



August 10, 2021

Company Name: NISSO CORPORATION  
Representative: Ryuichi Shimizu,  
Representative Director, President & CEO  
(Securities Code: 6569, TSE First Section)  
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## **Notice of Acquisition of Shares of Vector Shinwa Co., Ltd.** **(Subsidiary Acquisition)**

NISSO CORPORATION (hereinafter, the "Company") hereby announces that it has resolved to acquire all outstanding shares of Vector Shinwa Co., Ltd. and make it a subsidiary, at the Board of Directors' Meeting held on August 10, 2021.

In addition, since this case does not fall under the timely disclosure standards of the Tokyo Stock Exchange, the Company will refrain from disclosing the "Major Shareholders and Shareholding Ratio", "Outline of the Counterparty to the Share Acquisition", and "Acquisition Price" as it is obligated to maintain confidentiality under the share transfer agreement.

### 1. Reason for Acquisition of Shares

In the business environment surrounding the Group, although some of the effects of semiconductor shortages remain, automobiles-related production remained firm, and electronic devices-related production has also increased due to a vigorous increase in semiconductor demand. Regarding employment conditions, although the number of employed persons has been more or less unchanged, the status of operations in the manufacturing industry are recovering, and the needs for utilizing external human resources are also increasing for some manufacturers who are the Company's clients.

In such an environment, based on its mission of "*Creating opportunities and hopes for people to work*", the Group aims to create workplaces where workers can gain a sense of self-fulfillment and flourish, with human resources solution services that support the growth of companies and people, and to provide services that can respond to social changes and changes in industrial structures.

As the first step in the growth strategy for expanding existing areas announced in the Medium-term Management Plan, the Company has decided to acquire all the shares of Vector Shinwa Co., Ltd., and make it a subsidiary.

Based in Aichi Prefecture, Hiroshima Prefecture, and Fukuoka Prefecture, Vector Shinwa Co., Ltd. focuses on human resources development with a slogan of "Minority Elite", and engages in a wide range of operations such as designing, developing and manufacturing jigs and various production equipment, dispatching human resources, and recruitment. The main pillar of Vector Shinwa's business is contracting operations in the manufacturing industry, such as for semiconductors and precision equipment.

With Vector Shinwa Co., Ltd. joining the Nisso Group, the Company believes that it will be able to grow together as a group by strengthening its business foundation and expanding its business in existing areas such as manufacturing dispatching and contracting, which are the core businesses of the Group.

Vector Shinwa will be able to utilize the resources of the Group, such as its client base, recruitment base, and education base, and by having the Company combine its resources with the technology and human resources development expertise that Vector Shinwa has cultivated so far, the Company will be able to strengthen its service supply system and expand its business, enabling it to respond to the needs of not only existing clients of both companies, but also to a wider range of clients. By doing so, the Company will contribute to the future of Japanese MONOZUKURI (manufacturing) in a wide variety of ways.

## 2. Overview of Subsidiary to be Transferred (Vector Shinwa Co., Ltd.)

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(1) Company name	Vector Shinwa Co., Ltd.		
(2) Location	3-1 Ikehata, Chiryu City, Aichi		
(3) Representative	President & Representative Director Masao Kanemoto		
(4) Business description	General Human Resources Services Business		
(5) Capital	78.25 Million JPY		
(6) Date of establishment	June 24, 2004		
(7) Relationship between listed company and company concerned	Capital ties	Not applicable.	
	Personal relations	Not applicable.	
	Business relations	Not applicable.	
	Applicable status to related parties	Not applicable.	
(8) The financial position and results of operations of the company concerned over the last 3 years (Unit: Million yen)			
Fiscal year-end	FY 2/2019	FY 2/2020	FY 2/2021
Net assets	347	311	382
Net assets per share (Yen)	867,815	708,985	868,648
Total assets	446	516	572
Net sales	603	445	541
Operating profit	52	35	101
Ordinary profit	55	113	108
Profit	38	53	71
Net income per share (Yen)	96,179	122,304	163,356
Dividend per share (Yen)	0	0	0

(Note) 1. The "Major Shareholders and Shareholding Ratio" of the company concerned will not be disclosed.

2. The total number of outstanding shares issued in FY 2/2019 was 400 shares, and the number of outstanding shares issued after FY 2/2020 was 440 shares due to the capital increase implemented on December 1, 2019.

## 3. Status of the Number of Shares to be Acquired, Acquisition Value, and Shares Held Before and After Acquisition

(1) No. of shares held before change	0 shares (No. of voting rights: 0) (Percentage of voting rights held: 0.0%)
(2) No. of shares to be acquired	440 shares (No. of voting rights: 440)
(3) Acquisition price	Although the Company will refrain from disclosing the acquisition price, it has determined and agreed on a reasonable price calculated by the Company based on objective criteria. Furthermore, the total amount of consideration for the acquisition does not fall under the disclosure standards.
(4) No. of shares to be held after change	440 shares (No. of voting rights: 440) (Percentage of voting rights held: 100.0%)

## 4. Schedule

(1) Date of resolution of Board of Directors	August 10, 2021
(2) Date of conclusion of share transfer agreement	August 10, 2021
(3) Date of execution of share transfer	August 31, 2021 (Scheduled)

5. Impact on Future Business Performance

As a result of the share acquisition, Vector Shinwa Co., Ltd. is scheduled to become a consolidated subsidiary of the Company effective August 31, 2021. However, it is expected that the inclusion of the company concerned into the Company's consolidated financial results due to the acquisition will be incorporated from the 3rd quarter.

Although the impact of the share acquisition on the consolidated financial results of the Company for FY 3/2022 will be minor, it is believed that it will contribute to the improvement of the business performance of the Company in the long term.

In the future, if an event that significantly affects the consolidated financial results, etc., of the Company occurs, it will be promptly announced.