February 19, 2025

For Immediate Release

Ad-Sol Nissin Corporation
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(Stock code: 3837, Prime Market of the Tokyo Stock Exchange)
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Notice Regarding the Dissolution of the Capital and Business Alliance with Japan Process Development Co., Ltd.

Ad-Sol Nissin Corporation (the "Company") hereby announces that its Board of Directors, at a meeting held on February 19, 2025, resolved to dissolve its capital and business alliance with Japan Process Development Co., Ltd. (TSE Standard 9651, "Japan Process Development") which was concluded on August 7, 2014.

1. Reason for Dissolution of the Capital and Business Alliance

The Company and Japan Process Development have been cooperating to expand business in the social infrastructure sector with the aim of mutually improving profitability through the promotion of strengthening its sales proposal capabilities and strengthening and improving development systems, and the joint development of human resources, especially ICT engineers, and of solutions with high added value.

Based on the details of Japan’s revised corporate governance code, the Company has had careful discussions with Japan Process Development regarding the relationship with a focus on the further growth and development of the two companies. As a result, we have decided to dissolve the agreement under the provisions of the business and capital alliance agreement.

The cooperative relationship that has been established to date will be maintained, and we intend to continue to support the growth of both companies by exchanging information and continuing business collaboration.

2. Handling of Cross-Shareholdings

The Company plans to implement a share repurchase through the Off-auction Own Share Repurchase Trading System (ToSTNeT-3) of the Tokyo Stock Exchange, and has been informed by Japan Process Development that it intends to accept this repurchase of all 494,000 ordinary shares in the Company (5.36% of the total number of shares issued (excluding treasury shares)) currently held by Japan Process Development in association with the dissolution of the alliance.

For more information on the share repurchase, please refer to the "Notice Regarding Acquisition of Treasury Shares Through the Off-Auction Own Share Repurchase Trading System (ToSTNeT-3)" announced today.

As for the 622,000 ordinary shares in Japan Process Development (6.43% of the total number of shares issued (excluding treasury shares)) held by the Company, the Company intends to continue to hold these shares as a result of discussions with Japan Process Development.

3. Outline of Japan Process Development

(1)	Name	Japan Process Development Co., Ltd.	
(2)	Location	1-11-1, Osaki, Shinagawa-ku, Tokyo, 141-0032, Japan	
(3)	Representatives	Hitoshi Obu, Chairman and Representative Director Satoshi Azuma, President and Representative Director	
(4)	Businesses	System integration and software development	
(5)	Capital	1,487.4 million yen	
(6)	Date of establishment	June 20, 1967	
(7)	Major shareholders and their shareholdings (%) (As of May 31, 2024) (Excluding treasury shares)	Hitoshi Obu	17.98
		Chikara Obu	17.73
		Japan Process Employee Shareholding Association	6.89
		Ad-Sol Nissin Corporation	6.43
		Katsuhiko Yoshikawa	5.05
		The Dai-ichi Life Insurance Company, Limited	3.46
		Custody Bank of Japan, Ltd. (Trust account)	2.14
		Kazuyuki Shirakawa	1.76
		Masahiko Hagino	1.03
		Meiji Yasuda Life Insurance Company	0.95
(8)	Relationships with the listed company	Capital relationship	The Company holds 622,000 ordinary shares in Japan Process Development (6.43% of the total number of shares issued (excluding treasury shares)). Japan Process Development holds 494,000 ordinary shares in the Company (5.36% of the total number of shares issued (excluding treasury shares)).
		Personal relationship	None
		Business relationship	None
		Status as related party	None

(9) Operating results and consolidated financial position for the past three years

Fiscal year-end	May 2022	May 2023	May 2024
Net assets	9,671	10,077	10,456
Total assets	11,735	12,311	12,803
Net assets per share (yen)	1,002.86	1,043.28	1,081.14
Net sales	7,947	8,923	9,468
Operating income	775	908	956
Ordinary income	808	967	1,008
Net income attributable to owners of parent	532	682	730
Net income per share (yen)	55.63	70.70	75.56
Dividend per share (yen)	33.00	35.00	38.00

(Unit: million yen unless otherwise indicated)

4. Schedule

(1)	Date of resolution by the Board of Directors	February 19, 2025
(2)	Date of dissolution of capital and business alliance	February 19, 2025 (scheduled)

5. Outlook

The effects of the dissolution of capital and business alliance on the Company's consolidated results of operations and financial position will be minor.

(Note) English documents are prepared as a courtesy to our shareholders. In the event of any inconsistency between English-language documents and Japanese-language documents, the Japanese-language documents will prevail.