

**October 16, 2026
Macnica Holdings, Inc.
TSE Prime 3132**

Notice of Agreement for the Acquisition of Shares in CyberSec IT Consulting

Macnica, Inc. ("Macnica"), a consolidated subsidiary of Macnica Holdings, Inc., has entered into an agreement to acquire a 50.1% stake in CyberSec IT Consulting LLC (headquartered in the United Arab Emirates; hereinafter referred to as "CyberSec") and make it a consolidated subsidiary as part of its strategy to expand its cybersecurity services business in the Middle East and Africa. Accordingly, we hereby announce the details of this transaction as set forth below.

1. Background and Purpose

Macnica Holdings, Inc. and its consolidated subsidiaries (collectively, the "Group") is expanding high value-added services in the Middle East and Africa, including implementation support, training, and technical support, in addition to providing cybersecurity products and solutions. Through these initiatives, the Group is advancing its transition to a business model that combines product sales and services.

Since its establishment in 2019, CyberSec has provided managed security services, security consulting, training, resident engineer services, and implementation and technical support, primarily in the Middle East and Africa. Its strengths include extensive expertise across a broad range of cybersecurity fields, the ability to develop and mobilize engineering talent, and strong relationships with a diverse range of vendors and partners. CyberSec also has an established business relationship with companies within the Group.

Through this acquisition, the Group aims to expand its cybersecurity services and enhance customer value in the Middle East and Africa by combining CyberSec's professional talent and service delivery capabilities with the Group's customer base, portfolio, and sales network.

2. Overview of Macnica, the Acquiring Company

(1) Company Name:	Macnica, Inc.
(2) Location:	Macnica Building 1, 1-6-3 Shin-Yokohama, Kohoku-ku, Yokohama, 222-8561, Japan
(3) Representative:	Kazumasa Hara, President and Representative Director
(4) Business activities:	Import, export, sales, development, and processing of semiconductor and electronic component products; development, import, export, and sales of electronic equipment and related accessories; and other related businesses
(5) Capital:	JPY 11,194,268,000
(6) Year established:	1972
(7) Major Shareholder and Share:	MACNICA HOLDINGS, INC. 100%

3. Overview of Cybersec for the Share Acquisition

(1) Name:	CyberSec IT Consulting LLC *
(2) Location:	312D, Ibn Battuta Gate Office Building, Sheikh Zayed Road, PO Box 283959, Dubai, United Arab Emirates *
(3) Representative:	Anuj Jain

(4) Business activities:	Managed cybersecurity services, outsourcing, consulting, training, implementation support, technical support, and related services
(5) Capital:	Not disclosed
(6) Year established:	2019

* The Target Company is expected to change its corporate form prior to the closing of the share transfer, and the Company to be acquired is the entity after such change. Accordingly, its registered address and other registration details may be subject to change.

4. Number of Shares to be Acquired and Shareholding Status Before and After the Acquisition

(1) Number of Shares Held:	0 shares (Number of voting rights: 0) (Voting rights ownership ratio: 0.0%)
(2) Number of Shares to be Acquired:	501 shares (Number of voting rights: 501) (Voting rights ownership ratio: 50.1%)
(3) Acquisition Price:	The acquisition price is not disclosed in accordance with the confidentiality obligations agreed between the parties.
(4) Number of Shares Held After the Acquisition:	501 shares (Number of voting rights: 501) (Voting rights ownership ratio: 50.1%)

5. Schedule

(1) Execution Date of Share Purchase Agreement:	October 16, 2026
(2) Closing Date of Share Acquisition:	Late November, 2026 (scheduled)

6. Future Outlook

The impact of this transaction on the consolidated financial results of Macnica Holdings, Inc. is expected to be immaterial. Should any matters requiring further disclosure arise, the Company will promptly make an announcement.

About Macnica

Macnica (TSE Prime 3132) is a technology trading company, comprehensively handling advanced technologies through core business areas in semiconductors and cybersecurity. In addition to its semiconductor and cybersecurity businesses, which focus on adding value through technical support and sales, Macnica's CPS Solutions business is expanding beyond a traditional trading company framework to developing and selling its own products and services, focusing on 5 key themes: smart manufacturing, smart city/mobility, healthcare, circular economy, and food/agritech.

Please address any enquiries regarding this matter to:

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