

(Translation)

August 2, 2024

To whom it may concern:

Company Name	Coca-Cola Bottlers Japan Holdings Inc.
Name of Representative	Representative Director and President
	Calin Dragan
	(Code number: 2579 TSE Prime Market)
Contact:	Executive Officer and CLO
	Tomokazu Usagawa
	(Tel.0800-919-0509)

**Agreed to Partnership with thinkrun and Genpact on Beverage-related  
Sales Equipment Business Service such as Installation, Maintenance, Repair, and  
QC (Quality Control) of Beverage-related Sales Equipment  
(Establishment of Subsidiaries, Company Splits and Share Transfers/Joint Ventures, etc.)**

Coca-Cola Bottlers Japan Holdings Inc. (the “Company”) hereby announces that it resolved at its board of directors held today to make EQ Operation Preparation Company (tentative name; “EQ Operation Company”) to be newly established by Coca-Cola Bottlers Japan Inc, a consolidated subsidiary of the Company (“CCBJI”) a joint venture with thinkrun Holdings Co, Ltd. (Kanazawa City, Ishikawa Prefecture; Representative Director and President, COO Daisuke Tsuruga, “thinkrun HD”) by transferring a majority of the shares held by CCBJI in EQ Operation Company to thinkrun HD after causing EQ Operation Company to succeed to functions of field service operations in the business such as installation, maintenance, repair, and QC (quality control) (the “Business”) of sales equipment (vending machines, dispensers, etc.) of CCBJI and Coca-Cola Bottlers Japan Business Service Inc., a consolidated subsidiary of the Company (“CCBJBS”), through a company split (simplified absorption-type company split) with an effective date of January 6, 2025 (scheduled). Additionally, the Company resolved at its board of directors held today to transfer all of the shares held by CCBJI in EQ Admin Preparation Company (tentative name; “EQ Admin Company”) to be newly established by CCBJI to Genpact Japan K.K. (Chiyoda-ku, Tokyo; Representative Director and President Allen Fukada, “Genpact”) after causing EQ Admin Company to succeed to functions of planning and management services in the Business (with some exceptions) (the series of transactions hereinafter referred to collectively as this “Transaction”) through a company split (simplified absorption-type company split) with an effective date of January 6, 2025 (scheduled). Following these resolutions, a director’s decision on this Transaction was taken at the CCBJI.

Please note that as this matter does not fall under the timely disclosure standards of the Tokyo Stock Exchange, some disclosure items and details have been omitted.

1. Purpose of this Transaction

Under its strategic business plan “Vision 2028” announced in August 2023, the Company aims for further profitable growth through establishment of a cost structure that is resilient to change. The Company has decided to restructure the Business by partnering with thinkrun which has been involved in beverage logistics and sales equipment installation, repair, etc. of the Coca-Cola system in Japan for over 50 years and Genpact which is a global professional services and solutions firm. The aim of this Transaction is for three companies to work together to deliver high-quality and competitive services, enhancing the processes and operations of the Business.

Accordingly, CCBJI and CCBJBS will cause EQ Operation Company to succeed to the functions of the field service operations in the Business and CCBJI will delegate such service to EQ Operation Company. In addition, CCBJI and CCBJBS will cause EQ Admin Company to succeed to the functions of planning and management services in the Business (with some exceptions) and EQ Operation Company will delegate the planning and management services in the Business to EQ Admin Company. CCBJI will continue to be responsible for investment and deployment planning related to sales equipment, technical quality development, equipment selection, asset management, and contract management with customers.

As a result, the Company group will endeavor to realize efficient and high-quality operations in the business processes such as installation, maintenance, repair, and QC (quality control) of the sales equipment in the Business, leading to reinforcement of the business foundation with excellent cost efficiency and profitability.

2. Outline of this Transaction

(1) Schedule of this Transaction

i)	Date of resolution by the Company’s board of directors CCBJI’s director decision (share transfer agreement, approval of joint venture agreement)	August 2, 2024
ii)	Execution of share transfer agreement	August 2, 2024
iii)	Date of foundation of EQ Operation Company and EQ Admin Company	September 2, 2024 (scheduled)
iv)	Director decision of CCBJI and CCBJBS (approval of the absorption-type company split agreement)	October 25, 2024 (scheduled)
v)	Date of resolution at general shareholders’ meeting of EQ Operation Company and EQ Admin Company (approval of share transfer)	December 12, 2024 (scheduled)
vi)	Date of company split (effective date) and share transfer (EQ Operation Company being made into a joint venture)	January 6, 2025 (scheduled)

(2) Method of this Transaction (Company Split)

i)	EQ Operation Company	Absorption-type company split with CCBJI and CCBJBS as split companies and EQ Operation Company as successor company
ii)	EQ Admin Company	Absorption-type company split with CCBJI and CCBJBS as split companies and EQ Admin Company as successor Company

\* The company split at CCBJI and CCBJBS as split companies will be conducted without the approval of the general shareholders’ meeting as this is a simplified company split as stipulated in Article 784, Paragraph 2 of the Companies Act.

(3) Details of allotment related to this Transaction (Company Split)

Upon the company split, EQ Operation Company and EQ Admin Company will not allot shares or other money, etc.

(4) Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights in connection with this Transaction (Company Split)

Not applicable.

(5) Capital Increase/Decrease Due to this Transaction (Company Split)

Not applicable.

(6) Rights and Obligations to be Succeeded by Successor Company

EQ Operation Company will succeed to assets, liabilities, contracts, and other rights and obligations of CCBJI and CCBJBS related to the field service operations in the Business as stipulated in the absorption-type company split agreement.

EQ Admin Company will succeed to assets, liabilities, contracts, and other rights and obligations of CCBJI and CCBJBS related to the planning and management services in the Business as stipulated in the absorption-type company split agreement.

(7) Prospect of Performance of Obligations

The Company has determined that there is no problem in the prospect of performance of the obligations to be performed by CCBJI and CCBJBS, as well as EQ Operation Company and EQ Admin Company after the effective date in this Transaction.

3. Parties to this Transaction

(1) Overview of Consolidated Subsidiaries of the Company

(as of December 31, 2023)

i)	Name	Coca-Cola Bottlers Japan Inc.	Coca-Cola Bottlers Japan Business Service Inc.
ii)	Address	9-7-1 Akasaka, Minato-ku, Tokyo	9-7-1 Akasaka, Minato-ku, Tokyo
iii)	Title and name of representative	Representative Director and President Calin Dragan	Representative Director and Chairman, President Bjorn Ivar Ulgenes
iv)	Description of main business	Manufacturing, distribution, and sales of beverage products and alcoholic products	Contracted business for administration work to support the sales of beverage, nonessential beverage, alcoholic beverage, dairy beverage, and food products and management of beverage sales equipment
v)	Capital stock	100,000,000 yen	80,000,000 yen
vi)	Date of foundation	June 29, 2001	November 25, 2009
vii)	Fiscal year end	End of December	End of December
viii)	Major shareholders and shareholding ratio	The Company: 100%	CCBJI: 100%

\* There will be no change in the outline of the Company's consolidated subsidiaries as a result of this Transaction.

(2) Overview of New Companies (after the company split and share transfer: planned)

1) EQ Operation Company

i)	Name	TBD (EQ Operation Preparation Company before share transfer)
ii)	Address	1-1 Sakuradamachi, Kanazawa City, Ishikawa Prefecture
iii)	Title and name of representative	Daisuke Tsuruga, Representative Director
iv)	Description of main business	(1) Contracted field service operations, including installation, maintenance, repair, and QC (quality control) of various sales equipment, such as vending machines
v)	Capital stock	51,000,000 yen
vi)	Date of foundation	September 2, 2024
vii)	Fiscal year end	End of December
viii)	Date of company split and share transfer	January 6, 2025
ix)	Number of employees	Approx. 820
x)	Investment status	CCBJI: 49% (490 shares) thinkrun HD: 51% (510 shares) (* Shares held by CCBJI will be transferred to thinkrun HD in part after the company split of CCBJI and CCBJBS.)

2) EQ Admin Company

i)	Name	TBD (EQ Admin Preparation Company before share transfer)
ii)	Address	Toyosu Urban Point 11F, 5-5-13 Toyosu, Koto-ku, Tokyo
iii)	Title and name of representative	Allen Fukada, Representative Director
iv)	Description of main business	(1) Contracted planning and management operations related to the installation, maintenance, repair, and QC (quality control), etc. of various sales equipment including vending machines (2) Planning and consultation services related to the above
v)	Capital stock	51,000,000 yen
vi)	Date of foundation	September 2, 2024
vii)	Fiscal year end	End of December
viii)	Date of company split and share transfer	January 6, 2025
ix)	Number of employees	Approx. 110
x)	Investment status	Genpact: 100% (* All shares (1,000 shares) held by CCBJI will be transferred to Genpact after the company split of CCBJI and CCBJBS.)

#### 4. Overview of Counterparty of Share Transfer

##### (1) Share Transfer of EQ Operation Company

(as of June 30, 2024)

i)	Name	thinkrun Holdings Co., Ltd.
ii)	Address	1-1 Sakuradamachi, Kanazawa City, Ishikawa Prefecture
iii)	Title and name of representative	Representative Director, Chairman and CEO, Hiroyuki Tsuruga, Representative Director, President and COO, Daisuke Tsuruga,
iv)	Description of main business	Planning and promotion of policies and strategies for the group's business (motor truck transportation business, etc.) and management of the group's business results
v)	Capital stock	10,000,000 yen
vi)	Date of foundation	March 18, 2016
vii)	Capital relationship with the Company	thinkrun HD holds 47,706 shares of the Company's stock (0.02% of the total number of issued and outstanding shares).

\* There are no personal or direct business relationships between the Company and thinkrun HD, and the Company does not fall under a related party to thinkrun HD.

##### (2) Share Transfer of EQ Admin Company

(as of June 30, 2024)

i)	Name	Genpact Japan K.K.
ii)	Address	Marunouchi North Exit Building, 1-6-5 Marunouchi, Chiyoda-ku, Tokyo
iii)	Title and name of representative	Allen Fukada, Representative Director and President
iv)	Description of main business	Consultation services on overall corporate management Business process management and service business
v)	Capital stock	10,000,000 yen
vi)	Date of foundation	July 14, 2005

\* There are no capital relationship, personal relationship or direct business relationships between the Company and Genpact, and the Company does not fall under a related party to Genpact.

#### 5. Future Outlook

The impact of this Transaction on the Company's consolidated financial results for the fiscal year ending December 31, 2024 is expected to be minor. However, we believe that it will contribute to further growth of the Company group's business and profitability in the future.

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