



October 23, 2023

For Immediate Release

Company name: Fullcast Holdings Co., Ltd.  
 Representative: Kazuki Sakamaki,  
 President, Representative Director and CEO  
 (Stock code: 4848: TSE Prime Market)  
 Contact: Yasuomi Tomotake,  
 General Manager of the Finance and IR Department  
 Telephone: +81-3-4530-4830

## Announcement Regarding the Acquisition of Shares Involving the Transfer of a Subsidiary

Fullcast Holdings Co., Ltd. announced today that a resolution was passed as follows at the Board of Directors' Meeting held on October 23, 2023 to acquire all shares of App X, Inc. and make it a consolidated subsidiary.

### 1. Reason for Acquisition of the Shares

As Japan's economy recovers due to a recovery in the flow of people as a result of the easing of movement restrictions and a rapid recovery in inbound demand, the sense of a labor shortage in the corporate sector is rapidly intensifying along with the decline in the working population due to continuously falling birthrates and aging populations. In this context, the need to utilize the potential labor force that we are promoting is expected to increase even more in the future.

Imple, Inc., the subsidiary of App X, Inc., develops and operates job search applications for Hello Work and other organizations, and through our cultivated know-how and ability to attract and send customers to our clients, supports job seekers in their optimal job search and has become an essential presence for companies posting jobs to attract job seekers.

This business will be able to create strong synergy effects by mutually sending customers to our Group, which also has strong recruiting capabilities. This will enable us to improve customer satisfaction and expand our customer base more than ever. We believe that there is sufficient room for business expansion in light of the aforementioned social environment and labor market support, and we expect further growth in the future.

We have determined that the mutual sending off of customers will lead to career advancement for our registered staff (creation of optimal opportunities for those seeking permanent employment for example) and will also contribute to strengthening hiring in our existing businesses, and that this business will play an important role in realizing our Group's growth strategy in the future.

### 2. Overview of the transferred subsidiary

(1)	Corporate name	App X, inc.	
(2)	Home office address	Kokusai Building, 3-1-1 Marunouchi, Chiyoda-ku, Tokyo	
(3)	Representative	Katsuya Inoura, Representative Director	
(4)	Business	Special purpose company and owner of the subsidiary Imple, Inc. which operates a job search application business	
(5)	Capital	190,050,000 yen	
(6)	Date of establishment	July 29, 2021	
(7)	Major shareholders and ratio of shareholdings	Japanese corporation (Shareholding ratio 100%)	
(8)	Relationship between Fullcast Holdings Co., Ltd. and App X, inc.	Capital relationship	None
		Personnel relationship	None
		Transactions relationship	None

(Note)

- At the request of the other party, the name of the company from which the shares are acquired is not disclosed.

(9) Operating results and financial position of App X, inc. over the last two-year period		
End of fiscal Year	March 2022	March 2023
Net Assets	374 million yen	363 million yen
Total Assets	1,115 million yen	1,101 million yen
Net assets per Share	98 thousand yen	96 thousand yen
Net Sales	5 million yen	0 million yen
Operating Profit	(1) million yen	(4) million yen
Ordinary Profit	(5) million yen	(12) million yen
Profit	(6) million yen	(12) million yen
Basic earnings per Share	(2) thousand yen	(3) thousand yen
Dividend per Share	—	—

For reference: simple totalizations of the operating results and financial position of App X, Inc. and its subsidiaries during the last two years

End of fiscal Year	March 2022	March 2023
Net Assets	888 million yen	1,074 million yen
Total Assets	1,721 million yen	1,896 million yen
Net Sales	628 million yen	632 million yen
Operating Profit	303 million yen	291 million yen
Ordinary Profit	300 million yen	286 million yen
Profit	180 million yen	185 million yen

### 3. Overview of Counterparty of Share Acquisition

(1) Corporate name	Japanese corporation (one company)
(2) Relationship between Fullcast Holdings Co., Ltd. and the Japanese corporation	There is no capital, personal, or business relationship to be noted between the Company and the Japanese corporation. Furthermore, there is no capital, personal, or business relationship to be noted between our related parties or affiliates and the Japanese corporation or its shareholders.

(Note)

- At the request of the party from which the shares are acquired, details are not disclosed.
- In addition to the aforementioned, we plan to acquire share acquisition rights from four individuals. There is no capital, personal, or business relationship to be noted between the Company and these four individuals.

### 4. Number of Shares Acquired, Acquisition Amount and Status of Shareholdings Before and After Acquisition

(1) Number of shareholdings before transfer	Ordinary shares of App X, inc. — shares (Number of voting rights: —) (Ratio of voting rights: —%)
(2) Number of shares acquired	Ordinary shares of App X, inc. 3,800 shares (Number of voting rights: 3,800) Share acquisition rights 422 (Included in a total of 422 issued share acquisition rights)
(3) Acquisition amount	Ordinary shares and Share acquisition rights of App X, inc. 2,552 million yen Advisory expenses etc. (estimated amount) 123 million yen Total (estimated amount) 2,675 million yen
(4) Number of shareholdings after transfer	Ordinary shares of App X, inc. 3,800 shares (Number of voting rights: 3,800) (Ratio of voting rights: 100.0%) Share acquisition rights 422

The acquisition price was determined reasonably within the scope of a stock valuation amount by a

third-party institution. This amount was approved by the Board of Directors of the Company after it was determined that it is fair and appropriate.

#### **5. Schedule**

(1)	Date of Board of Directors' resolution	October 23, 2023
(2)	Date of share purchase agreement signing	October 23, 2023
(3)	Date of share transfer execution	October 27, 2023

#### **6. Future Outlook**

With respect to the impact on future business performance, Fullcast Holdings Co., Ltd. recognizes that this matter does not require a revision of earnings projections. Details will be promptly announced if matters requiring disclosure arise.