



2023/03/29

Company: CYBERDYNE, INC.  
 Name of Representative: Yoshiyuki Sankai, President and CEO  
 Code: 7779 (Growth Section of the Tokyo Stock Exchange)  
 Contact: Shinji Uga, Director and CFO (Tel. +81-29-869-9981)

**Notice of acquisition of shares (acquisition of subsidiary) and subscription to third-party allotment of shares of a German company LeyLine GmbH**

On March 29, 2023, CYBERDYNE, Inc. (the “Company”) determined to acquire part of the equity of a German company called LeyLine GmbH (State of Nordrhein-Westfalen, Germany, from now on referred to as LeyLine). This company operates PETRONAS MIE Racing Honda Team. The Company will also underwrite a third-party allotment of shares (the Company’s investment in LeyLine), making LeyLine the Company’s subsidiary.

1. Background

LeyLine's philosophy is to continue innovating in motorcycle racing by leveraging the development, prototyping, manufacturing, and management skills under extreme racing conditions that CEO Midori Moriwaki has cultivated through domestic and international motorcycle competitions such as World Superbike Championship.

The Company group's Cybernics Technologies include IoH/IoT sensing, artificial intelligence autonomous robot technology, Cybernics mobility technology, advanced elemental technologies such as environmental awareness, Big Data, AI analysis, cloud computing, and human-robot integration technologies, and is working toward deployment in the mobility field, including autonomous robots for cleaning and transportation and next-generation Cybernics mobility. In September 2021, the Company group entered a strategic partnership with LeyLine. In addition to the development of the above-mentioned self-driving robots and Cybernic mobility, the Group has been developing technologies to ensure driver safety in the area of top athletes and to acquire and analyze cranial neuromuscular system information and critical parts to be used in EV bikes.

The Company has reached this agreement because LeyLine is expected to accelerate the business and increase the Company’s corporate value in the field of mobility.

2. Outline of the subsidiaries to be transferred

(1)	Name	LeyLine GmbH	
(2)	Location	State of Nordrhein-Westfalen, Germany	
(3)	Representative	Managing director/CEO Midori Moriwaki	
(4)	Business description	Operation/management of PETRONAS MIE Racing Honda Team (Competing team in the World Superbike Championship)	
(5)	Capital	25 thousand Euro	
(6)	Founded	October 2021	
(7)	Shareholding ratio	Midori Moriwaki – 100%	
(8)	Relationship between the listed company and the relevant company	Capital	No item to report
		Personnel	No item to report

		Business	Loan of 1,450 thousand Euros from the Company Group
(9)	Net sales of the relevant company	Year ending December 31, 2021 (4 months) Approx. 68 thousand Euros	Year ending December 31, 2022 Approx. 895 thousand Euros

The net sales stated above have not been audited by an auditing firm and are on an approximate basis. Since tax returns based on finalized accounts have not yet been filed, the Company refrain from disclosing net assets, total assets, operating income, and net income.

### 3. Outline of the counterparty of the acquisition of the equity interest

(1)	Name	Midori Moriwaki
(2)	Location	Suzuka city, Mie prefecture
(3)	Relationship between the listed company and the relevant individual	No item to report

### 4. Percentage of ownership interest in the acquisition, acquisition price, and status of ownership interest before and after the acquisition

(1)	Percentage of ownership before the change	-
(2)	Percentage of equity interest acquired through the transfer	8.0% (Voting right ratio 8.0%)
(3)	Percentage of equity acquired through third-party allotment	55.6% (Voting right ratio 55.6%)
(4)	Acquisition price	The amount paid for the acquisition is not disclosed due to confidentiality obligations based on discussions with the seller. The amount is also below 15% of the Company's net asset and the Company is not required to disclose the amount. The amount was determined after considering the results of an equity value calculation by a third-party appraiser in order to ensure fairness and appropriateness.
(5)	Equity ratio after the change	63.6% (Voting right ratio 63.6%)

### 5. Schedule

(1)	Date of signing the basic agreement	March 29, 2023
(2)	Date of transfer of equity	March 31, 2023 (schedule)
(3)	Date of subscription to third-party allotment	March 31, 2023 (schedule)

The date with (schedule) may be changed due to circumstances.

### 6. Prospects

Since the acquisition date of LeyLine is set for the final date of the fourth quarter of the current consolidated fiscal year, this acquisition will have no impact on the consolidated financial results for the consolidated fiscal year ending March 31, 2023. The impact on consolidated financial results for the next fiscal year (ending March 31, 2024) is currently under scrutiny and will be disclosed as soon as there are matters that require disclosure.