



May 11, 2021

To whom it may concern

TOKAI Holdings Corporation  
Katsuhiko Tokita, President & CEO  
(Code No. 3167 Tokyo Stock Exchange First Section)

## **Notice of Acquisition of Shares of QUERY Co.Ltd. (Transfer to Consolidated Subsidiary)**

TOKAI Holdings Corporation (hereinafter “TOKAI Holdings”) announces that Tokai Communications Corporation (Headquarters: Shizuoka City, Shizuoka Prefecture; President & CEO: Yasuhiro Fukuda; hereinafter “TOKAI COM”), a wholly owned subsidiary of TOKAI Holdings, has concluded a share purchase agreement to acquire shares of QUERY Co.Ltd. (Headquarters: Toshima-ku, Tokyo; President & Representative Director: Tomoo Hashimoto; hereinafter “QUERY”), and transferred the company to a consolidated subsidiary as stated below.

### 1. Purpose of Acquisition of Shares

Recent changes in the environment surrounding the information and communications field and the pace of technological innovation have been remarkable, and customer needs have become more diverse and complex. These include business model reforms brought about by digitization, and productivity improvements and operational efficiency improvements backed by work style reforms. In addition, since last year, with the spread of the new coronavirus infectious disease, business transformation and restructuring with an eye on new normal\* have been sought, and the importance of cloud utilization that can flexibly respond to remote, non-contact, decentralized, etc. is increasing. In order for a company to achieve sustainable growth, it is necessary to promote business in response to these changes in the environment.

Against this backdrop, TOKAI COM is developing a wide range of services in the information and communications field, from personal to corporate, as a one-stop service company that develops network, data center and systems development in a trinity. For corporations, we leverage our many years of experience as a telecom carrier, data center operator, and system integrator, as well as our technologies and expertise backed by our numerous installation and operational track record, with a particular strength in the cloud and network areas.

Query is developing a system development business that focuses on contract development of corporate IT systems, software, smartphone applications, etc., and Web production and operation. Through their business development and numerous development and operation results, their strengths are their technological capabilities that can flexibly respond to customer needs and the long-standing relationships of trust with major customers.

At this occasion, the integration of the cloud and networking areas, which is one of TOKAI COM's strengths, will be synergistic with Query's technological capabilities, enabling it to strengthen its structure and expand the scope of its service offerings. As a result, the Company decided that it would be able to provide further added value to customers and expand business transactions, and accordingly, the Companies will acquire the shares in this transaction based on the judgment that the two companies will be able to improve their corporate value over the medium to long term. Going forward, we will promote collaborations that leverage the strengths of both companies and respond swiftly and flexibly to diversifying needs. At the same time, we will actively participate in and support the promotion of reforms with an eye on new normal, thereby contributing to the business development of our customers.

## 2. Overview of QUERY Co.Ltd.

(1)	Company Name	QUERY Co.Ltd.		
(2)	Location	1-32-7 Higashiikebukuro, Toshima-ku, Tokyo Taiju Seimei Ikebukuro Building 9F		
(3)	Name and position of representative	President & Representative Director Tomoo Hashimoto		
(4)	Business activities	Contract development of IT systems, software, smartphone applications, Web production and operation, etc.		
(5)	Capital	10 million yen		
(6)	Establishment date	August 10, 2006		
(7)	Major shareholders and shareholding ratio (as of April 29, 2021)	Tomoo Hashimoto		100%
(8)	Relationship between the listed company and the relevant company	Capital relationship	Not applicable	
		Personal relationship	Not applicable	
		Business relationship	Not applicable	
(9)	Business results and financial condition of the relevant company of the latest three years			
	Accounting period	FYE12/18 (yen)	FYE12/19 (yen)	FYE12/20 (yen)
	Net Assets	67,000,000	91,000,000	118,000,000
	Total Assets	117,000,000	148,000,000	255,000,000
	Net Assets per Share	1,120,000	1,520,000	1,967,000
	Net Sales	247,000,000	337,000,000	355,000,000
	Operating Profit	27,000,000	31,000,000	39,000,000
	Ordinary Profit	27,000,000	32,000,000	39,000,000
	Net income	19,000,000	24,000,000	26,000,000
	Net income per Share	330,000	400,000	446,000
	Dividend per Share	-	-	-

## 3. Overview of Counterparty of Share Acquisition

(1)	Name	Tomoo Hashimoto
(2)	Address	Ageo City, Saitama Prefecture
(3)	Relationship between listed company and relevant individual	There is no significant capital, personal, and business relationships to be noted.

## 4. Number of Shares to be Acquired and Number of Shares Held Before and After Transfer

(1)	Number of shares held before transfer	Zero share (Number of voting rights: zero) (Ownership ratio: 0%)
(2)	Number of shares acquired	60 shares (Number of voting rights: 60) (Ratio to number of shares issued: 100%)
(3)	Number of shares held after transfer	60 shares (Number of voting rights: 60) (Ownership ratio: 100%)

## 5. Schedule

(1)	Contract Date	April 28, 2021
(2)	Share subscription execution date	April 30, 2021

## 6. Future Outlook

TOKAI Holdings acknowledges that impact of this matter to the consolidated financial results for the fiscal year ending in March 2022 is insignificant.

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