June 23, 2026

To whom it may concern

Name of the Company SUNWELS Co., Ltd.
Name of Representative Ryotatsu Nawashiro, President and Representative Director
Securities Code 9229 Tokyo Stock Exchange Prime Market
Contact Eiichi Ueno, Director +81-76-272-8982

Matters Concerning Controlling Shareholders, etc.

SUNWELS Co., Ltd. (the "Company") hereby announces matters concerning the controlling shareholder, Ryotatsu Nawashiro, who is not the Company's parent company. Details are as follows:

1. Trade name, etc. of the parent company, controlling shareholder (excluding the parent company), other affiliated companies, or the parent company of other affiliated companies

(as of March 31, 2026)

Name	Attribute	Voting Rights Ownership (%)			Financial Instruments Exchange, etc. on which the issued shares, etc. are listed
		Direct Ownership	Aggregate Ownership	Total	
Ryotatsu Nawashiro	Controlling Shareholder (excluding the parent company)	12.05	41.65	53.70	-

2. Matters concerning transactions with controlling shareholders
Fiscal year (from April 1, 2025 to March 31, 2026)

Category	Name of Company or Individual	Address	Capital or Capital Contribution (million yen)	Business Description or Occupation	Percentage of Voting Rights Held (%)	Relationship with the Related Party	Details of Transactions	Transaction Amount (million yen)	Account Titles	Outstanding Balance at End of Period (million yen)
Directors and Major Shareholders	Ryotatsu Nawashiro	-	-	President and Representative Director	Direct: 12.05% Indirect: 41.65%	Receipt of donations	Receipt of donations[1]	1,000	-	-
						Reimbursement of improper expenditures	Recovery of advances[2]	58	-	-

Notes:
1. This donation was received from the Representative Director, who is also the controlling shareholder, for the purpose of strengthening the Company's financial base, and the receipt was approved by the Board of Directors. Furthermore, pursuant to a gift agreement between the Company and its Representative Director and President, Ryotatsu Nawashiro, the Company has no obligation to repay the funds or any other obligations, and there are no restrictions on the use of such funds.
2. The Company received reimbursement from the President and Representative Director in the amount of 58 million yen, comprising 16 million yen in expenses identified as personal use in an investigation conducted by outside legal counsel and 42 million yen in costs incurred for such investigation.

3. Status of the Implementation of Measures to Protect Minority Shareholders in Transactions with a Controlling Shareholder

As part of our management policy, we seek to protect the interests of minority shareholders by maintaining a board structure that ensures effective checks and balances.
When engaging in transactions with a controlling shareholder, the Board of Directors makes its decisions after thoroughly reviewing the necessity and reasonableness of the transaction, as well as the appropriateness of the terms, based on a comprehensive assessment.