



March 16, 2021

Name of listed company:

BANDAI NAMCO Holdings Inc.

Name of representative:

Mitsuaki Taguchi,

President and Representative Director

(Code Number: 7832 TSE 1st section)

Contact: Yuji Asako,

Director, Division General Manager
of the Corporate Planning Division

Notice Regarding Overseas BANDAI NAMCO Group's Reorganization
Combination of Consolidated Subsidiaries in Three Regions
for Further Growth Under the ALL BANDAI NAMCO Concept

BANDAI NAMCO Holdings Inc. ("the Company") hereby announces that the Board of Directors has passed a resolution at a meeting held today to reorganize consolidated subsidiaries in three regions (the U.S.A., France and China).

- (i) In the U.S.A., BANDAI AMERICA INC. ("BAI") and BANDAI NAMCO Collectibles LLC ("BNCL") will merge with BAI becoming the surviving company.
- (ii) In France, BANDAI NAMCO Holdings France S.A.S. ("BNHFR") and BANDAI NAMCO Entertainment Europe S.A.S. ("BNEE") will merge with BNHFR becoming the surviving company.
- (iii) In China, BANDAI NAMCO Entertainment (SHANGHAI) CO., LTD. ("BNESH") and BANDAI NAMCO Toys & Hobby (SHANGHAI) CO., LTD. ("BNTSH") will merge with BNESH becoming the surviving company.

The effect of this reorganization on the operating results is immaterial. In addition, because the Company's subsidiaries are parties to the reorganization, some of the information required for timely disclosure has been omitted.

1. Purpose of this reorganization

The Company has changed the next three-year Mid-term Plan, which was scheduled to start in the fiscal year ending March 31, 2022 (April 2021), by one year to start in the fiscal year ending March 31, 2023 (April 2022). Together with this change, the Company plans to reorganize its Units* in April 2021.

This was because the Company determined that it was necessary to formulate the next Mid-term Plan that will serve as a new way for BANDAI NAMCO to compete in this new era in light of the changes in the environment and the results and challenges of the current Mid-term Plan as customers' lifestyles and sense of value are expected to change significantly.

The Company has positioned the fiscal year ending March 31, 2022 as the period for formulating the next Mid-term Plan and preparing the business foundation and organizational structure to pursue its strategies. In order for the BANDAI NAMCO Group to continue its sustainable growth in the future, the Company believes that it is necessary to strengthen the integration and cooperation of each Unit and business more than before and address issues together under the ALL BANDAI NAMCO concept. This reorganization in three overseas regions will build a system for

deepening the integration and cooperation in each region and pursuing our strategies in a more unified manner in the next Mid-term Plan.

2. Summary of this reorganization

(1) Merger between BAI and BNCL in the U.S.A.

(i) Purpose of the reorganization

In the Toys and Hobby Business, by merging BAI, which focuses mainly on toys for mass distribution, with BNCL, which focuses on collectible items for the mature fan base, the Company will improve efficiency of business operations while expanding the IP Axis Strategy for the Toys and Hobby Business in the North American market by concentrating resources.

(ii) Effective date: April 1, 2022 (scheduled)

Transition to a new structure, including trade name changes: April 1, 2022 (scheduled)

(iii) Overview of the related parties

	Surviving company	Disappearing company
Name	BANDAI AMERICA INC.	BANDAI NAMCO Collectibles LLC
Location	California, U.S.A.	California, U.S.A.
Representative	Shusuke Takahara, President & CEO	Steve Fujimura, President & CEO
Business description	Sales of toy-related products	Sales and promotion of products for the mature fan base through channels including local fan events and e-commerce business
Capital	24.6 million U.S. dollars	26.1 million U.S. dollars
Date of establishment	October 1978	October 2018
Shareholder composition	BANDAI NAMCO Holdings USA Inc.: 100%	BANDAI NAMCO Holdings USA Inc.: 80% THE STEVE AND MAKI FUJIMURA REVOCABLE FAMILY TRUST U/D/T: 20% (BANDAI NAMCO Holdings USA Inc. plans to acquire these shares and then conduct the merger.)

BANDAI NAMCO Holdings USA Inc. is a wholly-owned subsidiary of the Company.

(iv) Overview of company after the merger (scheduled as of April 1, 2022)

Name	BANDAI NAMCO Toys & Hobby America Inc.
Location	California, U.S.A.
Representative	Steve Fujimura, President & CEO
Business description	Sales and promotion of products for the mature fan base through channels including local fan events and e-commerce business Sales of toy-related products
Capital	24.6 million U.S. dollars
Date of establishment	October 1978
Shareholder composition	BANDAI NAMCO Holdings USA Inc.: 100%

(2) Merger between BNHFR and BNEE in France

(i) Purpose of the reorganization

By merging the holding company in Continental Europe (BNHFR) with the company that conducts the Network Entertainment Business (BNEE) and thereby concentrating resources, the Company will improve efficiency of business operations in the administration division, etc. and strengthen governance in Continental Europe. Going forward, the Company will strengthen the cooperation with the Network Entertainment Business and Toys and Hobby Business and expand the IP Axis Strategy in Continental Europe.

(ii) Effective date: September 30, 2021 (scheduled)

Transition to a new structure, including trade name changes: October 1, 2021 (scheduled)

(iii) Overview of the related parties

	Surviving company	Disappearing company
Name	BANDAI NAMCO Holdings France S.A.S.	BANDAI NAMCO Entertainment Europe S.A.S.
Location	Puteaux, France	Lyon, France
Representative	Naoki Katashima, President	Naoki Katashima, President & CEO
Business description	Regional holding company in Continental Europe	Planning, development and sales of home video games; planning, development and distribution of network content; and shared-service functions
Capital	21.6 million euros	50 million euros
Date of establishment	January 1981	December 2005
Shareholder composition	BANDAI NAMCO Holdings Inc.: 100%	BANDAI NAMCO Holdings France S.A.S.: 100%

(iv) Overview of company after the merger (scheduled as of October 1, 2021)

Name	BANDAI NAMCO Europe S.A.S.
Location	Lyon, France
Representative	Naoki Katashima, President
Business description	Operating holding company in Continental Europe Planning, development and sales of home video games; planning, development and distribution of network content; and shared-service functions
Capital	21.6 million euros
Date of establishment	January 1981
Shareholder composition	BANDAI NAMCO Holdings Inc.: 100%

(3) Merger between BNESH and BNTSH in China

(i) Purpose of the reorganization

In China, by merging the company that conducts the Network Entertainment Business (BNESH) with the company that conducts the Toys and Hobby Business (BNTSH), the Company will strengthen the cooperation of both businesses and expand the IP Axis Strategy in China. Furthermore, the Company will make investments for growth from the perspective of overall optimization in China. Together with this merger, the sales functions of BANDAI (SHENZHEN) CO., LTD. (Shenzhen, China), which conducts the Toys and Hobby Business, will be transferred to the surviving company to concentrate and strengthen the sales functions in China.

(ii) Effective date: January 1, 2022 (scheduled)

Transition to a new structure, including trade name changes: January 1, 2022 (scheduled)

(iii) Overview of the related parties

	Surviving company	Disappearing company
Name	BANDAI NAMCO Entertainment (SHANGHAI) CO., LTD.	BANDAI NAMCO Toys & Hobby (SHANGHAI) CO., LTD.
Location	Shanghai, China	Shanghai, China
Representative	Toru Konno, Chairman	Taro Tsuji, Chairman
Business description	Planning, operation and production of network content	Manufacture and sales of toys, etc.
Capital	RMB 99,000 thousand	RMB 30,000 thousand
Date of establishment	February 2018	January 2019
Shareholder composition	BANDAI NAMCO Holdings CHINA CO., LTD.: 100%	BANDAI NAMCO Holdings CHINA CO., LTD.: 100%

BANDAI NAMCO Holdings CHINA CO., LTD. is a wholly-owned subsidiary of the Company.

(iv) Overview of company after the merger (scheduled as of January 1, 2022)

Name	BANDAI NAMCO Entertainment CHINA CO., LTD.
Location	Shanghai, China
Representative	Taro Tsuji, Chairman
Business description	Planning, operation and production of network content, and manufacture and sales of toys, etc.
Capital	RMB 129,000 thousand
Date of establishment	February 2018
Shareholder composition	BANDAI NAMCO Holdings CHINA CO., LTD.: 100%

* Unit reorganization

The BANDAI NAMCO Group will shift from its current five Unit structure (Toys and Hobby, Network Entertainment, Real Entertainment, Visual and Music Production, and IP Creation) to a three Unit structure in April 2021.

Specifically, the three Unit structure will consist of the Entertainment Unit, formed by combining the Toys and Hobby Unit and Network Entertainment Unit, the IP Production Unit, formed by combining the Visual and Music Production Unit and IP Creation Unit, and the Amusement Unit, created by changing the name of the Real Entertainment Unit.

* The information of this material was current as of March 16, 2021. Please note that it is possible that subsequent changes will arise.

End of notice