November 25, 2026

For Immediate Release

Company name:	BELLSYSTEM24 HOLDINGS, INC.
Representative:	Hiroshi Kajiwara, President, CEO (Code: 6183 TSE Prime Market)
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Notice Regarding Acquisition of 100% Ownership of FUJISOFT SERVICE BUREAU INCORPORATED through Acquisition of Shares in a Private Placement

BELLSYSTEM24 HOLDINGS, INC. (hereafter, the "Company") hereby announces that it has resolved at a meeting of its Board of Directors held on November 25, 2026 to conclude a basic agreement regarding a series of transactions including acquisition of shares in a private placement implemented by FUJISOFT SERVICE BUREAU INCORPORATED (hereafter, "FUJISOFT SERVICE BUREAU") and purchase of treasury shares by FUJISOFT SERVICE BUREAU (hereafter, the "Transactions"), for the purpose of acquiring 100% ownership of FUJI SOFT SERVICE BUREAU. Details are as follows.

1. Reasons for the Transactions

Under its Medium-term Management Plan 2028, the BELLSYSTEM24 Group (hereafter, the "Group") has included business domain expansion in its growth strategy. The Group is expanding and strengthening its businesses by leveraging its foundations, including human resources, business locations, and operational expertise, which have been cultivated through the existing contact center and BPO businesses, and through sophistication of the contact center business with the roll-up and use of AI.

FUJISOFT SERVICE BUREAU has been operating contact center and BPO businesses for many years. In particular, this company has a broad customer base, an extensive track record in business operations, and expertise in the public domain, particularly public offices, local governments, and public agencies.

Through the Transactions, the Company will combine FUJISOFT SERVICE BUREAU's customer base and expertise in business operations, primarily in the public domain, with the Group's capability of operating contact center and BPO businesses, expertise in the use of AI, and business foundation including human resources and business facilities. Thus, the Company will expand and strengthen businesses in the public domain, where a shift to AI is urgently needed given labor shortages, and create new business opportunities using the customer bases of the two companies.

In addition, regarding FUJI SOFT INCORPORATED (hereafter, "FUJI SOFT"), which holds 100% voting rights in FUJISOFT SERVICE BUREAU, the Company plans to form a tripartite business alliance involving the Company and FUJISOFT SERVICE BUREAU as well, after the Transactions. The Company will combine FUJI SOFT's advanced technologies, including AI and knowledge in the IT and system domain, the strengths of FUJISOFT SERVICE BUREAU in the domain of public offices and local governments, and the Company's capabilities of operating contact center and BPO businesses and digital solutions, aiming to create strategic opportunities for the relevant companies to create new business models.

The Company has decided to implement the Transactions, judging that the above initiatives will lead to business expansion and corporate value enhancement of both the Group and FUJISOFT SERVICE BUREAU.

2. Methods of the Transactions

The Company plans to make FUJISOFT SERVICE BUREAU its consolidated subsidiary by acquiring class shares in a private placement to be implemented by FUJISOFT SERVICE BUREAU with the Company being the allottee.

Following this, FUJISOFT SERVICE BUREAU will purchase from FUJI SOFT, which currently holds 100% of the voting rights in FUJISOFT SERVICE BUREAU, all of the common shares held by FUJI SOFT as its treasury shares. As a result, the Company's voting rights in FUJISOFT SERVICE BUREAU will be 100%, and FUJISOFT SERVICE BUREAU will be a wholly owned subsidiary of the Company.

3. Overview of the subsidiary being transferred (FUJISOFT SERVICE BUREAU)

(1)	Name	FUJISOFT SERVICE BUREAU INCORPORATED		
(2)	Location	2-19-7 Kotobashi, Sumida-ku, Tokyo		
(3)	Representative	Satoshi Sato, President and Representative Director		
(4)	Description of business	Contact center service, BPO (business process outsourcing) service, etc.		
(5)	Common stock	354 million yen		
(6)	Established on	October 1, 1984		
(7)	Major shareholders and shareholding ratio	FUJI SOFT INCORPORATED(Percentage of voting rights held: 100.0%)		
(8)	Relationship between the listed company and the relevant company	Capital relationship	There are no capital relationships to be described.	
		Personnel relationship	There are no personnel relationships to be described.	
		Business relationship	There are no business relationships to be described.	
(9)	Operating results and financial position of the relevant company for the last three years			
	Fiscal year-end	December 31, 2023	December 31, 2024	December 31, 2025
	Net assets	3,426 million yen	3,884 million yen	3,832 million yen
	Total assets	5,868 million yen	6,581 million yen	7,079 million yen
	Net assets per share	264.32 yen	299.64 yen	295.63 yen
	Net sales	12,197 million yen	13,389 million yen	16,265 million yen
	Operating profit	691 million yen	703 million yen	845 million yen
	Ordinary profit	488 million yen	694 million yen	633 million yen
	Profit	304 million yen	458 million yen	408 million yen
	Profit per share	23.36 yen	35.32 yen	31.50 yen
	Dividends per share	8.00 yen	12.36 yen	35.50 yen

(Note) For amounts indicated in millions of yen, figures less than one million are rounded.

4. Overview of the private placement and state of share ownership after the Transactions

(1)	Overview of the private placement	Type of shares to be acquired: Class A shares in FUJISOFT SERVICE BUREAU INCORPORATED Number of shares to be acquired: 19,442,420 (Number of voting rights: 19,442,420) Amount to be paid: An amount per share equal to the total amount to be paid divided by the number of shares to be acquired Total amount to be paid: 6,700 million yen
(2)	Acquisition price	Class A shares in FUJISOFT SERVICE BUREAU INCORPORATED 6,700 million yen Expenses related to the acquisition (estimate) 46 million yen Total (estimate) 6,746 million yen
(3)	State of share ownership before and after the Transactions	Before the Transactions 0 shares (Number of voting rights: 0), (Percentage of voting rights: 0%) After the private placement 19,442,420 shares (Number of voting rights: 19,442,420), (Percentage of voting rights: 75.0%) After the purchase of treasury shares 19,442,420 shares (Number of voting rights: 19,442,420), (Percentage of voting rights: 100.0%)

(Note) 1.After the implementation of the private placement, FUJISOFT SERVICE BUREAU will purchase all of its common shares, which are held by FUJI SOFT, as treasury shares. With the completion of this purchase of treasury shares, the percentage of the Company's voting rights in FUJISOFT SERVICE BUREAU will be 100.0%.

2.For amounts indicated in millions of yen, figures less than one million are rounded.

5. Schedule

(1)	Date of resolution by the Board of Directors	November 25, 2026
(2)	Date of conclusion of the basic agreement	November 25, 2026 (planned)
(3)	Payment date of the capital increase by way of private placement	February 1, 2027 (planned)
(4)	Date of purchase of treasury shares by FUJI SOFT SERVICE BUREAU INCORPORATED	February 2, 2027 (planned)

(Note) The payment for the private placement and purchase of treasury shares are based on the assumption that the necessary procedures are completed pursuant to the Antimonopoly Act and other closing conditions are fulfilled.

6. Future outlook

The impact of the Transactions on the consolidated financial results for the fiscal year ending February 28, 2027 is currently being examined. If an event requiring disclosure arises, the Company will promptly announce the event.

(Reference) Consolidated financial results forecasts for the current fiscal year (as of April 8, 2026) and consolidated financial results for the previous fiscal year

	Revenue	Operating profit	Profit before tax	Profit attributable to owners of parent
Consolidated financial results forecasts for the current fiscal year (Fiscal year ending February 28, 2027)	Million yen 152,000	Million yen 13,000	Million yen 12,600	Million yen 8,500
Consolidated financial results for the previous fiscal year (Fiscal year ended February 28, 2026)	145,826	12,652	12,290	8,181

(Note) For amounts indicated in millions of yen, figures less than one million are rounded.