

April 15, 2021

Company name: UT Group Co., Ltd.
Representative: Yoichi Wakayama, President,
Representative Director & CEO
(Securities code number: 2146,
JASDAQ)
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Notice Regarding Partial Acquisition of Special Purpose Company Shares Which Holds Shares of Aki-Japan Corporation

UT Group Co., Ltd. today announced that it has acquired 20% of the outstanding shares of J-CEP Co., Ltd., a special purpose company (SPC) which was established to acquire all the outstanding shares of AJ Holdings Inc. (the parent company of Aki-Japan Corporation) and Act-Japan Co., Ltd. from a fund. The fund (including companies newly established or acquired by the fund as the receiving company) receives from J-Star Co., Ltd. investment-related services, such as research and introduction of investment opportunities and fostering of investment partners, through J-Star or its subsidiaries.

1. Purpose of the investment

Under the ongoing Fourth Medium-Term Management Plan, UT Group aims to further enhance its competitiveness in its core business area of personnel dispatch to major manufacturing companies, and at the same time, to build a solid business base in the field of engineer dispatch. In the field of engineer dispatch, demand for engineers in the manufacturing sector has strengthened as demand for semiconductors increases. In the construction sector, demand for the dispatch of engineers at UT Construction Co., Ltd., a wholly-owned subsidiary of UT Group, has also been steady, and its performance has been strong.

Aki-Japan, a core group company of J-CEP, has been engaged in the dispatch of engineers specializing in the construction industry since its establishment in 2007, and has a nationwide customer base with a focus on major general contractors. The company has always thoroughly implemented operations that emphasize "quality," and has developed highly skilled engineers through an extensive training curriculum. Moreover, providing solid technical capabilities that meet customer needs has become its competitive advantage. The UT Group and Aki-Japan share the common viewpoint of focusing on achieving a high level of satisfaction from both customers and engineers.

We believe that this investment will enable us to further enhance our strengths by honing each other's value and by developing our businesses that leverage our mutual strengths and know-how.

2. Outline of Aki-Japan

(1)	Name	Aki-Japan Corporation
(2)	Address	2-4-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo
(3)	Name and title of the representative	Yuki Kashiyama, President and Representative Director
(4)	Business	Personnel dispatch (construction and civil engineering, equipment electricity, plants, etc.) Job introduction, and planned referral dispatch
(5)	Capital	10 million yen
(6)	Established	February 2007
(7)	Major shareholders and ownership percentage	AJ Holdings Inc.: 100.0%

3. Outline of AJ Holdings

(1)	Name	AJ Holdings Inc.
(2)	Address	2-4-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo
(3)	Business	Management of group companies
(4)	Capital	10 million yen
(5)	Established	March 2016
(6)	Major shareholders and ownership percentage	J-CEP Co., Ltd.: 100.0%

4. Outline of Act-Japan

(1)	Name	Act-Japan Co., Ltd.
(2)	Address	2-4-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo
(3)	Business	Construction education and training business Recruiting consulting business
(4)	Capital	8 million yen
(5)	Established	March 2015

(6)	Major shareholders and ownership percentage	J-CEP Co., Ltd. 100.0%
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5. Number of J-CEP shares to be acquired and the status of shareholding before and after the acquisition

(1)	Number of shares held before the transfer	- Shares (Voting rights ownership: -%)
(2)	Number of shares to be acquired	118,000 shares (Voting rights ownership: 20.0%)
(3)	Number of shares owned after the transfer	118,000 shares (Voting rights ownership: 20.0%)

6. Outlook

The impact of this transaction on UT Group's consolidated business results for the fiscal year ending March 2022 is expected to be immaterial. We will promptly disclose information when disclosure is deemed necessary.

End