

October 10, 2025

Note: This English translation is provided for reference purposes only. In the event of any discrepancies between the original Japanese version and this English translation, the original Japanese version shall prevail.

Company name: TerraSky Co., Ltd.
Name of representative: Hideya Sato, Representative
Director Executive President & CEO
(Securities code: 3915; TSE Prime Market)
Inquiries: Koichiro Tsukada, Executive
Managing Officer & CFO
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Notice regarding the Share Acquisition (Consolidation as a Subsidiary) of Kitalive Inc.

TerraSky ("TerraSky")announces the successful acquisition of shares in Kitalive Inc. (Sapporo Stock Exchange Ambitious 5039, "Kitalive"), which will become a consolidated subsidiary of TerraSky. Details are as follows.

1 Reason for Acquiring Shares

This acquisition will enable Kitalive to participate in the capital and business alliance between TerraSky and NTT DATA. The two companies will jointly undertake Salesforce implementation and development projects. Furthermore, TerraSky will support Kitalive's growth through enhanced collaboration in development.

2 Overview of the Acquired Subsidiary (Kitalive Inc.)

(1) Name	Kitalive Inc.		
(2) Address	9F Marumasu Building No.18, 1-1-5 Kita 7-jo Nishi, Kita-ku, Sapporo, Hokkaido		
(3) Representative	Yudai Kiya President & CEO		
(4) Description of Business	Cloud Implementation & Consulting		
(5) Capital (¥ in millions)	125.82		
(6) Date of Establishment	August 2016		
(7) Major Shareholders and Share Ownership Ratio	TerraSky 49.48%		
(8) Relationships with Listed Company	Capital	TerraSky holds 620,000 shares of Kitalive (ownership ratio: 49.48%).	
	Personnel	One of our directors concurrently serves as an outside director of Kitalive.	
	Business	There is a business relationship between the companies.	
(9) Operating results and financial positions for recent fiscal years (¥ in millions, except per share data)			
The Fiscal Year Ended	December 31, 2022	December 31, 2023	December 31, 2024
Net Assets	565	712	818
Total Assets	729	843	1,004

Net Assets per Share	451.64 yen	568.96 yen	652.52 yen
Net Sales	706	816	835
Operating Profit	183	197	138
Ordinary Profit	177	202	153
Net Income	127	147	104
Net Income per Share	104.72 yen	117.32 yen	83.57 yen
Dividends per Share	0.00 yen	0.00 yen	0.00 yen

3 Number of Shares to be Acquired, Acquisition Price and Ownership of Shares Before and After the Acquisition

Number of Shares (1) Held Before the Acquisition	620,000 shares (Number of voting rights: 620,000) (Ownership ratio: 49.48%)
(2) Number of Shares to be Acquired	6,700 shares (Number of voting rights: 6,700)
(3) Acquisition Price	JPY 7MM
Number of Shares (4) to be Held After the Acquisition	626,700 shares (Number of voting rights: 626,700) (Equity ownership: 50.02%)
(5) Acquisition Method	Purchase on the Sapporo Securities Exchange (Ambitious) under a discretionary investment contract.

4 Outlook

As a result of this share acquisition, Kitalive has become a consolidated subsidiary of TerraSky, transitioning from an equity-method affiliate to a consolidated subsidiary. Furthermore, TerraSky may acquire additional shares of Kitalive through market purchases in the future. The impact on our consolidated results from the acquisition of Kitalive as a subsidiary is currently under review, and we will promptly disclose any matters that require disclosure in the future.

(Reference) Consolidated Financial Summary

(JPY Million)	Net Sales	Operating Profit	Ordinary Profit	Net profit attributable to TerraSky
FY2026 Forecast (Announced April 14, 2025)	29,438	1,833	1,973	1,363
FY2025 Results (Year ended Feb. 2025)	24,709	1,452	1,603	1,018