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July 19, 2024

To whom it may concern,

Listed company name:	Pasona Group, Inc.
Listing stock exchange:	Tokyo Stock Exchange Prime Market
Securities code number:	2168
Representative:	Yasuyuki Nambu, Group CEO and President
For further information contact:	Yuko Nakase, Senior Managing Executive Officer and CFO
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### **Notice of Absorption-Type Merger of Consolidated Subsidiary**

Pasona Group Inc. (the "Company") hereby announces that its Board of Directors, at a meeting held today, has resolved to consolidate its subsidiary Pasona Tech Inc. ("Pasona Tech"), through an absorption-type merger with an effective date of September 1, 2024 (tentative).

Since this merger is a simple absorption-type merger involving a consolidated subsidiary, some disclosure items and details are omitted.

#### 1. Purpose of Merger

In October 2022, Pasona Tech Tech transferred all of its operations except for subsidiary management to Pasona Inc., a wholly owned subsidiary of Pasona Group Inc., and Pasona Tech is currently only engaged in the management of its Vietnamese subsidiary.

The Company has decided to merge Pasona Tech into the Company in order to streamline the Group's organization and improve the efficiency of management resources.

#### 2. Summary of the Merger

##### (1) Schedule of Merger

Approval of Board of Directors regarding the Merger	July 19, 2024 (Friday)
Conclusion of absorption-type merger agreement	July 19, 2024 (Friday)
Date of Merger (effective date)	September 1, 2024 (Sunday) (Planned)

(Note) The Company will follow the procedure for a simple absorption-type merger and Pasona Tech will follow the procedure for a short-form merger as stipulated under Article 796, § 2 and Article 784, § 1 of the Japan Corporation Law, respectively, both of which do not require approval of the merger agreement by a general meeting of shareholders.

##### (2) Method of Merger

The Merger will be conducted through an absorption-type merger method in which the Company will be the surviving company and Pasona Tech will be dissolved as the absorbed company.

(3) Distribution of Assets

Since Pasona Tech is a wholly-owned subsidiary of the Company, there will be no issuance of stocks or other provision of compensation in connection with the Merger.

(4) Share subscription rights and bonds with share subscription rights

No share subscription rights or bonds with share subscription rights are issued.

3. Overview of parties to the Merger (as of May 31, 2024)

	Surviving company	Dissolving company
(1) Name	Pasona Group Inc.	Pasona Tech Inc.
(2) Address	1-5-1, Marunouchi, Chiyoda-ku, Tokyo	1-5-1, Marunouchi, Chiyoda-ku, Tokyo
(3) Name and title of the representative	Yasuyuki Nambu, President and Representative Director	Shintaro Nakao, President and Representative Director
(4) Major operations	<ul style="list-style-type: none"><li>• Formulation of group management strategies and business execution support</li><li>• Implementation of management control and optimal allocation of management resources</li><li>• New business development related to job creation, etc</li></ul>	<ul style="list-style-type: none"><li>• Subsidiary management</li></ul>
(5) Capital	5,000 million yen	100 million yen
(6) Established	December 3, 2007	March 26, 1990
(7) Share issued	41,690,300 shares	1,400 shares
(8) Fiscal year ended	May 31	May 31
(9) Major shareholders and shareholding ratio (as of May 31, 2024)	Yasuyuki Nambu 36.68% Nambu Enterprise, Inc. 9.29% The Master Trust bank of Japan, Ltd. (Trust Account) 6.35% CEPLUX-THE INDEPENDENT UCITS PLATFORM 2 2.69% Custody Bank of Japan, Ltd. (Trust Account E) 2.65%	Pasona Group Inc. 100%
(10) Financial position and operating results for the immediately preceding fiscal year		
Fiscal year ended	May 31 (Consolidated)	May 31 (Non-consolidated)
Net assets	154,661 million yen	2,333 million yen
Total assets	301,090 million yen	2,338 million yen
Net assets per share	3,789.42 yen	1,666,651.92 yen
Sales	356,733 million yen	0 million yen

Operating profit	6,794 million yen	(3) million yen
Ordinary profit	7,152 million yen	50 million yen
Net income attributable to owners of parent	95,891 million yen	49 million yen
Net income per share	2,447.56 yen	35,334.98 yen

(Note) Shareholding ratio is calculated excluding treasury stock.

#### 4. Situation Following the Merger

There will be no changes to the company name, headquarters address, representative, business activities, capital, and end of fiscal year of the Company as a result of the merger.

#### 5. Future Outlook

Since the Merger involves the Company and its consolidated wholly-owned subsidiary, no material impact is anticipated on the Company's consolidated financial results.