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November 11, 2026

To whom it may concern:

Company name Needs Well Inc.
Representative Hajime Matsuoka, President and CEO
(Stock code: 3992, Tokyo Stock Exchange Prime Market)
Inquiries Chinami Arai, Director and Executive Officer
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Notice Concerning the Status of Compliance with Continued Listing Criteria

Based on the "Status of Compliance with Continued Listing Criteria as of September 30, 2026" recently received from the Tokyo Stock Exchange, Needs Well Inc. (head office: Chiyoda-ku, Tokyo; President and Representative Director: Hajime Matsuoka) hereby announces its current policy and response as follows.

As of September 30, 2026, the Company did not satisfy the Prime Market continued listing criterion requiring a market capitalization of tradable shares of at least JPY 10.0 billion.

In response, the Company will continue working to meet the Prime Market continued listing criteria, primarily by enhancing profitability through accelerated business growth and consistently increasing corporate value.

Rather than relying on short-term measures aimed solely at satisfying the continued listing criteria, the Company will pursue a structural transformation for medium- to long-term growth: evolving from a company that builds systems into a solutions provider that uses AI and IT to solve customers' management and operational challenges.

The direction of these initiatives is described in the "FY2027–FY2029 Medium-Term Management Plan," announced today.

At the same time, since the market capitalization of tradable shares is affected by market conditions and stock market trends, the Company is also examining and preparing for a possible transfer to another market segment, with the aim of preventing impairment of shareholder value and maintaining an environment in which shareholders can continue to trade the Company's shares.

The Company will disclose specific initiatives and progress toward compliance in its forthcoming "Plan to Meet the Continued Listing Criteria."

Status of Compliance with Continued Listing Criteria

	Shareholders	Tradable Shares	Market Cap. of Tradable Shares	Tradable Share Ratio	Average Daily Trading Value	Net Assets
Sep. 30, 2025	14,894	209,628 units	JPY 11.27 bn	51.5%	JPY 130 mn	Positive
Sep. 30, 2026	13,735	205,574 units	JPY 9.38 bn	50.5%	JPY 200 mn	Positive
Listing requirement	800 or more	20,000 units or more	JPY 10.0 bn or more	35% or more	JPY 20 mn or more	Positive net assets
Compliance as of Sep. 30, 2026	Compliant	Compliant	Non-compliant	Compliant	Compliant	Compliant

End