July 31, 2026

To whom it may concern:

Company Name: Seven & i Holdings Co., Ltd.
Representative: Stephen Hayes Dacus
Representative Director & President
(Code No. 3382/Prime Market of the Tokyo Stock Exchange)

# Notice Regarding Capital and Business Alliance and Disposal of Treasury Shares Through a Third-Party Allotment

Seven & i Holdings Co., Ltd. (the "Company") hereby announces that its Board of Directors, at a board meeting dated July 31, 2026, resolved, together with SEVEN-ELEVEN JAPAN CO.,LTD. ("Seven-Eleven Japan"), to enter into business alliance agreements (the "Business Alliance") with SoftBank Corp. ("SoftBank"), PayPay Corporation ("PayPay") and LY Corporation ("LY") (SoftBank, PayPay and LY are collectively referred to as the "Softbank Group Companies"), and with Sumitomo Mitsui Card Company, Limited ("Sumitomo Mitsui Card"), as described below, and further resolved to enter into capital alliance agreements (the "Capital Alliance") with SoftBank and PayPay and with Sumitomo Mitsui Card, and to dispose of treasury shares through a third-party allotment to such three companies as the proposed allottees (the "Treasury Shares Disposal").

## Ⅰ. Overview of the Business Alliance

### 1. Background of the Business Alliance

As the operator of one of the world's largest convenience store networks, Our Group is committed to enhancing the customer experience by delivering greater quality and value. This commitment is at the core of the "Transformation of 7-Eleven" announced on August 6, 2025, which we refer to as the "Transformation Plan". As consumer behaviors and lifestyles continue to diversify, and digital services become increasingly integrated into everyday life, the meaning of "convenience" is expanding beyond proximity and ease. Customers now expect seamless, engaging, and personalized experiences. We intend to lead this evolution. By bringing together our physical stores and digital touchpoints, we are redefining what "convenience" means and advancing the everyday shopping experience. Through these efforts, we aim to become our customers' first choice for convenience, while sustainable global growth and enhancing corporate value.

Across our Japan business, we have advanced a range of initiatives to improve the customer shopping experience. We have expanded and refreshed counter-food products, provided freshly prepared items through 7NOW, launched campaigns using digital touchpoints such as the 7-Eleven app, diversified payment methods, and supported customers' daily lives from multiple angles. Our next priority is to turn this progress into stronger store growth and higher daily sales. The foundation for this growth is our domestic store network of more than 20,000 locations, one of the largest in Japan, and the approximately 20 million daily customer touchpoints and related data generated through our stores. In the near term, we will expand opportunities to provide customers with convenient and useful information and services. This will make everyday shopping more rewarding and give customers more reasons to visit and use our stores. In the medium to long term, we will seek to accelerate store growth by combining AI, data analytics, and other technologies in more sophisticated ways, while further upgrading our store platform. We believe this direction will help redefine "convenience" for each customer and support the development of a next-generation store growth model powered by technology and data. Looking ahead, we will also apply the insights gained through these initiatives across our global operations to enhance the customer experience and advance store growth models tailored to each region. In doing so, we will accelerate innovation across our group.

The Softbank Group Companies, guided by their philosophy of “using the information revolution to make people happy,” have advanced the practical application of cutting-edge technologies including AI. SoftBank, PayPay, and LY play an important role in customers’ everyday lives through services such as communications, payments and digital engagement. Sumitomo Mitsui Card, guided by its vision of becoming “the most advanced cashless company shaping the everyday of tomorrow”, has also built a broad customer base and a diverse portfolio of payment services, establishing a strong position in the cashless payments sector.

This partnership will connect our store network and data infrastructure with Softbank’s cutting-edge AI and digital technologies, data utilization capabilities, and digital infrastructure underpinned by a robust customer base, as well as extensive digital customer touchpoints, including LINE and PayPay. This combination will allow us to deliver greater customer value and convenience at a scale only this partnership can unlock, strengthen our store platform for the future, and create next-generation customer experiences that seamlessly connect the physical and digital. In addition, by leveraging PayPay and Sumitomo Mitsui Card’s expertise in cashless payments and rewards programs, we aim to deliver even more seamless and convenient customer experiences. Seven-Eleven Japan, PayPay and Sumitomo Mitsui Card will also strengthen collaboration on payment and loyalty services to maximize the benefits of user account and rewards linkage, and explore ways to bring together their respective customer touchpoints, including store networks, to deliver greater convenience for customers and expand their customer reach. By building on these initiatives and leveraging the strengths of each company, we aim to build next-generation infrastructure that supports everyday convenience while unlocking new growth opportunities for Softbank, PayPay and Sumitomo Mitsui Card.

We believe that deepening our strategic partnerships with the Softbank Group Companies and Sumitomo Mitsui Card through the Business Alliance and the Capital Alliance will support our continued growth and enhance corporate value. To ensure these initiatives deliver ongoing results over the medium to long term, we will complement the Business Alliance with capital relationships that further strengthen our partnerships and align our mutual interests. Accordingly, we have decided to implement the Capital Alliance by way of the Treasury Shares Disposal.

2. Details of the Capital Alliance and the Business Alliance

(1)Details of the Capital Alliance

The Company will allocate 48,309,178 shares (483,091 voting rights), 48,309,178 shares (483,091 voting rights) and 48,309,178 shares (483,091 voting rights) of its common shares to SoftBank, PayPay and Sumitomo Mitsui Card, respectively, through the Treasury Shares Disposal. As a result, the shareholding ratios of SoftBank, PayPay and Sumitomo Mitsui Card, calculated against the total number of issued shares of the Company (excluding treasury shares) as of February 28, 2026, will be 2.27%, 2.27% and 2.27%, respectively, following the Treasury Shares Disposal. Such shareholding ratios are calculated taking into account the number of treasury shares expected to be acquired through the off-auction own share repurchase trading (ToSTNeT-3) of Tokyo Stock Exchange, Inc. (the “Tokyo Stock Exchange”) scheduled to be conducted on August 3, 2026, as announced in the Company’s press release dated today entitled “Notice regarding Repurchase of Own Shares through the Off-Auction Own Share Repurchase Trading (ToSTNeT-3) System, and Issuance of 23rd through 27th Series Share Options Through a Third Party Allotment (Repurchase of Own Shares through a Facility Share Repurchase (Accelerated Share Repurchase))”. For details regarding the Treasury Shares Disposal, please refer to “Ⅱ. Overview of the Treasury Shares Disposal” below.

(2)Details of the Business Alliance

The key initiatives of the Business Alliance are as follows:

1. Integration of 7iD into PayPay ID and development of a shared customer base
2. Introduction of PayPay Point and V Point across 7-Eleven stores and services to drive store visits
3. Increase in store visits and app usage through campaigns and promotional initiatives for SoftBank communications service subscribers, PayPay and LINE Yahoo users

4. Deployment of 7-Eleven mini-apps on PayPay and LINE platforms and expansion of marketing opportunities
5. Enhanced customer convenience and customer base expansion through collaboration with PayPay and Sumitomo Mitsui Card on payment and points services and mutual use of customer touchpoints, including store networks
6. Pursuit of next-generation infrastructure that supports everyday convenience through collaboration across store operations, next-generation supply chains, energy management and other areas

In addition to the measures described above, we will continue to consider and discuss initiatives that contribute to further enhancing our corporate value.

Through the Business Alliance, we believe we can bring together each company's cutting-edge technologies and leading customer bases in Japan to create more valuable customer experiences and enhance corporate value.

3. Overview of the Counterparty to the Business Alliance

<table>
<tr><td colspan="2">(1) Name</td><td colspan="2">SoftBank Corp.</td></tr>
<tr><td colspan="2">(2) Location</td><td colspan="2">1-7-1 Kaigan, Minato-ku, Tokyo</td></tr>
<tr><td colspan="2">(3) Title and Name of Representative</td><td colspan="2">Junichi Miyakawa, President & CEO</td></tr>
<tr><td colspan="2">(4) Business Details</td><td colspan="2">・Provision of mobile communications services<br>・Sale of mobile devices<br>・Provision of fixed-line telecommunications<br>・ISP services</td></tr>
<tr><td colspan="2">(5) Capital</td><td colspan="2">244,355 million yen</td></tr>
<tr><td colspan="2">(6) Date of Establishment</td><td colspan="2">December 9, 1986</td></tr>
<tr><td colspan="2">(7) Total Number of Issued Shares</td><td colspan="2">47,971,989,700 shares (common shares)<br>30,000,000 shares (Series 1 Bond-Type Class Shares)<br>25,000,000 shares (Series 2 Bond-Type Class Shares)</td></tr>
<tr><td colspan="2">(8) Fiscal Year End</td><td colspan="2">March 31</td></tr>
<tr><td colspan="2">(9) Number of Employees</td><td colspan="2">(Non-consolidated) 19,150<br>(Consolidated) 58,432</td></tr>
<tr><td colspan="2">(10) Major Customers</td><td colspan="2">Corporations, government agencies and other organizations</td></tr>
<tr><td colspan="2">(11) Main Banks</td><td colspan="2">Mizuho Bank, Ltd.<br>Sumitomo Mitsui Banking Corporation<br>MUFG Bank, Ltd.<br>Mizuho Trust & Banking Co., Ltd.<br>Sumitomo Mitsui Trust Bank, Limited</td></tr>
<tr><td colspan="2">(12) Major Shareholders and Shareholding Ratios</td><td>SoftBank Group Japan Corporation<br>The Master Trust Bank of Japan, Ltd. (Trust Account)<br>Custody Bank of Japan, Ltd. (Trust Account)<br>SMBC Nikko Securities Inc.<br>JPMorgan Securities Japan Co., Ltd.<br>STATE STREET BANK AND TRUST COMPANY 505001<br>JP MORGAN CHASE BANK 385781<br>Goldman Sachs Japan Co., Ltd. BNYM<br>JP MORGAN CHASE BANK 385642<br>Custody Bank of Japan, Ltd. (Trust Account4)</td><td>40.01%<br>9.81%<br>3.69%<br>1.03%<br>1.02%<br>0.90%<br>0.88%<br>0.66%<br>0.54%<br>0.53%</td></tr>
<tr><td colspan="4">(13) Relationship between the parties</td></tr>
<tr><td rowspan="3"></td><td>Capital Relationship</td><td colspan="2">None.</td></tr>
<tr><td>Personnel Relationship</td><td colspan="2">None.</td></tr>
<tr><td>Transaction Relationship</td><td colspan="2">Seven-Eleven Japan, a consolidated subsidiary of the Company, has been entrusted by SoftBank with the collection of mobile phone charges and other payments. In addition, prepaid cards issued by a</td></tr>
</table>

| | | |
|---|---|---|
| | | subsidiary of SoftBank are handled at convenience stores operated by Seven-Eleven Japan. |
| | Status as Related Party | There are no applicable items. |

(14) Consolidated Operating Results and Consolidated Financial Position for the Past Three Years (Unit: Million Yen, unless Otherwise Specified)

| Fiscal Year | Fiscal Year Ended March 31, 2024 | Fiscal Year Ended March 31, 2025 | Fiscal Year Ended March 31, 2026 |
|---|---|---|---|
| Equity Attributable to Owners of the Company | 2,377,074 | 2,743,630 | 2,957,859 |
| Total Assets | 15,521,906 | 16,102,195 | 18,502,175 |
| Equity per Share Attributable to Owners of the Company(Yen)(Notes 3) | 47.97 | 50.96 | 55.13 |
| Revenue | 6,084,002 | 6,544,349 | 7,038,680 |
| Operating Income | 876,068 | 989,016 | 1,042,576 |
| Net Income Attributable to Owners of the Company | 489,074 | 526,133 | 550,759 |
| Basic Earnings per Share(Yen) (Notes 3) | 10.32 | 10.99 | 11.35 |
| Dividend per Share (Common Shares) (Yen) (Notes 4) | 86.00 | 47.30 | 8.60 |

(Notes)
1. The overview of SoftBank is as of March 31, 2026.
2. “Major Shareholders and Shareholding Ratios” is based on the “Status of Major Shareholders” section contained in the Annual Securities Report for the 40th fiscal year filed by SoftBank on June 19, 2026.
3. SoftBank implemented a share split at a ratio of ten shares for each common share, effective October 1, 2024. The figures are presented as if the share split had been carried out at the beginning of the fiscal year ended March 31, 2024.
4. SoftBank implemented a share split at a ratio of ten shares for each common share, effective October 1, 2024. “Dividend per Share (Common Shares)” for the fiscal year ended March 31, 2025, shown above consists of the interim dividend of JPY 43.00 per share before the share split and the year-end dividend of JPY 4.30 per share after the share split. Had such share split not been implemented, the annual dividend per share would have been JPY 86.00.
5. The proposed allottee, Softbank, is listed on the Prime Market of the Tokyo Stock Exchange. The Company has reviewed the basic policy for eliminating anti-social forces and the status of its implementation as described in the Corporate Governance Report submitted by SoftBank to the Tokyo Stock Exchange (last updated on June 26, 2026) and has determined that SoftBank and its officers have no relationship whatsoever with anti-social forces.

| | |
|---|---|
| (1) Name | PayPay Corporation |
| (2) Location | 1-3 Kioicho, Chiyoda-ku, Tokyo |
| (3) Title and Name of Representative | President & Representative Director, CEO, Corporate Officer, Ichiro Nakayama |
| (4) Business Details | Development / provision of e-payment services such as mobile payments |
| (5) Capital | 200,635 million yen |
| (6) Date of Establishment | June 15, 2018 |
| (7) Total Number of Issued Shares | 677,343,335 shares (As of June 30, 2026) |
| (8) Fiscal Year End | March 31 |
| (9) Number of Employees | (Non-consolidated) 1,994<br>(Consolidated) 4,567 |

| | | |
|---|---|---|
| (10) Major Customers | - | |
| (11) Main Banks | - | |
| (12) Major Shareholders and Shareholding Ratios | B Holdings Corporation<br>SVF Ⅱ Piranha (DE) LLC<br>The Bank of New York Mellon<br>SoftBank Corp.<br>LY Corporation | 47.08%<br>28.48%<br>9.35%<br>7.54%<br>7.54% |

(13) Relationship between the parties

| | |
|---|---|
| Capital Relationship | None. |
| Personnel Relationship | One of the Company's Outside Directors concurrently serves as an Outside Director of PayPay. |
| Transaction Relationship | The Company Group collaborates with PayPay with respect to payment services at convenience stores operated by Seven-Eleven Japan and through the Seven-Eleven Japan mobile application. |
| Status as Related Party | There are no applicable items. |

(14) Consolidated Operating Results and Consolidated Financial Position for the Past Three Years (Unit: Million Yen, unless Otherwise Specified)

| Fiscal Year | Fiscal Year Ended March 31, 2024 | Fiscal Year Ended March 31, 2025 | Fiscal Year Ended March 31, 2026 |
|---|---|---|---|
| Equity Attributable to Owners of the Parent Company | 65,162 | 99,895 | 394,179 |
| Total Assets | 3,806,382 | 4,042,105 | 5,176,012 |
| Equity Attributable to Owners of the Parent Company per Share(Yen)(Notes 2) | 118.48 | 181.63 | 582.28 |
| Total Revenue | 254,611 | 299,078 | 380,662 |
| Operating Profit | 11 | 35,510 | 80,082 |
| Profit Attributable to Owners of the Parent Company | (3,350) | 36,170 | 115,034 |
| Basic Earnings per Share(Yen)(Notes 2) | (6.09) | 65.76 | 180.42 |
| Dividend per Share (Yen) | - | - | - |

(Notes)
1. The overview of PayPay is as of March 31, 2026 unless otherwise specified.
2. PayPay implemented a share split at a ratio of two hundred shares for each common share, effective November 15, 2025. The figures are presented as if the share split had been carried out at the beginning of the fiscal year ended March 31, 2024.
3. The proposed allottee, PayPay, has disclosed its policy regarding anti-social forces on its website. The Company has also reviewed the basic policy for eliminating anti-social forces and the status of its implementation as described in the Corporate Governance Report submitted by Softbank Group Corp., the parent company of PayPay, to the Tokyo Stock Exchange (last updated on July 1, 2026) and has determined that PayPay, its officers and its major shareholders have no relationship whatsoever with anti-social forces.

| | |
|---|---|
| (1) Name | LY Corporation |
| (2) Location | 1-3 Kioicho, Chiyoda-ku, Tokyo |
| (3) Title and Name of Representative | Takeshi Idezawa, President and Representative Director, CEO |
| (4) Business Details | ・Development of online advertising business<br>・E-commerce business, members services business, and other businesses<br>・Managing of group companies and other operations |

| | | |
|---|---|---|
| (5) Capital | 252,134 million yen | |
| (6) Date of Establishment | January 31, 1996 | |
| (7) Total Number of Issued Shares | 6,884,244,856 shares | |
| (8) Fiscal Year End | March 31 | |
| (9) Number of Employees | (Non-consolidated) 10,577<br>(Consolidated) 29,863 | |
| (10) Major Customers | - | |
| (11) Main Banks | Mizuho Bank, Ltd.<br>Sumitomo Mitsui Banking Corporation<br>Bank of Japan<br>MUFG Bank, Ltd.<br>Sumitomo Mitsui Trust Bank, Limited | |
| (12) Major Shareholders and Shareholding Ratios | A Holdings Corporation<br>The Master Trust Bank of Japan, Ltd. (Trust Account)<br>Custody Bank of Japan, Ltd. (Trust account) THE CHASE MANHATTAN BANK, N.A. LONDONSECS LENDING OMNIBUS ACCOUNT<br>STATE STREET BANK AND TRUST COMPANY 505001<br>STATE STREET BANK AND TRUST COMPANY 505103<br>STATE STREET BANK AND TRUST COMPANY 505223<br>THE CHASE MANHATTAN BANK, N.A. LONDON<br>JP MORGAN CHASE BANK 385781<br>JPMorgan Securities Japan Co., Ltd. | 62.34%<br>6.51%<br>2.15%<br>1.30%<br>1.05%<br>0.96%<br>0.75%<br>0.59%<br>0.55%<br>0.47% |
| (13) Relationship between the parties | | |
| Capital Relationship | None. | |
| Personnel Relationship | None. | |
| Transaction Relationship | Seven-Eleven Japan, a consolidated subsidiary of the Company, has been entrusted by LY with the collection of internet payments and other payments. In addition, prepaid cards issued by LY are handled at convenience stores operated by Seven-Eleven Japan. | |
| Status as Related Party | There are no applicable items. | |

(14) Consolidated Operating Results and Consolidated Financial Position for the Past Three Years (Unit: Million Yen, unless Otherwise Specified)

| Fiscal Year | Fiscal Year Ended March 31, 2024 | Fiscal Year Ended March 31, 2025 | Fiscal Year Ended March 31, 2026 |
|---|---|---|---|
| Equity Attributable to Owners of the Parent | 3,037,088 | 2,998,170 | 2,998,805 |
| Total Assets | 9,043,969 | 9,158,346 | 11,205,191 |
| Equity Attributable to Owners of the Parent per Share(Yen) | 404.89 | 420.77 | 437.23 |
| Revenue | 1,814,663 | 1,917,478 | 2,036,366 |
| Operating Income | 208,191 | 315,033 | 341,322 |
| Profit Attributable to Owners of the Parent | 113,199 | 153,465 | 193,692 |
| Basic Earnings per Share(Yen) | 15.10 | 21.00 | 27.97 |
| Dividend per Share(Yen) | 5.56 | 7.00 | 7.30 |

(Note) The overview of LY is as of March 31, 2026.

<table>
<tr><td colspan="2">(1) Name</td><td colspan="2">Sumitomo Mitsui Card Company, Limited</td></tr>
<tr><td colspan="2">(2) Location</td><td colspan="2">Tokyo Head Office: SMBC Toyosu Bldg., 2-2-31 Toyosu, Koto-ku, Tokyo<br>Osaka Head Office: 4-5-15 Imabashi, Chuo-ku, Osaka-shi, Osaka</td></tr>
<tr><td colspan="2">(3) Title and Name of Representative</td><td colspan="2">President and Representative Director, CEO, Takeya Sasaki (As of July 1, 2026)</td></tr>
<tr><td colspan="2">(4) Business Details</td><td colspan="2">・Credit card operations<br>・Debit card, prepaid card, and other payment operations<br>・Loan operations<br>・Guarantee operations<br>・Other incidental operations</td></tr>
<tr><td colspan="2">(5) Capital</td><td colspan="2">34,000 million yen</td></tr>
<tr><td colspan="2">(6) Date of Establishment</td><td colspan="2">December 26, 1967</td></tr>
<tr><td colspan="2">(7) Total Number of Issued Shares</td><td colspan="2">10,674,444 shares</td></tr>
<tr><td colspan="2">(8) Fiscal Year End</td><td colspan="2">March 31</td></tr>
<tr><td colspan="2">(9) Number of Employees</td><td colspan="2">5,200</td></tr>
<tr><td colspan="2">(10) Major Customers</td><td colspan="2">-</td></tr>
<tr><td colspan="2">(11) Main Banks</td><td colspan="2">Sumitomo Mitsui Banking Corporation</td></tr>
<tr><td colspan="2">(12) Major Shareholders and Shareholding Ratios</td><td>Sumitomo Mitsui Financial Group, Inc</td><td>100.0%</td></tr>
<tr><td colspan="4">(13) Relationship between the parties</td></tr>
<tr><td rowspan="4"></td><td>Capital Relationship</td><td colspan="2">None.</td></tr>
<tr><td>Personnel Relationship</td><td colspan="2">None.</td></tr>
<tr><td>Transaction Relationship</td><td colspan="2">The Company Group collaborates with Sumitomo Mitsui Card with respect to the V Point business.</td></tr>
<tr><td>Status as Related Party</td><td colspan="2">There are no applicable items.</td></tr>
<tr><td colspan="4">(14) Consolidated Operating Results and Consolidated Financial Position for the Past Three Years (Unit: Million Yen, unless Otherwise Specified)</td></tr>
</table>

| Fiscal Year | Fiscal Year Ended March 31, 2024 | Fiscal Year Ended March 31, 2025 | Fiscal Year Ended March 31, 2026 |
|---|---|---|---|
| Shareholders' Equity | 566,205 | 866,037 | 877,221 |
| Total Assets | 4,401,273 | 6,922,980 | 7,548,386 |
| Net Assets per Share(Yen) | 108,998.99 | 139,720.76 | 137,044.85 |
| Total Revenue | 454,968 | 678,050 | 725,882 |
| Operating Profit | 24,185 | (15,792) | 34,962 |
| Profit Attributable to Owners of Parent | 18,560 | 24,558 | 23,892 |
| Basic Earnings per Share(Yen) | 1,738.77 | 2,300.71 | 2,238.31 |
| Dividend per Share(Yen) | 956.33 | 1,265.39 | 1,231.08 |

(Notes) 1. The overview of Sumitomo Mitsui Card is as of March 31, 2026.

2. The proposed allottee, Sumitomo Mitsui Card, has disclosed its basic policy regarding anti-social forces on its website. The Company has also reviewed the basic policy for eliminating anti-social forces and the status of its implementation as described in the Corporate Governance Report submitted by Sumitomo Mitsui Financial Group, Inc., the parent company of Sumitomo Mitsui Card, to the Tokyo Stock Exchange (last updated on July 13, 2026) and has determined that Sumitomo Mitsui Card, its officers and its major shareholders have no relationship whatsoever with anti-social forces.

4. Schedule

| | |
|---|---|
| (1) Date of Board of Directors Resolution regarding the Business Alliance and the Treasury Shares Disposal | July 31, 2026 |
| (2) Date of execution of the Business Alliance and the Treasury Shares Disposal | July 31, 2026 |
| (3) Date of payment for the Treasury Shares Disposal and Commencement Date of the Business Alliance | August 17, 2026 (planned) |

5. Outlook

Please refer to "Ⅱ. Overview of the Treasury Shares Disposal 8. Outlook" below.

## Ⅱ. Overview of the Treasury Shares Disposal

1. Overview of the Treasury Shares Disposal

| | |
|---|---|
| (1) Payment Date | August 17, 2026 |
| (2) Number of Shares to be Disposed | 144,927,534 shares of common share of the Company |
| (3) Disposal Price | 2,070 yen per share |
| (4) Amount of Funds to be Raised | 299,999,995,380 yen |
| (5) Method of Disposal (Planned Allottee) | The Company will allot 48,309,178, 48,309,178 and 48,309,178 treasury shares to SoftBank, PayPay and Sumitomo Mitsui Card, respectively, through a third-party allotment |
| (6) Other | The above items are subject to the effectuation of the securities registration statement in accordance with the Financial Instruments and Exchange Act. |

2. Purpose and Reason for This Disposal of Treasury Shares

As set forth in "1. Background of the Business Alliance" and "2. Details of the Capital Alliance and the Business Alliance" of "Ⅰ. Overview of the Business Alliance" above, the Treasury Shares Disposal will be implemented in conjunction with the business alliance between the Company, the Softbank Group Companies and Sumitomo Mitsui Card. The funds raised through the Treasury Shares Disposal will be utilized as described in "3. Amount of funds to be raised, use of proceeds, and scheduled timing of expenditure (2) Specific use of the proceeds to be raised" below, thereby further enhancing the effects of the Business Alliance.

On the other hand, as described in "5. Rationality of Issuance Conditions, etc. (2) Grounds for determining that the quantity of issuance and disposal, scale of dilution of shares is rational" below, the shares to be allocated through the Treasury Shares Disposal will represent 5.56% of the Company's total issued shares of 2,604,555,849 shares as of February 28, 2026, resulting in a certain degree of dilution of shares. However, as described in "Ⅰ. Overview of the Business Alliance 2. Details of the Capital Alliance and the Business Alliance" the Company has today also announced the Share Repurchase and intends to mitigate such dilution.

3. Amount of funds to be raised, use of proceeds, and scheduled timing of expenditure

(1) Amount of funds to be raised

| Total Amount to be Paid (Yen) | Estimated Issuance Expenses (Yen) | Estimated Net Proceeds (Yen) |
|---|---|---|
| 299,999,995,380 | 42,000,000 | 299,957,995,380 |

(Notes) 1. The breakdown of estimated issuance expenses is the total of legal fees and other administrative expenses (including costs for preparing the securities registration statement and other documents).

2. Estimated issuance expenses do not include consumption tax or similar taxes.

(2)Specific use of the proceeds to be raised

The specific use of the net proceeds of 299,957,995,380 yen after deducting expenses and the planned timing of expenditure are as follows. Until the funds raised are actually disbursed, they will be appropriately managed in an account at a financial institution that transacts with our Company.

| Specific Use | Amount (Million Yen) | Expected Timing of Use |
|---|---|---|
| ・Investments in new store openings and store renovations, including next-generation store formats<br>・Medium- to long-term growth investments, including improvements in operational efficiency through AX and DX<br>・Investments in the establishment of a next-generation marketing platform that leverages customer data integration based on ID integration, as well as customer touchpoints | 299,958 | September 2026 to February 2031 |

The Treasury Shares Disposal is intended for the purpose of the Business Alliance with SoftBank, PayPay, LY, and Sumitomo Mitsui Card and the Capital Alliance with SoftBank, PayPay, and Sumitomo Mitsui Card, and the details of the growth strategy that the Company aims to achieve through the application of the proceeds to each use set forth in the table above are as follows.

＜Evolution of Customer Experience and Advancement of Store Infrastructure＞

As part of its efforts to achieve long-term growth under the Transformation Plan, our group is advancing a new store growth model through the broader use of AI and digital technologies. As consumer behavior continues to evolve, we believe it is essential to accelerate these initiatives by further investing in the group’s strengths that form the foundation of our transformation and sharpening our differentiation from competitors. Through these efforts, we aim to redefine “convenience” for customers, further evolve the customer experience, and improve the efficiency and sophistication of store operations. Ultimately, by working together with our partners, we aim to build next-generation infrastructure in the retail sector that supports consumers’ everyday convenience.

① Evolution of customer experience through integration of IDs and linkage among service platforms

Our group considers reliable and seamless service experiences to be one of the pillars supporting the customer experience. Accordingly, through the Capital Alliance and the Business Alliance, we plan to integrate 7iD into PayPay ID, establish a shared customer base between the two companies and, on that basis, introduce store-based loyalty points and promote large-scale promotional activities and collaboration across app services. Seven-Eleven Japan, PayPay and Sumitomo Mitsui Card will also explore the mutual use of store networks and customer touchpoints to enhance customer convenience and expand their customer bases.

Beyond establishing these initiatives as a next-generation marketing platform, we will combine physical stores with digital touchpoints outside the store, further promote the use of AI and data, and aim to create new value for customers by pursuing personalized customer experiences that are not only convenient and rewarding, but also closely integrated into customers’ daily lives.

② Improvement and sophistication of store operations through AI utilization and DX

Our group believes that further enhancing operational excellence is essential to evolving the customer experience. Accordingly, we plan to accelerate the use of AI, robotics and digital transformation initiatives to further improve and advance store operations, optimize store management, and accelerate data-driven store operations, from customer traffic analysis to supply chain-wide efficiency improvements. Through these efforts, we will work to create an environment where franchise store owners can realize their full potential.

③ Advancement of Next-Generation Retail DX

As part of our efforts to upgrade store infrastructure, we will utilize cutting-edge technologies in areas such as store operations, next-generation supply chains and energy. Through these efforts, we will seek to create new business opportunities that deliver value to society, consumers, stores and the supply chain, while working together to build next-generation infrastructure that supports everyday convenience.

To ensure that these initiatives generate tangible results as part of our efforts to achieve long-term, value-creating growth under the Transformation Plan, we will leverage the strengths of our Group to continue evolving customer experiences centered on quality and value. Through the Capital Alliance and the Business Alliance, we will pursue next-generation store services that seamlessly connect in-store and digital touchpoints, while further advancing the creation of next-generation customer experiences and the upgrading of the store platform. In addition, by leveraging the strengths of each company, we aim to build next-generation infrastructure that supports consumers' everyday convenience and further expand business growth opportunities for SoftBank, PayPay, and Sumitomo Mitsui Card.

4. Viewpoint on the rationality of the uses of funds

The Company will allocate the funds raised through the Treasury Shares Disposal related to the purposes described in "3. Amount of funds to be raised, use of proceeds, and scheduled timing of expenditure (2)Specific use of the proceeds to be raised " above, aiming to expand its business.

The Company believes this will enhance corporate value and our medium-to-long-term shareholder value through the achievement of our growth strategy, thereby increasing the benefits for our existing shareholders. Consequently, we consider the use of funds from the Treasury Shares Disposal to be reasonable.

5. Rationality of Issuance Conditions, etc.

(1) Basis for Calculating the Payment Amount and Specific Details

The payment amount for the Treasury Shares Disposal was determined through discussions with SoftBank, PayPay and Sumitomo Mitsui Card and set at 2,070 yen, which is the average closing prices of the Company's common shares on the Prime Market of the Tokyo Stock Exchange during the one-month period ending immediately preceding the business day prior to the date of the Board of Directors' resolution regarding the Treasury Shares Disposal (July 31, 2026; the "Board Resolution Date") (July 30, 2026) (rounded to the nearest yen. The same shall apply to the calculation of average prices below).

The Company adopted the average closing prices during the one-month period ending immediately preceding the business day, taking into consideration such factors as the impact of disclosures of information and press reports regarding the Company on the formation of its share price, and the fact that industry trends and market conditions vary on a daily basis. Consequently, the Company determined that the use of the average share price during the immediately preceding period would appropriately reflect its corporate value.

This payment amount of 2,070 yen represents a 7.30% discount (rounded to the third decimal place. The same rounding method is applied in the calculation of premium and discount rates relative to the share price below) to the closing price of 2,233 yen on the trading day immediately preceding the Board Resolution Date (July 30, 2026), a 5.88% premium to the average closing price of 1,955 yen (rounded to the nearest whole number. The same rounding method is applied in the calculation of average share prices below) for the immediately preceding three-month period (from May 1, 2026 to July 30, 2026), a 1.57% premium to the average closing price of 2,038 yen over the preceding six-month period (from February 2, 2026 to July 30, 2026).

The above payment amount complies with the principles of the Japan Securities Dealers Association's "Guidelines for Handling of Allotment of New Shares to Third Parties" (established April 1, 2010), and the Company has determined that such amount does not constitute a particularly favorable amount as prescribed in Article 199, Paragraph 3 of the Companies Act.

Furthermore, the five auditors of the Company (including three outside auditors) have confirmed that the method for determining the payment amount for the Treasury Shares Disposal is based on the market price, which represents an objective value reflecting the value of the Company's common shares, and that such method complies with the "Guidelines for Handling of Allotment of New Shares to Third Parties" (established April 1, 2010). The Company has received opinions from all five auditors to the effect that no material facts in violation of laws and regulations were found with respect to the Board of Directors' determination that the payment amount for the Treasury Shares Disposal, determined by such method, does not constitute an amount particularly favorable to SoftBank, PayPay or Sumitomo Mitsui Card.

(2) Grounds for determining that the quantity of issuance and disposal, scale of dilution of shares is rational

The aggregate number of shares to be allocated to the allottees through the Treasury Shares Disposal will be 144,927,534 shares (1,449,273 voting rights). As of February 28, 2026, this represents 5.56% of the

Company's total issued shares of 2,604,555,849 shares and 6.26% of the Company's total voting rights of 23,139,195, resulting in a certain degree of dilution.
However, as described in “2. Details of the Capital Alliance and the Business Alliance” of “Ⅰ. Overview of the Business Alliance” above, the Company has today also announced the Share Repurchase and intends to mitigate such dilution.

6. Reasons for selection of the Scheduled Allottees

(1)Overview of the Scheduled Allottees

For details of SoftBank, PayPay and Sumitomo Mitsui Card, which are the counterparties to the Business Alliance and the proposed allottees in the Treasury Shares Disposal, please refer to “Ⅰ. Overview of the Business Alliance 3. Overview of the Counterparty to the Business Alliance” above.

(2)Reasons for Selecting the Scheduled Allottees

Please refer to “Ⅰ. Overview of the Business Alliance 1. Background of the Business Alliance” above for the reasons why the Company selected Softbank, PayPay and Sumitomo Mitsui Card as the proposed allottees.

(3)Intended Holders' Holding Policy

SoftBank, PayPay and Sumitomo Mitsui Card, the proposed allottees, have expressed their intention to hold the Company’s common shares acquired through the Treasury Shares Disposal for the long term in order to realize and maintain synergies among each of the companies.
In addition, the Company has agreed with SoftBank, PayPay and Sumitomo Mitsui Card that, unless the prior written consent of the Company is obtained, SoftBank, PayPay and Sumitomo Mitsui Card may not transfer, succeed to, create a security interest over, or otherwise dispose of all or any part of the Company’s common shares held by them (collectively, “Disposition”); provided, however, that if SoftBank, PayPay or Sumitomo Mitsui Card becomes subject to the U.S. Bank Holding Company Act (the “BHC Act”), and it is necessary to effect a Disposition of the Company’s common shares in order to avoid a violation of the BHC Act, and such violation cannot be avoided by any means other than a Disposition of the Company’s common shares held by SoftBank, PayPay or Sumitomo Mitsui Card, then SoftBank, PayPay or Sumitomo Mitsui Card may, in accordance with an agreement with the Company, dispose of all or part of such shares to a third party to the extent necessary to avoid a violation of the BHC Act. The Company has also agreed that, if either or both of SoftBank and PayPay pledge the Company’s common shares as collateral to a financial institution for financing purposes, the Company will not unreasonably withhold its consent to such pledge.
Furthermore, the Company plans to obtain written undertakings from each of Softbank, PayPay and Sumitomo Mitsui Card stating that, if any of them transfers all or part of the Company’s common shares acquired through the Treasury Shares Disposal within two years from the payment date of the Treasury Shares Disposal, it will report the details thereof to the Company; the Company will report such details to the Tokyo Stock Exchange; and such reported details will be made available for public inspection.

(4)Confirmation Regarding the Existence of Funds Required for Payment by the Allottees

The Company has received oral reports from Softbank, PayPay and Sumitomo Mitsui Card confirming that the funds required for payment of the total amount to be paid in connection with the Treasury Shares Disposal have been secured.
With respect to Softbank, based on the consolidated statement of financial position included in its 40th Annual Securities Report (for the fiscal year from April 1, 2025 to March 31, 2026) submitted to the Director-General of the Kanto Local Finance Bureau on June 19, 2026, the Company confirmed that Softbank holds sufficient cash and cash equivalents required for the payment in connection with the Treasury Shares Disposal and has determined that there will be no impediment to such payment.
With respect to PayPay, based on the consolidated statement of financial position included in its 8th Annual Securities Report (for the fiscal year from April 1, 2025 to March 31, 2026) submitted to the Director-General of the Kanto Local Finance Bureau on June 30, 2026, the Company confirmed that PayPay holds sufficient cash and cash equivalents required for the payment in connection with the Treasury Shares Disposal and has determined that there will be no impediment to such payment.
With respect to Sumitomo Mitsui Card, based on its most recent publicly announced financial statements for the fiscal year ended March 31, 2026, the Company confirmed its financial position and operating results and verified that Sumitomo Mitsui Card holds sufficient cash and deposits and other current assets

required for the payment in connection with the Treasury Shares Disposal. Accordingly, the Company has determined that there will be no impediment to such payment.

7. Major Shareholders and Shareholding Ratios After the Offering

| Before the Treasury Shares Disposal (As of February 28, 2026) | | After the Treasury Shares Disposal | |
|---|---|---|---|
| The Master Trust Bank of Japan, Ltd. (Trust account) | 17.08% | The Master Trust Bank of Japan, Ltd. (Trust account) | 17.42% |
| Ito-Kogyo Co., Ltd. | 9.16% | Ito-Kogyo Co., Ltd. | 9.34% |
| Custody Bank of Japan, Ltd. (Trust account) | 6.15% | Custody Bank of Japan, Ltd. (Trust account) | 6.27% |
| Nippon Life Insurance Company | 2.29% | Nippon Life Insurance Company | 2.34% |
| MITSUI & CO., LTD. | 2.10% | MITSUI & CO., LTD. | 2.14% |
| JP MORGAN CHASE BANK 385864 | 2.07% | SoftBank Corp. | 2.13% |
| STATE STREET BANK AND TRUST COMPANY 505001 | 2.03% | PayPay Corporation | 2.13% |
| SMBC Nikko Securities Inc. | 1.65% | Sumitomo Mitsui Card Company, Limited | 2.13% |
| Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. | 1.46% | JP MORGAN CHASE BANK 385864 | 2.11% |
| THE CHASE MANHATTAN BANK,N.A. LONDONSECS LENDING OMNIBUS ACCOUNT | 1.43% | STATE STREET BANK AND TRUST COMPANY 505001 | 2.07% |

(Notes)
1. Major shareholders and shareholding ratios prior to the Treasury Shares Disposal are based on the number of shares recorded in the shareholder register as of February 28, 2026 (excluding treasury shares), which is used as the denominator.
2. The shareholding ratio after the Treasury Shares Disposal is calculated using as the denominator the number of shares recorded in the shareholder register as of February 28, 2026 (excluding treasury shares), plus the number of treasury shares to be disposed of through the Treasury Shares Disposal, less the number of shares planned to be acquired through the Share Repurchase.
3. The above percentages are calculated by rounding to the nearest thousandth.
4. However, the Company has announced the implementation of the Share Repurchase today, and depending on the status of the Share Repurchase and related matters, the above shareholding ratios may change.

8. Outlook

The Company believes that the Business Alliance and the Treasury Shares Disposal will contribute to enhancing the Company's corporate value and shareholder value. However, the specific impact on the Company's financial results for the fiscal year ending February 28, 2027 is undetermined at this time. Should any matters requiring disclosure arise in the future, they will be promptly disclosed.

9. Matters Concerning Procedures Under the Corporate Code of Conduct

The Treasury Share Disposal does not require the procedures for obtaining an opinion from an independent third party or confirming shareholder intent as stipulated in Article 432 of the Listing Regulations of the Tokyo Stock Exchange, as <1> the dilution rate is less than 25%, and <2> it does not involve a change in the controlling shareholder.

10. Performance and Equity Financing Status for the Past Three Years

(1) Performance for the Past Three Years (Consolidated) (Unit: Million Yen, unless Otherwise Specified)

| | Fiscal Year Ended February 29, 2024 | Fiscal Year Ended February 28, 2025 | Fiscal Year Ended February 28, 2026 |
|---|---|---|---|
| Revenues from Operations | 11,471,753 | 11,972,762 | 10,430,269 |
| Operating Profit | 534,248 | 420,991 | 422,993 |
| Ordinary Profit | 507,086 | 374,586 | 377,411 |
| Profit Attributable to Owners of Parent | 224,623 | 173,068 | 292,760 |
| Basic Earnings per Share (Yen) | 84.88 | 66.62 | 118.81 |

| | | | |
|---|---|---|---|
| Dividends per Share (Yen) | 113.00 | 40.00 | 50.00 |
| Net Assets per Share (Yen) | 1,416.94 | 1,555.39 | 1,566.06 |

(Note) The Company implemented a share split at a ratio of three shares for each common share, effective March 1, 2024. "Basic Earnings per Share" and "Net Assets per Share" are presented as if the share split had been carried out at the beginning of the fiscal year ended February 29, 2024. For "Dividends per Share", the actual amount of dividends before the share split is stated.

(2) Current number of issued shares and potential shares (as of February 28, 2026)

| | Number of Shares | Percentage of Total Shares Issued |
|---|---|---|
| Number of Issued Shares | 2,604,555,849 shares | 100.00% |
| Number of Potential Shares at Current Conversion Price (Exercise Price) | - | - |
| Number of Potential Shares at the Minimum Conversion Price (Exercise Price) | - | - |
| Number of Potential Shares at the Maximum Conversion Price (Exercise Price) | - | - |

(3)Recent share price trends

① Recent 3-Year Trends

| | Fiscal Year Ended February 29, 2024 | Fiscal Year Ended February 28, 2025 | Fiscal Year Ended February 28, 2026 |
|---|---|---|---|
| Opening Price (Yen) | 2,016.7 (6,050.0) | 2,180.0 | 2,176.5 |
| High (Yen) | 2,244.5 (6,733.5) | 2,703.0 | 2,417.0 |
| Low (Yen) | 1,720.7 (5,162.0) | 1,600.0 | 1,826.0 |
| Closing Price (Yen) | 2,230.0 (6,690.0) | 2,144.0 | 2,195.5 |

(Note) The Company implemented a share split at a ratio of three shares for each common share, effective March 1, 2024. The share prices for the fiscal year ended February 29, 2024 shown in the above table reflect the share prices after the share split, and the share prices before the share split are shown in parentheses.

② Recent Six-Month Performance

| | February 2026 | March 2026 | April 2026 | May 2026 | June 2026 | July 2026 |
|---|---|---|---|---|---|---|
| Opening Price (Yen) | 2,256.0 | 2,190.0 | 2,140.5 | 1,851.0 | 1,869.0 | 1,946.0 |
| High (Yen) | 2,417.0 | 2,190.0 | 2,262.0 | 1,995.5 | 1,976.0 | 2,266.5 |
| Low (Yen) | 2,167.5 | 1,981.0 | 1,848.0 | 1,811.5 | 1,811.0 | 1,920.0 |
| Closing Price (Yen) | 2,195.5 | 2,123.5 | 1,871.0 | 1,859.5 | 1,957.0 | 2,233.0 |

(Note) July share prices are presented as of July 30, 2026.

③ Share price on the business day preceding the resolution date

| | July 30, 2026 |
|---|---|
| Opening Price (Yen) | 2,240.0 |
| High (Yen) | 2,262.5 |

| | |
|---|---|
| Low<br>(Yen) | 2,178.0 |
| Closing Price<br>(Yen) | 2,233.0 |

(4) Status of Equity Financing in the Past Three Years
Not applicable.

11. Terms of Issuance and Disposition

| | |
|---|---|
| (1)Number of Shares to be Disposed | 144,927,534 shares of the Company's common shares |
| (2)Disposal Price | 2,070 yen per share |
| (3)Amount of Funds to be Raised | 299,999,995,380 yen |
| (4)Method of Disposal<br>(Scheduled Allottee) | The Company will allot 48,309,178, 48,309,178 and 48,309,178 treasury shares to SoftBank, PayPay and Sumitomo Mitsui Card, respectively, through a third-party allotment |
| (5)Application Deadline | August 17, 2026 |
| (6)Payment Date | August 17, 2026 |
| (7)Payment Handling Location | Sumitomo Mitsui Banking Corporation, Head Office Sales Department |
| (8)Other | ① In the event that amendments to the Companies Act or other laws necessitate revisions to the provisions of these terms or other measures, the Company shall take the necessary actions.<br>② In addition to the above items, decisions regarding other necessary matters concerning the disposal of treasury shares shall be entrusted to the Company's officers in charge.<br>③ The foregoing provisions shall be effective upon the filing taking effect under the Financial Instruments and Exchange Act. |

End