

[Press Release]

To whom it may concern:

April 22, 2021
SIGMAXYZ Inc.

Transition to a Holding Company System and the Group Reorganization and Capital Increase through a Third-party Allotment

SIGMAXYZ, Inc. (Head office: Minato-ku, Tokyo; Representative Director and President: Ryuichi Tomimura; TSE First Section; Stock Code: 6088; hereinafter referred to as the “Company” or “we”) resolved at the Board of Directors Meeting held today to transition to a holding company system in October 2021 (scheduled). We would like to announce that the Company also decided, along with the transition and group reorganization, to increase its capital through a third-party allotment of shares in order to accelerate its growth strategy.

Setting a mission to “*Contribute to the realization of Society 5.0 and accomplishment of SDGs together with clients and partners,*” the Company is promoting corporate digital transformation (“DX”) and innovation creation businesses. Establishing that corporate DX will be realized through “*Three Innovations,*” namely (1) to streamline existing business operations (digital transformation); (2) to create new value (service transformation); and (3) to reform management platform (management transformation), the Company keeps growing by providing services towards their realization.

The Company’s business is composed of consulting business and alliance business. Our consulting business deploy professionals of business strategies, M&As, operations, digital technologies, cloud solutions, project management, and innovation creation/new business development and are engaged in creating value in a wide range of industries and companies. Our alliance business are promoting investment and business alignment. Furthermore, we are engaged in creating new markets and values to solve social agenda by aligning our consulting business and alliance business thereby creating new businesses, investing in related various businesses, and forming and managing joint ventures.

In order to further accelerate the growth strategy focusing on the “*Three Innovations,*” the Company has decided to transition to a holding company system starting from October 2021 (scheduled) aiming to improve service capacity through the alignment of the two business units and to further promote the growth of the entire company through higher group management. By transitioning to a holding company system, we will further promote professionalizing the subsidiary companies engaged in consulting and alliance businesses and will aim to improve value of the services provided by the group as a whole through mutual alliance of each company. The transition to a holding company system will be carried out by a simplified company split with SIGMAXYZ as a splitting company, where the splitting consulting business will be succeeded by the newly incorporated subsidiary and the alliance business will be succeeded by SIGMAXYZ Investment Inc., respectively. After the company split, SIGMAXYZ will hold shares in each split company, and continues to be listed as a holding company.

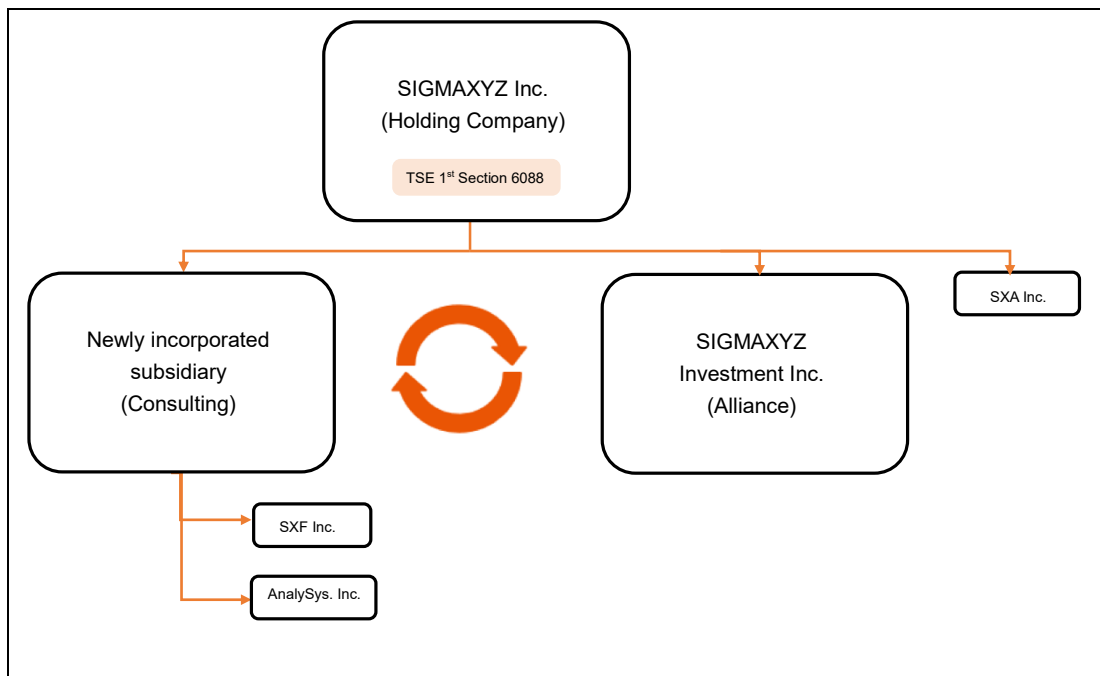
In addition, the Company will implement a capital increase through a third-party allotment in order to improve service performance to accelerate the growth strategy through the transition to a holding company system and the reorganization of the Group. The allottee is ITOCHU Corporation. At the same time, ITOCHU and the Company concluded an alliance agreement aimed at strengthening and expanding our businesses and creating new businesses. ITOCHU is engaged in a wide variety of businesses both domestically and internationally and has an extensive record in business and service operations, as well as a network that enables it to access advanced overseas services and technologies. Through this alliance, the Company will strengthen its growth strategy.

The number of the Company shares newly acquired by ITOCHU through the allotment of shares to a third party (the ratio to the total of shares outstanding after the allocation of shares to a third party) is 2,050,000 shares (8.85%).

Going forward, SIGMAXYZ will continue to collaborate with all group companies and business partners to promote businesses such as corporate DX support and innovation emergence, while maximizing the capabilities of each company.

End

(Figure) Group Structure (from October 1, 2021)



(Reference 1) Time schedule of company split/Transition to holding company

Simplified absorption-type split (asset transfer) to SIGMAXYZ Investment Inc.(incorporated in April 2021) succeeding the alliance business	June 8, 2021
Incorporation-type company split of a newly incorporated subsidiary succeeding the consulting business (asset transfer)	October 1, 2021
Transition to a holding company system	October 1, 2021

(Reference 2) Schedule of a capital increase through a third-party allotment/ alliance agreement

The Board of Directors resolution and conclusion of an alliance agreement	April 22, 2021
Payment due date for the capital increase through a third-party allotment	May 10, 2021

(Reference 3) Outline of the Third-Party Allottee

Company Name	ITOCHU Corporation
Address	2-5-1, Kita-Aoyama, Minato-ku, Tokyo (Tokyo Head Office)
Representative	Masahiro Okafuji, Chairman & Chief Executive Officer
Date of Incorporation	December 1, 1949
Paid-in Capital	¥253,448 million
Description of Businesses	ITOCHU is engaged in a wide variety of businesses including domestic trading, import/export, and trilateral trading of various products such as textile, machinery, metals, energy, chemicals, food, realty, information and communications technology, and finance, as well as business investment in Japan and overseas.
URL	https://www.itochu.co.jp/ja/

■ **About SIGMAXYZ Inc.**

Company Name	SIGMAXYZ Inc. / TSE First Section (Stock Code: 6088)
Address	Toranomon Towers Office, 9th floor, 4-1-28 Toranomom, Minato-ku, Tokyo 105-0001
Representative	Ryuichi Tomimura, Representative Director and President
Date of Incorporation	May 9, 2008
Paid-in Capital	¥2,848 million (As of the end of March, 2021)
Description of Businesses	<ul style="list-style-type: none"> • Provision of consulting services to support corporate digital transformation • New business development, business investment, and operation
URL	https://www.sigmaxyz.com/

SIGMAXYZ, deploying professionals of business strategies, M&As, operations, digital technologies, cloud solutions, project management, and new business development, combines the expertise of internal and external resources to execute projects aimed at creating value in a wide range of industries and companies. In addition to the consulting services, SIGMAXYZ is engaged in creating new markets and values to solve social agenda through business creation by corporate alignment, investment in and management of related various businesses. For more details, please visit <https://www.SIGMAXYZ.com/>.

■ **Contact for Media Inquiries**

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