



May 18, 2022

FOR IMMEDIATE RELEASE

Company name	Resorttrust, Inc.
Representative	Ariyoshi Fushimi, President
Code	4681, Prime of Tokyo Stock Exchange and Premier of Nagoya Stock Exchange

Notice Concerning Merger of Subsidiaries in Medical Operations

HIMEDIC, Inc. and Trust Garden Co., Ltd., wholly owned subsidiaries of Resorttrust, Inc. (“the Company”), have decided to merge as of July 2022 (planned).

1. Reason for the Merger

Holding the Group identity “Together for a Wonderful Life,” the Resorttrust Group has been operating Membership and Hotel & Restaurant operations centered on management of membership resort hotels, as well as Golf Club, Medical, Senior Lifestyle operations, etc.

In Medical Operations, HIMEDIC, Inc. (hereinafter “HIMEDIC”), which manages the comprehensive membership-based medical club, Grand HIMEDIC Club, has decided to merge with Trust Garden Co., Ltd. (hereinafter “Trust Garden”), which manages Senior Lifestyle Operations, with the aim of “Achieving healthy longevity and well-being in the age of 100-year life.”

HIMEDIC manages the Grand HIMEDIC Club, a comprehensive membership-based club that offers daily health support and high-precision medical checkups with an emphasis on preventive medicine, at nine sites at eight courses across the country. In addition to medical checkups, HIMEDIC introduces medical institutions in the unfortunate event an illness is discovered, and club physicians are on hand to offer health consultations, and other wide-ranging support based on accumulated checkup data. Furthermore, HIMEDIC also endeavors to offer preventive care in support for a life without nursing care by focusing on the different diseases to which one is susceptible according to gender and the prediction and prevention of diseases.

Although there have been concerns recently that people may be reluctant to visit medical institutions due to the COVID-19 pandemic, HIMEDIC provides high-precision medical checkups in a system that allows for the avoidance of close contact by keeping the numbers of people at any one time small, which is only possible with a membership system. As a result, we achieved a record-setting performance as the number of customers enrolled at the time of the financial results for the third quarter of the fiscal year ended March 31, 2022 significantly exceeded those of both the previous year and the year before that.

Utilizing the expertise that Resorttrust has cultivated through the operation of membership-based resort hotels, Trust Garden operates a total of 18 facilities (paid nursing homes with nursing care and serviced housing for the elderly) as housing for seniors in the Kanto, Chubu and Kansai regions.

We have long collaborated with the physicians in our Medical Operations, including HIMEDIC, on services such as medical support and meals. To prevent conditions of frailty in which the body and mind weaken with advancing age, we provide a diet for the prevention of frailty which is supervised by a specialist geriatrician, and offer hygiene

guidance to facilities by a physician with expertise in infectious diseases.

The merger is expected to enable our Medical Operations and Senior Lifestyle Operations to develop further within the Group as mainstay services for the age of a 100-year life by creating synergies between medical and nursing care services. By taking advantage of the convenience that exists within close proximity to the areas of development with both operations, we are committed to strengthening even further measures to combat infectious diseases in senior residences and collaboration with community medical care, and to establishing a flexible structure to deliver services that meets the needs of the changing times.

As we work toward our goal of achieving healthy longevity and well-being in the age of 100-year life, the Resorttrust Group will continue to provide services tailored to each individual's life, of course to prevent the need for nursing care, but also for those who need it, to enable a life that continues to shine.

2. Overview of the Merger

(1) Merger Schedule (Companies Involved in the Merger)

Merger resolution by the Board of Directors	March 17, 2022
Conclusion of the merger agreement	April 21, 2022
General Meeting of Shareholders to approve merger	June 28, 2022
Scheduled merger date (effective date)	July 1, 2022

(2) Merger Method

Trust Garden Co., Ltd. will be dissolved in an absorption-type merger with HIMEDIC, Inc. as the surviving company.

(3) Merger Ratio

Not applicable, as new shares are not issued.

(4) Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights of Dissolving Company

Not applicable as the Company has not issued any stock acquisition rights or bonds with stock acquisition rights.

3. Overview of the companies involved in the merger

(1) Trade name	HIMEDIC, Inc. (Surviving company)	Trust Garden Co., Ltd. (Dissolved company)
(2) Business description	Construction and operation of medical facilities on commission from medical institutions, sales of memberships for use of medical facilities by members, etc.	Management of fee-based senior citizen homes with nursing care, and management of serviced senior housing
(3) Date of establishment	September 29, 1992	August 6, 2007
(4) Head office location	Resorttrust Tokyo Bldg., 6F 4-36-19, Yoyogi, Shibuya-ku Tokyo	Resorttrust Tokyo Bldg., 6F 4-36-19, Yoyogi, Shibuya-ku Tokyo
(5) Title and name of representative	Ariyoshi Fushimi, President	Ariyoshi Fushimi
(6) Capital	300 million yen	50 million yen
(7) Fiscal year end	March	March
(8) Major shareholders and shareholding ratio	Resorttrust, Inc.: 100%	Resorttrust, Inc.: 100%

4. Status Following the Merger

Upon the merger, the surviving company will succeed to the business of the absorbed company. There will be no

change in the trade name, headquarters address, title and name of representative, capital stock or fiscal year end of the surviving company.

There will be no change in the name of the senior housing facilities or services operated by the absorbed company.