

April 20, 2026

Company name: HEROZ, Inc.
Name of representative: Takahiro Hayashi, Representative Director and CEO
(Stock Code: 4382, TSE Standard)
Contact: Hiroya Mori, Director and CFO
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Notice of Conclusion of Share Transfer Agreement Regarding Shares of Our Subsidiary

HEROZ, Inc. (hereinafter, the "Company") resolved at the meeting of its Board of Directors held on April 20, 2026, to execute a share transfer agreement for the transfer of shares of StrategIT Co., Ltd. (hereinafter, "StrategIT"), a consolidated subsidiary of the Company, to GMO GlobalSign Holdings K.K. (hereinafter, "GMO GlobalSign HD").

The Company aims to complete the share transfer on or around April 30, 2026, and as this share transfer is expected to have a material impact, we hereby provide notice as follows.

1. Overview of the Transaction

The Company will transfer 79,499 shares of common stock of StrategIT held by the Company to GMO GlobalSign HD.

2. Reasons for the Decision

StrategIT has been promoting corporate DX (Digital Transformation) through its iPaaS (Integration Platform as a Service) product "JOINT," which enables data integration and system integration between SaaS applications and business systems.

The Company has made the management decision to transfer its shares in StrategIT to GMO GlobalSign HD in order to further accelerate StrategIT's growth and enhance its corporate value. By joining the group of GMO GlobalSign HD, which has strengths in internet infrastructure and DX support through its electronic certification and digital seal business, cloud infrastructure business, and other operations, we believe that StrategIT will be able to maximize the utilization of its accumulated

SaaS integration technologies and expertise for further business development.

3. Overview of StrategIT

(1) Name	StrategIT Co., Ltd.
(2) Location	PMO Tamachi, 5-31-17 Shiba, Minato-ku, Tokyo
(3) Representative	Fumie Kato, Representative Director
(4) Business Description	Planning, development, and operation of SaaS integration solution "JOINT," etc.
(5) Share Capital	¥34,998,675
(6) Date of Establishment	July 2019
(7) Major Shareholder and Shareholding Ratio	HEROZ, Inc. 94.36%
(8) Relationship between the Listed Company and the Relevant Company	Capital Relationship: The Company holds 94.36% of the total issued shares of the relevant company. Personnel Relationship: Two officers of the Company, including the Representative Director, concurrently serve as directors of the relevant company, and one employee of the Company concurrently serves as an auditor of the relevant company. Business Relationship: There are business transactions between the Company and the relevant company related to the provision of products and services, etc.

(9) Financial Results and Financial Position of the Relevant Company for the Last Three Fiscal Years

Fiscal Year	FY ended Feb. 2023	FY ended Feb. 2024	FY ended Feb. 2025
Net Assets	¥118 million	¥189 million	¥248 million
Total Assets	¥172 million	¥247 million	¥295 million
Net Assets per Share	¥2,571	¥3,031	¥2,950
Net Sales	¥198 million	¥306 million	¥247 million
Operating Income (Loss)	(¥58 million)	(¥79 million)	(¥141 million)
Ordinary Income (Loss)	(¥58 million)	(¥79 million)	(¥140 million)
Net Income (Loss)	(¥65 million)	(¥79 million)	(¥140 million)
Net Income (Loss)	(¥1,408)	(¥1,529)	(¥1,783)

per Share			
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(Note) The fiscal year ended February 2023 was an irregular eight-month fiscal period from July 1, 2022 to February 28, 2023, due to a change in the fiscal year-end.

4. Overview of the Buyer

(1) Name	GMO GlobalSign Holdings K.K.
(2) Location	Cerulean Tower, 26-1 Sakuragaoka-cho, Shibuya-ku, Tokyo
(3) Representative	Mitsuru Aoyama, Representative Director, President & Executive Officer
(4) Business Description	Electronic certification and digital seal business, cloud infrastructure business, DX business, etc.
(5) Share Capital	¥916,900,000
(6) Date of Establishment	December 1993
(7) Relationship between the Listed Company and the Relevant Company	There are no capital relationships, personnel relationships, or business relationships to be disclosed between the Company and the relevant company. The relevant company is also not a related party.

5. Number of Shares Transferred, Transfer Price, and Number of Shares Held Before and After Transfer

(1) Number of Shares Held Before Transfer	79,499 shares (Number of voting rights: 79,499; Voting rights ratio: 94.36%)
(2) Number of Shares Transferred	79,499 shares (Number of voting rights: 79,499)
(3) Transfer Price	¥424,604,159 (※The transfer price stated above represents the maximum amount, calculated by adding the upper limit of the adjustment payment of ¥24,604,159, which will be paid at a later date based on the fulfillment status of various covenants under the agreement, to the base transfer price of ¥400,000,000 to be paid on the share transfer execution date.)
(4) Number of Shares Held After Transfer	0 shares (Number of voting rights: 0; Voting rights ratio: 0%)

6. Schedule

Date of Board of Directors Resolution	April 20, 2026
Date of Agreement Execution	April 20, 2026
Share Transfer Execution Date	April 30, 2026 (Scheduled)

7. Impact on Profit and Loss Associated with the Share Transfer

A gain on the sale of shares is expected to arise from this share transfer. The specific amount is currently being assessed, and if any matters arise that require disclosure, we will promptly provide notice.

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