

May 20, 2022

Premium Group to Change Acquisition Method for Acquisition of Additional Shares of SoftPlanner

Name	Premium Group Co., Ltd. (Securities Code: 7199)		
Overview	<p>Premium Group previously announced that it resolved at its board of directors' meeting held on January 18, 2022, to acquire additional shares of its consolidated subsidiary SoftPlanner and make the company a wholly owned subsidiary. However, at the board of directors' meeting held on May 20, 2022, it resolved to change the acquisition method for acquisition of additional shares from cash to share exchange, through which SoftPlanner will become a wholly owned subsidiary. The share exchange contract was concluded between the two companies today.</p> <p>The share exchange will use treasury shares, so new shares will not be issued.</p> <p>The share exchange will be a simplified share exchange.</p>		
Purpose	<p>By making SoftPlanner a wholly owned subsidiary, Premium Group aims to further accelerate decision making, optimize management resources and establish an efficient and flexible consolidated management structure for the group. In addition, it was judged that it is rational to conduct share exchange using treasury shares from the viewpoint of effective use of treasury shares.</p>		
Effective date of share exchange	June 29, 2022 (planned)		
Details of allocation of share exchange		Premium Group (to be a wholly owning parent through share exchange)	SoftPlanner (to be a wholly owned subsidiary through share exchange)
	Allotment ratio of share exchange	1	0.00352
	Number of shares to be delivered through share exchange	Common stock: 22,700 shares (planned)	
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