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June 21, 2023

Company name: Restar Holdings Corporation
Name of representative: Tomoharu Asaka,
Representative Director
(Code: 3156; Tokyo Stock
Exchange Prime Market)
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Notice of Conversion of AIT Japan, into a Consolidated Subsidiary via Underwriting of Capital Increase by Third-Party Allotment

Restar Holdings Corporation (headquarters: Shinagawa-ku, Tokyo; “the Company”) hereby announces that, at a meeting of the Board of Directors held on June 21, 2023, the Company resolved to underwrite a capital increase by third-party allotment of AIT Japan Inc. (headquarters: Shinagawa-ku, Tokyo; “AITJ”), a subsidiary of WPG Holdings Limited (headquarters: Taipei, Taiwan; “WPG”), and thereby make AITJ a consolidated subsidiary of the Company (shareholding ratio after the capital increase by third-party allotment: 51.02%).

1. Reason and Purpose of Share Acquisition

Under our management vision of "Global (in view and scale) / Social Contribution / Collaboration and Innovation," the Company aims to be “the Electronics Value Platformer” that accommodates all manner of stakeholder needs through a wide range of business activities, including the provision of solutions for semiconductors and electronic components, the handling of video, audio, and communications equipment for broadcasters and the public, the development, manufacture, and sale of settlement and access systems utilizing NFC (Near Field Communication) technology, the planning and operation of solar and wind power plants and other renewable energy, and the operation of vegetable factories.

Together with WPG, our most important partner in global expansion, the Company has engaged in sales and promotion activities rooted in local communities in Asia through VITEC WPG Limited (Hong Kong), a joint venture with the Company's subsidiary and a WPG subsidiary, and in Europe through ViMOS Technologies GmbH (Germany), a joint venture with the Company's subsidiary, a WPG subsidiary and a European semiconductor trading company's subsidiary.

Now, as we target the further growth of AITJ, the Company will strengthen the management and financial foundations of AITJ by underwriting a capital increase by third-party allotment. At the same time, we will also use AITJ as a hub for both groups to accelerate business expansion and collaboration with more than 3,500 trading partners, mainly major global manufacturer partners, with the aim of further enhancing our presence in the global market.

< Synergies Targeted by Making AITJ a Subsidiary >

- ① Enhancing the sales of AITJ products to Japan market, and cooperating in extending the Company’s product and service in global market
- ② Having AITJ as a key base to engage global and locally rooted business expansion
- ③ Provision of more efficient and superior services through access to AITJ's global supply chain network

2. Overview of the subsidiary (AIT Japan Inc) subject to change

(1) Name	AIT Japan Inc	
(2) Location	8F, Shinagawa-Gotenyama Building, 3-6-6, Kitashinagawa, Shinagawa-ku, Tokyo 140-0001, Japan	
(3) Job title and name of representative	Masafumi Nakano, President and Representative Director	
(4) Description of business	Sales of semiconductors and electronic components	
(5) Share capital	300,050,000 yen	
(6) Date of establishment	March 7, 2005	
(7) Major shareholders and ownership ratios	Fame Hall International Co., Ltd 6,001 shares (100%)	
(8) Relationship between the Company and said company	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	Not applicable.

3. Number of shares acquired and shareholding before and after acquisition

(1) Number of shares held before the change	0 shares (Number of voting rights: 0 units) (Ratio of voting rights held: 0%)
(2) Number of shares to be acquired	6,251 shares (Number of voting rights: 6,251 units)
(3) Number of shares held after the change	6,251 shares (Number of voting rights: 6,251 units) (Ratio of voting rights held: 51.02%)

4. Timetable

(1) Date of resolution at the meeting of the Board of Directors	June 21, 2023
(2) Date of conclusion of the agreement	June 21, 2023
(3) Date of underwriting a capital increase by third-party allotment	July 21, 2023 (scheduled)

5. Future outlook

The impact of this share subscription on the Company's consolidated business results for the current fiscal year is under scrutiny. We will promptly disclose any matters that should be disclosed in the future as they are determined or arise.