

Company name: TerraSky Co., Ltd.
Name of representative: Hideya Sato, Representative Director
Executive President & CEO
(Securities code: 3915; TSE Prime Market)
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Notice of Absorption Merger (Short-Form Merger) of a Wholly Owned Subsidiary

TerraSky Co., Ltd., ("TerraSky") hereby announces that it has resolved, at a meeting of the Board of Directors held on August 25, 2025, to merge with its wholly owned subsidiary, DiceWorks.Co.,Ltd ("DICEWORKS"). Since this merger is a short-form merger of a wholly owned subsidiary, some of the details disclosed are omitted.

1. Purpose of the Merger

DiceWorks was founded to provide consulting and integrated systems combining Salesforce CRM/SFA with marketing automation.

Meanwhile, for TerraSky, a company with extensive experience in Salesforce integration, digital marketing has become increasingly vital within its DX consulting services.

Based on this background, we have decided to merge DiceWorks into TerraSky to streamline our management resources and further expand the business scale of the TerraSky Group. TerraSky is committed to providing uninterrupted support and services to all DiceWorks customers.

2. Summary of the Merger

(1) Schedule

(1)	Date of board resolution	August 25, 2025
(2)	Date of agreement signing	August 25, 2025
(3)	Date of the Merger	November 1, 2025 (Tentative)

(2) Method

The merger will be an absorption merger, with TerraSky as the surviving company, and DICEWORKS will be dissolved.

(3) Details of merger allotment

As this is a merger with a wholly owned subsidiary, no new shares will be issued, and no monetary payment will be made.

(4) Handling of share options and bonds with share options of the dissolving company
Not applicable.

3. Outline of the Companies Involved (as of February 28, 2025)

	Surviving company	Dissolving company
(1) Name	TerraSky Co., Ltd.,	DiceWorks.Co.,Ltd
(2) Address	2-11-2 Nihonbashi, Chuo-ku, Tokyo	2-11-2 Nihonbashi, Chuo-ku, Tokyo
(3) Title and Name of Representative	Hideya Sato Representative Director & Chief Executive Officer	Shinichi Watanabe Chief Executive Officer
(4) Description of Business	Provision of cloud implementation and operation support for platforms including Salesforce, AWS, and GCP.	Cloud consulting and integration support to implement corporate DX with Salesforce.
(5) Capital (¥ in thousands)	1, 256,892	50,000
(6) Date of Establishment	March 2006	January 2022
(7) Number of Outstanding Shares	12,918,380 shares	10,000 shares
(8) Financial year-end	End of February	End of February
(9) Number of Employees (Non-Consolidated)	687	47
(10) Major Shareholders and Share Ownership Ratio	Hideya Sato 28% NTT Data 16%	TerraSky Co., Ltd., 90%* Shinichi Watanabe 10%
(11) Operating results and financial positions for recent fiscal years		
Year Ended	February 28, 2025 (Consolidated)	February 28, 2025 (Non-Consolidated)
	(¥ in millions, except per share data)	
Net Assets	12,839	108
Total Assets	19,470	289
Net Assets per Share	857.93 yen	10,893.35 yen
Net Sales	24,709	575
Operating Profit	1,452	13
Ordinary Profit	1,603	15
Net Income	1,018	10
Net Income per Share	78.94 yen	1,063.29 yen
Dividends per Share	0.00 yen	0.00 yen

*As of August 25, 2025, TerraSky holds 100% of DiceWorks's outstanding shares.

4. Situation after the Merger

Following the merger, TerraSky's trade name, business activities, head office location, representative, capital, and fiscal year-end will remain unchanged.

5. Outlook

This merger is intended to improve operational efficiency and expand our business scale. However, its impact on TerraSky's consolidated financial results for the current fiscal year is expected to be minor.