

June 23, 2025

To whom it may concern:

Company name Needs Well Inc.
Representative Kozo Funatsu, Chairman, President and CEO
(Stock code: 3992, Tokyo Stock Exchange Prime Market)

Notice Regarding Participation in Tender Offer for Ascentech K.K. and Collaborative Relationship with Ascentech K.K.

Needs Well Inc. (Head office: Chiyoda-ku, Tokyo; Chairman, President and CEO: Kozo Funatsu; hereinafter the “Company”) hereby announces that the Company and Ascentech K.K. (Head office: Chiyoda-ku, Tokyo; CEO: Takashi Matsuura; hereinafter “Ascentech”), with whom the Company had previously concluded a capital and business alliance agreement, have decided to transition to a business alliance agreement following Ascentech’s statement of opinion in support of the tender offer to be conducted by OPI 18 Corporation (Head office: Minato-ku, Tokyo; CEO: Seichi Miyake; hereinafter “OPI 18”).

1. Collaborative Relationship between the Company and Ascentech

Ascentech is an IT company which contributes to workstyle reform through offering virtual desktop solutions and infrastructure solutions. Ascentech and the Company concluded a business alliance agreement in November 2021 to sell, install, and maintain solutions for building remote work environments under highly secure environments in a short period of time and at low cost through mutual collaboration, and then concluded a capital and business alliance agreement and mutually acquired shares in February 2022. Since then, we have worked to strengthen our collaborative relationship through initiatives such as expanding sales channels for solutions and jointly hosting seminars.

Additionally, in April 2025, the Company entered into a master partner agreement with CXJ K.K. (Head office: Chiyoda-ku, Tokyo; President and Representative Director: Rossy Celio Dayman), a subsidiary of Ascentech, which engages in sales of Citrix products, and started to offer virtualization solutions which utilize Citrix products.

Following Ascentech’s statement of opinion in support of the tender offer by OPI 18, the Company resolved today to participate in the tender offer.

Additionally, Ascentech and the Company have reached an agreement to dissolve the capital and business alliance and transition to a business alliance. We remain committed to further strengthening our collaboration in the solutions domain with the aim of continued mutual growth.

2. Impact on Financial Results

Upon the completion of the tender offer as planned, the Company expects to record a gain on sale of investment securities (extraordinary income) of approximately ¥64 million for the fiscal year ending September 30, 2025.

3. Overview of the Company

Name:	Needs Well Inc. https://www.needswell.com/		
Location:	13F, New Otani Garden Court, 4-1 Kioi-cho, Chiyoda-ku, Tokyo, Japan		
Representative:	Kozo Funatsu, Chairman, President and CEO	Date of establishment:	October 1986
Number of employees (consolidated)	616 (as of September 30, 2024)	Share capital	¥908 million (as of September 30, 2024)
Description of business:	Development, operation and maintenance of software; development, sales, operation and maintenance of solution products		
Inquiries:	Management Planning Division	E-mail: ir-contact@needswell.com	

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