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September 16, 2025

To whom it may concern:

Company name	Needs Well Inc.
Representative	Hajime Matsuoka, President and CEO (Stock code: 3992, Tokyo Stock Exchange Prime Market)
Inquiries	Koji Tabata, Managing Director and Executive Officer (e-mail: ir-contact@needswell.com)

Notice Regarding Needs Well's Transition to a Company with an Audit and Supervisory Committee

Needs Well Inc. (Head office: Chiyoda-ku, Tokyo; President and CEO: Hajime Matsuoka; hereinafter the "Company") hereby announces that, at its Board of Directors meeting held on September 16, 2025, it resolved to transition to a company with an Audit and Supervisory Committee, a specific corporate structure set out under the Companies Act of Japan. The transition is subject to approval at the 39th Ordinary General Meeting of Shareholders, which is scheduled to be held in December 2025.

1. Reason for Needs Well Transitioning to a Company with an Audit and Supervisory Committee

Needswell has consistently pursued our corporate philosophy — "Continuing to contribute broadly to the economic and social development"— engaging in ongoing discussions aimed at enhancing sustainable corporate value.

In this context, we have decided to transition from a company with a board of corporate auditors to a company with an audit and supervisory committee. By appointing audit and supervisory committee members as part of the Board of Directors, we aim to strengthen the supervisory function of the Board, enhance our corporate governance framework, and enable more agile and appropriate decision-making under effective oversight. Furthermore, we seek to enrich strategic discussions on medium- to long-term management at the Board level, thereby driving further improvements in corporate value.

Under the new governance structure, we will continue to pursue business expansion and sustainable growth over the medium to long term. In line with our management philosophy, we remain committed to delivering solutions that fundamentally meet our customers' needs and contributing to the creation of a more prosperous society through the collective efforts of our entire organization.

2. Schedule for the Transition to a Company with an Audit and Supervisory Committee

The Company plans to transition to a company with an Audit and Supervisory Committee upon approval of an amendment to its Articles of Incorporation at the 39th Ordinary General Meeting of Shareholders, which is scheduled to be held in December 2025.

3. Planned date of change

The details of the amendment to the Articles of Incorporation and personnel of executive officers, related to the transition to a company with an audit and supervisory committee, will be announced as soon as they are decided.

End