

Aug 22, 2025

Company Name: Fibergate Inc.
Representative Director, President Executive Officer: Masanori Inomata
(Code No.: 9450, TSE Standard, Sapporo Securities Exchange)

Notice Regarding Acquisition of Shares by a Consolidated Subsidiary (Resulting in a Sub-Subsidiary)

Fibergate Inc. hereby announces that at the extraordinary meeting of the Board of Directors held today, it was resolved that OffGrid-Lab, Inc. ("OGL"), a consolidated subsidiary of the Company, will acquire all shares of Power Denki Innovation Inc. ("PDI"), as detailed below.

1. Reason for the Share Acquisition

OGL, a consolidated subsidiary of the Company, engages in the renewable energy business. By welcoming PDI, which possesses strong expertise in EPC (Engineering, Procurement, and Construction) for solar power projects, into the Group, we aim to build a more efficient and competitive business structure.

2. Overview of the Sub-subsidiary to be Acquired (PDI)

2. Overview of the Sub-Subsidiary to be Required (PDI)

Item	Details		
(1) Name	Power Denki Innovation Inc.		
(2) Location	1299-1 Nakao-machi, Takasaki City, Gunma Prefecture		
(3) Representative	Yoshiyasu Nakayama, President and CEO		
(4) Business Description	EPC services for solar power generation		
(5) Capital	JPY 100 million		
(6) Date of Establishment	September 28, 2022		
(7) Major Shareholders and Shareholding Ratio	Ecomott Inc.: 100%		
(8) Relationship with the Company	Capital: None / Personnel: None / Transactions: None		
(9) Financial Results for the Past Three Fiscal Years			
	FY2023 (Aug)	FY2024 (Aug)	FY2025 (Aug)*
Net Assets	JPY 182 million	JPY 121 million	-
Total Assets	JPY 509 million	JPY 534 million	-
Net Assets per Share	JPY 457	JPY 304	-
Net Sales	JPY 423 million	JPY 659 million	-
Operating Profit	(JPY 29 million)	(JPY 12 million)	-
Ordinary Profit	(JPY 13 million)	(JPY 13 million)	
Net Income	(JPY 17 million)	(JPY 60 million)	
Net Income per Share	(JPY 42)	(JPY 152)	
Dividend per Share	-	-	

Note: Only two fiscal periods have been completed since PDI's establishment.

3. Overview of the Share Transferor

Item	Details
(1) Name	Ecomott Inc.
(2) Location	7F Cares Sapporo Building, 1-2-5 Kita-1-Jo Higashi, Chuo-ku, Sapporo-shi, Hokkaido
(3) Representative	Takuya Irisawa, President and CEO
(4) Business Description	IoT integration business
(5) Capital	JPY 617.96 million
(6) Date of Establishment	February 19, 2007
(7) Net Assets	JPY 863 million

(8) Total Assets	JPY 2,584 million
(9) Major Shareholders and Ownership Ratios:	Takuya Irisawa: 21.19% KDDI Corporation: 20.07% Sekisui Jushi Corporation: 4.93% Takashi Matsunaga: 4.43% Shinanen Shoji Co., Ltd.: 2.95%
(10) Relationship with the Company	Capital: None / Personnel: None / Transactions: None

4. Overview of the Acquiring Subsidiary (OGL)

Item	Details
(1) Name	Offgrid Lab Inc.
(2) Location	2-10-12 Shiba Daimon, Minato-ku, Tokyo
(3) Representative	Masanori Inomata
(4) Business Description	Renewable energy (electricity) business
(5) Capital	JPY 60 million
(6) Date of Establishment	July 2021

5. Number of Shares Acquired and Shareholding Before and After Acquisition

(1) Shares Held Before Acquisition	0 shares (Voting rights: 0 / Ownership: 0%)
(2) Shares to Be Acquired	400,000 shares (Voting rights: 400,000)
(3) Acquisition Value	JPY 50 million
(4) Shares Held After Acquisition	400,000 shares (Voting rights: 400,000 / Ownership: 100.0%)

6. Schedule

(1) Board Resolution Date	August 22, 2025
(2) Contract Execution Date	August 22, 2025
(3) Share Transfer Completion Date	August 29, 2025 (planned)

7. Future Outlook

The impact of this share acquisition on the Company's consolidated financial results for the fiscal year ending June 2026 is expected to be minimal. If any matters requiring disclosure arise, we will make an announcement promptly.

Inquiries	FG IR Team E-Mail: fgir@fibergate.co.jp URL: www.fibergate.co.jp/en/
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