

July 31, 2023

**AUTOBACS SEVEN Announces Transfer of Shares of Sub-subsidiaries
and Revisions to Financial Results Forecasts**

July 31, 2023 (Tokyo, Japan)—AUTOBACS SEVEN Co., Ltd. (the “Company,” Representative Director & Chief Executive Officer: Yugo Horii) today announces that it has decided to transfer all shares of Autoplatz K.K. (hereinafter, “Autoplatz”) and Motoren Tochigi Corp. (hereinafter, “Motoren Tochigi”) held by AUTOBACS DEALER GROUP HOLDINGS Co., Ltd., one of our subsidiaries, to Sojitz Corporation and Ibanichi Holding Co., Ltd., respectively (hereinafter the “Transfer”), according to resolution at the Board of Directors meeting held today.

In addition, the Company also announces the revision of the full-year forecasts for its consolidated financial results for the fiscal year ended March 31, 2024, announced on May 9, 2023, in conjunction with the Transfer.

1. Reason for transfer of shares

The Company acquired Autoplatz and Motoren, making them subsidiaries in 2015 and 2017, respectively, (and converted them into sub-subsidiaries in 2019). It continued to conduct the BMW/MINI official dealership business through the two companies.

As a result of a series of discussions between BMW Japan Corp. and the Company regarding the development of the BMW/MINI official dealership business, the Company has decided to transfer the shares of Autoplatz and Motoren Tochigi to cooperate with BMW Japan Corp. in its area restructuring efforts.

As stated in our Long-Term Vision, the AUTOBACS Group will continue to strengthen the car dealership business by including zero emission vehicles in its product range while simultaneously working to optimize the management of resources and enhance its corporate value.

2. Outline of the subsidiary (AUTOBACS DEALER GROUP HOLDINGS Co., Ltd.)

As of March 31, 2023

(1) Company name	AUTOBACS DEALER GROUP HOLDINGS Co., Ltd.
(2) Location	23-1, Kanamecho 1-chome, Toshima-ku, Tokyo
(3) Job title and name of representative	Representative Director and CEO, Hiroki Yoshiyama
(4) Business	The holding company that controls the car dealership business in the AUTOBACS Group Business administration and ancillary operations, etc. of subsidiaries that provide sale and services of new cars, and sell used cars certified by manufacturers
(5) Capital	0 yen
(6) Establishment	April 1, 2019
(7) Major shareholders and shareholding ratio	AUTOBACS SEVEN Co., Ltd. 100%

3. Outline of the sub-subsidiaries to be transferred

(i) Autoplatz K.K.

As of March 31, 2023

(1) Company name	Autoplatz K.K.
(2) Location	23-1, Kanamecho 1-chome, Toshima-ku, Tokyo

(3) Job title and name of representative	Representative Director and CEO, Hiroki Yoshiyama	
(4) Business	The sale and service of new BMW/MINI cars and the sale of certified used cars	
(5) Capital	100 million yen	
(6) Establishment	January 27, 1988	
(7) Major shareholders and shareholding ratio	AUTOBACS DEALER GROUP HOLDINGS Co., Ltd. 100%	
(8) Relationship between the Company and said company	Capital relationship	AUTOBACS DEALER GROUP HOLDINGS Co., Ltd., a subsidiary of the Company, holds 100% of the issued shares of the said company.
	Personnel relationship	One employee of the Company concurrently serves as a Director of the said company.
	Business relationship	There is a business relationship concerning loans and sale of products between the Company and the said company.

(ii) Motoren Tochigi Corp.

As of March 31, 2023

(1) Company name	Motoren Tochigi Corp.	
(2) Location	17-1, Nakaimaizumi 3-chome, Utsunomiya-shi, Tochigi	
(3) Job title and name of representative	Representative Director and CEO, Hiroki Yoshiyama	
(4) Business	The sale and service of new BMW cars and the sale of certified used cars	
(5) Capital	50 million yen	
(6) Establishment	December 2, 2005	
(7) Major shareholders and shareholding ratio	AUTOBACS DEALER GROUP HOLDINGS Co., Ltd. 100%	
(8) Relationship between the Company and said company	Capital relationship	AUTOBACS DEALER GROUP HOLDINGS Co., Ltd., a subsidiary of the Company, holds 100% of the issued shares of the said company.
	Personnel relationship	One employee of the Company concurrently serves as a Director of the said company.
	Business relationship	There is a business relationship concerning loans and sale of products between the Company and the said company.

4. Outline of the counterparty to the share transfer

(i) Sojitz Corporation

As of March 31, 2023

(1) Company name	Sojitz Corporation
(2) Location	1-1, Uchisaiwaicho 2-chome, Chiyoda-ku, Tokyo
(3) Job title and name of representative	Representative Director, Masayoshi Fujimoto
(4) Business	Sojitz Group is engaged in a wide range of businesses globally, including manufacturing, selling, importing, and exporting a variety of products, in addition to providing services and investing in diversified businesses, both in Japan and overseas. Sojitz operates with a 7-division structure comprising the Automotive Division; the Aerospace & Transportation Project Division; the Infrastructure & Healthcare Division; the Metals, Mineral Resources & Recycling Division; the Chemicals Division; the

	Consumer Industry & Agriculture Business Division; and the Retail & Consumer Service Division.																					
(5) Capital	160,339 million yen																					
(6) Establishment	April 1, 2003																					
(7) Major shareholders and shareholding ratio	<table border="0"> <tr> <td>The Master Trust Bank of Japan, Ltd.</td> <td>14.91%</td> </tr> <tr> <td>ICHIGO TRUST PTE. LTD.</td> <td>8.94%</td> </tr> <tr> <td>Custody Bank of Japan, Ltd.</td> <td>6.42%</td> </tr> <tr> <td>Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.</td> <td>2.00%</td> </tr> <tr> <td>STATE STREET BANK WEST CLIENT – TREATY 505234</td> <td>1.87%</td> </tr> <tr> <td>JAPAN SECURITIES FINANCE CO., LTD.</td> <td>1.72%</td> </tr> <tr> <td>STATE STREET BANK AND TRUST COMPANY 505103</td> <td>1.61%</td> </tr> <tr> <td>THE BANK OF NEW YORK MELLON 140044</td> <td>1.45%</td> </tr> <tr> <td>JPMorgan Securities Japan Co., Ltd.</td> <td>1.13%</td> </tr> <tr> <td>SSBTC CLIENT OMNIBUS ACCOUNT</td> <td>1.07%</td> </tr> </table>		The Master Trust Bank of Japan, Ltd.	14.91%	ICHIGO TRUST PTE. LTD.	8.94%	Custody Bank of Japan, Ltd.	6.42%	Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.	2.00%	STATE STREET BANK WEST CLIENT – TREATY 505234	1.87%	JAPAN SECURITIES FINANCE CO., LTD.	1.72%	STATE STREET BANK AND TRUST COMPANY 505103	1.61%	THE BANK OF NEW YORK MELLON 140044	1.45%	JPMorgan Securities Japan Co., Ltd.	1.13%	SSBTC CLIENT OMNIBUS ACCOUNT	1.07%
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(8) Relationship between the Company and said company	Capital relationship	No relevant items																				
	Personnel relationship	No relevant items																				
	Business relationship	No relevant items																				
	Status of relationship with related parties	No relevant items																				

(ii) Ibanichi Holding Co., Ltd.

As of March 31, 2023

(1) Company name	Ibanichi Holding Co., Ltd.	
(2) Location	1949-1, Sembacho, Mito-shi, Ibaraki	
(3) Job title and name of representative	Representative Director, Toshihiko Kato	
(4) Business	The holding company that controls the business administration and ancillary operations, etc. of subsidiaries of Ibanichi Holding	
(5) Capital	10 million yen	
(6) Establishment	October 1, 2008	
(7) Major shareholders and shareholding ratio	Kabushiki Kaisha Keizu* 14.91% *Company name in Japanese	
(8) Relationship between the Company and said company	Capital relationship	No relevant items
	Personnel relationship	No relevant items
	Business relationship	No relevant items
	Status of relationship with related parties	No relevant items

5. Number of shares transferred, transfer price and status of shareholding before and after the transfer

(i) Autoplatz K.K.

(1) Number of shares held before transfer	21,800 shares (Number of voting rights: 21,800) (Ratio of voting rights held: 100%)
(2) Number of shares transferred	21,800 shares (Number of voting rights: 21,800)
(3) Transfer price	The Company refrains from disclosing the transfer price due to confidentiality obligations to the transferee.
(4) Number of shares held after transfer	0 shares (Number of voting rights: 0) (Ratio of voting rights held: 0%)

(ii) Motoren Tochigi Corp.

(1) Number of shares held before transfer	8,000 shares (Number of voting rights: 8,000) (Ratio of voting rights held: 100%)
(2) Number of shares transferred	8,000 shares (Number of voting rights: 8,000)
(3) Transfer price	The Company refrains from disclosing the transfer price due to confidentiality obligations to the transferee.
(4) Number of shares held after transfer	0 shares (Number of voting rights: 0) (Ratio of voting rights held: 0%)

6. Schedule

(1) Date of resolution by the Board of Directors	July 31, 2023
(2) Date of signing of the share transfer agreement	July 31, 2023 (planned)
(3) Date of commencement of share transfer	September 1, 2023 (planned)

7. Future outlook and revisions to financial results forecasts

As the result of the Transfer, Autoplatz and Motoren Tochigi will be excluded from the scope of consolidation. The Company revises its full-year consolidated financial results forecasts for the fiscal year ending March 31, 2024, announced on May 9, 2023, as it expects to post an extraordinary profit of approximately 3.9 billion yen related to the Transfer in the second quarter of the fiscal year ending March 31, 2024.

Revisions to consolidated financial results forecasts for the current fiscal year
(April 1, 2023 to March 31, 2024)

	Consolidated net sales	Consolidated operating profit	Consolidated ordinary profit	Profit attributable to owners of parent	Consolidated earnings per share
Previously announced forecasts (A)	millions of yen 243,000	millions of yen 12,300	millions of yen 12,000	millions of yen 7,400	yen 94.93
Revised forecasts (B)	234,200	11,900	11,600	9,900	127.01
Change (B-A)	(8,800)	(400)	(400)	2,500	—
Change (%)	(3.6)	(3.3)	(3.3)	33.8	—
(Reference) Actual consolidated results for the previous fiscal year (Fiscal year ended March 31, 2023)	millions of yen 236,235	millions of yen 11,722	millions of yen 11,574	millions of yen 7,239	yen 92.87

*The above forecasts are based on information currently available to the Company. Please be aware that actual results may differ from these preliminary forecasts due to a variety of factors.

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