December 17, 2025

For Immediate Release

Company	E-Guardian Inc.
Representative	Yasuhisa Takatani, President & CEO
	(Code: 6050,
	Prime Market of the Tokyo Stock Exchange)
Contact	Shin Sato, Managing Director
	(TEL.03-6205-8859)

Announcement regarding the Absorption-type Merger (Simple Merger) of our Wholly Owned Subsidiary

The Company (or simply, "we") hereby announces that the Board of Directors meeting held on December 17, 2025 has resolved to merge with our wholly-owned subsidiary called E-Guardian Tohoku Inc., as described below. The merger (hereinafter, the "Merger") will be conducted through a simplified merger.

In addition, please note that certain disclosure items have been omitted hereunder as the Merger is related to our wholly owned subsidiary,.

Details

1. Purpose of the Merger

We have decided to merge E-Guardian Tohoku Inc., our wholly-owned subsidiary, with the aim of further improving decision-making processes and operational efficiency by centrally managing it and allocating management resources optimally.

2. Summary of the Merger

(1) Merger schedule

・Date of resolution of the Board of Directors:　December 17, 2025

・Date of the merger agreement:　　　　　　　December 17, 2025

・Effective date:　　　　　　　　　　　　　April 1, 2026 (planned)

*As the Merger is a simplified merger based on Article 796, Paragraph 2 of the Companies Act, we will not hold a general meeting of shareholders to approve the Merger.

(2) Method of the Merger

・E-Guardian Tohoku Inc. will be dissolved through an absorption-type merger in which we will become the surviving company.

(3) Details of the allotment pertaining to the Merger

・E-Guardian Tohoku Inc. is a wholly owned subsidiary of the Company, therefore, there are no allotments of shares or other monetary amounts due to the Merger.

(4)Treatment of Share Acquisition Rights and Bonds with Share Acquisition Rights upon the Merger
・Not applicable.

3.Summary of parties to the Merger (as of September 30, 2025)

		Surviving company	Disolving company
1.	Name	E-Guardian Inc.	E-Guardian Tohoku Inc.
2.	Address	2-8, Toranomon 1-chome, Minatoku, Tokyo	15-1 Honmachi 2-chome, Aoba-ku, Sendai-shi, Miyagi Prefecture
3.	Name/title/ of representative	Yasuhisa Takatani President and CEO	Yutaro Tsutsumi Representative Director
4.	Business activities	Internet security business	Internet security business
5.	Ordinary share	1,967 million yen	4 million yen
6.	Date of Establishment	May 12, 1998	June 1, 2012
7.	Number of shares outstanding	11,933,516 shares	160 shares
8.	Fiscal year end	September 30	September 30
9.	Major shareholders and percentage of shares	CHANGE Holdings, Inc.: 49.70% Yasuhisa Takatani: 5.63% The Master Trust Bank of Japan, Ltd.(Trust Account) :5.37% The Custody Bank of Japan, Ltd. (Trust account): 2.62% Yutaka Mizobe: 1.02%	E-Guardian Inc.: 100.00%
10.	Financial position and results of operations for the most recent fiscal year	Fiscal year ended September 2025 (consolidated)	Fiscal year ended September 2025 (non-consolidated)
Net assets		12,053 million yen	600 million yen
Total assets		13,728 million yen	758 million yen
Net assets per share		1,039.62 yen	3,753,477.73 yen
Net sales		11,321 million yen	1,302 million yen
Operating income		1,504 million yen	329 million yen
Ordinary income		1.530 million yen	331 million yen
Profit attributable to owners of parent		943 million yen	216 million yen
Net income per share		81.52 yen	1,350,728.81 yen

(Note) As of December 17, 2025, Makoto Miyasaka was appointed as the Representative Director of E-Guardian Tohoku Inc., or a dissolving company.

4. Situation after the Merger
There is no change in the trade name, business description, head office location, representative, share capital and fiscal year-end of E-Guardian Inc. after the Merger.

5. Effect on profit
The effect of the Merger on our consolidated results is immaterial.

End