

To whom it may concern:

March 31, 2026

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## **Announcement of Capital and Business Alliance Agreement and Notice of the Disposition of Treasury Shares via Third-Party Allotment**

ExaWizards Inc. (hereinafter, “the Company”) hereby announces that it has entered into the capital and business alliance agreement (hereinafter, the “Alliance Agreement”) with Sumitomo Mitsui Financial Group, Inc. (hereinafter, “Sumitomo Mitsui Financial Group,” but mentioning as a group, “SMBC Group”) and to issue new shares through a third-party allotment (the “Third-Party Allotment”) as resolved at the Board of Directors meeting held on March 31, 2026.

### **I. Overview of Alliance Agreement**

#### **1. Purpose and Aims of the Alliances**

Since its founding, the Company and its consolidated subsidiaries have developed and provided AI and generative AI solutions and products that office workers at Japanese companies with high security requirements can use in their business operations, and has worked to promote the use and adoption of AI as a leading company in the domestic AI market. As of the end of December 2025, the Company had business relationships with approximately 2,000 corporate customers and had contributed to improving their operational efficiency and productivity. Among these initiatives, since its founding the Company has been involved in numerous projects to promote the use of AI in financial operations.

SMBC Group is actively promoting AI transformation across the entire group at a time when the financial services industry is undergoing major change due to generative AI and the increasing sophistication of related systems.

Since August 2025, the Company has been developing end-to-end AI agents for administrative operations and supporting human resource development using exaBase Role Playing, among other initiatives. Through these efforts, supported by AI agent applications, technology assets, and the know-how and relationship of trust the Company has steadily built, the Company has deepened its relationship as a partner in promoting AI transformation at SMBC Group. Against this backdrop, the two companies have agreed to enter into this capital and business alliance to accelerate the advancement and renewal of operations and business models at financial institutions and in adjacent areas through the use of AI.

Under the Alliance Agreement, the Company will position the realization of AI transformation at SMBC Group as its top priority and will support the advancement and streamlining of that group’s business processes and business models, including those in its core business domains, through the use of AI. In the process, among the application and technology assets and operational know-how related to AI agents that will be accumulated by the two companies through the Alliance Agreement, the Company and SMBC Group intend, after consultation, to commercialize as products and solutions that are useful and broadly applicable to financial institutions and companies other than the Company and SMBC Group, thereby aiming to create new business opportunities and drive business growth for both companies.

The funds to be raised through this capital increase by way of third-party allotment (the “Proceeds”) will mainly be allocated to personnel expenses related to the hiring and development of dedicated teams for SMBC Group, in order to build a structure that enables the Company to promote that group’s AI transformation continuously and flexibly over multiple fiscal years. The Company also expects to use the remaining amount as funds for strategic investments, including future M&A and equity investments in companies with relevant technologies and talent, for the purpose of supplementing advanced technologies and specialized expertise that the Company alone cannot fully cover in the course of promoting the Alliance Agreement. In order to carry out these initiatives in a stable manner over the medium to long term, the Company has determined that, rather than limiting the relationship to a simple business alliance, it is effective to build a capital relationship that clarifies the medium- to long-term relationship between the two companies and aligns their incentives, and has therefore decided to also enter into a capital alliance through the Third-Party Allotment.

Through the Alliance Agreement, the Company will further strengthen its cooperative relationship and implementation framework with SMBC Group and, by accelerating the use of AI and the promotion of digital transformation (DX) in the financial sector and adjacent areas, will contribute to the development of the financial industry and to improving productivity across society as a whole. In addition, by expanding the Company’s business base and revenue opportunities through the Alliance Agreement, the Company aims to enhance its corporate value and shareholder value over the medium to long term.

## **2. Details of the Alliance Agreement**

### **(1) Details of Business Alliances**

Under the Alliance Agreement, the Company will collaborate through a Co-Sourcing (co-creation-based partnership) approach with the aim of accelerating the use of AI and the promotion of DX in the financial sector and adjacent areas, thereby developing the businesses of both parties and enhancing their corporate value. The main initiatives to be considered and promoted are as follows:

1. Improving efficiency and sophistication of operations at SMBC Group through operational reforms
  - Visualizing and analyzing business processes, mainly in administrative areas, and designing and developing end-to-end automation using AI agents, as well as implementing integration with core business systems
  - Promoting operational reform projects that span multiple departments
  - Enhancing and streamlining the development lifecycle through the use of AI, including coding agents
2. Human resource development and creation of new businesses
  - Supporting the establishment of an AI-driven agile in-house development structure
  - Supporting the improvement of employees’ AI literacy and human resource development by using tools such as exaBase Role Playing
  - Jointly planning and rolling out external solutions based on the know-how and assets accumulated through the Alliance Agreement

Under the implementation framework for this alliance, SMBC Group will be responsible for providing domain knowledge on business operations, identifying and prioritizing use cases, providing access to development environments, data, and systems, and conducting trials, verification, and production rollouts, including at its group companies. The Company will be responsible for jointly driving projects with SMBC Group, designing initiatives using AI technologies (including structuring, blueprinting, and prototyping), developing and implementing solutions through AI and application engineers, improving the efficiency of the development lifecycle by using AI-driven development methods and coding agents, and supporting the development of employees across SMBC Group through the various projects.

### **(2) Details of Capital Alliances**

The Company will allot 9,550,000 shares of its common stock (the “Shares”) to Sumitomo Mitsui Financial Group through the Third-Party Allotment. As a result, the ratio of the voting rights held by Sumitomo Mitsui Financial Group to the total number of voting rights based on 95,418,000 shares of the Company issued and outstanding\*<sup>1</sup> will be 10.00%\*<sup>2</sup>. As described in “1. Purpose and Aims of the Alliances” above, the Third-Party Allotment and the Alliance

Agreement are being implemented mainly for the purpose of establishing a framework under which the Company will be involved as a medium- to long-term partner in promoting AI transformation at SMBC Group, and of securing funds for investment in human resources to support such initiatives, as well as for future strategic investments, including M&A and similar transactions, related to the Alliance Agreement.

Notes: 1. This figure represents the total number of issued shares obtained by adding the 9,550,000 shares to be issued through the Third-Party Allotment to the total number of issued shares of the Company as of March 23, 2026, excluding treasury shares without voting rights and shares constituting less than one unit (the same applies hereafter). Shares held under the stock-granting ESOP trust (588,341 shares) that the Company maintains are not included in treasury shares (the same applies hereafter).

2. The percentage is calculated by truncating at the third decimal place.

The Company believes that the Alliance Agreement and this capital and business alliance will further strengthen its cooperative relationship with SMBC Group and contribute to enhancing the Company's corporate value and shareholder value from a medium- to long-term perspective. In addition, because the Allottee intends in principle to hold the Shares on a long-term and continuing basis, the Company considers that the number of Shares to be allotted, the resulting level of dilution, and the impact on the secondary market are reasonable in light of these objectives.

For details of the capital alliance with the Allottee, please refer to "II. Disposition of Treasury Shares through Third-party Allotment."

### 3. Outline of the Alliance Agreement Partner

For an overview of the Alliance Agreement partner to whom shares is to be allocated, please refer to "II. Disposal of Treasury Shares through Third-Party Allotment, 6. Reasons for Selecting the Allottee, (1) Overview of the Allottee."

### 4. Schedule

(1) Resolution of the Board of Directors Meeting	: March 31, 2026
(2) Execution of Agreement	: March 31, 2026
(3) Payments due for Third-Party Allotment	: April 16, 2026

### 5. Future Outlook

Please refer to "II. Disposition of Treasury Shares through Third-party Allotment, 8. Future Outlook."

## II. Disposition of Treasury Shares through Third-party Allotment

### 1. Details of Disposition

(1) Date of Disposition	April 16, 2026 (Schedule)
(2) Number of Share to be Disposed	9,550,000 Shares
(3) Disposition Price	565 yen per share
(4) Amount of funds to be raised	5,395,750,000 yen
(5) Disposition Method (Planned Share Allocation)	Third-party allocation to Sumitomo Mitsui Financial Group
(6) Others	Each item described above will be subject to the filing under the financial instruments and the Exchange Act becoming effective

### 2. Purpose and Reason for the Third-Party Allotment

Please refer to "I. Overview of Alliance Agreement, 1. Purpose and Aims of the Alliances" above.

### 3. Amount of Funds to be Raised, Use of Proceeds, and Planned Timing of Expenditure

### (1) Amount of funds to be raised

i. Total Amount to be Paid	5,395,750,000 yen
ii. Approximate Issuance Expense	10,000,000 yen
iii. Approximate net proceeds	5,385,750,000 yen

Notes: 1. Consumption tax and other expenses are not included in the approximate issuance expense.

2. The approximate issuance expense is the total amount of advisory consultant fees, attorney fees and other administrative expenses related to the Third-Party Allotment (such as equity offering fees and the cost of preparing securities registration statements).

### (2) Specific Use of Proceeds and Planned Timing of Expenditure

Specific Use of Proceeds	Amount	Timing of Expenditure (Planned)
i. Dedicated team hiring and training	1,500 million yen	April 2026 ~ March 2029
ii. Reserve for M&A and related investments	3,885 million yen	April 2026 ~ March 2029

Note: The funds raised through this third-party allotment will be maintained as deposits in the Company's bank account at Sumitomo Mitsui Banking Corporation, a subsidiary of the Allottee, until they are actually spent. The Company does not intend to provide such deposits as collateral for any obligations to Sumitomo Mitsui Banking Corporation.

The purpose of the Proceeds, as described in "1. Overview of Alliance Agreement, 1. Purpose and Aims of the Alliances" above, is to allocate them to expenses for building a dedicated structure to support the execution of AI-driven operational streamlining and sophistication at SMBC Group, and to use them as funds for future strategic investments such as M&A, intended to supplement advanced technologies and specialized expertise that the Company alone cannot fully cover in the course of promoting this capital and business alliance. For the first purpose, through the Alliance Agreement, the Company will promote the advancement of group-wide operations through AI at SMBC Group, and the development of employees equipped with AI skills as a standard. For the second purpose, in areas that will help expand new business opportunities and enhance external solutions created through this alliance, the Company expects to strengthen its business foundation through M&A, equity investments, and similar transactions in companies with relevant technologies and human resources.

Specifically, the Company plans to use the Proceeds as follows:

- i. Formation of a dedicated team for SMBC Group to execute the Alliance Agreement  
The Company plans, in connection with operational reforms and the creation of new businesses at SMBC Group, to form in the first year a dedicated team of approximately 50 members to carry out initiatives aimed at enabling the entire group, and not only certain specialized departments, to use AI and to generate practical results within a short period of time. From the second year onward, the Company will consider strengthening the staffing structure as necessary, taking into account the progress of AI transformation at the group and the expansion of projects. The Company will allocate part of the Proceeds to recruitment costs for securing new engineers and other personnel, and to training costs after hiring.
- ii. Funds reserved for future strategic investments such as M&A related to this capital and business alliance  
The Company and SMBC Group aim through the Alliance Agreement to accelerate the use of AI and the promotion of DX in the financial sector and adjacent areas, and, in the process, to create new businesses and external solutions that make use of the technology assets and operational know-how related to AI agents that will be accumulated. With respect to the portion of the Proceeds remaining after allocation to (i) above, the Company expects to use such funds as a source of strategic investments, including future M&A and equity investments in companies with relevant technologies and human resources, for the purpose of supplementing advanced AI technologies, domain knowledge, talent, and other capabilities that the Company alone cannot fully cover. Specific investment targets and timing for such M&A and equity investments have not yet been determined at this time. If

the Company decides to use the funds for the acquisition of specific businesses, it will promptly disclose the details of such transactions and an outline of the assets to be acquired.

If the actual amount of expenditures related to (i) above falls below the initial estimate, the Company plans to allocate the surplus to the strategic investments such as M&A described in (ii) above. If, by the scheduled timing of expenditures for the strategic investments such as M&A described in (ii), no specific projects have materialized and the funds cannot be allocated, the Company plans to use the unallocated portion as working capital to support the growth of AI-related businesses within the Company's group, including personnel expenses for engineers and other staff, product development costs, and infrastructure development costs.

#### **4. Rationale for Use of Proceeds**

The Company aims for long-term business development by utilizing proceeds from the Third-Party Allotment as described in "3. Amount of Funds to be Raised, Use of Proceeds, and Planned Timing of Expenditure (2) Specific Use of Proceeds and Planned Timing of Expenditure" above, and the Company has therefore determined that the use of the proceeds is rational and contributes to the enhancement of shareholder value.

#### **5. Rationale for Terms of Disposition**

##### **(1) Basis for Calculating the Payment Amount and Specific Details**

With respect to the paid-in amount per share, which forms the basis for calculating the issue price of the new shares to be issued through the Third-Party Allotment, the Company and the Allottee discussed the number of shares to be allotted and a reasonable paid-in amount, taking into comprehensive consideration the size of the allotment, the historical trading prices of the Company's common stock over a certain period, liquidity, and other factors. As a result, the paid-in amount per share has been set at 565 yen, which was the closing price of the Company's common stock in regular trading on the Growth Market of the Tokyo Stock Exchange on March 30, 2026, the business day immediately preceding the date of the Board of Directors resolution regarding the Third-Party Allotment.

The issue price represents a discount of 11.62% (rounded to the nearest second decimal place; the same applies hereinafter in this paragraph) from the average closing price of 640 yen (rounded up to the nearest yen; the same applies hereinafter in this paragraph) for the Company's shares for the most recent one-month period (from March 2, 2026 to March 30, 2026), a discount of 16.70% from the average closing price of 679 yen for the most recent three-month period (from January 5, 2026 to March 30, 2026), and a discount of 14.15% from the average closing price of 659 yen for the most recent six-month period (from September 30, 2025 to March 30, 2026).

In setting the issue price, the Company used as a reference the closing price of its common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board of Directors resolution, because that price is formed in a public market and is therefore regarded as an objective and reasonable benchmark. The Board of Directors has concluded that the issue price is in line with the "Guidelines for Handling of Third-Party Allotment of Shares" issued by the Japan Securities Dealers Association and does not constitute a particularly favorable price for the Allottee.

Furthermore, the Audit & Supervisory Board of the Company (all three of the members are outside auditors) has expressed the opinion that the amount to be paid for the Shares is in accordance with the "Guidelines for Handling of Third-Party Allotment of Shares" of the Japan Securities Dealers Association and does not fall under a category that is particularly advantageous to the Allottees.

##### **(2) Basis for Determining the Reasonableness of the Number of Shares and the Scope of Dilution**

The 9,550,000 shares of the Company's common stock (representing 95,500 voting rights) to be allotted through the Third-Party Allotment correspond to 11.12% (11.12% on a voting-rights basis, in each case truncated at the third decimal place) of the 85,868,000 shares of the Company issued and outstanding as of March 23, 2026 (representing 858,680 voting rights), and will therefore result in a certain level of dilution. However, as described in "3.(2) Specific

Use of Proceeds” above, the Third-Party Allotment is being implemented mainly for the purpose of allocating the Proceeds to the hiring and development of dedicated teams that will enable the Company to participate as a medium- to long-term partner in promoting AI transformation at SMBC Group, and for the purpose of using the Proceeds as funds for future strategic investments, including M&A and similar transactions, intended to supplement advanced technologies and specialized expertise that the Company alone cannot fully cover in the course of promoting this capital and business alliance. It is not intended to supplement general working capital.

Through this capital and business alliance, the Company expects to secure stable revenue opportunities from large-scale, ongoing AI-related projects within the SMBC Group and, by leveraging the technology assets and operational know-how related to AI agents that will be accumulated in that process to develop and offer external solutions to other financial institutions and companies, to create new business opportunities and achieve growth in the Company’s businesses. The Company believes that, through these initiatives, the expected improvement in its corporate value and shareholder value over the medium to long term will more than offset the dilutive effect of this share issuance.

Furthermore, the Third-Party Allotment will not result in any change in the Company’s controlling shareholder, and the Company’s management independence will be maintained. In addition, because the level of dilution arising from this transaction will remain below 25% and the issue price has been set at a reasonable level in light of the market price of the Company’s shares, the Company believes that the Third-Party Allotment does not constitute an unfair issuance that would unduly benefit any particular shareholder and will not unduly harm the interests of existing shareholders.

## 6. Reasons for Selecting the Allottee

### (1) Overview of the Allottee

1. Name	Sumitomo Mitsui Financial Group, Inc.
2. Headquarters	1-2, Marunouchi 1-chome, Chiyoda-Ku, Tokyo, Japan
3. Title & Name of Representative	Director President and Group CEO, Toru Nakashima
4. Business Description	Management of affiliated subsidiaries, as well as the performance of ancillary functions
5. Capital	2,346.8 billion yen
6. Date of Establishment	December 2, 2002
7. Amount of Issued and Outstanding Shares	3,857,407,640 Shares
8. Fiscal Year End	March
9. Number of Employees	122,405 (as consolidated) (as of September 30, 2025)
10. Major Client	Not Applicable
11. Major Bank	Not Applicable
12. Major Shareholder	The Master Trusted Bank of Japan, Ltd (Trust Account) 16.0% (as of September 30, 2025)
13. Relationship between the Company and said company	
Capital Relationship	Not Applicable (subsidiaries of the planned allottee hold shares of the Company for the purposes of temporary holding for securities services and pure investment (investment made with an emphasis on profitability))
Personnel Relationship	Not Applicable

Business Relationship	There are business dealings with SMBC Group related to AI agent development and related services.		
Relate Party Relationship	Does not constitute a related party		
14. Operating results and financial positions for the last three years			
Fiscal Year Ended	FY2023/3	FY2024/3	FY2025/3
Net Assets (Consolidated)	12,791,106	14,799,967	14,841,509
Total Assets (Consolidated)	270,428,564	295,236,701	306,282,015
Shareholders' equity per share (yen)	9,430.52	3,719.12	3,795.62
Ordinary Income (Consolidated)	6,142,155	9,353,590	10,174,894
Ordinary Profit (Consolidated)	1,160,930	1,466,128	1,719,482
Net income attributable to shareholders of the parent company	805,842	962,946	1,177,996
Net profit attributable to shareholders per share (yen)	590.26	241.45	301.48
Dividends per share (yen)	240	90	122

Notes: Sumitomo Mitsui Financial Group, the planned allottee, is listed on the Prime Market of the Tokyo Stock Exchange. By confirming on the Tokyo Stock Exchange's website the basic policy and status of development of systems for eliminating antisocial forces as described in the "Corporate Governance Report" (last updated on July 30, 2025) submitted by that company to the exchange, the Company has determined that the Allottee, its officers, and its major shareholders have no connections whatsoever with antisocial forces.

## (2) Reasons for Selecting the Subscriber

The reasons for the Company's selection of the subscribers are described in "I. Alliance Agreements, 1. Purpose and Aims of the Alliances."

## (3) Holding Policies of the Allottee

The Company has confirmed with Sumitomo Mitsui Financial Group that its acquisition of shares through the Third-Party Allotment is an investment for the purpose of strengthening its relationship with the Company and that it intends to hold such shares on a long-term and continuous basis. In addition, the Company plans to obtain a letter of commitment from Sumitomo Mitsui Financial Group under which it will (i) give the Company prior written notice if it transfers all or any part of the shares of the Company's common stock to be acquired through the Third-Party Allotment, (ii) provide the Company with a written report on the details if it transfers all or any part of such shares within two years from the payment date, and (iii) agree that the Company may report the contents of such report to the Tokyo Stock Exchange and that such contents may be made available for public inspection.

## (4) Confirmation of Sufficiency of Assets Required for the Subscriber's Payments

The Company has confirmed that it has sufficient cash and deposits (72,597,960 million yen) necessary for the payment of the Third-Party Allotment in the balance sheet of the 24<sup>th</sup> interim financial report (From April 1, 2025 to September 30, 2025) released by the planned allottee.

## 7. Major Shareholders and Voting Rights Ratio After Third-Party Allotment

Before Disposition (As of March 31, 2025)		After Disposition	
betaCatalyst Inc.	9.60%	Sumitomo Mitsui Financial Group	10.00%
Yutaka Sakane	4.43%	betaCatalyst Inc.	8.57%
Toshikazu Furuya	3.84%	Yutaka Sakane	3.95%
RH Corporation	3.52%	Toshikazu Furuya	3.42%

KH Corporation	3.52%	RH Corporation	3.14%
Rakuten Securities, Inc.	3.37%	KH Corporation	3.14%
Custody Bank of Japan, Ltd. (trust account)	3.05%	Rakuten Securities, Inc.	3.01%
The Master Trusted Bank of Japan, Ltd (Trust Account)	2.76%	Custody Bank of Japan, Ltd. (trust account)	2.72%
Ko Narukama (Ishiyama)	2.65%	The Master Trusted Bank of Japan, Ltd (Trust Account)	2.47%
D4V Fund Investment Limited Partnership p	2.54%	Ko Narukama (Ishiyama)	2.36%

Notes:

1. The shareholding ratio represents the percentage of the number of shares held to the total number of issued shares. The ratio is calculated by truncating at the third decimal place.
2. The shareholding ratio after the Third-Party Allotment is calculated based on the total number of issued shares obtained by adding 9,550,000 shares to the number of issued shares as of March 23, 2026.

## 8. Future Outlook

The Company believes that the Alliance Agreement and the Third-Party Allotment will enhance the Company's corporate value and shareholder value, but the specific amount of impact on the Company's consolidated financial results for the fiscal year ending March 2027 and beyond has not been determined at this time. It will promptly disclose any matters that should arise in the future.

## 9. Disclosure Regarding Procedures under the Code of Corporate Conduct

Because the Third-Party Allotment will (1) result in dilution of less than 25% and (2) not result in a change of controlling shareholder, the receipt of an independent third-party opinion and the procedures for shareholder approval under Rule 432 of the Securities Listing Regulations promulgated by the Tokyo Stock Exchange are not required.

## 10. Financial Results and Equity Finance Status for the Most Recent Three Years

### (1) Financial Results for the Recent Three Years (Consolidated)

	FY2023/3	FY2024/3	FY2025/3
Net Sales (Consolidated)	5,591	8,384	9,811
Operating Profit and Loss (Consolidated)	(378)	(305)	23
Ordinary Profit and Loss (Consolidated)	(375)	(330)	2
Profit attributable to owners of parent company	(141)	(610)	(2,576)
Net Assets per Share (yen)	(1.72)	(7.50)	(31.26)
Dividends per Share (yen)	—	—	—
Profit per Share (yen)	78.53	59.65	29.13

(Unit: Million Yen, unless otherwise noted.)

### (2) Current Number of Issued Shares and Issuable Shares (as of March 23, 2026)

	Number of Shares	Total Percentage of Issued Shares
Number of Issued Shares	87,149,500 Shares	100.00%
Number of dilutive shares at current conversion price (exercise price)	3,901,100 Shares	4.47%
Number of dilutive shares at lowest conversion price (exercise price)	—	—

Number of dilutive shares at highest conversion price (exercise price)	—	—
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Note: Dilutive Shares at current conversion price are from stock options.

### (3) Recent Share Price Information

#### i. Information for the Most Recent Three Years (Unit: Yen)

	FY2023/3	FY2024/3	FY2025/3
Opening Price	760	331	580
Highest Price	883	690	580
Lowest Price	271	311	225
Closing Price	325	570	302

#### ii. Information for the Most Recent Six Months (Unit: Yen)

	Oct. 2025	Nov. 2025	Dec. 2025	Jan. 2026	Feb. 2026	Mar. 2026
Opening Price	578	675	738	647	730	679
Highest Price	685	780	742	719	924	698
Lowest Price	540	621	583	586	630	552
Closing Price	670	723	637	716	729	565

Note: Stock prices for March 2026 are as of March 30, 2026.

#### iii. Share Prices as of the Business Day prior to the Share Issuance Authorization Date

	March 30, 2026
Opening Price	575
Highest Price	575
Lowest Price	552
Closing Price	565

### (4) Equity Finance Information for the Most Recent Three Years

#### i. The Third-party allocation to NTT Communications Corporation

Disposition Date	June 16, 2025
Type and Number of Share to be Disposed	Common Stock 1,214,400 Shares
Disposition Price	387 yen per share
Number of Shares Issued at the Time of Offering	85,804,200 Shares
Disposition Method	Third-party allocation
Amount of Funds to be Raised	469,552,800 yen (Estimated Net Amount)
Planned Share Allocation	NTT Communications Corporation (now NTT DOCOMO BUSINESS Inc.)
Number of Shares Issued at the Time of Disposition	85,804,200 Shares
Specific Use of Proceeds and Planned Timing of Expenditure	Development and personnel expense for joint venture
Timing of Expenditure	June 2025 ~ March 2028
Current Allocation Status	91 million yen for development and personnel expense for joint venture

#### ii. The Third-party allocation to NTT Communications Corporation

Disposition Date	September 5, 2023
Type and Number of Share to be Disposed	Common Stock 456,800 Shares
Disposition Price	394 yen per share

Number of Shares Issued at the Time of Offering	83,383,800 Shares
Disposition Method	Third-party allocation
Amount of Funds to be Raised	179,979,200 yen
Planned Share Allocation	The Master Trusted Bank of Japan, Ltd (ESOP Trust Account)
Number of Shares Issued at the Time of Disposition	83,383,800 Shares
Specific Use of Proceeds and Planned Timing of Expenditure	Not Applicable
Timing of Expenditure	Not Applicable
Current Allocation Status	Not Applicable

#### **11. Terms and Conditions of Issuance**

(1) Number of Shares to be Offered	Common stock 9,550,000 Shares
(2) Issue Price	565 yen per share
(3) Amount of funds to be raised	5,395,750,000 yen
(4) Increased Capital	2,697,875,000 yen
(5) Capital Reserve	2,697,875,000 yen
(6) Offering Method	Third-party allocation
(7) Payment Date	April 16, 2026
(8) Allottee	Sumitomo Mitsui Financial Group
(9) Others	Each item described above will be subject to the filing under the financial instruments and the Exchange Act becoming effective