



February 6th, 2026

To Whom It May Concern,

Company Name: KIRIN HOLDINGS COMPANY, LIMITED  
Name and Title of Representative: Takeshi Minakata, President & COO  
Code Number: 2503 (Tokyo Stock Exchange, Prime Section)  
Head Office:  
4-10-2, Nakano, Nakano-ku, Tokyo 164-0001, Japan  
Name and Title of Contact Person:  
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### **Notice Regarding the Execution of a Sale and Purchase Agreement for Four Roses**

Kirin Holdings Company, Limited (President and COO Takeshi Minakata; hereafter, "Kirin") today announces that its consolidated subsidiary, Kirin Beer & Spirits of America Inc., has entered into a sale and purchase agreement with E. & J. Gallo Winery (hereafter "Gallo") whereby all the membership interests in its wholly owned subsidiary, Four Roses Distillery, LLC (hereafter "Four Roses") are to be transferred to Gallo (hereafter the "transfer").

#### **1. Reasons for the Transfer**

Since our acquisition of Four Roses in 2002, the business has achieved strong growth, primarily in the U.S. market, and contributed to the growth of Kirin's enterprise value.

Meanwhile, Kirin regularly reviews its balance sheet and business portfolio from a medium to long term perspective. After careful consideration as part of this review, Kirin decided to enter into an agreement to transfer the business to Gallo.

This transaction will allow Kirin to reallocate its resources toward businesses that could further grow by leveraging Kirin's own organizational capabilities, thereby further growth in enterprise value.

The specific use of the proceeds from the transaction is currently under consideration and will be promptly disclosed once a decision has been made.

## 2. Overview of Four Roses

(1)	Company Name	Four Roses Distillery, LLC
(2)	Address	1224 Bonds Mill Road, Lawrenceburg, Kentucky 40342, USA
(3)	Title and Name of Representative	President & CEO: Hiro Otani
(4)	Business	Sale and manufacture of bourbon whiskey
(5)	Share Capital	USD 60,000 thousand
(6)	Establishment	1888
(7)	Major shareholder and ownership percentage	Kirin Beer & Spirits of America Inc. (100%)
(8)	Relationship with Kirin	Capital relationship Four Roses is a wholly owned subsidiary of Kirin Holdings Company, Limited.
		Personnel relationship There are personnel relationships as Kirin has seconded its employees to serve as members of Four Roses' Board of Directors.
		Business relationship There is a business relationship regarding the supply and distribution of products.

\* Due to confidentiality obligations between the parties, information regarding Four Roses' financial condition will not be disclosed.

## 3. Overview of Gallo

(1)	Company Name	E. & J. Gallo Winery	
(2)	Address	600 Yosemite Blvd., Modesto, California 95354, USA	
(3)	Title and Name of Representative	Chief Commercial Officer: Britt West	
(4)	Business	Total alcohol beverage company	
(5)	Share Capital	USD 125 thousand	
(6)	Establishment	1933	
(7)	Major shareholder and ownership percentage	Members of the Gallo Family (100%)	
(8)	Relationship with Kirin	Capital	There are no capital relationships to

	relationship	be noted between the companies.
	Personnel relationship	There are no personnel relationships to be noted between the companies.
	Business relationship	There are no business relationships to be noted between the companies.
	Situation regarding related parties	Neither Gallo, nor its affiliates are related parties of Kirin.

\* Due to confidentiality obligations between the parties, net assets and total assets are not disclosed.

#### 4. Membership interests after the transfer and transfer price

(1)	Membership interests held before the transfer	100% (100% of voting rights held)
(2)	Membership interests transferred	100% (100% of voting rights held)
(3)	Transfer price	Up to approximately JPY 120.0 billion (USD 775 million) (Of this amount, approximately JPY 8.0 billion (USD 50 million) represents consideration that may become receivable contingent upon Four Roses achieving certain net revenue targets following the completion of the transfer) (calculated at the rate of 1 USD = JPY 155)
(4)	Membership interests held after the transfer	0% (0% of voting rights held)

\* The actual transfer price is expected to be the amount determined after applying the price adjustment at the time of consummation of the transfer, as provided for in the transfer agreement.

## 5. Schedule

(1)	Date of decision	February 6, 2026 (Japan Standard Time)
(2)	Date of the transfer	<p>The second quarter of 2026 (Planned)</p> <p>【The completion of this transfer is subject to approvals or expiration of applicable waiting periods under the United States antitrust law.】</p>

## 6. Outlook

The impact of this transfer on our consolidated financial results is currently under review. We will disclose the amount of the impact as soon as it becomes clear.

END