July 31, 2024

For Immediate Release

Company name: Plus Alpha Consulting Co., Ltd.
Representative: Katsuya Mimuro,
Representative Director and President
(Securities code: 4071, Tokyo Stock Exchange Prime)
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Notice Regarding Acquisition of Shares of OMN inc.

Plus Alpha Consulting Co., Ltd. ("the Company") hereby announces that at a meeting held on July 31, 2024, the Board of Directors passed a resolution to acquire all of the shares issued by OMN inc. ("OMN") and make it a wholly owned subsidiary.

1. Reasons for Acquisition of Shares

As its core business, OMN provides a cloud service (system for automatic creation and management of work shifts for store employees/part-time employees, etc.: "R-Shift") for the retail and service industries for a monthly fee.

R-Shift is a service that uses a mathematical optimization engine to match the number of employees required for each store and business with the available working days and hours, skills, and experience of the employees at the client company. The service has been adopted in a wide range of industries and business categories due to having over 800 standard functions that can be tailored to the conditions and characteristics of each store. The system has been adopted particularly by major drugstores, supermarkets, and mass retailers, and the number of companies that use the system has expanded to over 100, giving it the track record of having the leading install base of shift management systems in retail and service businesses with more than 1,000 employees.

In addition, the company provides an attendance management system ("R-Kintai"). In combination with R-Shift, R-Kintai can import shift planning data in real time and reflect them in budget management and payroll calculations, thereby helping to improve the operational efficiency of companies that have adopted the systems.

In the Company's core Talent Palette business, we offer the Talent Palette platform for consolidating, analyzing, and visualizing human resources information dispersed throughout a company, including employee skills information, aptitude testing data, employment histories, evaluations, employee surveys, and recruitment information. Talent Palette promotes the concept of "Scientific Human Resources" by strategizing human resources through the visualization and analysis of human resources data. This enables

companies to enhance the quality and efficiency of human resources operations, from recruitment and training to assignment and evaluation. These benefits have led to rapid growth in the number of client companies implementing Talent Palette.

We believe that this acquisition of shares will contribute to the development of the enterprise market, which we aim to expand, and the expansion of peripheral fields related to human resources. By combining the services of both companies, we believe we will be able to build innovative, value-added services and acquire new customers.

2. Anticipated Synergies from the Acquisition of Shares

The Company and OMN will create synergies in the following areas through the utilization of the client base and technology of the services of both companies.

(1) Development of innovative services

Through the combination of R-Shift and Talent Palette, we will enable customers to build a high-value-added system that not only provides information on availability of employees when considering store transfers and work shifts, but also optimizes assignments based on skills and experience, and improves engagement by taking into account factors such as evaluation and motivation.

(2) Cross-selling

As Talent Palette has a large number of customers in the distribution and service industries, and R-Shift has major enterprise customers, we believe that we can provide solutions to issues that cannot be solved by individual services by selling both services together to existing Talent Palette and R-Shift customers while promoting the added value of the above new innovative services.

(3) Service development for new business categories

There are many types of businesses that have a large number of employees working in shifts, not only in the retail and service industries, but also in healthcare and nursing care, all of which face challenges in shift planning, as well as employee training and retention. We will consider launching a new industry-specific service combining talent management by Talent Palette and shift management by R-Shift.

3. Overview of OMN

Company name	OMN inc.
Address	2-1-18 Higashiodori, Chuo-ku, Niigata-shi
Name and position of representatives	Masaru Ohno, Representative Director
Business content	Provision of shift and attendance management cloud services, etc.
Capital	36,000,000 yen
Established	June 3, 2002

Major shareholders and shareholding ratios	Masaru Ohno 75.3% Treasury shares 24.7%	
Relationships between the listed company and the target company	Capital relationships	Not applicable
	Personal relationships	Not applicable
	Business relationships	Not applicable

Management performance and financial standing of the target company over the past three years (millions of yen)

Fiscal period	Period ended May 31, 2022 (12 months)	Period ended May 31, 2023 (12 months)	Period ended May 31, 2024 (12 months)
Net assets	574	693	849
Total assets	797	963	970
Net assets per share	797,617 yen	963,756 yen	1,179,320 yen
Net sales	663	707	798
Operating profit	133	181	237
Ordinary profit	148	182	247
Profit	97	123	172
Earnings per share	135,258 yen	171,013 yen	240,099 yen
Dividend per share	5,000 yen	7,500 yen	10,000 yen

4. Overview of the Counterparty in the Acquisition of Shares

The shares will be acquired from one shareholder as follows.

Individual Shareholder

Name	Masaru Ohno
Address	Niigata-shi, Niigata
Relationships between the listed company and the individual	There are no personal relationships, business relationships or capital relationships between the Company and the counterparty.

5. Number of Shares to Be Acquired, Acquisition Price and Status of Shareholdings before and after Acquisition

Number of shares held before the acquisition	0 shares (number of voting rights: 0) (Percentage of voting rights: 0%)
Number of shares acquired	542 shares (number of voting rights: 542) (Number of voting rights: 100%)
Acquisition price	OMN common shares: 1,631 million yen Advisory expenses, etc. (estimated amount): 89 million yen Total (estimated amount): 1,720 million yen
Number of shares held after the acquisition	542 shares (number of voting rights: 542) (Percentage of voting rights: 100%)

6. Schedule

(1) Date of resolution of the Board of Directors	July 31, 2024
(2) Date of conclusion of agreement	July 31, 2024
(3) Date of acquisition of shares	July 31, 2024 (planned date)

7. Future Outlook

OMN will become a consolidated subsidiary of the Company with a deemed acquisition date of July 1, 2024 as a result of the acquisition of shares. We are currently examining whether or not goodwill has arisen in the Company.

The initiatives brought about by this deal are expected to contribute to the Company's performance in the medium to long term, and the impact on current performance is negligible.