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September 30, 2025

Company: ZIGExN Co., Ltd.
Representative: Joe Hirao, Representative Director, Operating Officer and CEO
(Security code: 3679: Prime Market of the Tokyo Stock Exchange)
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Notice of Acquisition of Shares of “Alpha Staff Co., Ltd.”
(Making it a Wholly Owned Subsidiary)

ZIGExN Co., Ltd. (hereinafter referred to as "the Company") hereby announces that, as of September 30, 2025, the Company has resolved, by a written resolution of the Board of Directors pursuant to Article 370 of the Companies Act and Article 27 of the Company's Articles of Incorporation, to acquire the shares of Alpha Staff Co., Ltd. (Head office: 24F Nagoya International Center Building, 1-47-1 Nagono, Nakamura-ku, Nagoya-shi, Aichi; Representative Director: Takayoshi Kanda; hereinafter referred to as “Alpha Staff”) and make it a consolidated subsidiary. Details are as follows.

1. Reason for the Acquisition

(1) Overview and Business Strategy

Alpha Staff operates a temporary staffing business and a job placement business in the resort sector, as well as a foreign temporary staffing business for the manufacturing industry. In the resort sector, it primarily dispatches personnel for positions such as hotel front desk staff, ski resort staff, and restaurant/kitchen staff, and also provides permanent placement services for hotels and ryokans. In the foreign temporary staffing business for the manufacturing industry, it dispatches foreign personnel for light work in factories and warehouses.

Through this share acquisition, the Company will enter the resort sector, a market expected to grow due to an increase in inbound tourists and foreign workers. In addition to its existing job platform and job placement businesses, the Company will also make a full-scale entry into the temporary staffing field. After Alpha Staff joins the group, we will aim to improve its profitability by strengthening user acquisition through the utilization of our group's matching technology, enhancing productivity through operational improvements, and reinforcing the job placement business. Furthermore, we aim to achieve inter-group synergies by mutually coordinating job seekers between Alpha Staff and the Company's existing businesses.

Additionally, the target company operates other businesses that are not part of this acquisition, namely its amusement, welfare services, and real estate businesses. These businesses are scheduled to be transferred to its parent company or other affiliated entities by the date the share transfer is executed.

(2) Market Environment

According to the Japan National Tourism Organization (JNTO), the number of inbound tourists has been on an increasing trend, from approximately 31.88 million (cumulative) in 2019 to approximately 36.87 million (cumulative) in 2024. In August 2025, the estimated number of inbound tourists was approximately 3.43 million, a 16.9% increase year-on-year, exceeding 3 million for the month of August for the first time.

We anticipate that it will continue to be difficult for businesses to secure human resources due to medium- to long-term labor shortages, and we believe there is significant room for market expansion.

2. Method of Acquisition

The entire acquisition will be funded by cash on hand. As of the end of June 2025, the Company's consolidated ratio of equity attributable to owners of the parent was 56.5%, and the goodwill-to-capital ratio was 0.6x, which are healthy levels within our financial targets (ratio of equity attributable to owners of the parent of 40% or more, and goodwill-to-capital ratio of around 1.0x). Therefore, this acquisition will have no impact on our financial condition.

3. Outline of the Subject Company

(1)	Company name	Alpha Staff Co., Ltd.	
(2)	Address	24F Nagoya International Center Building, 1-47-1 Nagono, Nakamura-ku, Nagoya-shi, Aichi	
(3)	Representative	Representative Director Takayoshi Kanda	
(4)	Business Description	Temporary staffing, job placement, temp-to-perm, etc.	
(5)	Capital Stock	31 millions of yen	
(6)	Date of incorporation	March 2004	
(7)	Major Shareholders	Alpha1-Group Co., Ltd. 100.0%	
(8)	Relationship with the Company	Capital relationship	None
		Personal relationship	None
		Business relationship	None
(9)	<p>Operating results and financial position of the company for the past three years Note: The financial figures of the Target Company presented herein include businesses that are outside the scope of this share acquisition (the "Excluded Businesses"). The Excluded Businesses are scheduled to be carved out and transferred to the parent company or its affiliates on or before the Closing Date of the share transfer.</p>		
Fiscal Year End		FY23/03	FY24/03
Net Assets		167 millions of yen	189 millions of yen
Total Assets		1,269 millions of yen	1,464 millions of yen
Net assets per share		297,639.17 yen	121,248.96 yen
Net Sales		1,633 millions of yen	1,853 millions of yen
Operating income		40 millions of yen	(16) millions of yen
Ordinary income		58 millions of yen	(14) millions of yen
Net Income		37 millions of yen	22 millions of yen
Net Income per share		65,857.79 yen	14,404.13 yen
Dividend per share		-	-

Note: For the current fiscal year (ending March 2026), the business to be transferred is forecast to have net sales of 1,334 million yen and operating income of 24 million yen.

4. Outline of the party from which shares were acquired

(1)	Company name	Alpha1-Group Co., Ltd.
(2)	Address	24F Nagoya International Center Building, 1-47-1 Nagono, Nakamura-ku, Nagoya-shi, Aichi
(3)	Representative	Representative Director Takayoshi Kanda
(4)	Business Description	Management and planning for group companies in the human resources, welfare services, and factory outsourcing businesses, and related operations.
(5)	Capital Stock	92 millions of yen
(6)	Date of incorporation	March, 2004
(7)	Net Assets	(30) millions of yen
(8)	Total Assets	536 millions of yen
(9)	Major Shareholders	Takashi Kanda 59.32% Koken Trust Co., Ltd. 40.68%

(10)	Relationship with the Company	Capital relationship	None
		Personal relationship	None
		Business relationship	None
		Related Party Status	None

5. Number of shares to be acquired, acquisition price, and status of shares held before and after the acquisition

(1)	Number of shares held before the acquisition	0 shares (Number of voting rights: 0) (Percentage of voting rights held: -%)
(2)	Number of shares acquired	1,560 Shares (Number of voting rights: 1,560)
(3)	Acquisition price	Common stock acquisition price 80 millions of yen Advisory fees, etc. (estimated amount) 9 millions of yen Total (estimated amount) 89 millions of yen
(4)	Number of shares held after the acquisition	1,560 shares (Number of voting rights: 1,560) (Percentage of voting rights held: 100.0%)

6. Schedule

- (1) Date of resolution of the Board of Directors: September 30, 2025
- (2) Date of conclusion of the agreement: September 30, 2025
- (3) Date of share transfer: November 10, 2025 (scheduled)

7. Future Outlook

The impact of this share acquisition on the Company's business performance is expected to be minor. The Company will promptly disclose any matters that need to be announced, such as revisions to its earnings forecast.

(Reference) The Company's Consolidated Earnings Forecast for the Current Fiscal Year (Announced on May 13, 2025) and Consolidated Results for the Previous Fiscal Year

	Revenue	EBITDA	Operating income	Income before income tax	Net income attributable to owners of the parent
Consolidated Forecast for the Current Fiscal Year (Ending March 2026)	millions of yen 28,000	millions of yen 7,430	millions of yen 5,880	millions of yen 5,880	millions of yen 4,020
Consolidated Results for the Previous Fiscal Year (Ended March 2025)	25,450	7,084	5,657	5,657	3,872