

Regional Brands Inc. Completes Sale of Assets

CLEVELAND, Ohio – (August 1, 2024) – Regional Brands Inc. (the “Company”) today announced that the Company and its wholly owned subsidiary B.R. Johnson, LLC (“BRJ”) have completed the sale of substantially all of the assets of BRJ to a subsidiary of The Cook & Boardman Group LLC (“C&B”), a leading specialty distributor of commercial entry solutions and systems integration services. The asset sale was approved by the Company’s board of directors and stockholders owning a majority of the Company’s outstanding common stock. C&B will continue to operate the business under the B.R. Johnson name following closing.

C&B acquired BRJ for a closing cash purchase price of approximately \$13.0 million, after taking into account the repayment of certain outstanding indebtedness, payment of certain transaction expenses and a holdback to secure BRJ’s post-closing adjustment and indemnification obligations. The purchase price is subject to customary post-closing working capital adjustments. Additionally, there is a contingent payment if certain performance goals for the business are achieved through the end of 2024. The Company also had cash on hand of over \$7.0 million which it continues to hold post-transaction.

Following the closing, and subject to approval by the Company’s board of directors, the Company expects to distribute to its stockholders a substantial portion of the proceeds of the asset sale, after establishment of adequate cash reserves for the payment of the Company’s liabilities. Additional distributions may be made if contingent payments and/or holdback amounts are received by the Company. Under the terms of the transaction agreement, the Company and BRJ are required to maintain their corporate existence for a period of at least two years following the completion of the asset sale. The Company expects to seek the approval of its stockholders for the dissolution of the Company at a time determined by its board and permitted under the terms of the transaction agreement. Following any such dissolution, the Company may have sufficient remaining assets for further distributions to be made to the stockholders.

Livingstone Partners LLC served as financial advisor and Calfee, Halter & Griswold LLP as legal advisor to the Company and BRJ. K&L Gates LLP served as legal advisor to C&B.

About Regional Brands

Regional Brands Inc. is a holding company established for the purpose of acquiring substantial ownership in regional companies with strong brand recognition, stable revenues and profitability. For more information, please visit: www.regionalbrandsinc.com

Forward-Looking Statements

This announcement contains “forward-looking statements”. All statements, other than statements of historical facts, included in this presentation may be deemed forward-looking statements. We use the words “anticipate,” “believe,” “estimate,” “expect,” “intend,” “may,” “plan,” “project,” “will,” “would” and similar expressions to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These statements include, but are not limited to, statements regarding the purchase price paid in connection with the asset sale, the potential achievement of an earn-out payment, the business’ future financial and operating

results, potential distributions by the Company and the Company's future plans. Forward-looking statements by their nature address matters that are, to different degrees, uncertain. Specific risks and uncertainties that could cause actual results to differ materially from those expressed in our forward-looking statements include changes in market conditions, demands on Regional Brands' and BR Johnson's cash and liquidity, and other risks described in this announcement and our other communications with stockholders. These risks and uncertainties may cause our actual future actions or results to differ materially from those expressed in the forward-looking statements. Forward-looking statements speak only as to the date on which they are made, and, except as may be required by law, we undertake no obligation to update or revise any forward-looking statement, regardless of whether new information becomes available, future developments occur or otherwise.