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March 25, 2025

Company name: NJS Co., Ltd.
Name of representative: Masaaki Murakami, Representative Director and President
(Securities code: 2325; Prime Market)
Inqui ries: Yasuhiko Kabaya, Managing Director
(Telephone: +81-3-6324-4341)

Notice Concerning Acquisition of Shares of CDC Aqua Service Co., Ltd. (to Make It a Subsidiary)

NJS Co., Ltd. (the "Company") hereby announces that it has resolved, at a meeting of the Board of Directors held on March 25, 2025, to acquire shares of CDC Aqua Service Co., Ltd. (CDC) and make it a subsidiary of the Company. The details are described below.

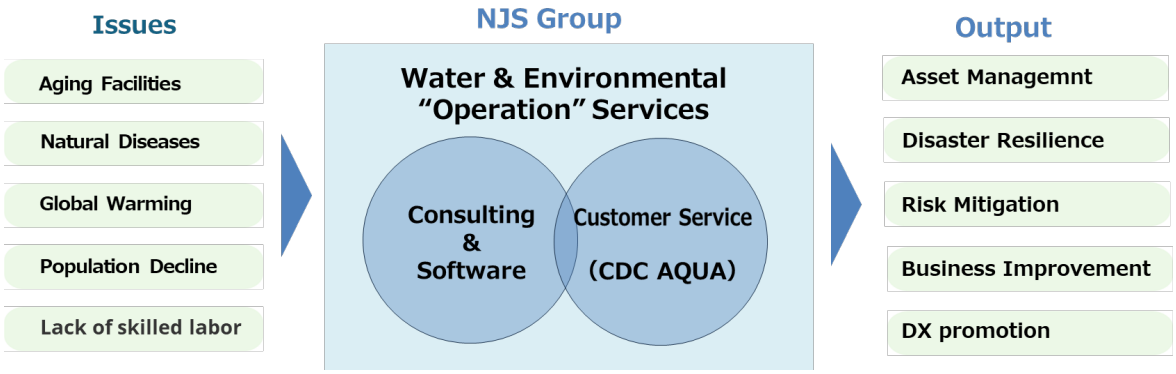
1. Reason for acquisition of shares

In the water and environmental management sectors, we confront significant challenges related to aging infrastructure, severe disasters, and changes in local demographics, including climate change and population decline.

To address these issues, we are transforming into a proactive "operations company" that delivers integrated services—ranging from business strategy planning and surveying to effective management and renewal. Our goal is to prioritize local citizens and users by enhancing our "customer service."

CDC offers customer-focused services like rate collection, application reception, and call centers for water and wastewater services, along with municipal DX solutions, including mobile systems, smart meters, and electronic contracting.

By combining our consulting and software services with CDC's customer services, we will further create customer value and promote the development of the water supply and sewerage business in the region.



2. Overview of the subsidiary subject to change

(1)	Name	CDC Aqua Service Co., Ltd.	
(2)	Location	4-3, Hon Chiba-cho, Chuo-ku, Chiba-shi, Chiba	
(3)	Name of representative	Yasumasa Kawasaki, President and representative director	
(4)	Description of business	Outsourcing services for water supply and sewerage services (BPO) Development and maintenance of water supply and sewerage-related software (fee management, portal services, etc.)	
(5)	Share capital	20,000,000 yen	
(6)	Date of establishment	December 20, 2022	
(7)	Shareholders	CDC Information Systems Co., Ltd. 100%	
(8)	Relationship between the Company and CDC Aqua Service Co.,	Capital relationship	Not applicable.
		Personnel relationship	Not applicable.
		Business relationship	Not applicable.

(9) Operating results and financial positions of said company for the last three years

(thousand yen)

As of / Fiscal year ended	Year ended March 31, 2023	Year ended March 31, 2024
Net assets	9,146	22,263
Total assets	9,495	72,001
Net sales	-	15,400
Operating income	▲ 853	4,616
Ordinary income	▲ 853	4,616
Net income	▲ 853	3,116

(NOTE)On April 1, 2024, this company succeeded to the parent company's water supply related business from its parent company, CDC Information System Co., Ltd. through an absorption-type company split (public notice of absorption-type company split: February 8, 2024, Official Bulletin No. 1158).

Net sales of the parent company's water supply related business subject to succession are shown in the table below.

Fiscal year end	Year ended March 31, 2022	Year ended March 31, 2023	Year ended March 31, 2024
Net sales (thousand yen)	2,323,835	2,422,038	2,182,449

3. Overview of the counterparty to the acquisition of shares

(1)	Name	CDC Information Systems Co., Ltd.
(2)	Location	4-3, Hon Chiba-cho, Chuo-ku, Chiba-shi, Chiba
(3)	Relationship between the Company and the counterparty	There are no capital,personal, or trading relationships. Also, it does not fall under the category of related party.

4. Number of shares acquired, acquisition costs, and shareholding before and after acquisition

(1)	Before the change	0 shares
(2)	To be acquired	2,000 shares (Number of voting rights: 2,000 units)
(4)	After the change	2,000 shares (Number of voting rights: 2,000 units) (Percentage of voting rights: 100%)

(NOTE)The acquisition cost is under negotiation, so we will refrain from disclosing it.

5. Timetable

(1)	Date of board resolution	March 25, 2025
(2)	Date of conclusion of the agreement	Late March to early April 2025 (scheduled)
(3)	Date of share transfer	Early April 2025 (scheduled)

6. Future outlook

CDC Aqua Service Co., Ltd. will become our consolidated subsidiary due to the acquisition of the shares. However, the impact on the consolidated results for the fiscal year ended December 2025 is currently being calculated. In the future, we will promptly disclose any matters that need to be disclosed.

(Reference) Consolidated financial results forecasts for the current fiscal year (released on February 14, 2025) and actual consolidated results for the previous fiscal year

(million yen)

	Consolidated net sales	Consolidated operating profit	Consolidated ordinary profit	Profit attributable to owners of parent
Consolidated financial results forecasts for the current fiscal year (Fiscal year ending December 31, 2025)	23,500	3,000	3,050	2,100
Actual consolidated results for the previous fiscal year (Fiscal year ended December 31, 2024)	22,594	2,993	3,140	2,115