

April 20, 2026

Company name: HEROZ, Inc.
Names of representative: Takahiro Hayashi, Representative Director and CEO
(Stock Code: 4382, TSE Standard)
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**Notice Regarding Acquisition of Shares of AKM Consulting Co., Ltd.
(Subsidiarization and Change in Specified Subsidiary)**

HEROZ, Inc. (hereinafter, the "Company") hereby announces that, at the meeting of its Board of Directors held on April 20, 2026, the Company resolved to acquire shares of AKM Consulting Co., Ltd. (hereinafter, "AKM Consulting") and make it a subsidiary (qualifying as a specified subsidiary), as described below.

1. Reason for the Share Acquisition

The Company has set forth a vision to drive an "AI Revolution" and is pursuing a strategy ("HEROZ 3.0") aimed at expanding "HEROZ ASK," a B2B AI assistant leveraging generative AI, and promoting the adoption of "AI BPaaS," a model in which AI autonomously executes business operations.

AKM Consulting, on the other hand, provides back-office BPO services — including accounting and human resources — primarily to startup companies. Since its founding, the company has achieved rapid growth within just three years, possessing profit margins significantly exceeding industry benchmarks and deep domain knowledge.

The BPO industry is expected to undergo a rapid shift from human-led outsourcing to AI agent-driven business process execution. Through this share acquisition, the Company determined that by combining AKM Consulting's specialized expertise in the back-office domain with the Company's AI technology, it can achieve a dramatic improvement in BPO operational efficiency and spearhead the joint development of a next-generation "AI BPaaS product" ahead of the industry. Accordingly, the Board of Directors resolved to proceed with the subsidiarization.

2. Overview of the Subsidiary Subject to Change (AKM Consulting)

(1) Name	AKM Consulting Co., Ltd.
(2) Address	10-35 Sakae-cho, Kanagawa-ku, Yokohama-shi, Kanagawa
(3) Title and Name of Representative	Kazumichi Nakayama, Representative Director
(4) Business Description	Back-office BPO services, management consulting, etc.
(5) Share Capital	JPY 7,000,000
(6) Date of Establishment	January 20, 2023
(7) Major Shareholder and Shareholding Ratio	Kazumichi Nakayama: 100.0%
(8) Relationship Between the Listed Company and the Relevant Company	Capital relationship: Not applicable. Personnel relationship: Not applicable. Business relationship: Not applicable.

(9) Operating Results and Financial Position for the Most Recent Three Fiscal Years

Fiscal Year	FY ended Dec. 2023	FY ended Dec. 2024	FY ended Dec. 2025
Net Assets	JPY 3,024 thousand	JPY 5,591 thousand	JPY 8,450 thousand
Total Assets	JPY 20,350 thousand	JPY 27,600 thousand	JPY 31,063 thousand
Net Assets per Share	JPY 10,080	JPY 7,988	JPY 12,072
Net Sales	JPY 6,153 thousand	JPY 23,919 thousand	JPY 79,232 thousand
Operating Income	(JPY 1,908 thousand)	(JPY 14,587 thousand)	JPY 717 thousand
Ordinary Income	JPY 117 thousand	(JPY 3,915 thousand)	JPY 2,980 thousand
Net Income	JPY 24 thousand	(JPY 1,432 thousand)	JPY 2,858 thousand
Net Income per Share	JPY 80	(JPY 2,045)	JPY 4,083

3. Overview of the Transferor of Shares

(1) Name	Kazumichi Nakayama
(2) Address	Yokohama-shi, Kanagawa
(3) Relationship Between the Listed Company and the Relevant Individual	There are no capital relationships, personnel relationships, or business relationships that require disclosure between the individual and the Company.

4. Number of Shares to Be Acquired, Acquisition Price, and Shareholding Before and After the

Acquisition

(1) Number of Shares Held Before the Change	0 shares (Number of voting rights: 0; Shareholding ratio: 0.0%)
(2) Number of Shares to Be Acquired	490 shares (Number of voting rights: 490)
(3) Acquisition Price	Common shares of AKM Consulting Co., Ltd.: JPY 105 million Advisory fees, etc. (estimated): JPY 35 million Total (estimated): JPY 140 million
(4) Number of Shares Held After the Change	490 shares (Number of voting rights: 490; Shareholding ratio: 70.0%)

5. Schedule

Date of Board of Directors Resolution	April 20, 2026
Date of Agreement Execution	April 20, 2026
Date of Share Transfer Execution	May 1, 2026 (Planned)

6. Future Outlook

The effective date of this share acquisition is scheduled for May 1, 2026. The impact of this transaction on the Company's consolidated financial results for the fiscal year ending April 2027 is currently under review. Should any matters requiring disclosure arise, such as revisions to earnings forecasts, the Company will promptly make an announcement.

End