



February 5, 2025

Name of listed company:  
Bandai Namco Holdings Inc.  
Name of representative:  
Masaru Kawaguchi,  
President and Representative Director  
(Code Number: 7832 TSE Prime Market)  
Contact: Yuji Asako, Director

**Notice Regarding Reorganization Through Company Split (Simplified Absorption-Type Company Split)**

Bandai Namco Holdings Inc. (the “Company”) hereby announces that the Company resolved at a Board of Directors meeting held today that the Company will implement a company split in which all of the shares of Bandai Namco Amusement Inc. (“Bandai Namco Amusement”) held by the Company will be transferred to Bandai Namco Experience Inc. (“Bandai Namco Experience”), which will be established on February 14, 2025 as a wholly owned subsidiary of the Company, by means of an absorption-type company split with an effective date of April 1, 2025 (the “Company Split”).

Certain item and details have been omitted from disclosure as the Company Split is being conducted as a reorganization between the Company and its wholly-owned subsidiary.

1. Objective of the Company Split

The Company Split is part of a reorganization aimed at, within the Amusement Unit, strengthening planning and development capabilities as well as acquiring and training human resources for facility operations, in order to promote our Group’s new Mid-term Plan, which will begin in April 2025.

After the Company Split takes effect, Bandai Namco Experience will oversee the entire Amusement Unit’s business of our Group as the business management company for the Unit, and will also plan and sell facilities, Amusement machine and content, while Bandai Namco Amusement will specialize in the facility operation business. By clarifying the roles of each organization, we will promote growth in the amusement business through optimal allocation of management resources and efficient business operations.

## 2. Outline of the Company Split

### (1) Schedule for the Company Split

Date of Board of Directors' resolution	February 5, 2025
Scheduled date of execution of absorption-type company split agreement	February 18, 2025
Scheduled implementation date (effective date)	April 1, 2025

(Note) The Company Split falls under “simplified absorption-type company split (*kani kyushu bunkatsu*)” as provided under Article 784, Paragraph 2 of the Companies Act for the Company, and also falls under “short-form absorption-type company split (*ryaku shiki kyushu bunkatsu*)” as provided under Article 796, Paragraph 1 of the Companies Act for Bandai Namco Experience. Accordingly, no general meeting of shareholders will be held to approve the absorption-type company split agreement for each company.

### (2) Method of the Company Split

The Company Split is an absorption-type company split (simplified absorption-type company split for the Company) by which the Company shall be the splitting company and Bandai Namco Experience shall be the successor company.

### (3) Details of allocation related to the Company Split

There will be no allocation of shares or other money, etc. as a result of the Company Split.

### (4) Treatment of the stock acquisition rights and the bonds with stock acquisition rights in connection with the Company Split

Not applicable.

### (5) Increase or decrease in share capital as a result of the Company Split

There will be no change in the share capital of the Company and Bandai Namco Experience as a result of the Company Split.

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

Only the shares of Bandai Namco Amusement held by the Company shall be transferred to Bandai Namco Experience.

### (7) Prospects for performance of liabilities

The Company believes that there will be no issues concerning the prospects with respect to the performance of Bandai Namco Experience's liabilities on and after the effective date of the Company Split.

## 3. Outline of the parties of the Company Split

	Splitting company (the Company)	Successor company
(1) Name	Bandai Namco Holdings Inc.	Bandai Namco Experience Inc.
(2) Location	5-37-8, Shiba, Minato-ku, Tokyo	3-1-35, Shibaura, Minato-ku, Tokyo
(3) Job title and name of representative	Masaru Kawaguchi, President and Representative Director	Hiroshi Kawasaki, President and Representative Director
(4) Description of business	Planning and execution of medium- and long-term management	Real entertainment business, including planning and sales of

	strategies for the Bandai Namco Group; provision of support for business strategy implementation by Group companies and management of business activities.	amusement machines, and planning of amusement facilities and facilities that leverage IP
(5) Share capital	JPY 10,000 million	JPY 100 million
(6) Date of establishment	September 29, 2005	February 14, 2025
(7) Number of shares issued and outstanding	660,000,000 shares	2,000 shares
(8) Fiscal year-end	March 31	March 31
(9) Major shareholders and shareholding ratios	<p>The Master Trust Bank of Japan, Ltd. (Trust account) 19.86%</p> <p>Custody Bank of Japan, Ltd. (Trust account) 9.49%</p> <p>JP MORGAN CHASE BANK 380815 5.02%</p> <p>XIL, LTD. 2.75%</p> <p>Kyoko Nakamura 2.42%</p> <p>The Nomura Trust and Banking Co., Ltd. (Retirement and severance benefits trust. MUFG Bank, Ltd. account) 2.10%</p> <p>MAL Ltd. 2.02%</p> <p>STATE STREET BANK WEST CLIENT - TREATY 505234 1.85%</p> <p>Nintendo Co., Ltd. 1.76%</p> <p>STATE STREET BANK AND TRUST COMPANY 505001 1.56%</p> <p>(As of September 30, 2024)</p>	Bandai Namco Holdings Inc. 100%
(10) Financial condition and operating results for the previous fiscal year		
Net assets	JPY 699,823 million (consolidated)	-
Total assets	JPY 971,838 million (consolidated)	-
Net assets per share	JPY 1,069.29 (consolidated)	-
Net sales	JPY 1,050,210 million (consolidated)	-
Operating profit	JPY 90,682 million (consolidated)	-
Recurring profit	JPY 104,164 million (consolidated)	-
Profit attributable to owners of parent	JPY 101,493 million (consolidated)	-
Net profit per share	JPY 153.85 (consolidated)	-

#### 4. Outline of the subsidiary subject to split

##### (1) The subsidiary subject to split

Bandai Namco Amusement (Amusement business)

Operations of amusement facilities and facilities that leverage IP

##### (2) Operating results of the subsidiary subject to split (Fiscal year ended March 31, 2024)

Operating profit	JPY 3,233 million
Recurring profit	JPY 3,484 million
Profit	JPY 2,910 million

##### (3) Items of assets and liabilities subject to split and the amount thereof

Total assets JPY 33,584 million (Shares of subsidiaries)

#### 5. Status after the Company Split

##### (1) The Company

There will be no change in the name, location, job title and name of representative, description of business, share capital, or fiscal year-end of the Company after the Company Split.

##### (2) The successor company

There will be no change in the name, location, job title and name of representative, description of business, share capital, or fiscal year-end of Bandai Namco Experience after the Company Split.

#### 6. Future outlook

The effect of the Company Split on the Company's consolidated operating results will be minor because the Company Split is an absorption-type company split by and between the Company and its wholly owned subsidiary.

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- This document contains forward-looking statements that are based on management's estimates, assumptions and projections at the time of publication. A number of factors could cause actual results to differ materially from expectations.