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May 22, 2026

To whom it may concern

Company name: giftee Inc.  
Representative: Mutsumi Ota, Representative Director  
(Code: 4449; Tokyo Stock Exchange Prime Section)  
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## Notice Regarding Capital and Business Alliance with Kyash Inc.

The Company hereby announces that, at a meeting of its Board of Directors held today, it resolved to acquire shares of Kyash Inc. (“Kyash”; head office: 1-2-3 Kita-Aoyama, Minato-ku, Tokyo; Representative Director: Shinichi Takatori) and enter a capital and business alliance with Kyash, as described below.

### 1. Rationale for the Capital and Business Alliance

giftee Inc. (the “Company”) operates an e-gift platform business in Japan and internationally, providing end-to-end solutions from e-gift issuance to distribution, guided by its corporate vision of “providing services that cultivate connections among people, companies, and communities centered on e-gifts.”

As part of its growth strategy, the Company pursues “expansion of its e-gift platform” and “geographic diversification,” actively leveraging M&A and strategic investments to accelerate the realization of these objectives.

The Group has historically delivered a range of e-gift-centric services, primarily supporting incentive programs for corporate promotional activities. Within giftee for Business—the Company’s core growth driver—the Company has expanded beyond traditional B-to-C corporate promotional use cases to include corporate gifting (B-to-B, B-to-E) and government benefit programs (G-to-C), while diversifying content offerings to encompass e-gifts, experiences, and physical goods tailored to client needs and recipient profiles. In recent years, adoption of the platform for municipal benefit disbursement programs has accelerated, and demand for immediate cash or cash-equivalent value transfers has continued to grow.

To address the increasingly diverse needs arising from the expansion of giftee for Business, the Group is building its capability to deliver optimally tailored content and benefit solutions on a neutral, one-stop basis, thereby enhancing the Group’s overall value proposition.

Kyash holds the relevant financial licenses and operational infrastructure and possesses deep expertise in: a corporate-facing service enabling single-connection disbursements to bank accounts and Kyash’s consumer wallet application; and the issuance and management of digital value instruments with configurable parameters such as eligible merchants and validity periods.

By combining Kyash’s infrastructure and expertise with the Group’s existing benefit delivery solutions, the Company believes it can deliver greater value—better suited to recipients and more closely aligned with client objectives—across municipal benefit programs, corporate welfare and incentive programs, and ongoing community support initiatives.

Through this capital and business alliance, the Group aims to further expand its value proposition in the corporate and municipal benefit disbursement space, and to build a platform capable of delivering optimal, one-stop value transfer solutions tailored to each recipient, thereby enhancing the Group’s corporate value.

## 2. Terms of the Capital and Business Alliance

### 2.1 Business Alliance

The Company will enter a business alliance with Kyash on the following principal terms:

- Provision of functionality leveraging Kyash's wallet application and remittance solution to the Company's corporate and municipal clients
- Other business collaborations utilizing the management resources and customer bases of both companies on a reciprocal basis

### 2.2 Capital Alliance

To ensure the business alliance is durable and effective over the medium to long term, the Company will enter into a capital alliance with Kyash to strengthen the partnership between both companies.

Under this capital alliance, the Company will acquire 17,778 newly issued shares of Kyash and 50,350 shares held by certain existing shareholders for a total consideration of ¥1.6 billion, resulting in a total holding of 68,128 shares (ownership ratio: 19.07%). As of today, the Company does not hold any shares of Kyash, and Kyash does not hold any shares of the Company.

## 3. Overview of Alliance Partner

(1) Company Name	Kyash Inc.		
(2) Head Office	1-2-3 Kita-Aoyama, Minato-ku, Tokyo		
(3) Representative	Shinichi Takatori, Representative Director		
(4) Business Description	Fund transfer services, prepaid payment instrument (third-party type) issuance, lending agency services, and related payment services		
(5) Paid-in Capital	¥100 million		
(6) Date of Incorporation	January 23, 2015		
(7) Major Shareholders	Shinichi Takatori: 30.3%		
(8) Relationship with giftee Inc.	Capital	None	
	Personnel	None	
	Business	There are ordinary commercial transactions related to payment services between the Company and Kyash; however, the impact on the Company's financial condition and operating results is immaterial.	
	Related Party	Not applicable	
(9) Consolidated Financial Results (Most Recent Three Fiscal Years) (millions of yen)			
Fiscal Year End	FY2023 (Dec.)	FY2024 (Dec.)	FY2025 (Dec.)
Net Assets	¥2,728	¥1,233	¥526
Total Assets	¥8,829	¥7,707	¥6,696
Net Sales	¥1,355	¥1,441	¥1,665
Operating Income (Loss)	¥(1,769)	¥(1,518)	¥(1,075)
Ordinary Income (Loss)	¥(1,764)	¥(1,488)	¥(1,070)
Net Income (Loss)	¥(1,518)	¥(1,494)	¥(707)

#### 4. Schedule

(1) Board of Directors Resolution	May 22, 2026
(2) Capital and Business Alliance Agreement	June 1, 2026 (planned)
(3) Share Transfer Agreement	June 1, 2026 (planned)
(4) Share Acquisition	June 10, 2026 (planned)
(5) Commencement of Capital and Business Alliance	June 10, 2026 (planned)

#### 5. Outlook

The impact of this capital and business alliance on the Company's consolidated financial results for the fiscal year ending December 2026 is expected to be immaterial. Should any material developments requiring disclosure arise in the future, the Company will provide prompt notification.

(Reference) Current Full-Year Consolidated Financial Forecast (announced February 13, 2026) and Prior-Year Results

	Net Sales	EBITDA	Operating Income	Ordinary Income	Non-GAAP Net Income Attributable to Parent Company Shareholders
(Millions of yen)					
FY2026 Forecast	16,949	4,500	3,484	2,882	1,570
FY2025 Actual	14,149	3,740	2,603	2,208	935

(Note) EBITDA = Operating Income + Amortization of Goodwill + Depreciation and Amortization + Share-Based Compensation + Interest Expense

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