



April 17, 2025

Company Name: NISSO HOLDINGS Co., Ltd.
 Representative: Ryuichi Shimizu,
 Representative Director, President & CEO
 (Securities Code: 9332, TSE Prime Market)
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Notice of Acquisition of Shares of All Japan Guard Co., Ltd. **(Subsidiary Acquisition)**

NISSO HOLDINGS Co., Ltd. (hereinafter, the "Company") hereby announces that it has resolved to acquire all issued shares (outstanding shares) of All Japan Guard Co., Ltd. (Head Office: Naka-ku, Nagoya City, Aichi Prefecture, Representative Director & President: Toshihisa Osawa, hereinafter, "All Japan Guard") and make it a subsidiary, at the Board of Directors' Meeting held today, as follows.

1. Reason for Acquisition of Shares

All Japan Guard is a company with a 55 year business history that mainly provides facility security and traffic security services for public facilities, and has maintained a stable financial base for many years since its establishment. In addition, it continues to provide services based on the motto of kindness to the community and its people, and is a company that has earned the deep trust of its major customers.

As part of the Nisso Group's (hereinafter, the "Group") mission of "Creating opportunities and hopes for people to work", the Company has decided to make All Japan Guard a subsidiary with the aim of providing opportunities for people of a wide range of ages to thrive.

The Group provides services mainly in the area of manufacturing • production human resources, and although the security industry is a new area, it has many similarities with the Group's business, such as providing people-oriented services and providing employee education that places emphasis on hospitality to employees. Therefore, the Company believes that it has a high affinity with All Japan Guard.

In addition, although the security industry is facing a serious labor shortage, the Company has determined that sustainable business operations and expansion are possible by quickly securing the necessary human resources through collaboration with the Group.

2. Overview of Subsidiary to be Transferred (All Japan Guard Co., Ltd.)

(1)	Company name	All Japan Guard Co., Ltd.	
(2)	Location	2-11-22 Osu, Naka-ku, Nagoya City, Aichi Prefecture	
(3)	Representative	Representative Director & President • Toshihisa Osawa	
(4)	Business description	Contracting of various types of security services and the guarantees for such services	
(5)	Capital	80 Million JPY	
(6)	Date of establishment	October 1, 1970	
(7)	Major shareholders and shareholding ratio (As of April 17, 2025)	Toshihisa Osawa 100%	
(8)	Relationship between listed company and company concerned	Capital ties	Not applicable.
		Personal relations	Not applicable.
		Business relations	Not applicable.
		Applicable status to related parties	Not applicable.
(9)	The results of operations and financial position of the company concerned over the last 3 years		

(Unit: Million yen)			
Fiscal year-end	FY 1/2023	FY 1/2024	FY 1/2025
Net assets	544	591	634
Total assets	570	628	667
Net assets per share	3,406 Yen	3,698 Yen	3,964 Yen
Net sales	251	273	249
Operating profit	62	71	61
Ordinary profit	64	73	64
Profit	45	48	44
Net income per share	285 Yen	305 Yen	278 Yen
Dividend per share	12.5 Yen	12.5 Yen	12.5 Yen

3. Overview of Counterparty to Share Acquisition

(1)	Name	Toshihisa Osawa
(2)	Address	Not disclosed based on the confidentiality obligation with the counterparty to the share acquisition.
(3)	Relationship between the listed company and the individual concerned	There are no capital ties, personal or business relations to be stated. Furthermore, there are no applicable related parties.

4. Status of Number of Shares to be Acquired, Acquisition Price (Value), and Shares Held Before and After Acquisition

(1)	Number of shares held before acquisition	0 shares (Percentage of voting rights held: 0%)
(2)	Number of shares to be acquired	160,000 shares
(3)	Acquisition price (value)	The acquisition price (value) of shares will not be disclosed based on consultation with the counterparty. Furthermore, the acquisition price was acquired at an amount determined to be fair and reasonable, after rationally taking into account the stock value evaluation by external experts and the results of legal and financial investigations.
(4)	Number of shares to be held after acquisition	160,000 shares (Percentage of voting rights to be held : 100%)

5. Schedule

(1)	Date of resolution of Board of Directors	April 17, 2025
(2)	Date of conclusion of share transfer agreement	April 17, 2025
(3)	Date of execution of share transfer	April 25, 2025 (Scheduled)

6. Future Prospects

The impact of this matter on consolidated financial results for FY 3/2026 is minor. The Company will promptly announce any matters in the event that any new disclosure is required in the future.