

September 26, 2025

To whom it may concern:

Company: SCSK Corporation  
Representative: Takaaki Tuma  
President and Representative Director  
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**Notice of Regarding Acquisition of Shares of Consolidated Subsidiary  
(Conversion into Wholly Owned Subsidiary) and Absorption-Type Merger  
(Simple Merger)**

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SCSK Corporation resolved at a meeting of the Board of Directors held today to perform an absorption-type merger (simple merger) of consolidated subsidiary Skeed Co., Ltd. with an effective date of January 1, 2026. Prior to the effective date of the merger, the Company plans to acquire shares of stock in Skeed on November 20, 2025 and thereby convert this company into a wholly owned subsidiary. This business combination will take the form of a simple absorption-type merger of a consolidated subsidiary that has been converted into a wholly owned subsidiary. Accordingly, certain disclosure items and details have been omitted.

**1. Purpose of Merger**

Skeed is responsible for the SCSK Group's file transfer and IoT businesses. The Company views IoT operations targeting factories to be a growth area. Accordingly, it seeks to consolidate management resources and merge Skeed's operations in this field with its own AI-related operations through this merger. This business combination is anticipated to contribute to increased management efficiency and expedited decision-making and thereby facilitate the expansion of SCSK's operations.

**2. Overview of Share Acquisition**

(1) Number of shares to be acquired and numbers of shares held before and after acquisition

i. Number of shares held before acquisition

259,432,274 (99.9999996% of total)

ii. Number of shares to be acquired

1 (0.0000004% of total)

iii. Number of shares held after acquisition

259,432,275 (100% of total)

Note: The Company intends to conclude a share transfer agreement with one shareholder of Skeed Co., Ltd. to acquire shares of this company at an acquisition price of ¥1 per share.

(2) Acquisition date

November 20, 2025 (tentative)

**3. Overview of Merger**

(1) Merger schedule

Board of Directors resolution: September 25, 2025 (Skeed Co., Ltd. [company to be absorbed]);

September 26, 2025 (SCSK Corporation [surviving company])

Merger agreement conclusion: September 26, 2025

Effective date: January 1, 2026 (tentative)

Note: The merger constitutes a simple merger as described in Paragraph 2, Article 796 of the Companies Act for the Company and a short-form merger as described in Paragraph 1, Article 784 for Skeed Co., Ltd. Accordingly, the companies are not required to convene a general meeting of shareholders to approve the merger agreement.

(2) Form of merger

The merger is expected to take the form of an absorption-type merger, with SCSK Corporation as the surviving company and Skeed Co., Ltd., being dissolved.

(3) Allotments related to merger

No plans exist to issue new shares in relation to the merger, nor is any money expected to be delivered due to the merger.

(4) Handling of share warrants and bonds with share warrants in relation to merger

There are no applicable share warrants and bonds with share warrants.

4. Overview of Companies Involved in the Merger (As of March 31, 2025)

|   | Surviving Company   | Absorbed Company  |
|---|---|---|
| (1) Company name                              | SCSK Corporation  | Skeed Co., Ltd.   |
| (2) Address                                   | 3-2-20, Toyosu, Koto-ku, Tokyo, Japan   | 6-17 Meguro 1-chome, Meguro-ku, Tokyo, Japan                          |
| (3) Representative name, position             | Takaaki Touma<br>Representative Director<br>President and Chief Operating Officer   | Masato Shirakawa<br>Representative Director and CEO                   |
| (4) Business activities                       | Provision of IT consulting, systems development, verification, IT infrastructure development, IT management, IT hardware and software sales, business process outsourcing, and other services                   | File transference and IoT operations                                  |
| (5) Capital                                   | ¥21,561 million   | ¥100 million  |
| (6) Date of establishment                     | October 25, 1969  | April 26, 2005  |
| (7) Shares issued                             | 312,875,169 shares  | 259,432,275 shares  |
| (8) Fiscal year-end                           | March 31  | March 31  |
| (9) Major shareholders (percentage ownership) | SUMITOMO CORPORATION (50.59%)<br>The Master Trust Bank of Japan, Ltd. (Trust Account) (8.89%)<br>Custody Bank of Japan, Ltd. (Trust Account) (5.66%)<br>SCSK Group Employee Stock Ownership Association (2.08%) | SCSK Corporation (99.9999996%)<br>Gran Manibus Co., Ltd. (0.0000004%) |
| (10) Financial position                       | Fiscal year ended March 31,   | Fiscal year ended March 31,   |

| and operating performance in most recent fiscal year                     | 2025 (consolidated, IFRS) | 2025 (JGAAP) |
|--|---------------------------|--------------|
| Total equity / Net assets  | ¥292,565 million          | ¥99 million  |
| Total assets   | ¥885,029 million          | ¥129 million |
| Equity attributable to owners of parent per share / Net assets per share | ¥932.41                   | ¥0.38        |
| Net sales  | ¥596,065 million          | ¥218 million |
| Operating profit / Operating income                                      | ¥66,121 million           | ¥20 million  |
| Ordinary income  | —                         | ¥20 million  |
| Profit before tax / Income before income taxes                           | ¥65,547 million           | ¥20 million  |
| Profit / Net income  | ¥46,495 million           | ¥20 million  |
| Basic earnings per share / Earnings per share                            | ¥144.10                   | ¥0.7         |

#### 5. Post-Merger Status

There will be no changes to the name, address, name and position of representative, business, capital, or fiscal year-end of SCSK Corporation as a result of the merger.

#### 6. Future Outlook

The impact on consolidated performance of this merger is projected to be minimal.