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January 26, 2026

Company name: PKSHA Technology Inc.  
Representative: Katsuya Uenoyama  
Representative Director  
(Securities code: 3993, TSE Standard Market)  
Inquiries: Hiroaki Funo  
Finance IR Group Head  
Telephone: +81-3-6801-6718

## Notice Concerning Acquisition of Shares of X Capital Co., Ltd. (to Make It a Subsidiary)

PKSHA Technology Inc. (Katsuya Uenoyama, Representative Director; hereinafter, “the Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held on January 26, 2026, to acquire shares of X Capital Co., Ltd. (Shusuke Nohara, Representative Director; hereinafter, “X Capital”) and make it a subsidiary of the Company. The details are described below.

### **1. Reason for acquisition of shares**

Under the mission of “Shaping Future Software,” our Group is committed to solving various societal issues and providing added value through the social implementation of AI utilizing our proprietary technology. By providing solutions and expanding sales of software products, the Group supports client companies in improving operating efficiencies, increasing the added value of their services and products, and realizing business model reform. But societal needs surrounding AI are growing further against a backdrop of the increasingly severe societal issues of technological advancements and worker shortages. The Group’s role is also growing for even better social implementation of AI technology.

X Capital, whose shares the Company has decided to acquire, provides solutions that support the business development of its customers, focusing on enterprise companies in Japan’s manufacturing, communications, financial and infrastructure industries. Backed by the strengths of its deep involvement in client companies and ability to provide flexible proposals, X Capital helps solve issues as a client company partner.

The Company expects considerable synergies with the Group’s existing businesses from adding X Capital to our Group. By quickly identifying the needs of customers by leveraging the strengths of X Capital, the Company believes it will be able to strengthen its framework for one-stop support—from client formulation of AI strategies and budgets through algorithm implementation and product provision. Through integration with the Group, we seek to accelerate social implementation of future software by continuously providing value to client companies in the future.

### **2. Overview of the subsidiary (X Capital) subject to change**

(1) Name	X Capital Co., Ltd.
(2) Location	Floor 35 Toranomon Hills Station Tower, 2-6-1 Toranomon, Minato-ku, Tokyo
(3) Name and job title of representative	Shusuke Nohara, Representative Director
(4) Description of business	Consulting business

(5)	Share capital	100 million yen		
(6)	Date of establishment	March, 2018		
(7)	Major shareholders and ownership ratios	Not disclosed due to confidentiality obligations.		
(8)	Relationship between the Company and said company	Capital relationship	N/A	
		Personnel relationship	N/A	
		Business relationship	N/A	
(9)	Operating results and financial positions for the last three years (millions of yen, unless otherwise noted)			
	As of / Fiscal year ended	December 31, 2022	December 31, 2023	December 31, 2024
	Net assets	92	409	426
	Total assets	327	890	1,283
	Net sales	527	1,244	1,752
	Operating profit	59	152	194
	Ordinary profit	61	152	189
	Profit	44	108	135

(Note) Financial figures are unaudited.

### **3. Overview of the counterparties to the acquisition of shares**

(1)	Name	Multiple individual shareholders
(2)	Address	Not disclosed due to confidentiality obligations.
(3)	Relationship between the Company and said persons	There is no capital, personal, or business relationship between the shareholders and the Company that should be disclosed.

### **4. Number of shares to be acquired, acquisition costs, and shareholding before and after acquisition**

(1)	Number of shares held before the change	- shares (Number of voting rights: - units) (Ratio of voting rights held: -%)
(2)	Number of shares to be acquired	6,902 shares
(3)	Acquisition costs	Acquisition costs are not disclosed due to confidentiality obligations. However, the acquisition costs are within the range of the share valuation by external experts, and the Company determined the acquisition costs through negotiations with counterparties, referencing this valuation amount.
(4)	Number of shares held after the change	6,902 shares (Number of voting rights: 6,902 units) (Ratio of voting rights held: 62%)  Additionally, it is planned to acquire 100% of the voting rights, including potential shares, by December 2030.

### **5. Timetable**

(1)	Date of resolution at the meeting of the Board of Directors	January 26, 2026
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(2)	Date of conclusion of the agreement	January 26, 2026
(3)	Date of commencement of share transfer	January 30, 2026

## **6. Future outlook**

The impact on business results is currently under review and will be disclosed promptly once determined.