

TSE Urgent Notice



May 25, 2026
Listing Department
Tokyo Stock Exchange, Inc.

Designation of Security on Special Alert and Imposition of Listing Agreement Violation Penalty

TSE has designated the stock as a Security on Special Alert and imposed a listing agreement violation penalty as follows.

* This decision is based on the results of the examination by Japan Exchange Regulation.

- | | |
|------------|--|
| Issue Name | unbanked inc. stock
(Code: 8746, Market Segment: Standard Market) |
|------------|--|
- | | |
|--|---|
| Date of Designation of Security on Special Alert | May 26, 2026 (Tue.) |
| Reason (Related Clause) | Due to falling under a case where TSE deems that the listed company has violated the provisions of the matters to be observed in the Code of Corporate Conduct (Development of System and Structure Necessary to Ensure Appropriateness of Business) and that the improvement of the internal management system of such listed company is highly necessary
(Securities Listing Regulations, Rule 503, Paragraph 1, Item (4)) |
- | | |
|---|---|
| Listing Agreement Violation Penalty Total | JPY 14.4 million |
| Reason (Related Clause) | Due to falling under a case where TSE deems that the listed company has violated the provisions of the matters to be observed in the Code of Corporate Conduct (Development of System and Structure Necessary to Ensure Appropriateness of Business) and has undermined the confidence of shareholders and investors in the TSE market
(Securities Listing Regulations, Rule 509, Paragraph 1, Item (2)) |
- | | |
|-------------------|--|
| Details of Reason | unbanked inc. (hereinafter, the “Company”) disclosed on Mar. 2, 2026 (revised version published on Mar. 4) the results of an investigation by an investigation committee composed of external attorneys, which was established to investigate the facts, analyze the causes, and consider measures to prevent recurrence in relation to the non-collection of accounts receivable amounting to JPY 1,340 million arising from scrap gold transactions conducted between Jul. and Nov. 2025 (hereinafter, the |
|-------------------|--|

“Transactions”).

As a result, it was revealed that the Company had repeatedly engaged in credit sales of scrap gold since Jul. 2025, a practice it had not conducted prior thereto, without sufficiently verifying the creditworthiness of its customers, and that the necessary internal control systems had not been appropriately operated.

For the most part, the following points were identified as the context for these events at the Company.

- The system to provide checks on high-risk transactions was not functioning, as was the case when past inappropriate accounting processing occurred. This was because, although the Company implemented improvement measures following its designation as a Security on Alert (currently “Security on Special Alert”) on Jul. 11, 2020, after this designation was lifted on Apr. 1, 2022, with the passing of time, several deficiencies arose in the understanding and operation of internal rules, including those related to credit management; however, the management that had assumed office after the designation was lifted failed to address these.
- The management demonstrated insufficient prudence in its risk assessment and response. This was because it assumed that the largest shareholder would not propose transactions detrimental to the Company and therefore failed to recognize the need for careful consideration in starting the Transactions, such as obtaining approval from the Board of Directors, despite the fact that the transaction terms involved higher-than-usual risks. Furthermore, even after the Transactions started, the management gave explanations to the Board of Directors which were inconsistent with the actual circumstances, including that the Transactions were low-risk, and did not report issues with the creditworthiness of the counterparty that later became apparent.

After comprehensively considering the above, TSE deems that the Company has failed to appropriately establish and operate the systems necessary to ensure the appropriateness of its business, thereby violating the provisions of the matters to be observed in the Code of Corporate Conduct (Development of System and Structure Necessary to Ensure Appropriateness of Business). In addition, although the Company disclosed its recurrence prevention measures on Mar. 6, 2026, TSE deems that it is still highly necessary for the Company to make improvements to its internal management system and related areas. Accordingly, TSE has decided to designate the Company’s stock as a Security on Special Alert.

Furthermore, this matter constitutes extremely serious deficiencies in the Company’s internal management system. Specifically, having failed to sustain the effective operation of previously established improvement measures, the Company repeatedly engaged in the Transactions without sufficient risk assessment or response based on the assumption that its largest shareholder would not propose transactions detrimental to the Company, resulting in a significant amount of uncollected accounts receivable.

In light of the foregoing, TSE deems that the Company has undermined the confidence of shareholders and investors in TSE’s markets and will impose a listing agreement violation penalty on the Company.

DISCLAIMER: This translation may be used for reference purposes only. This English version is not an official translation of the original Japanese document. In cases where any differences occur between the English version and the original Japanese version, the Japanese version shall prevail. This translation is subject to change without notice. Tokyo Stock Exchange, Inc. and/or Japan Exchange Regulation shall individually or jointly accept no responsibility or liability for damage or loss caused by any error, inaccuracy, misunderstanding, or changes with regard to this translation.