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For Immediate Release

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Prime Market of the Tokyo Stock Exchange)  
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**Announcement regarding the Conclusion of Share Transfer Agreement  
for Acquiring OS Communications ( for 100% Consolidation)**

The Company (hereinafter, simply “we”) announce that, at the meeting of the Board of Directors held today, we resolved to enter into a share transfer agreement (the "Agreement") for acquiring the shares of Outsourcing Communications, Inc. (hereinafter, “OS Communications”) and making it our wholly-owned subsidiary. However, we intend to acquire only its contact center business (the "Target Business"), so we will acquire the shares of OS Communications after it transfers the other businesses to BREXA Group. The details are as follows:

Details

1. Reason for the Acquisition

We are providing comprehensive network security services, including post monitoring, customer support, debugging, and cybersecurity, with the management philosophy of "We Guard All."

We are building a next-generation AI-BPO model. This model combines the vast amount of operational data and operational know-how we have accumulated to date with AI and the added value of "people" who have even more advanced knowledge and experience. In addition to implementing this AI-BPO in existing business domains such as reputational research, posting monitoring, and customer support, we are expanding it into areas such as back-office, security/network management, and sales/marketing. In this way, we are moving away from labor-intensive businesses. Our vision is to create a world in which all companies can concentrate on creating their own value. As the first strategic step in realizing this vision, we have decided to bring OS Communications into our group and acquire a new weapon of outbound calls.

The domestic contact center market is estimated to be worth approximately 1 trillion yen, and growth continues against the backdrop of chronic labor shortages and the spread of inside sales. On the other hand, competition is intensifying in the outbound market, which relies on conventional human sea tactics. In addition, in Europe and the United States, automation of early approaches through AI is widely accepted, and inside sales are becoming more efficient. In the Japanese marketplace, however, the introduction of AI has been remarkably delayed due to the unique barrier in Japan of "psychological resistance to mechanical voice and automatic responses."

Outbound calls utilizing AI do not prevail in the Japanese market because "outbound calls by AI" themselves are not accepted. Rather, we believe that a major factor is that "we have not established a sophisticated operational foundation that identifies the areas in which AI can be utilized and the areas in which people should respond, and that seamlessly links the 2." We view this issue as our biggest business opportunity and will develop the market with a unique approach.

In this area, we will combine OS Communications's extremely high-quality dialogue skills and management know-how with the vast amount of dialogue data and AI technical knowledge that we have cultivated. This will create an entirely new hybrid-type outbound platform that optimally combines AI efficiency with human flexibility. Especially in the outbound area, the Company boasts a strong track record in "flexible communication tailored to individual customers." We have determined that OS Communications's "outstanding skills in personnel handling" are the most compatible soil for realizing the next-generation model of "AI multiplied by people" that we are promoting. In addition, this acquisition was made after OS Communications specialized in the contact center business, and we are confident that by swiftly combining the Company's expertise with our AI techniques, we can build a next-generation model of "AI multiplied by people" that is unrivaled by other companies, at the shortest possible distance

(1) Short-term synergies

- Promoting cross-selling by utilizing mutual customer base

We will work to expand sales at an early stage by mutually providing solutions to the existing customers of both companies.

- Improving profitability by sharing mutual inbound and outbound businesses

We will optimize the resource utilization rate and improve the profit margin of the entire Group by standardizing the operational resources of both companies.

(2) Medium-to long-term initiatives

- Improving conversion rate by using our own AI to achieve "zero resistance" by our customers

We will maximize the contract conversion rate by realizing high-quality dialogue that takes into account customer attributes, emotions, and context, rather than just reading the scripts.

- A shift to a high-profitability model where profit margins improve as sales grow

The more customer data is accumulated, the more sales and labor costs are unrelated, and the more marginal profit margin continues to improve.

Taking these challenges as a foothold, we will become a market leader in the "AI-BPO" domain and contribute to the creation of value for our customers. At the same time, we will maximize our corporate value over the medium to long term. Going forward, by continuing to aggressively expand into areas such as this case where we can expect a combination of data/know-how of its existing businesses" with "our AI technology" in addition to our own organic growth, we will pursue strategic and discontinuous growth and establish a foundation for sustainable growth.

## 2. Outline of this Acquisition

We plan to do this in the following manner:

- (1) The business excluding the Target Business of OS Communications will be transferred to BREXA Group through intra-group business restructuring (Completed in April 2026).
- (2) We acquire all shares of OS Communications from BREXA Technology, Inc.(planned in June 2026)

### 3. Overview of the Subsidiary to be Transferred

#### (1) Subsidiary to be transferred

(1) Name	Outsourcing Communications Inc. (or OS Communications)		
(2) Address	1-8-3 Marunouchi, Chiyoda-ku, Tokyo		
(3) Title/name of representative	Takashi Sawata, Representative Director		
(4) Business	Contact center business		
(5) Common stock	55 million yen		
(6) Date of Establishment	March 2018		
(7) Major shareholders and percentage of shares held	BREXA Technology Inc. (100% owned)		
(8) Relation with the Company	Capital relationship	Not applicable.	
	Human relations	Not applicable.	
	Business relationship	Not applicable.	
(9) Results of operations and financial position for the last 3 years (in thousands yen)*			
Fiscal year end	Year ended December 31, 2023	Year ended December 31, 2024	Year ended December 31, 2025
Net assets	204,039	307,131	405,488
Total assets	479,196	559,620	662,807
Net asset per share (yen)	185	279	369
Net sales	1,670,826	1,847,780	1,821,937
Operating income	161,112	144,437	146,186
Ordinary income	163,755	147,601	149,105
Net Income	108,107	103,091	98,356
Net income per share(yen)	98	94	89

※ The results of operations and financial position described above are results prior to the intra-group business reorganization described in "2. Outline of this Acquisition." The only business we will acquire is its contact center business.

#### 4. Outline of the Counterparty to the Share Transfer Agreement

(1)Name	BREXA Technology Inc.	
(2)Address	1-8-3 Marunouchi, Chiyoda-ku, Tokyo	
(3)Title/name of representative	Takayuki Yamazaki, Representative Director, President and Chief Executive Officer	
(4)Business Activities	Domestic engineers outsourcing business	
(5)Common stock	483,654 thousand yen	
(6)Date of Establishment	December 2004	
(7)Net assets	26,686,533 thousand yen	
(8)Total assets	48,890,900 thousand yen	
(9)Major shareholders and percentage of shares held	BREXA Holdings, Inc (100% owned)	
(10) Relation with the Company	Capital relationship	Not applicable.
	Human relations	Not applicable.
	Business relationship	Not applicable.

#### 5.Number of Shares Acquired, Acquisition Price, and Shareholding Before and After the Acquisition

(1)Shares owned prior to the transaction	0 shares (Number of voting rights: 0) (Percentage of voting rights: 0.0%)
(2)Total share repurchased	1,100 shares (Number of voting rights: 1,100)
(3)Shares owned after the transaction	1,100 shares (Number of voting rights: 1,100) (Percentage of voting rights: 100%)

The acquisition cost is as follows:

Acquisition cost	Expenses related to acquisition of common stock	290 million yen
	Advisory expenses, etc. (approximate amount)	4.5 million
	Total (approximate amount)	294.5 millions yen

#### 6.Schedule

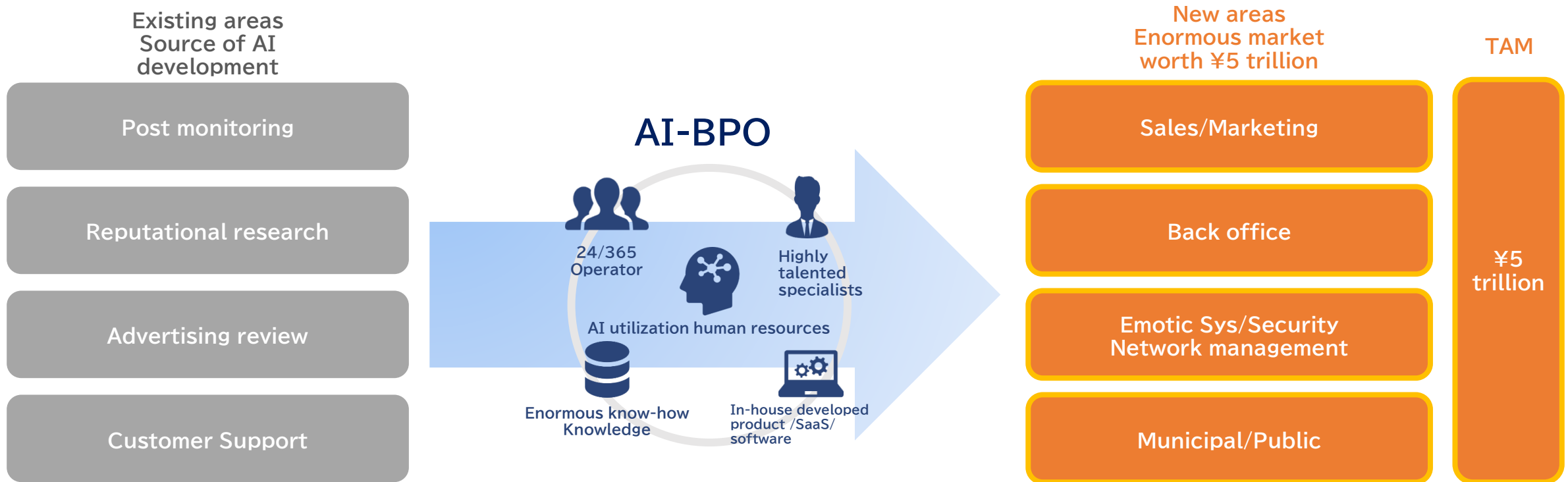
(1)Board resolution	May 22, 2026
(2)Date of the share transfer agreement	May 22, 2026
(3)Date the shares	June 1, 2026 (planned)

#### 7. Future Outlook

We will announce the results of the share acquisition as soon as it becomes clear. We are currently examining the impact of this share acquisition on our consolidated results for the fiscal year ending September 2026, and we will promptly inform you of any issues that should be announced in the future.

End

The starting point is not what we can do with AI, but what we can do with people.  
Shift from labor-intensive to high-value-added, and enter new business areas with high-profit models



A stock-type business model in which profitability improves with compounding due to AI utilization

Obtain OSCOM's personal communications teacher data  
Identify areas where AI can be addressed and areas where people should address, and redesign business processes

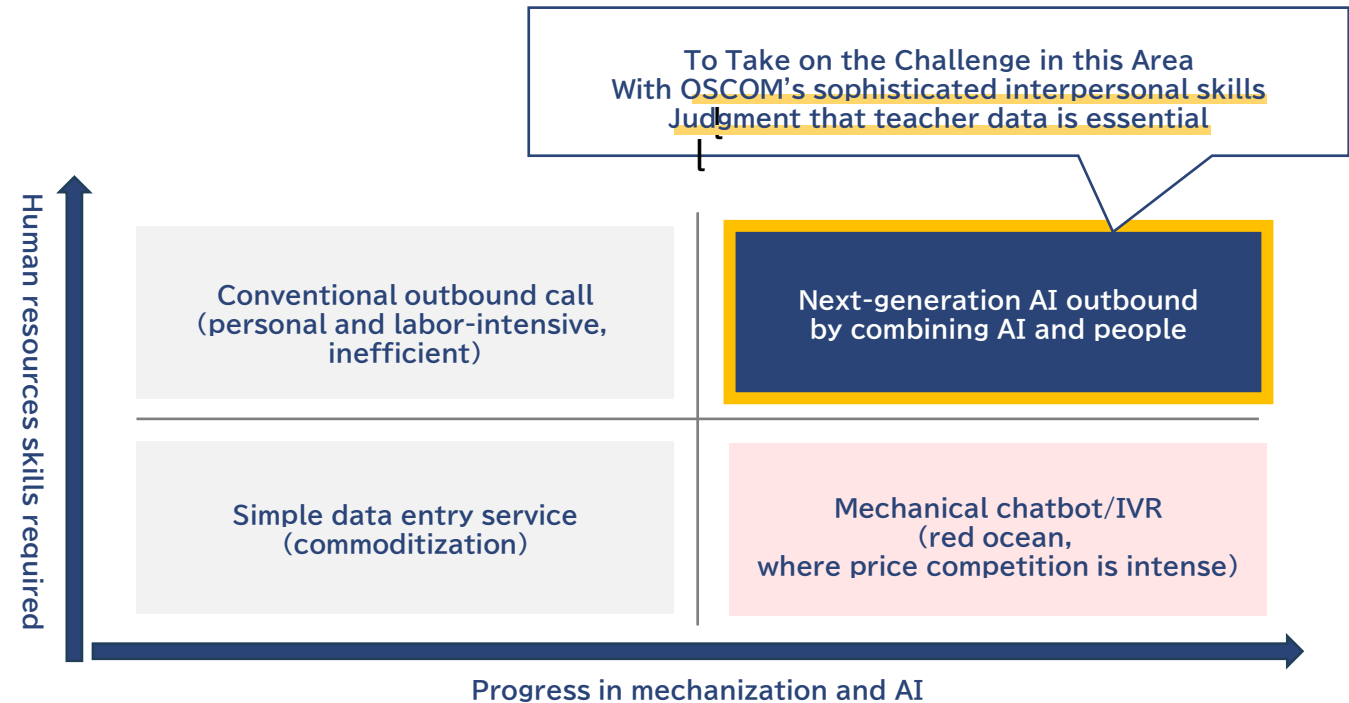
## First step toward realizing this vision



Through M&A of OSCOM  
[Best Teacher Data] Obtain

Of "AI x advanced interpersonal skills"  
Create next-generation models

## Our Market Perception



The more data is accumulated,  
Loop with improved profitability



## Short-term Synergies



**Cross-selling by utilizing mutual customer base**  
Early sales growth through mutual provision of solutions

**Sharing of in-outbound resources**  
Share resources to optimize utilization  
Improve group-wide profit margins

## Medium-to long-term synergies



**Improve contract conversion rate by using our own AI**  
Achieve high-quality dialogue, considering customer attributes, context, and emotion  
Achieve personalized outbound and improve contract conversion rate

**Shift to a highly profitable model**  
The more customer data is accumulated,  
the more sales and labor costs are unrelated,  
and the more marginal profit margin continues to improve.