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May 26, 2026

Company Name	SHIFT Inc.
Representative	Masaru Tange, CEO and Representative Director (TSE Prime Market Code: 3697)
Inquiries	Motoya Kobayashi, Director TEL: +81-3-6809-1165

Notice Regarding Consolidation of Back-Office Functions of 15 Companies within the SHIFT Group through an Absorption-Type Company Split

SHIFT Inc. ("SHIFT," headquartered in Minato-ku, Tokyo, Japan; Masaru Tange, CEO and Representative Director) hereby announces that it has resolved at a Board of Directors meeting held today to carry out an absorption-type company split targeting the back-office functions of 15 companies within the SHIFT Group* (hereinafter, the "Reorganization"), mainly those providing system development services. Through the Reorganization, the SHIFT Group will advance the centralization of shared back-office services and further strengthen and streamline group-wide back-office functions leveraging AI.

Please note that, as the Reorganization constitutes a tax-qualified, simplified absorption-type company split without consideration involving consolidated subsidiaries, certain disclosure items and details have been omitted from this announcement in accordance with applicable requirements.

* 15 companies

Company	Representative Director	HQ
Stride Digital Group Inc.	Shoji Hatakeyama	Meguro-ku, Tokyo
SHIFT Growth Capital Inc.	Hidetaka Kojima	Minato-ku, Tokyo
ALH Inc.	Shoji Hatakeyama	Meguro-ku, Tokyo
SHIFT PLUS, Inc.	Kengo Watanuki	Kochi-shi, Kochi
SystemI Co., Ltd.	Keisuke Kuzukawa	Yokohama-shi, Kanagawa
Analytics Japan Co., Ltd.	Daisaku Mizoguchi	Fujisawa-shi, Kanagawa
SNC Co., Ltd.	Yoshiki Nakachika	Osaka-shi, Osaka
CLUTCH Inc.	Yasuhiro Sugiyama	Shibuya-ku, Tokyo
HOPES Corporation	Kentaro Uehara	Chuo-ku, Tokyo
CREIT SOLUTIONS Inc.	Takayuki Baba	Chiyoda-ku, Tokyo
HumanSystem Co., Ltd.	Emi Yunokawa	Minato-ku, Tokyo
Club Nets Corporation	Shinya Ashina	Shibuya-ku, Tokyo
Manage Business Co., Ltd.	Kazunori Abe	Ohta-ku, Tokyo
Kronos Co., Ltd	Shoji Hatakeyama	Shinagawa-ku, Tokyo
CRAFT MILES Inc.	Kohei Mizushima	Chuo-ku, Tokyo

1. Purpose of the Reorganization

Since launching its software testing business in 2009, SHIFT has developed its operations with a core focus on software quality assurance, serving a wide range of industries, from enterprise to entertainment. Beginning around 2019, SHIFT accelerated its M&A activities and currently oversees a total of 40 group companies (as of April 2026). As the SHIFT Group, we have continued to expand our business by providing integrated services ranging from planning and design to system development, testing, and related services.

In addition, SHIFT has been accelerating its transformation into an “AI-driven company.” Under “SHIFT 3000,” which targets net sales of ¥300 billion, we aim to achieve further business growth as an AI-driven company by strengthening “With-AI*1” initiatives and pursuing discontinuous growth through “Native-AI*2.”

In particular, “AI Modernization,” one of the pillars of “Native-AI,” has generated orders totaling ¥2.55 billion within approximately two months of launch, and is expected to continue achieving significant non-linear growth.

With respect to “AI BPaaS,” another key driver of “Native-AI” alongside “AI Modernization,” as reported in our [FY2026 Q2 financial results](#), we are promoting the following four steps; 1. AI transformation of SHIFT standalone back-office: 2. Shared office/AI transformation across 40 group companies: 3. Transforming back-office into profit center: and 4. Transforming existing BPaaS with AI. The Reorganization corresponds to Step 2 above.

At SHIFT on a standalone basis, we have in principle already paused new hiring for back-office positions, broken down operations into 892 individual tasks, and leveraged AI agents to achieve a reduction in man-hours as of April 2026. We are beginning to see tangible results from the “AI transformation of SHIFT’s standalone back-office functions.”

Going forward, including through this Reorganization, we will continue to advance: 2. Shared office/AI transformation across 40 group companies: 3. Transforming back-office into profit center: and 4. Transforming existing BPaaS with AI.

This Reorganization primarily targets back-office functions such as human resources and treasury at 15 companies within the SHIFT Group, mainly those providing system development services.

Through the Reorganization, the SHIFT Group will further accelerate its transformation into an AI-driven company and, as an integrated group, strive to enhance corporate value.

*1 Enhancing efficiency and added value in existing development, testing, and consulting services through the utilization of AI.

*2 Services newly enabled by AI, distinct from traditional business offerings.

2. Summary of the Reorganization

(a) Schedule of the Reorganization

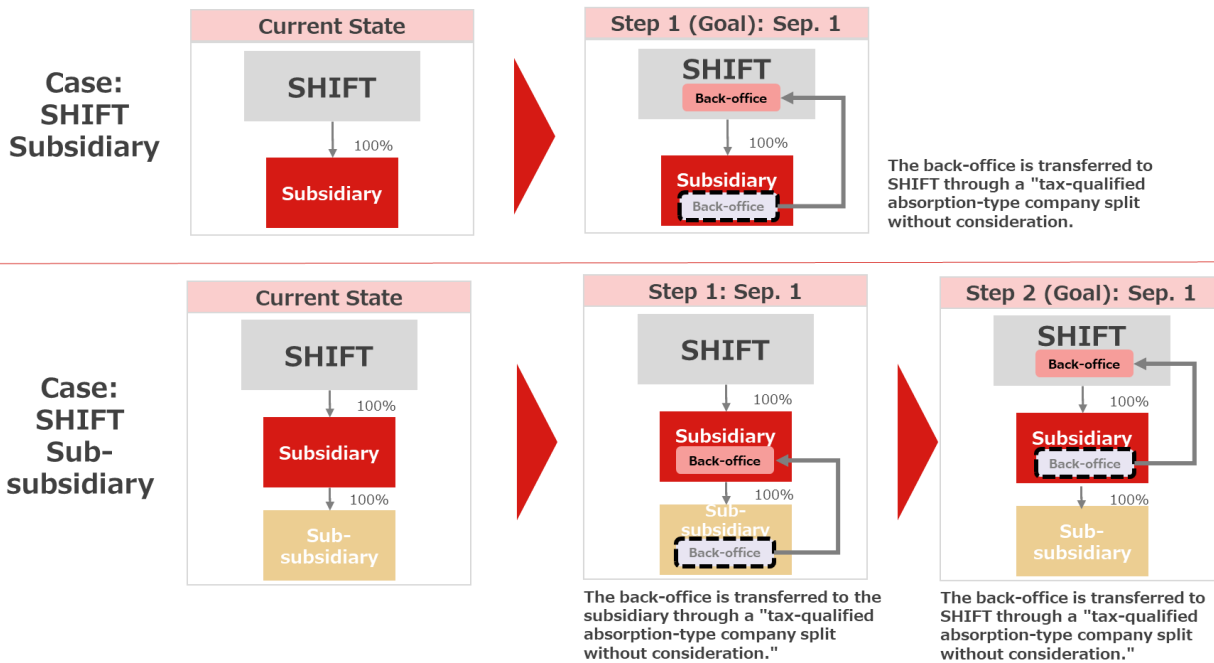
Date of Resolution of the Board of Directors	May 26, 2026
Scheduled Contract date	July 15, 2026
Scheduled Implementation Date for the Reorganization	September 1, 2026

(b) Method of the Reorganization

Back-office functions will be transferred through a non-cash, tax-qualified absorption-type company split.

Where the splitting company is a direct subsidiary of SHIFT, the absorption-type company split will be conducted with SHIFT as the succeeding company.

Where the splitting company is a sub-subsiary of SHIFT, the absorption-type company split will first be conducted with its parent company (a subsidiary of SHIFT) as the succeeding company, followed by a subsequent absorption-type company split from such parent company to SHIFT.



(c) Details of the Allocation Related to the Reorganization

There will be no issuance of new shares or payment of consideration due to the Reorganization, as this constitutes an intra-group transaction within the SHIFT Group.

(d) Treatment Related to Share Option and Bonds with Share Option in Connection with the Reorganization

Not applicable.

(e) Increase or Decrease in Capital due to the Reorganization

There will be no increase or decrease in the capital of SHIFT due to the Reorganization

(f) Rights to be Succeeded by the Successor Company

There will be no change to the rights related to debt obligations due to the Reorganization.

(g) Obligations to be Succeeded by the Successor Company

There will be no change to the obligations related to debt obligations due to the Reorganization.

3. Outline of the 16 Companies Involved in the Reorganization (1 Successor Company + 15 Splitting Companies)

	Successor Company
(1) Name	SHIFT Inc.
(2) Address	Azabudai Hills Mori JP Tower, 1-3-1 Azabudai, Minato-ku, Tokyo
(3) Job title and name of representative	Masaru Tange, CEO and Representative Director
(4) Business	Software quality assurance services centered on software testing
(5) Share capital	¥21 million
(6) Established	September 7, 2005
(7) Number of shares outstanding	267,500,670
(8) Fiscal year end	August 31
(9) Major shareholders and ownership ratios	Masaru Tange 31.57%

	Splitting Company after the Absorption	Splitting Company after the Absorption
(1) Name	Stride Digital Group Inc.	SHIFT Growth Capital Inc.
(2) Address	ORIX Meguro Building, 1-24-12 Meguro, Meguro-ku, Tokyo	Azabudai Hills Mori JP Tower, 1-3-1 Azabudai, Minato-ku, Tokyo
(3) Job title and name of representative	Shoji Hatakeyama, CEO and Representative Director	Hidetaka Kojima, Representative Director
(4) Business	Holding company	M&A execution, management and operation of investment targets, PMI operations
(5) Share capital	¥68 million	¥9,376 million
(6) Established	December 25, 2000	March 9, 2022
(7) Number of shares outstanding	341,537	2,525,650
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	SHIFT Inc. 100%	SHIFT Inc. 100%

	Splitting Company	Splitting Company
(1) Name	ALH Inc.	SHIFT PLUS, Inc.
(2) Address	1-24-12 Meguro, Meguro-ku, Tokyo	1-8 Ekimae-cho, Kochi-shi, Kochi
(3) Job title and name of representative	Shoji Hatakeyama, Representative Director	Kengo Watanuki, Representative Director
(4) Business	Software business	Customer support business
(5) Share capital	¥11 million	¥30 million
(6) Established	January 20, 2014	April 6, 2015
(7) Number of shares outstanding	200	1,080
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	Stride Digital Group Inc. 100%	SHIFT Inc. 100%

	Splitting Company	Splitting Company
(1) Name	SystemI Co., Ltd.	Analytics Japan Co., Ltd.
(2) Address	Yokohama Landmark Tower 14F, 2-2-1 Minatomirai, Nishi-ku, Yokohama-shi, Kanagawa	Fujisawa Urban Building 4F, 484-1 Fujisawa, Fujisawa-shi, Kanagawa
(3) Job title and name of representative	Keisuke Kuzukawa, Representative Director	Daisaku Mizoguchi, Representative Director
(4) Business	Solution business	Data Analytics and System Integration Business
(5) Share capital	¥25 million	¥10 million
(6) Established	August 8, 1996	August 15, 2011
(7) Number of shares outstanding	500	300
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	SHIFT Inc. 100%	SHIFT Inc. 100%

	Splitting Company	Splitting Company
(1) Name	SNC Co., Ltd.	CLUTCH Inc.
(2) Address	1-18-17 Minamisenba Chuo-ku, Osaka-shi, Osaka	3-22-7 Yoyogi Shibuya-ku, Tokyo
(3) Job title and name of representative	Yoshiki Nakachika, Representative Director	Yasuhiro Sugiyama, Representative Director
(4) Business	Retail and IT Services Business	Web marketing business
(5) Share capital	¥50 million	¥5 million
(6) Established	July 23, 1997	September 30, 2020
(7) Number of shares outstanding	200	100
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	SHIFT Inc. 100%	SHIFT Inc. 100%

	Splitting Company	Splitting Company
(1) Name	HOPES Corporation	CREIT SOLUTIONS Inc.
(2) Address	3-3-8 Irifune Chuo-ku, Tokyo	1-7-2 Kojimachi, Chiyoda-ku, Tokyo
(3) Job title and name of representative	Kentaro Uehara, Representative Director	Takayuki Baba, Representative Director
(4) Business	Implementation Support for Core Information Systems including Cloud ERP	System development, operation and maintenance business
(5) Share capital	¥51 million	¥98 million
(6) Established	March 8, 1991	October 9, 1976
(7) Number of shares outstanding	1,000	515,702
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	SHIFT Inc. 100%	SHIFT Inc. 100%

	Splitting Company	Splitting Company
(1) Name	HumanSystem Co., Ltd.	Club Nets Corporation
(2) Address	4-1-23 Shiba, Minato-ku, Tokyo	Shibuya Shin-Minamiguchi Building, 3-28-13 Shibuya, Shibuya-ku, Tokyo
(3) Job title and name of representative	Emi Yunokawa, Representative Director	Shinya Ashina, Representative Director
(4) Business	System integration business (System development and SES)	In-Store Sales Promotion Business
(5) Share capital	¥40 million	¥100 million
(6) Established	September 24, 1992	September 27, 2004
(7) Number of shares outstanding	515	248,200
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	SHIFT Growth Capital Inc. 100%	SHIFT Inc. 100%

	Splitting Company	Splitting Company
(1) Name	Manage Business Co., Ltd.	Kronos Co., Ltd
(2) Address	2-5-9 Sanno, Ohta-ku, Tokyo	8-1-14 Nishi-Gotanda, Shinagawa-ku, Tokyo
(3) Job title and name of representative	Kazunori Abe, Representative Director	Shoji Hatakeyama, Representative Director
(4) Business	System development business, system maintenance business, system infrastructure business and digital business service business	Software development business, Education Business (IT Engineer Training)
(5) Share capital	¥80 million	¥71 million
(6) Established	August 15, 1975	April 10, 2002
(7) Number of shares outstanding	129,608	3,799
(8) Fiscal year end	August 31	August 31
(9) Major shareholders and ownership ratios	SHIFT Growth Capital Inc. 100%	Stride Digital Group Inc. 100%

	Splitting Company
(1) Name	CRAFT MILES Inc.
(2) Address	Ginza Fugetsudo Building 5F, 6-6-1 Ginza, Chuo-ku, Tokyo
(3) Job title and name of representative	Kohei Mizushima, Representative Director
(4) Business	IT Solution System Development and System Integration: Planning, Implementation, and Operations Support
(5) Share capital	¥10 million
(6) Established	March 14, 2001
(7) Number of shares outstanding	7
(8) Fiscal year end	August 31
(9) Major shareholders and ownership ratios	Stride Digital Group Inc. 100%

Overview of business to be transferred through the Reorganization is as follows:

(1) Details of Business to be Transferred

Back-office function

(2) Business Results of the Business to be Transferred

Not applicable.

(3) Items and Amounts of Assets and Liabilities to be Transferred

Not applicable.

4. Future Outlook

The impact of the Reorganization on the Company's consolidated financial results is expected to be immaterial. Should any material impact arise due to significant changes in business conditions, SHIFT will promptly disclose such information as soon as it becomes known.

Contact

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