

March 19, 2025

Company name: COMTURE CORPORATION
1-11-2, Osaki, Shinagawa-ku, Tokyo, Japan
Representative: Chihiro Sawada,
Representative Director, President
Stock code: 3844
Listing: Tokyo Stock Exchange, Prime Market
Contact: Yoza Yamada, Executive Officer and Corporate
Functional Officer, Accounting/Governance
Tel: +81-(0)3-5745-9700

Notice of Acquisition of Human Interactive Technology

The COMTURE Board of Directors approved a resolution on March 19, 2025 to acquire the stock of Human Interactive Technology inc. (HIT) and make this company a consolidated subsidiary.

1. Reason for stock acquisition

The cloud solutions business, including the Microsoft business, and digital solutions business of the COMTURE Group are providing a broad range of services in the digital transformation (DX) domain as the pace of the global DX increases. This focus on the DX market has enabled the COMTURE Group to grow at an average annual rate of 15% since its inception.

The current Medium-term Business Plan that ends with the fiscal year ending in March 2027 has the goals of average annual organic sales growth (excluding M&A and other external contributions) of at least 10% and the use of M&A for even faster growth.

HIT creates infrastructure/security environments and provides cloud services by using mainly Microsoft solutions. Operations also include AI transformation (AX) consulting. The company is certified by Microsoft as an Infrastructure and a Digital & App Innovation partner. HIT has provided consulting and system construction, operation and maintenance services involving Microsoft Azure infrastructure to many companies. Recently, HIT has been focusing on the development of AI services. One example is the development of AIms Bridge, which supports sales activities by using the Azure OpenAI Service, and the sale of this service to a pharmaceutical company.

The acquisition of HIT will strengthen the Microsoft business, which is one of the core businesses of the COMTURE Group. Adding this company gives the group an even stronger base for providing total solutions that encompass infrastructure construction, system development, system operations and education support. The group's businesses are expected to grow faster as a result. In addition, COMTURE believes that using this acquisition to establish an even more powerful framework in the growing AI solutions category will further contribute to the growth of corporate value.

2. Profile of HIT

(1) Name	Human Interactive Technology inc.
(2) Location	Fukumasu Building, 1-20, Ageba-cho, Shinjuku-ku, Tokyo
(3) Representative	Fujio Kawabata, Representative Director
(4) Business	Construction of infrastructure networks and construction of systems and applications
(5) Employees	34
(6) Capital	10 million yen
(7) Established	August 1988

(8)	Major shareholders and shareholding ratio	Fujio Kawabata: 78.0%		
(9)	Relationships between COMTURE and HIT	Capital	Not applicable.	
		Personnel	Not applicable.	
		Business	Not applicable.	
(10) Results of operations and financial position for the past three years (Unit: millions of yen)				
	Year ended	March 2022	March 2023	March 2024
	Net assets	341	395	496
	Total assets	565	622	721
	Net sales	814	823	923
	Operating profit	114	81	135
	Ordinary profit	123	97	152
	Profit	105	57	105

* On the scheduled execution date of the stock acquisition, Mr. Fujio Kawabata will acquire all shares (44 shares) held by the other minority shareholders (two persons) of the outstanding shares of HIT prior to the execution of the share acquisition.

* HIT uses the tax-included accounting method for consumption taxes.

3. Overview of the seller

(1)	Name	Fujio Kawabata
(2)	Address	Koto-ku, Tokyo
(3)	Relationships between COMTURE and the seller	Not applicable.

4. Number of shares to be acquired, acquisition cost and shares owned before and after the acquisition

(1)	No. of shares owned before acquisition	0 share (No. of voting rights: 0) (Voting rights ownership ratio: 0.0%)
(2)	No. of shares to be acquired	200 shares (No. of voting rights: 200)
(3)	Acquisition cost	COMTURE is not disclosing the acquisition cost in accordance with the request of the seller. The acquisition cost is within the immateriality standard for a timely disclosure because the cost is less than 15% of the net assets of COMTURE in the previous fiscal year. The cost was determined based on valuations calculated by a third party using discounted cash flows and other methods.
(4)	No. of shares owned after acquisition	200 shares (No. of voting rights: 200) (Voting rights ownership ratio: 100.0%)

The specific acquisition cost of this company will be announced in the summary of financial results and financial results materials to be disclosed in the future.

5. Schedule

(1)	Resolution date	March 19, 2025
(2)	Contract signing	March 19, 2025
(3)	Acquisition date	June 30, 2025 (tentative)

6. Outlook

COMTURE plans to include HIT in the consolidated financial statements beginning with the first quarter of the fiscal year ending in March 2026. COMTURE is examining the effect of this acquisition on consolidated results

of operations and will make an announcement promptly if there is information concerning this subject that should be disclosed.