



February 13, 2026

To Our Valued Stakeholders

Company Name	BuySell Technologies Co., Ltd.
Representative	President, Kosuke Tokushige representative director & CEO (Securities code: 7685, TSE Growth Market)
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## Notice Regarding Absorption-type Split (Simplified Absorption-type Split) with a Wholly Owned Subsidiary

BuySell Technologies Co., Ltd. hereby announces that at a meeting of its Board of Directors held today, it resolved to succeed to the in-store purchase business (hereinafter the "Business") of its wholly owned subsidiary, REGATE Inc. (hereinafter "REGATE"), through an absorption-type split (hereinafter the "Absorption-type Split"). As the Absorption-type Split is between BuySell Technologies Co., Ltd. and its wholly owned subsidiary REGATE, certain disclosure items and details have been omitted.

### Notes

#### 1. Purpose of the Absorption-type Split

The Group underwent a reorganization and integration of store brands in January 2026, and currently operates two store brands: "BuySell," operated by BuySell Technologies Co., Ltd., and "TIMELESS Salon," operated by TIMELESS Co., Ltd. The home visit purchase business continues to be composed of "BuySell" by BuySell Technologies Co., Ltd., "Kaitori Fuku-chan (FUKU-CHAN)" by REGATE, and "Nikkou-dou" by Nikkou-dou Inc. In addition to the home visit purchase business, REGATE operated "FUKU-CHAN" stores in the in-store purchase business. However, as mentioned above, following the store brand integration in January 2026, the store brand for the in-store purchase business was integrated into "BuySell." The Absorption-type Split is being conducted to accelerate integrated business development by aligning the brand name with the operating company, and to improve the efficiency of group management.

## 2. Summary of the Absorption-type Split

### (1) Schedule of the Absorption-type Split

Date of resolution by the Board of Directors of BuySell Technologies Co., Ltd. February 13, 2026

Date of execution of the absorption-type split agreement February 13, 2026

Scheduled date of the absorption-type split (effective date) April 1, 2026 (scheduled)

(Note) As the Absorption-type Split constitutes a simplified absorption-type split for BuySell Technologies Co., Ltd. under Article 796, Paragraph 2 of the Companies Act, and a short-form absorption-type split for REGATE under Article 784, Paragraph 1 of the Companies Act, neither company will hold a general meeting of shareholders to approve the absorption-type split agreement.

### (2) Method of the Absorption-type Split

An absorption-type split will be conducted with BuySell Technologies Co., Ltd. as the succeeding company and its wholly owned subsidiary REGATE as the splitting company for the Business operated by REGATE.

### (3) Details of Allotment Related to the Absorption-type Split

As the Absorption-type Split is between a parent company and its wholly owned subsidiary, no consideration will be provided.

### (4) Treatment of Share Acquisition Rights and Bonds with Share Acquisition Rights Following the Absorption-type Split

There will be no changes to the share acquisition rights issued by BuySell Technologies Co., Ltd. as a result of the Absorption-type Split. Furthermore, BuySell Technologies Co., Ltd. has not issued any bonds with share acquisition rights.

### (5) Increase or decrease in capital due to the absorption-type split

There will be no increase or decrease in the capital of BuySell Technologies Co., Ltd. due to this absorption-type split.

### (6) Rights and obligations to be succeeded by the successor company

BuySell Technologies Co., Ltd. shall succeed to the assets, liabilities, contracts, and other rights and obligations related to this business as stipulated in the absorption-type split agreement.

### (7) Outlook for fulfillment of obligations

BuySell Technologies Co., Ltd. has determined that there are no issues regarding the outlook for the fulfillment of obligations to be borne by BuySell Technologies Co., Ltd. after the effective date of this absorption-type split.

## 3. Overview of the parties involved in the absorption-type split (as of December 31, 2025)

	Succeeding company in the absorption-type split	Splitting company in the absorption-type split
Name	BuySell Technologies Co., Ltd.	REGATE Inc.
Location	PALT Building, 4-28-8 Yotsuya, Shinjuku-ku, Tokyo	Honmachi Garden City Terrace, 3-5-13 Azuchimachi, Chuo-ku, Osaka-shi, Osaka
Title and name of representative	Kyohei Iwata, Representative Director and Chairman;  Kosuke Tokushige, President, Representative Director and CEO	Michiko Fukushima, Representative Director and President
Business description	Reuse business	Reuse business
Capital	2,850 million yen	110 million yen
Date of establishment	January 2001	May 2014
Number of shares issued	30,877,880 shares	3,000 shares
Fiscal year-end	December 31	December 31
Major shareholders and shareholding ratios	Hideki Yoshimura / Midas A Investment Limited Partnership 35.5%  Midas No. 2 Investment Limited Partnership 11.7%  Kyohei Iwata 6.5%  Custody Bank of Japan, Ltd. (Trust Account) 6.4%  The Master Trust Bank of Japan, Ltd. (Trust Account) 3.4%  BNY GCM CLIENT ACCOUNT JPRD AC ISG (FE-AC) 3.3%  Morgan Stanley MUFG Securities Co., Ltd. 3.2%  Hideki Yoshimura 1.8%  MSIP CLIENT SECURITIES 1.4%  Nomura Securities Co., Ltd. 1.2%	BuySell Technologies Co., Ltd. 100%

#### 4. Financial position and operating results for the most recent fiscal year

	BuySell Technologies Co., Ltd.  Fiscal year ended December 31, 2025 (Consolidated)	REGATE Inc.  Fiscal year ended December 31, 2025
Net assets	21,429 million yen	1,192 million yen
Total assets	54,721 million yen	3,984 million yen
Net assets per share	677.58 yen	397,489.93 yen

Net sales	100,614 million yen	19,158 million yen
Operating income	9,044 million yen	1,518 million yen
Ordinary income	8,487 million yen	1,165 million yen
Net income	5,270 million yen	826 million yen
Net income per share	175.38 yen	275,622.87 yen

## 5. Overview of the business division to be succeeded

### (1) Business activities of the division to be succeeded

In-store purchase business

### (2) Operating results of the division to be succeeded

Net sales: 1,897 million yen (fiscal year ended December 31, 2025)

### (3) Items and amounts of assets and liabilities to be succeeded (as of December 31, 2025)

Assets		Liabilities	
Item	Amount	Item	Amount
Current assets	61 million yen	Current liabilities	0 million yen
Non-current assets	102 million yen	Non-current liabilities	22 million yen
Total	163 million yen	Total	22 million yen

(Note) The above amounts are as of December 31, 2025, and the actual amounts of assets and liabilities to be split may vary from the above.

## 6. Status after the absorption-type split

There will be no changes to the name, location, title and name of the representative, business activities, capital, or fiscal year-end of BuySell Technologies Co., Ltd. due to this absorption-type split.

## 7. Future outlook

As this absorption-type split is between BuySell Technologies Co., Ltd. and its wholly-owned subsidiary, the impact on the consolidated financial results of BuySell Technologies Co., Ltd. for the fiscal year ending December 31, 2026, will be minor.

End.