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July 13, 2026

Consolidated Financial Results for the Fiscal Year Ended May 31, 2026 (Under Japanese GAAP)



Company name: Bewith, Inc.
Listing: Tokyo Stock Exchange
Securities code: 9216
URL: <https://www.bewith.net/>
Representative: Kenji Iijima
Inquiries: Yuichiro Kota
Telephone: +81-3-6631-6005

President and CEO
Managing Executive Officer, CFO (Chief Financial Officer)

Scheduled date of annual general meeting of shareholders: August 26, 2026
Scheduled date to commence dividend payments: August 7, 2026
Scheduled date to file annual securities report: August 25, 2026
Preparation of supplementary material on financial results: Yes
Holding of financial results briefing: Yes (for analysts and institutional investors)

(Yen amounts are rounded down to millions, unless otherwise noted.)

1. Consolidated financial results for the fiscal year ended May 31, 2026 (from June 1, 2025 to May 31, 2026)

(1) Consolidated operating results

(Percentages indicate year-on-year changes.)

	Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent	
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
Fiscal year ended May 31, 2026	36,322	(0.3)	1,167	9.1	1,181	17.6	579	27.9
May 31, 2025	36,424	(4.8)	1,069	(57.9)	1,004	(60.3)	452	(75.3)

Note: Comprehensive income For the fiscal year ended May 31, 2026: ¥ 574 million [24.4%]
For the fiscal year ended May 31, 2025: ¥ 461 million [(74.8)%]

	Basic earnings per share	Diluted earnings per share	Rate of return on equity	Ordinary profit to total assets ratio	Operating profit to net sales ratio
	Yen	Yen	%	%	%
Fiscal year ended May 31, 2026	40.89	40.29	6.6	7.6	3.2
May 31, 2025	32.12	31.56	5.0	7.0	2.9

Reference: Share of profit (loss) of entities accounted for using equity method

For the fiscal year ended May 31, 2026: ¥ (12) million
For the fiscal year ended May 31, 2025: ¥ (73) million

(2) Consolidated financial position

	Total assets	Net assets	Equity-to-asset ratio	Net assets per share
	Millions of yen	Millions of yen	%	Yen
As of May 31, 2026	16,484	8,815	52.7	604.72
May 31, 2025	14,494	8,952	61.7	632.97

Reference: Equity

As of May 31, 2026: ¥ 8,689 million
As of May 31, 2025: ¥ 8,941 million

(3) Consolidated cash flows

	Cash flows from operating activities	Cash flows from investing activities	Cash flows from financing activities	Cash and cash equivalents at end of period
	Millions of yen	Millions of yen	Millions of yen	Millions of yen
Fiscal year ended May 31, 2026	1,299	(1,490)	463	6,357
May 31, 2025	1,176	(479)	(706)	6,085

2. Cash dividends

	Annual dividends per share					Total cash dividends (Total)	Payout ratio (Consolidated)	Ratio of dividends to net assets (Consolidated)
	First quarter-end	Second quarter-end	Third quarter-end	Fiscal year-end	Total			
	Yen	Yen	Yen	Yen	Yen	Millions of yen	%	%
Fiscal year ended May 31, 2025	-	0.00	-	77.00	77.00	1,087	239.7	12.0
Fiscal year ended May 31, 2026	-	0.00	-	77.00	77.00	1,106	188.3	12.4
Fiscal year ending May 31, 2027 (Forecast)	-	0.00	-	77.00	77.00		116.5	

Note: Breakdown of the year-end dividend for the fiscal year ended May 31, 2026 :

Commemorative dividend - yen

Special dividend - yen

3. Consolidated financial result forecasts for the fiscal year ending May 31, 2027 (from June 1, 2026 to May 31, 2027)

(Percentages indicate year-on-year changes.)

	Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent		Basic earnings per share
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%	Yen
Six months ending November 30, 2026	18,600	3.7	740	40.3	730	36.2	450	83.6	31.32
Full year	38,300	5.4	1,600	37.1	1,580	33.8	950	64.0	66.12

* Notes

(1) Significant changes in the scope of consolidation during the period: Yes

Newly included: 1 company (Radiant Communication Sdn. Bhd.)

Excluded: - companies ()

(2) Changes in accounting policies, changes in accounting estimates, and restatement

(i) Changes in accounting policies due to revisions to accounting standards and other regulations: None

(ii) Changes in accounting policies due to other reasons: None

(iii) Changes in accounting estimates: None

(iv) Restatement: None

(3) Number of issued shares (common shares)

(i) Total number of issued shares at the end of the period (including treasury shares)

As of May 31, 2026	14,368,800 shares
As of May 31, 2025	14,125,600 shares

(ii) Number of treasury shares at the end of the period

As of May 31, 2026	52 shares
As of May 31, 2025	52 shares

(iii) Average number of shares outstanding during the period

Fiscal Year ended May 31, 2026	14,164,168 shares
Fiscal Year ended May 31, 2025	14,095,092 shares

[Reference] Overview of non-consolidated financial results

1. Non-consolidated financial results for the fiscal year ended May 31, 2026 (from June 1, 2025 to May 31, 2026)

(1) Non-consolidated operating results

(Percentages indicate year-on-year changes.)

	Net sales		Operating profit		Ordinary profit		Profit	
Fiscal year ended	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
May 31, 2026	36,225	(0.3)	1,199	17.9	1,240	20.7	660	61.1
May 31, 2025	36,351	(4.8)	1,017	(60.5)	1,027	(60.3)	410	(78.0)

	Basic earnings per share	Diluted earnings per share
Fiscal year ended	Yen	Yen
May 31, 2026	46.65	45.96
May 31, 2025	29.10	28.60

(2) Non-consolidated financial position

	Total assets	Net assets	Equity-to-asset ratio	Net assets per share
As of	Millions of yen	Millions of yen	%	Yen
May 31, 2026	15,660	8,667	55.3	603.20
May 31, 2025	14,272	8,840	61.9	625.64

Reference: Equity

As of May 31, 2026: ¥ 8,667 million

As of May 31, 2025: ¥ 8,837 million

* Financial results reports are exempt from audit conducted by certified public accountants or an audit firm.

* Proper use of earnings forecasts, and other special matters

The forward-looking statements contained in this document, including financial results forecasts, are based on the information currently available to the Company and certain assumptions considered reasonable. Actual financial results, etc. may differ significantly from them due to wide-ranging factors. For the assumptions that form the basis for financial results forecasts, etc., please refer to “Future Outlook” on page 4 of the Attachments.

(How to obtain supplementary explanatory materials on annual financial results)

Supplementary explanatory materials on annual financial results will be disclosed on the Company’s website (<https://www.bewith.net/en/ir/>). We also plan to hold an annual financial results briefing session (for analysts and institutional investors) on Monday, July 13, 2026.

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1. Overview of Operating Results, etc.

(1) Overview of Operating Results for the Fiscal Year under Review

During the fiscal year ended May 31, 2026, the Japanese economy experienced a gradual recovery driven by improvements in income conditions thanks to continued wage hikes, as well as firm corporate revenues supported by growing demand related to AI. Capital investment also remained firm, mainly in labor saving to cope with labor shortage, as well as investment related to digital transformation (DX). Meanwhile, as rising prices due to surging energy and raw material prices, along with ongoing cost pressure due to labor shortages, affect corporate activities and household budgets, the economic trends remain uncertain.

Looking at the international situation, although expanding investment in the AI and digital areas is expected to serve as factors supporting the global economy, there remain concerns over the impact on energy prices and inflation trends, due to increased energy demand associated with the construction of new data centers and other factors, as well as supply concerns arising from heightened geopolitical tensions in the Middle East. Furthermore, due to other factors affecting corporate activities—including uncertainty surrounding foreign exchange and supply chains—the global economic environment remains unpredictable.

The contact center and business process outsourcing (BPO) industry to which the Group belongs enjoys firm demand for outsourcing services from companies amid tightening labor markets, while increased difficulty in securing human resources and rising labor costs have become issues in the supply. As measures to address these issues, initiatives for the use of generative AI and AI agents have been accelerating, and changes are spreading across the industry in business designs and processes, in which AI and human resources are assumed to work together.

Under such business conditions, in its Medium-Term Management Plan 2025, which covered the period until the fiscal year ended May 31, 2026, the Group established a vision of “a company that continues to grow healthily from roots to buds” and, with which it worked to achieve the following three management policies: (1) Strong growth of Omnia LINK, (2) Advanced contact center and BPO, and (3) Strengthening of management base.

(Contact centers and BPO services)

During the fiscal year ended May 31, 2026, contact centers and BPO services experienced progress in acquiring new projects and expanding existing operations in the financial, IT and distribution industries, which are our focus areas. In the financial sector in particular, we captured customer support projects amid growing asset management needs, as well as demand related to responses to compliance with the new accounting standard for leases. In the IT industry, we expanded projects such as identity verification and help desk support services driven by the spread of digital services such as generative AI. In addition, in the distribution industries, projects handling beauty and health care-related products remained firm. Meanwhile, net sales decreased slightly year-on-year due to the reduced volume of business in a specific public project.

As of May 31, 2026, the number of operation booths totaled 6,660 in 16 locations nationwide.

(Development and sale of the Cloud PBX, Omnia LINK, and other systems)

Regarding the sale of the Cloud PBX, Omnia LINK to outside customers, the number of licenses as of May 31, 2026 totaled 5,721, up 28.3% year-on-year, and the annual recurring revenue (ARR: calculated by multiplying monthly recurring revenue by 12 months) reached ¥1,473 million, up 37.8% year-on-year. During the fiscal year ended May 31, 2026, we continued to make progress in delivering large projects, steadily increasing the number of licenses and ARR.

In addition, to accelerate the growth of Omnia LINK, and as the first step in our global expansion stated in the Medium-Term Management Plan, we acquired 85% of the shares of Radiant Communication Sdn. Bhd. (“Radiant”), an AI and contact center-related company in Malaysia, and made it a consolidated subsidiary. Radiant has a track record of providing systems for contact centers and AI solutions in Malaysia, possesses relevant expertise, and has a close business affinity with the Company. We will promote the localization of Omnia LINK and its expansion into global markets by leveraging Radiant’s knowledge and networks. We will also consider the expansion of KeyAI, an AI agent solution developed in-house by Radiant, in the Japanese market.

Regarding operating expenses, throughout the fiscal year ended May 31, 2026, we optimized the total number of seats at each location and implemented measures to curb the indirect labor cost rate based on the short-term plan disclosed on May 29, 2025, thereby optimizing costs aligned with the level of net sales. Although acquisition-related costs associated with making Radiant a consolidated subsidiary were incurred in the fourth quarter, full-year operating profit increased year-on-year.

As a result of the above initiatives, for the fiscal year ended May 31, 2026, net sales were ¥36,322 million (down 0.3% year-on-year), operating profit was ¥1,167 million (up 9.1% year-on-year), ordinary profit was ¥1,181 million (up 17.6% year-on-year), and profit attributable to owners of parent was ¥579 million (up 27.9% year-on-year).

Segment information is omitted as the contact center and BPO business is the Group's sole segment.

(2) Overview of Financial Position for the Fiscal Year under Review

(Assets)

Total assets as of May 31, 2026 amounted to ¥16,484 million, an increase of ¥1,989 million compared with the end of the previous fiscal year. This was mainly due to a ¥403 million increase in cash and deposits, a ¥476 million increase in accounts receivable - trade, and a ¥679 million increase in goodwill.

(Liabilities)

Total liabilities as of May 31, 2026 amounted to ¥7,669 million, an increase of ¥2,127 million compared with the end of the previous fiscal year. This was mainly due to a ¥1,496 million increase in long-term borrowings and a ¥258 million increase in accounts payable - other.

(Net assets)

Total net assets as of May 31, 2026 amounted to ¥8,815 million, a decrease of ¥137 million compared with the end of the previous fiscal year. This was mainly due to a decrease in retained earnings resulting from the dividends of surplus of ¥1,087 million, despite a ¥256 million increase in share capital and capital surplus resulting from exercise of share acquisition rights, and the recording of ¥579 million in profit attributable to owners of parent.

(3) Overview of Cash Flows for the Fiscal Year under Review

(Cash flows from operating activities)

Net cash provided by operating activities was ¥1,299 million (¥1,176 million provided in the same period of the previous fiscal year). The main component was profit before income taxes of ¥1,013 million (¥834 million in the same period of the previous fiscal year).

(Cash flows from investing activities)

Net cash used in investing activities was ¥1,490 million (¥479 million used in the same period of the previous fiscal year). The main components were purchase of property, plant and equipment of ¥211 million (¥234 million in the same period of the previous fiscal year) due to the expansion of locations, purchase of intangible assets of ¥92 million (¥269 million in the same period of the previous fiscal year), and purchase of shares of subsidiaries resulting in change in scope of consolidation of ¥1,245 million (not applicable in the same period of the previous fiscal year).

(Cash flows from financing activities)

Net cash provided by financing activities was ¥463 million (¥706 million used in the same period of the previous fiscal year). The main components were ¥254 million in proceeds from issuance of shares resulting from exercise of share acquisition rights (¥44 million in the same period of the previous fiscal year) and proceeds from long-term borrowings of ¥1,300 million (not applicable in the same period of the previous fiscal year), offset by dividends paid of ¥1,087 million (¥746 million in the same period of the previous fiscal year).

(4) Future Outlook

The fiscal year ending May 31, 2027 will be the first year of our new Medium-Term Management Plan. We will work to steadily implement each measure to achieve the goals in the plan.

In contact center and BPO business, we are positioning our new service model, which leverages the strengths of integrating our proprietary AI-powered platform with on-site operations, as “BPM (Business Process Modernization).” We will vigorously drive forward business transformation by generating high added value through AI agents, while also aiming to establish a new revenue structure by transitioning to a transaction-based billing model that charges according to usage. In line with this, we plan to make concerted efforts to acquire new projects while enhancing the Group’s overall competitive advantage, including by strengthening our consulting-type services that provide end-to-end support for AI implementation.

In the Global AI and IT business, which encompasses sales of Omnia LINK to outside customers, we will work to incrementally expand our global operations, with a focus on the ASEAN market. By fully leveraging the local customer base, network-building expertise, and AI development capabilities of Radiant Communication Sdn. Bhd., which became a consolidated subsidiary in May 2026, we aim to accelerate the localization and market penetration of Omnia LINK and establish a unique position in the Malaysian market.

In addition, by integrating “KeyAI,” the AI agent solution developed by that company, with Omnia LINK to offer a comprehensive AI contact center solution, the Company aims to further expand its customer base and accelerate revenue growth.

As the initiative to improve profitability is also an important issue, we will maintain the benefits achieved from reducing the indirect labor cost rate in the fiscal year ended May 31, 2026, while continuing to establish an appropriate structure aligned with the level of net sales. At the same time, we will strive to improve productivity by streamlining business processes, proactively putting AI to use, thereby working toward sustained improvements to profitability.

Through the efforts mentioned above, we forecast net sales of ¥38,300 million (up 5.4% year-on-year), operating profit of ¥1,600 million (up 37.1% year-on-year), ordinary profit of ¥1,580 million (up 33.8% year-on-year), and profit attributable to owners of parent of ¥950 million (up 64.0% year-on-year) for the fiscal year ending May 31, 2027.

2. Basic Policy on Selection of Accounting Standards

The Group has adopted the Generally Accepted Accounting Principles in Japan (Japanese GAAP), in consideration of the comparability of the consolidated financial statements between terms, as well as between companies. With respect to the timing of application of International Financial Reporting Standards (IFRS), our policy is to conduct careful consideration in light of various domestic and overseas circumstances.

3. Consolidated Financial Statements and Principal Notes

(1) Consolidated Balance Sheets

(Millions of yen)

	As of May 31, 2025	As of May 31, 2026
Assets		
Current assets		
Cash and deposits	6,088	6,492
Accounts receivable - trade	4,089	4,566
Contract assets	-	69
Merchandise	2	37
Work in process	61	2
Supplies	4	4
Other	360	454
Allowance for doubtful accounts	(3)	(7)
Total current assets	10,603	11,618
Non-current assets		
Property, plant and equipment		
Buildings	2,171	2,069
Accumulated depreciation	(1,087)	(1,077)
Buildings, net	1,083	991
Tools, furniture and fixtures	1,126	1,464
Accumulated depreciation	(759)	(897)
Tools, furniture and fixtures, net	367	566
Construction in progress	8	476
Other	5	44
Accumulated depreciation	(1)	(19)
Other, net	4	25
Total property, plant and equipment	1,463	2,060
Intangible assets		
Goodwill	4	684
Software	541	303
Other	41	9
Total intangible assets	587	997
Investments and other assets		
Investment securities	147	135
Leasehold and guarantee deposits	1,256	1,165
Deferred tax assets	401	470
Other	35	36
Total investments and other assets	1,840	1,807
Total non-current assets	3,890	4,866
Total assets	14,494	16,484

(Millions of yen)

	As of May 31, 2025	As of May 31, 2026
Liabilities		
Current liabilities		
Short-term borrowings	-	104
Current portion of long-term borrowings	2	267
Accounts payable - other	692	950
Accrued expenses	1,952	1,783
Income taxes payable	199	445
Accrued consumption taxes	583	622
Contract liabilities	14	147
Provision for bonuses	341	364
Provision for shareholder benefit program	197	238
Asset retirement obligations	66	-
Other	575	547
Total current liabilities	4,625	5,472
Non-current liabilities		
Long-term borrowings	18	1,250
Deferred tax liabilities	-	18
Retirement benefit liability	6	7
Asset retirement obligations	887	910
Other	3	9
Total non-current liabilities	916	2,196
Total liabilities	5,541	7,669
Net assets		
Shareholders' equity		
Share capital	915	1,044
Capital surplus	1,018	1,147
Retained earnings	7,006	6,497
Treasury shares	(0)	(0)
Total shareholders' equity	8,941	8,689
Share acquisition rights	2	0
Non-controlling interests	9	126
Total net assets	8,952	8,815
Total liabilities and net assets	14,494	16,484

(2) Consolidated Statements of Income and Comprehensive Income

Consolidated Statements of Income

(Millions of yen)

	For the fiscal year ended May 31, 2025	For the fiscal year ended May 31, 2026
Net sales	36,424	36,322
Cost of sales	31,236	30,964
Gross profit	5,187	5,358
Selling, general and administrative expenses	4,117	4,191
Operating profit	1,069	1,167
Non-operating income		
Interest income	0	0
Dividend income	0	0
Insurance claim income	-	6
Subsidy income	5	13
Other	2	6
Total non-operating income	8	28
Non-operating expenses		
Interest expenses	0	0
Share of loss of entities accounted for using equity method	73	12
Other	0	1
Total non-operating expenses	74	13
Ordinary profit	1,004	1,181
Extraordinary income		
Gain on sale of non-current assets	-	0
Gain on sale of investment securities	75	-
Total extraordinary income	75	0
Extraordinary losses		
Impairment losses	232	161
Loss on retirement of non-current assets	13	5
Total extraordinary losses	245	167
Profit before income taxes	834	1,013
Income taxes - current	432	508
Income taxes - deferred	(60)	(69)
Total income taxes	372	438
Profit	461	574
Profit (loss) attributable to non-controlling interests	9	(4)
Profit attributable to owners of parent	452	579

Consolidated Statements of Comprehensive Income

(Millions of yen)

	For the fiscal year ended May 31, 2025	For the fiscal year ended May 31, 2026
Profit	461	574
Comprehensive income	461	574
Comprehensive income attributable to		
Comprehensive income attributable to owners of parent	452	579
Comprehensive income attributable to non-controlling interests	9	(4)

(3) Consolidated Statements of Changes in Equity

For the fiscal year ended May 31, 2025

(Millions of yen)

	Shareholders' equity			
	Share capital	Capital surplus	Retained earnings	Treasury shares
Balance at beginning of period	893	996	7,300	(0)
Changes during period				
Issuance of new shares - exercise of share acquisition rights	22	22		
Dividends of surplus			(746)	
Profit attributable to owners of parent			452	
Purchase of treasury shares				(0)
Net changes in items other than shareholders' equity				
Total changes during period	22	22	(293)	(0)
Balance at end of period	915	1,018	7,006	(0)

	Shareholders' equity	Share acquisition rights	Non-controlling interests	Total net assets
	Total shareholders' equity			
Balance at beginning of period	9,190	2	-	9,192
Changes during period				
Issuance of new shares - exercise of share acquisition rights	44			44
Dividends of surplus	(746)			(746)
Profit attributable to owners of parent	452			452
Purchase of treasury shares	(0)			(0)
Net changes in items other than shareholders' equity		-	9	9
Total changes during period	(249)	-	9	(240)
Balance at end of period	8,941	2	9	8,952

For the fiscal year ended May 31, 2026

(Millions of yen)

	Shareholders' equity			
	Share capital	Capital surplus	Retained earnings	Treasury shares
Balance at beginning of period	915	1,018	7,006	(0)
Changes during period				
Issuance of new shares - exercise of share acquisition rights	128	128		
Dividends of surplus			(1,087)	
Profit attributable to owners of parent			579	
Purchase of treasury shares				
Net changes in items other than shareholders' equity				
Total changes during period	128	128	(508)	-
Balance at end of period	1,044	1,147	6,497	(0)

	Shareholders' equity	Share acquisition rights	Non-controlling interests	Total net assets
	Total shareholders' equity			
Balance at beginning of period	8,941	2	9	8,952
Changes during period				
Issuance of new shares - exercise of share acquisition rights	256			256
Dividends of surplus	(1,087)			(1,087)
Profit attributable to owners of parent	579			579
Purchase of treasury shares	-			-
Net changes in items other than shareholders' equity		(2)	117	114
Total changes during period	(251)	(2)	117	(137)
Balance at end of period	8,689	0	126	8,815

(4) Consolidated Statements of Cash Flows

(Millions of yen)

	For the fiscal year ended May 31, 2025	For the fiscal year ended May 31, 2026
Cash flows from operating activities		
Profit before income taxes	834	1,013
Depreciation	390	492
Amortization of goodwill	8	4
Increase (decrease) in allowance for doubtful accounts	3	(0)
Increase (decrease) in provision for bonuses	12	22
Increase (decrease) in provision for shareholder benefit program	122	41
Interest and dividend income	(0)	(0)
Insurance claim income	-	(6)
Compensation income	(1)	-
Subsidy income	(5)	(13)
Interest expenses	0	0
Share of loss (profit) of entities accounted for using equity method	73	12
Loss (gain) on sale of investment securities	(75)	-
Impairment losses	232	161
Loss (gain) on sale and retirement of non-current assets	13	5
Decrease (increase) in trade receivables	84	(240)
Decrease (increase) in inventories	(59)	59
Increase (decrease) in retirement benefit liability	0	0
Decrease (increase) in other assets	(12)	16
Increase (decrease) in trade payables	(62)	66
Increase (decrease) in accrued consumption taxes	(200)	38
Increase (decrease) in other liabilities	516	(109)
Other, net	6	28
Subtotal	1,883	1,592
Interest and dividends received	0	0
Interest paid	(0)	(6)
Proceeds from insurance income	-	6
Proceeds from compensation	1	-
Subsidies received	6	7
Income taxes paid	(714)	(301)
Net cash provided by (used in) operating activities	1,176	1,299

(Millions of yen)

	For the fiscal year ended May 31, 2025	For the fiscal year ended May 31, 2026
Cash flows from investing activities		
Purchase of property, plant and equipment	(234)	(211)
Purchase of intangible assets	(269)	(92)
Purchase of investment securities	(135)	-
Proceeds from sale of investment securities	243	-
Payments for asset retirement obligations	(3)	(86)
Decrease (increase) in time deposits	1	0
Payments of leasehold and guarantee deposits	(138)	(24)
Proceeds from refund of leasehold and guarantee deposits	58	119
Purchase of shares of subsidiaries resulting in change in scope of consolidation	-	(1,245)
Other, net	(1)	48
Net cash provided by (used in) investing activities	(479)	(1,490)
Cash flows from financing activities		
Proceeds from long-term borrowings	-	1,300
Repayments of long-term borrowings	(3)	(2)
Proceeds from issuance of shares resulting from exercise of share acquisition rights	44	254
Purchase of treasury shares	(0)	-
Dividends paid	(746)	(1,087)
Other, net	(0)	(0)
Net cash provided by (used in) financing activities	(706)	463
Net increase (decrease) in cash and cash equivalents	(10)	271
Cash and cash equivalents at beginning of period	6,095	6,085
Cash and cash equivalents at end of period	6,085	6,357

(5) Notes to Consolidated Financial Statements

(Notes on going concern assumption)

Not applicable.

(Business Combination, etc.)

Business combination through acquisition

At a meeting of its Board of Directors held on April 27, 2026, the Company resolved to acquire 85% of the shares of Radiant Communication Sdn. Bhd. (headquarters: Kuala Lumpur, Malaysia) and to make it a consolidated subsidiary of the Company. In addition, the Company entered into a share transfer agreement with that company on April 27, 2026, and acquired the shares as of May 29, 2026.

(1) Overview of the business combination

i. Name of the acquired company and its business description

Name of the acquired company: Radiant Communication Sdn. Bhd.

Business description: Omnichannel customer experience (CX) solutions, artificial intelligence (AI), software development, system integration

Sales, rental, and maintenance of communication equipment including IP-PBX

ii. Main reason for the business combination

The Group has positioned external sales of “Omnia LINK,” its in-house-developed Cloud PBX, as its strategy for growth. Through this share acquisition, we will bring Radiant Communication Sdn. Bhd., which possesses expertise and a network in the contact center business in the Malaysian market, into the Group. This, in turn, will enable the Company to enhance the localization and multilingual capabilities of Omnia LINK as it begins to make inroads into the global market. Furthermore, by leveraging that company’s AI solutions and its other technologies and expertise to enhance the value of services in the Japanese market, we aim to drive growth in the Omnia LINK external sales business and sustainably heighten the Group’s corporate value.

iii. Business combination date

May 29, 2026 (Deemed acquisition date: March 31, 2026)

iv. Legal format of business combination

Acquisition of shares for cash consideration

v. Name after business combination

No change

vi. Acquired voting rights ratio

85.0%

vii. Main grounds leading to determination of acquiring company

Because the Company acquired the shares for cash consideration.

(2) Period of business performance of acquired company included in consolidated financial statements

Because the acquisition took place at the end of the current fiscal year, the acquired company’s results are not included in the results for the current fiscal year.

(3) Cost of acquiring the acquired company and breakdown by type of consideration

Acquisition consideration	Cash	1,373 million yen
Acquisition cost		1,373 million yen

(4) Details of contingent consideration provided for in the business combination agreement and future accounting policies

i. Details of contingent consideration

The acquisition consideration does not include contingent consideration. The Company has included an

earn-out provision that provides for the payment of additional consideration based on the extent to which the acquired company achieves its cumulative earnings target (EBITDA) from January 2026 through December 2027. Under the terms of this agreement, a contingent consideration (earn-out) of up to 9.5 million MYR (Malaysian ringgit) will be payable upon fulfillment of certain conditions.

ii. Future accounting policies

In the event of a change in the consideration paid for the acquisition, the acquisition cost will be adjusted as if the change had occurred at the time of acquisition, and the amount of goodwill and the amount of goodwill amortization will be adjusted accordingly.

(5) Details and amounts of major acquisition-related costs
Advisory fees, etc. 146 million yen

(6) Amount of goodwill generated, cause of generation, amortization method, and amortization period

i. Amount of goodwill generated

684 million yen

The amount listed above is a provisionally calculated figure, as the period from the business combination date to the balance sheet date was short, and the identification and fair value estimation of identifiable assets and liabilities as of the business combination date have not yet been completed. As such, the allocation of the acquisition cost has not been finalized.

ii. Cause of generation

This is on account of the expected future excess earning power resulting from our future business expansion.

iii. Amortization method and amortization period

Straight-line depreciation over five years is expected.

(7) The amounts of assets acquired and liabilities assumed as of the business combination date, and their main breakdowns

Current assets	631 million yen
Non-current assets	722 million yen
<u>Total assets</u>	<u>1,354 million yen</u>
Current liabilities	323 million yen
Non-current liabilities	219 million yen
<u>Total liabilities</u>	<u>543 million yen</u>

(8) Approximate amounts and their calculation method of impact on the Consolidated Statements of Income for the current fiscal year, assuming that the business combinations had been completed on the commencement date of the fiscal year

An estimate of the financial impact is not presented as it is difficult to reasonably calculate.

(Segment information, etc.)

[Segment Information]

Segment information is omitted as the contact center and BPO business is the Group's sole segment, and thus such information is immaterial.

(Per share information)

	For the fiscal year ended May 31, 2025	For the fiscal year ended May 31, 2026
Net assets per share (Yen)	632.97	604.72
Basic earnings per share (Yen)	32.12	40.89
Diluted earnings per share (Yen)	31.56	40.29

(Notes) 1. The basis for calculation of basic earnings per share and diluted earnings per share is as follows.

	For the fiscal year ended May 31, 2025	For the fiscal year ended May 31, 2026
Basic earnings per share		
Profit attributable to owners of parent (Millions of yen)	452	579
Amount not attributable to common shareholders (Millions of yen)	—	—
Profit attributable to owners of parent related to common shares (Millions of yen)	452	579
Average number of common shares outstanding during the period (Shares)	14,095,092	14,164,168
Diluted earnings per share		
Adjustment for profit attributable to owners of parent (Millions of yen)	—	—
Increase in number of common shares (Shares)	250,198	210,168
(Of which, share acquisition rights (Shares))	[250,198]	[210,168]
Overview of dilutive shares not included in the calculation of diluted earnings per share due to their non-dilutive effect		—

2. The basis for calculation of net assets per share is as follows.

	As of May 31, 2025	As of May 31, 2026
Total amount in net assets (Millions of yen)	8,952	8,815
Amount deducted from total amount in net assets (Millions of yen)	11	126
(Of which, share acquisition rights (Millions of yen))	[2]	[0]
(Of which, non-controlling interests (Millions of yen))	[9]	[126]
Net assets at the end of the period related to common shares (Millions of yen)	8,941	8,689
Number of common shares at the end of the period used for calculation of net assets per share (Shares)	14,125,548	14,368,748

(Significant subsequent events)

Not applicable.