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April 25, 2022

To whom it may concern

Company name	Japan Best Rescue System Co., Ltd.
Representative	Representative Director Mr. Nobuhiro Sakakibara Stock code:2453 Prime market, Tokyo Stock Exchange Premier market, Nagoya Stock Exchange
Inquiry	Director & Executive Officer Mr. Mitsuhiro Wakatsuki

Notice on Absorption-type Merger of a Wholly-owned Subsidiary (Simplified Merger and Short form Merger)

We hereby announce that Japan Best Rescue System Co., Ltd. (hereinafter called "JBR"), at its Board of Directors meeting held on today resolved to carry out an absorption-type merger (hereinafter called "the Merger") of its wholly-owned subsidiary, ACTCALL INC. and TSUNAGU CO. (hereinafter called "ACTG").

Because the Merger is a simplified absorption-type merger of a wholly-owned subsidiary, certain disclosure items and details are omitted.

1. Purpose of the Merger

Based on the company mission "We help people in need," JBR promotes the creation of the best framework and service with which people can be reassured by paying attention to the daily life, and pursues the realization of its vision to create the "Best Rescue System." As a mid-long term strategy to realize the vision, JBR is promoting the expansion of alliances with a focus on membership and insurance services to achieve growth in business and the number of subscribers under the "partnership strategy".

JBR acquired ACTG, which were competitors in the same industry, through a share exchange and made them wholly-owned subsidiaries on September 30, 2021. The number of subscribers held by the entire group, excluding the insurance business, increased to over 3.3 million and expanded its market share.

The three companies have been working together in order to improve the profitability and operation quality of ACTG, including streamlining sales resources for ACTCALL INC., which is responsible for sales functions, and improving call operation efficiency for TSUNAGU CO., which is responsible for call center functions, as well as gradually taking over management operations for ACTG.

While these measures have been successful and performance has been improving steadily, we have decided to merge ACTG into JBR, as we believe that the unification of the three companies engaged in the same business will make them more competitive in terms of service and efficiency, and contribute to medium- to long-term business growth.

2. Summary of the Merger

(1) Schedule of the Merger

Board of Directors to approve the Merger ; April 25, 2022
Parties to conclude the Merger agreement ; April 25, 2022
Merger to take effect ; October 1, 2022 (scheduled)

* As the Merger is a simplified absorption-type merger prescribed in Article 796, Paragraph 2 of the Companies Act for JBR, and is a short-form merger prescribed in Article 784, Paragraph 1 of the Companies Act for ACTG, both companies will not hold a general shareholders meeting for approval of the merger agreement.

(2) Method of the Merger

This will take the form of an absorption-type merger wherein JBR is to be the surviving company and ACTG is to be dissolved.

(3) Details of share allotment for the Merger

Since this is a merger of a wholly-owned subsidiary of JBR, no shares or money will be allotted as a result of the Merger.

(4) Handling of stock acquisition rights and bonds with stock acquisition rights as a result of the Merger

No applicable items.

3. Overview of the parties involved in the Merger

	Surviving company	Dissolved company	Dissolved company
(1) Company name	Japan Best Rescue System Co., Ltd.	ACTCALL INC.	TSUNAGU CO.
(2) Address	Nishiki1-10-20, Naka-ku, Nagoya City, Aichi	Yotsuya 2-12-5, Shinjuku-ku, Tokyo	Yotsuya 2-12-5, Shinjuku-ku, Tokyo
(3) Name and title of representative	Representative Director Mr. Nobuhiro Sakakibara	Representative Director Mr. Kazuya Haboshi	Representative Director Mr. Junji Tsuge
(4) Business description	Emergency Business, Membership Business, Insurance Business, Repair Business, etc.	Comprehensive outsourcing business relating to housing life	Operation of Call Center
(5) Paid-in capital	JPY 780 million	JPY 101 million	JPY 10 million
(6) Establishment	February 12, 1997	January 27, 2005	October 1, 2020
(7) Number of shares issued	34,688,000	11,253,700	200
(8) Fiscal year-end	September	September	September
(9) Major shareholders and shareholding ratios (as of September 30, 2021)	Nobuhiro Sakakibara 30.74% CHIC Holdings INC. 8.67% Custody Bank of Japan, Ltd. (account in trust) 7.93% HIKARI TSUSHIN, INC. 6.07% The Master Trust Bank of Japan, Ltd. (account in trust) 5.49% Custody Bank of Japan, Ltd. (account in trust 9) 4.42%	Japan Best Rescue System Co., Ltd. 100%	Japan Best Rescue System Co., Ltd. 100%
(10) Earnings and financial data for the previous fiscal year			
Fiscal year	September 30, 2021 (consolidated)	September 30, 2021	September 30, 2021
Net asset	JPY 11,668 million	JPY 966 million	JPY 6 million
Total asset	JPY 28,175 million	JPY 2,657 million	JPY 356 million
Net asset per share	JPY 333.70	JPY 85.92	JPY 32,214.96
Net sales	JPY 13,460 million	JPY 3,535 million	JPY 861 million
Operating profit	JPY 1,408 million	JPY 31 million	JPY -3 million
Ordinary profit	JPY 1,740 million	JPY 243 million	JPY -5 million
Net profit	JPY 56 million	JPY 222 million	JPY -3 million
Net profit per share	JPY 1.83	JPY 19.80	JPY -17,785.03

4. Status after the Merger

There will be no changes in the company name, address, name and title of representative, business description, paid-in capital, and fiscal year-end for the parties involved in the Merger.

5. Future outlook

Since the above dissolving companies are consolidated subsidiaries of JBR, the impact of the Merger on JBR's consolidated financial results is currently expected to be minimal. We will promptly disclose any matters that should be publicly announced depending on future circumstances.