representative's Title and Name	Representative President Kouzo Kasaoka																				
(4) Business Details	Sale of Fresh Fish Sale of Feed Production and Sale of Farming Hatchling																				
(5) Capital	2,757 million yen																				
(6) Date of Establishment	April, 1963																				
(7) Major Shareholders and Shareholding Ratio (as of March 31, 2024)	<table> <tr> <td>Office FRM Y.K.</td><td>11.04%</td></tr> <tr> <td>Akemi Kasaoka</td><td>7.54%</td></tr> <tr> <td>Shinichi Kasaoka</td><td>6.85%</td></tr> <tr> <td>Hiromi Takeuchi</td><td>6.81%</td></tr> <tr> <td>Shinsei Y.K.</td><td>5.95%</td></tr> <tr> <td>Kouzo Kasaoka</td><td>5.29%</td></tr> <tr> <td>The Iyo Bank, Ltd.</td><td>4.69%</td></tr> <tr> <td>The Ehime Bank, Ltd.</td><td>4.13%</td></tr> <tr> <td>The Kagawa Bank, Ltd.</td><td>4.09%</td></tr> <tr> <td>Tsukiji Uoichiba Co., Ltd.</td><td>3.31%</td></tr> </table>	Office FRM Y.K.	11.04%	Akemi Kasaoka	7.54%	Shinichi Kasaoka	6.85%	Hiromi Takeuchi	6.81%	Shinsei Y.K.	5.95%	Kouzo Kasaoka	5.29%	The Iyo Bank, Ltd.	4.69%	The Ehime Bank, Ltd.	4.13%	The Kagawa Bank, Ltd.	4.09%	Tsukiji Uoichiba Co., Ltd.	3.31%
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(8)	Relationships with the Company's Group	Both Companies have no capital, personnel, or related party relationships. There is a track record of transactions with our group companies.		
(9)	The company's operating results and financial conditions for the past three years (unit: million yen)			
	Accounting Period	Fiscal Year Ended March 2022	Fiscal Year Ended March 2023	Fiscal Year Ended March 2024
	Consolidated Net Assets	31,636	34,907	37,127
	Consolidated Total Assets	42,853	47,266	51,380
	Consolidated Net Assets per Share (yen)	2,591.51	2,856.75	3,035.30
	Consolidated Net Sales	35,212	40,234	45,130
	Consolidated Operating Income	2,588	2,774	1,944
	Consolidated Ordinary Income	2,896	3,089	2,377
	Profit Attributable to Owners of Parent	1,998	2,306	1,634
	Consolidated Profit per Share (yen)	163.74	188.81	133.70
	Dividend per Share (yen)	20	20	20

6. Conclusion Date of the Alliance Agreement

November 1, 2024

7. Future Outlook

The Alliance will not impact the Company's consolidated financial results for the fiscal year ending December 2024.