



December 1, 2025

Company name:	Ubicom Holdings, Inc.
Name of representative:	Masayuki Aoki, Representative Director and President (Securities code: 3937; TSE Prime Market)
Inquiries:	Akisato Kitaoka, Director and Executive General Manager of Corporate Division (Tel: +81-3-5803-7339)

Notice Regarding the Acquisition of Shares in ISM, Inc.
(Wholly-owned Subsidiary)

AIS Co., Ltd. (“AIS”), a consolidated subsidiary of our company, acquired 81% of the issued shares of ISM, Inc. (hereinafter “ISM”) in July 2025, thereby making it a consolidated subsidiary. We hereby announce that, in respect of the remaining 19.0% of shares, a share transfer agreement was concluded on November 30th, 2025, and ISM became a wholly-owned subsidiary as of December 1st, 2025. Details are as follows.



1. Reason of Acquisition

Our group will make ISM a wholly-owned subsidiary as part of our strategic investment and growth strategy within the medical business, aiming to strengthen the direct sales model and maximise profitability. This full acquisition will establish a framework enabling the integration of the entire business operation process, including sales, customer support, and contract management, under a consistent group-wide policy. This will enable group-led optimisation of sales policies, staffing, pricing structures, KPI design, etc., maximising the value delivered to ISM's regional customer base and clarifying revenue management.

Between 2025 and 2030, our group is pursuing M&A targeting 8 to 10 companies possessing regional networks valued at several hundred million to one billion yen. This will accelerate the transition from the current agency model for the Mighty series (currently approximately 95%) to a direct sales model within the group. This transaction is deemed to be a measure aligned with this policy, contributing to the optimisation of sales channels, the creation of synergies, and the improvement of consolidated profitability. Going forward, the company will continue to strengthen its position as a leading company in the medical field and strive for the sustainable enhancement of corporate value through the promotion of strategic investments and business restructuring.

2. Outline of the company from which the shares were acquired

1. Company name	ISM, Inc.
2. Address	2-6-10-102 Mukono, Minami-ku, Fukuoka City, Fukuoka
3. Name of representative	Toshihide Isami, CEO
4. Business details	Development of software for medical institutions on consignment, etc.
5. Capital	5 million yen
6. Date of Establishment	October, 2010

3. Number of shares acquired, acquisition price and status of shares held before and after acquisition

1. Number of shares held before acquisition	81 shares (Ratio of Voting Rights Held : 81.0%)
2. Number of shares to be acquired	19 shares
3. Total number of shares held after acquisition	100 shares (Ratio of Voting Rights Held : 100%)

4. Schedule

1. Date of Board of Directors' resolution	November 6, 2025
2. Date of contract execution	November 30, 2025
3. Date of share acquisition	December 1, 2025

5. Impact on Performance

The impact on our consolidated results is immaterial.

- Trade name : Ubicom Holdings, Inc.
- Name of representative : Masayuki Aoki, Representative Director and President
- Establishment date : December 8, 2005
- Address : 〒102-0082 7F Ichiban chou Tokyu Bldg., 21 Ichiban-cho, Chiyoda-ku, Tokyo
- Description of Business : Providing medical IT solutions such as receipt inspection, medical safety support, data analysis, cloud services, development support, and consulting to hospitals and clinics throughout Japan. Embedded software/application development, testing/quality assurance services with a long track record, and in recent years, the development of unique solutions incorporating 3A technology (AI Artificial Intelligence / Analytics Analysis / Automation/RPA Automation).
- U R L : <https://www.ubicom-hd.com/>

- Trade name : AIS Co., Ltd.
- Name of representative : Masayuki Aoki, Representative Director and President
- Establishment date : February 13, 1986
- Address : 〒102-0082 7F Ichiban chou Tokyu Bldg., 21 Ichiban-cho, Chiyoda-ku, Tokyo
- Description of Business : Providing development, sales, contracted development,
and consultation services for medical information system software
products for hospitals, other medical institutions, and related facilities.
- U R L : <https://www.tais.co.jp/>

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