

February 20, 2026

For immediate release

Company name:	VECTOR INC.
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Securities code:	6058 (Tokyo Stock Exchange Prime Market)
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Notice Regarding Change in Consolidated Subsidiary (Transfer of Shares)
and Forgiveness of Receivables

VECTOR INC. (the "Company") hereby announces that at a meeting of its Board of Directors held today, it resolved to transfer all shares of its consolidated subsidiary ASHITA-TEAM Co., Ltd. ("ASHITA-TEAM") to Wellness Communications Corporation ("Wellness Communications"), as detailed below. As a result of this share transfer, ASHITA-TEAM will cease to be a consolidated subsidiary of the Company.

In connection with this share transfer, the Company has resolved to waive a portion of its loans to ASHITA-TEAM and the accrued interest receivable, which we also announce hereby.

1. Reason for share transfer

The VECTOR Group is guided by its philosophy of "making people happy by delivering excellent products, services and solutions to the world," and has consistently achieved growth by developing a business centered around strategic PR services.

Moreover, even during periods of growth, the Company has proactively responded to changes in the market environment while continuously expanding and strengthening its services. As a "fast company" offering comprehensive, one-stop support for marketing strategies aimed at making people aware of the outstanding products, services, and other attributes of our clients, it has developed a system to provide a wide range of marketing services that balance effectiveness and cost efficiency to meet customer needs.

ASHITA-TEAM develops personnel-related cloud services, primarily focusing on supporting the implementation and operation of corporate personnel evaluation systems. Wellness Communications, which provides health management cloud services, health checkup solution services, and medical institution support services, is expanding its solutions to address the rapidly changing environment surrounding the corporate wellness sector and diversifying needs and challenges, with the aim of achieving business growth.

The Company has decided to transfer its shares in ASHITA-TEAM to Wellness Communications based on its judgement that promoting business growth together with Wellness Communications, which is expected to generate stronger business synergies, will lead to further development of ASHITA-TEAM.

2. Overview of subsidiary to be transferred

(1) Name	ASHITA-TEAM Co., Ltd.		
(2) Location	3-23, Kojimachi 5-chome, Chiyoda-ku, Tokyo		
(3) Representative	Hiroyuki Akahane, Representative Director, President & CEO (*1)		
(4) Business description	<p>ASHITA-TEAM®: Employee performance evaluation system development and management</p> <p>ASHITA CLOUD® HR: Cloud-based performance evaluation</p> <p>ASHITA COACH™: One-on-one coaching</p> <p>ASHITA SURVEY™: Wellbeing/organizational improvement tool</p> <p>ASHITA e-Learning™: Online learning tool</p> <p>ASHITA PLATFORM™: Engagement enhancement tool</p>		
(5) Share capital	¥50 million		
(6) Date of establishment	September 2008		
(7) Major shareholders and shareholding ratios	<p>VECTOR 67.6%</p> <p>TRIUM PARTNERS No. 1 Investment Partnership 9.6%</p> <p>Link and Motivation Inc. 7.1%</p> <p>Hiroyuki Akahane 2.6%</p> <p>METAWATER Co.,Ltd. 1.9%</p> <p>Accord Ventures No. 2 Investment Limited Liability Partnership 1.8%</p> <p>SKYLIGHT CONSULTING Inc. 1.6%</p> <p>Tetsuro Sekiya 1.4%</p> <p>Hidefumi Mori 1.4%</p>		
(8) Relationship between VECTOR and ASHITA-TEAM	Capital relationship	VECTOR holds 67.6% of ASHITA-TEAM voting rights.	
	Human resources relationship	Some directors serve on the boards of both companies.	
	Business relationship	VECTOR provides loans to ASHITA-TEAM.	
	Related party status	Not applicable.	
(9)	ASHITA-TEAM consolidated financial results and financial position		
Fiscal year	FY2/23	FY2/24	FY2/25
Net assets	-¥1,905 million	-¥1,669 million	-¥1,589 million
Total assets	¥1,120 million	¥1,213 million	¥1,090 million
Net assets per share	-¥2,601.42	-¥2,278.84	-¥2,169.74
Sales	¥2,372 million	¥2,298 million	¥2,213 million
Operating profit	¥352 million	¥286 million	¥129 million
Ordinary profit	¥335 million	¥272 million	¥106 million
Net profit	¥341 million	¥228 million	¥71 million
Earnings per share	¥466.73	¥311.64	¥97.16

Note 1: Mr. Hiroyuki Akahane is scheduled to step down as Representative Director of ASHITA-TEAM as of end-February 2026, at which point a new Representative Director will be appointed.

3. Overview of transferee

(1) Name	Wellness Communications Corporation	
(2) Location	12-32, 1-chome, Akasaka, Minato-ku, Tokyo	
(3) Representative	Yasuhide Matsuda, Representative Director & President	
(4) Business description	Healthcare Management Cloud Business Health Screening Solutions Business Medical Institution Support Business	
(5) Share capital	¥1,301 million	
(6) Date of establishment	July 2006	
(7) Net assets, total assets for the fiscal year immediately preceding the transfer	Net assets: ¥3,457 million Total assets: ¥5,182 million	
(8) Major shareholders and shareholding ratios	Sompo Holdings, Inc. 32.1% LHP Holdings, L.P (standing proxy: INTRIM Scrivener Office) 28.7% Advantage Risk Management Co., Ltd. 4.4% SBI Securities Co., Ltd. MSIP CLIENT SECURITIES (standing proxy: Morgan Stanley MUFG Securities Co., Ltd.) 3.5% BELLSYSTEM24 HOLDINGS, INC. 3.2% ITOCHU Corporation 2.7% Rakuten Securities, Inc. 2.2% Nomura Trust and Banking Co., Ltd. (investment trust account) 1.2% The Master Trust Bank of Japan, Ltd. 1.2% (Note 2)	
(9) Relationship between VECTOR and Wellness Communications	Capital relationship	Not applicable.
	Human resources relationship	Not applicable.
	Business relationship	Not applicable.
	Related party status	Not applicable.

Note 2: Major shareholders and shareholding ratios are based on the "Status of Major Shareholders" in the 20th Fiscal Period Semi-Annual Securities Report submitted by Wellness Communications on November 14, 2025.

4. Number of shares to be transferred and transfer price

(1) Number of shares to be transferred	495,400 shares
(2) Transfer price	¥0.4 million

5. Type and amount of receivables from consolidated subsidiary

(1) Details	Loans receivable and accrued interest
(2) Amount	¥509 million
(3) Amount to be forgiven	¥459 million (Note3)

Note3: The Company plans to transfer the ¥50 million in receivables remaining after the debt forgiveness to Wellness Communications for ¥50 million on the day the share transfer is executed.

6. Schedule

(1) Board of Directors' resolution	February 20, 2026
(2) Contract execution	February 20, 2026
(3) Share transfer (planned)	February 27, 2026

7. Outlook

As ASHITA-TEAM is in a state of negative equity and the goodwill recorded at the time of acquisition has already been fully impaired in the past, the Company expects to recognize an extraordinary gain in its consolidated financial statements as a result of this share transfer. Furthermore, while the Company will execute the forgiveness of receivables in connection with this share transfer, a full allowance for doubtful accounts has already been recorded for said receivables. The Company is assessing the potential impact on its consolidated financial results for the fiscal year ending February 28, 2026 and will promptly advise of any matters requiring disclosure as soon as they are known.

Taking this share transfer as an opportunity, we will explore the possibility of collaboration between the Company and Wellness Communications. While no specific matters have been decided at this time, we will seek initiatives that contribute to enhancing the corporate value of both companies.

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