

September 27, 2021

Company name: UT Group Co., Ltd.  
Representative: Yoichi Wakayama, President,  
Representative Director & CEO  
(Securities code: 2146, TSE First Section)  
For inquiries: Takahito Yamada, Senior Executive  
Officer and Division Manager,  
General Affairs Division  
TEL: +81-3-5447-1711

## **Notice Regarding Reorganization of the Group Companies and Corporate Name Change of a Consolidated Subsidiary**

The Board of Directors of UT Group Co., Ltd. resolved at a meeting held today to reorganize the group companies and to change the company name of its consolidated subsidiary. Since this reorganization is of among UT Group companies and its details are not required to be disclosed in a timely manner under the Securities Listing Regulations of the Tokyo Stock Exchange, Inc., disclosure matters and details have been partially omitted in this notice.

### **1. Purpose of reorganization of the group companies and corporate name change of a consolidated subsidiary**

In order to expand its business scale under the fourth Medium-Term Management Plan (from fiscal 2021 ended March 2021 to fiscal 2025 ending March 2025), we have been promoting three growth strategies — the "One-stop strategy for major manufacturers," "Area platform strategy," and "Solution strategy" — and have been working to improve productivity toward achieving the target of 20-30 billion yen in EBITDA in the plan's final fiscal year.

As part of these efforts, the reorganization aims to improve profitability and strengthen the business base by establishing a structure that enables each company to make agile and efficient decisions in the "One-stop strategy for major manufacturers," "Area platform strategy," and by consolidating the UT Group's management resources. UT Community, one of the surviving companies, will accordingly change its corporate name.

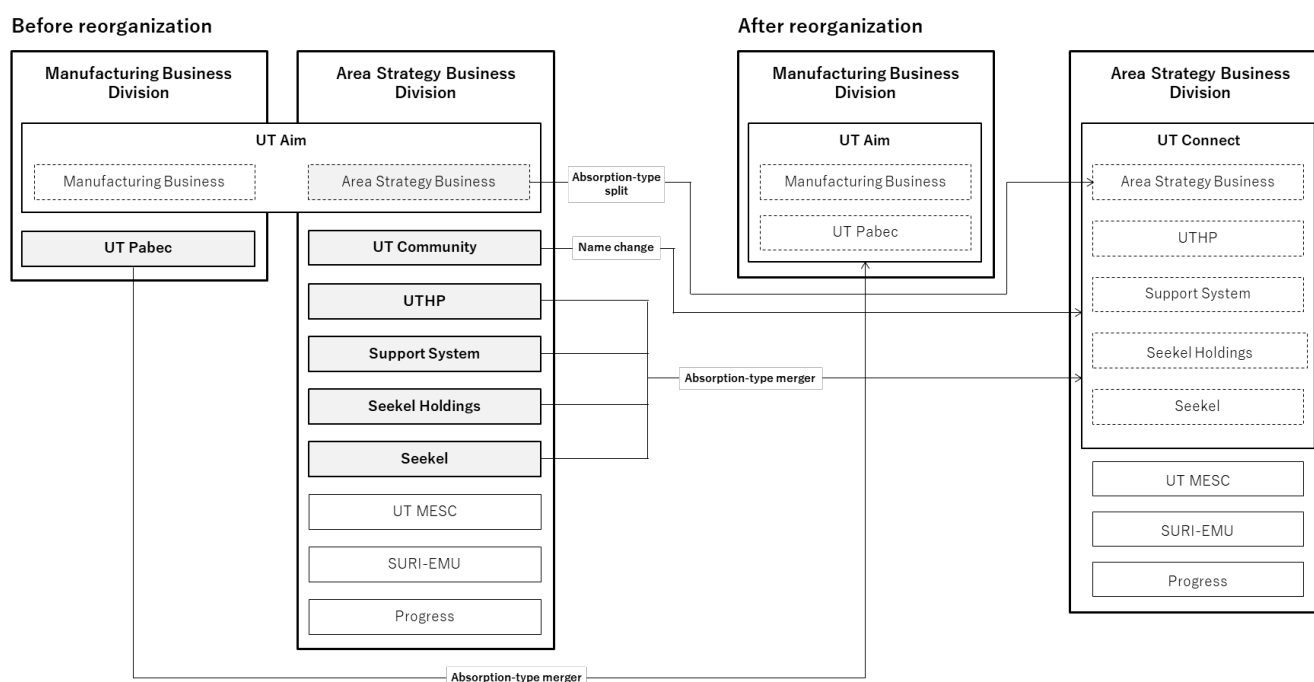
This reorganization will integrate subsidiaries with common business characteristics to improve service quality and provide stable personnel to client companies. By integrating the sales organization and client base of subsidiaries, we will offer more diverse workplaces and opportunities to advance the careers of the increasingly diversifying job seekers and employees, according to their workstyle preferences (areas, industries, work hours, etc.)

Along with this reorganization, the UT Group will continue to improve corporate value by providing high-satisfaction services to both client companies and job seekers with the aim of "creating a 'diversity & inclusion' workstyle platform."

## 2. Outline of reorganization

- (1) UT Aim's Area Strategy Business, which is implementing the Area platform strategy, will be transferred to UT Community through an absorption-type split.
- (2) To promote the Area platform strategy, UT Community, as a surviving company, will carry out absorption-type merger of UTHP, Support System, Seekel Holdings, and Seekel. In addition, UT Community will change its name to UT Connect.
- (3) To promote the One-stop strategy for major manufacturing industries, UT Aim, as the surviving company, will carry out an absorption-type merger with UT Pabec.

### Outline of the Reorganization



## 3. Summary of the absorption-type split

- (1) Schedule

Date of resolution by the Board of Directors (UT Group)	September 27, 2021
Planned implementation date (effective date)	April 1, 2022

- (2) Method

UT Aim will be the splitting company, and its Area Strategy Business will be transferred to UT Community, the succeeding company.

(3) Outline of the companies involved

	Splitting Company	Succeeding Company
Name	UT Aim Co., Ltd.	UT Community Co., Ltd.
Address	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo
Name and title of the representative	Nobuyuki Tsukui President and Representative Director Tsutoshi Yamada Representative Director	Toshinori Migita President and Representative Director
Business	General manufacturing personnel dispatch and outsourcing business	General manufacturing personnel dispatch and outsourcing business
Capital	500 million yen	10 million yen
Established	April 14, 1995	January 28, 1998
Fiscal year	March 31	March 31
Major shareholder and ownership percentage	UT Group Co., Ltd. (100%)	UT Group Co., Ltd. (100%)

**4. Summary of the merger with UT Community as the surviving company**

(1) Schedule

Date of resolution by the Board of Directors (UT Group)	September 27, 2021
Planned Implementation Date (effective Date)	April 1, 2022

(2) Method of merger

This is an absorption-type merger in which UT Community will be the surviving company and UTHP, Support System, and Seekel Holding, and Seekel will be the absorbed companies.

## (3) Outline of the companies involved in the merger

Name	UT Community Co., Ltd. (Surviving company)	UTHP Co., Ltd. (Absorbed company)	Support System Co., Ltd. (Absorbed company)
Address	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo	2-1-23 Sonezakiishinchi, Kita-ku, Osaka City, Osaka Prefecture
Name and title of the representative	Toshinori Migita President and Representative Director	Okihiko Oguchi President and Representative Director	Naoki Ito President and Representative Director
Business	General manufacturing personnel dispatch and outsourcing business	General manufacturing personnel dispatch and outsourcing business	Labor dispatch, personnel placement, outsourcing, and consulting business
Capital	10 million yen	30 million yen	80 million yen
Established	January 28, 1998	December 13, 2016	October 14, 1998
Fiscal year	March 31	March 31	March 31
Major shareholder and ownership percentage	UT Group Co., Ltd. (100%)	UT Group Co., Ltd. (100%)	UT Group Co., Ltd. (100%)

Name	Seekel Holdings Co., Ltd. (Absorbed company)	Seekel Co., Ltd. (Absorbed company)
Address	733-1 Senba-cho, Mito City, Ibaraki Prefecture	733-1 Senba-cho, Mito City, Ibaraki Prefecture
Name and title of the representative	Akira Watanabe President and Representative Director	Akira Watanabe President and Representative Director
Business	Management administration of Seekel Co.	Personnel dispatch and outsourcing business
Capital	435 million yen	50 million yen
Established	January 8, 2019	October 1, 1991
Fiscal year	March 31	March 31
Major shareholder and ownership percentage	UT Group Co., Ltd. (100%)	Seekel Holdings (100%)

## 5. Corporate name change of a consolidated subsidiary (UT Community as the surviving company)

### (1) Outline of the consolidated subsidiary

Name	UT Community Co., Ltd.
Address	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo
Name and title of the representative	Toshinori Migita President and Representative Director
Business	General manufacturing personnel dispatch and outsourcing business
Capital	10 million yen
Established	January 28, 1998
Fiscal year	March 31
Major shareholder and ownership percentage	UT Group Co., Ltd. (100%)

### (2) Reason for the change

UT Community has decided to change its name to show its stance of deepening ties with the areas as a major business company which promotes the UT Group's Area platform strategy throughout Japan.

### (3) New corporate name

UT Connect Co., Ltd.

### (4) Date of the corporate name change

April 1, 2022

## 6. Summary of the merger with UT Aim as the surviving company

### (1) Schedule

Date of resolution by the Board of Directors (UT Group)	September 27, 2021
Planned Implementation Date (effective Date)	April 1, 2022

### (2) Method

This is an absorption-type merger in which UT Aim will be the surviving company and UT Pabec the absorbed company.

## (3) Outline of the companies involved in the merger

Name	UT Aim Co., Ltd. (Surviving company)	UT Pabec Co., Ltd. (Absorbed company)
Address	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo	1-11-15 Higashi Gotanda, Shinagawa-ku, Tokyo
Name and title of the representative	Nobuyuki Tsukui President and Representative Director Tsutoshi Yamada Representative Director	Akira Ishiwatari President and Representative Director
Business	Personnel dispatch and outsourcing business mainly in manufacturing, and business to accept and support foreign workers	1. Processing, assembly, packaging, manufacturing and outsourcing business of battery products 2. Personnel dispatch business
Capital	500 million yen	20 million yen
Established	April 14, 1995	April 1, 1989
Fiscal year	March 31	March 31
Major shareholder and ownership percentage	UT Group Co., Ltd. (100%)	UT Group Co., Ltd. (100%)

**7. Future prospects**

The impact of the mergers on UT Group's consolidated financial results will be immaterial as the mergers will be carried out by UT Group's fully-owned subsidiaries.

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