



May 21, 2024

Company Name:	Pole To Win Holdings, Inc.	
Representative:	President & CEO	Teppei Tachibana
	(Stock code: 3657, Tokyo Stock Exchange, Prime Market)	
Contact Person:	Director & CFO	Joji Yamauchi
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## Notice of Business Transfer Between Consolidated Subsidiaries

The Company announces that PTW Japan Co., Ltd. (“PTW Japan”) and HIKE Inc. (“HIKE”), both consolidated subsidiaries of the Company, have resolved in their respective Board of Directors’ meetings on May 21, 2024, that PTW Japan will transfer the operation of recording studios and audio production services within the Delfi Sound Division (“Delfi Sound business”) to HIKE. HIKE will acquire the Delfi Sound business from PTW Japan (“the Business Transfer”), as outlined below.

### 1. Purpose of the Business Transfer

The Group is engaged in the Service Life Cycle Solutions Business, offering a range of services, including quality consulting, game testing/verification & evaluation, third-party software verification, infrastructure set up and transition support, monitoring, customer support, anti-fraud, and BPR support throughout the planning, development, release, operation, and enhancement of customers’ services and product life cycles. The Business is divided into three segments: Domestic Solutions, Overseas Solutions, and Media Contents.

PTW Japan, a wholly owned subsidiary of PTW International Holdings Limited that manages the Group’s Overseas Solutions business. It offers game localization services, including translation, voice recording, QA, and player support (customer support). Its strength lies in its precise production and planning capabilities, backed by its track record and experience with hundreds of titles.

HIKE is the core operating company overseeing the Group’s Media Contents business. It is involved in planning and producing a wide range of content, including animation, games, music, stage performances, and movies. It also provides comprehensive production services, including commercialization and merchandise sales. The company is advancing a 360° IP development initiative to maximize the value of its intellectual property (IP) by expanding it into animation, games, music, stage performances, movies, and more.

PTW Japan’s Delfi Sound Division manages recording studios and handles audio production, among other tasks. The decision to transfer and consolidate the Delphi Sound business into HIKE, which handles game development, publishing, operational support, and animation production, was made for the purpose of enhancing seamless production capabilities and expanding the Media Contents-related business within the Group.

### 2. Overview of the Companies Involved in the Business Transfer (as of May 21, 2024)

(1)	Name	PTW Japan, Co., Ltd.	HIKE Inc.
(2)	Address	2-37-5 Minami-Otsuka, Toshima-ku, Tokyo	3-2-4 Nishishinjuku, Shinjuku-ku, Tokyo
(3)	Names and titles of representatives	Hiroshi Takao, CEO	Masataka Mikami, Representative Director
(4)	Business description	Sales activities related to multilingual localization and customer support	IP content production
(5)	Capital	10 million yen	155.020 million yen
(6)	Established	April 24, 2006	March 14, 2018
(7)	Major shareholder(s) and shareholding ratio(s)	PTW International Holdings Limited: 100%	Pole To Win Holdings, Inc.: 90% Masataka Mikami: 10%

### 3. Overview of the Business Transfer

#### (1) Description of transferred division

The Delfi Sound business of PTW Japan will be transferred.

(2) Items and amounts of assets and liabilities to be transferred

Item	Book value	Item	Book value
Current assets	31.543 million yen	Current liabilities	- million yen
Non-current assets	10.118 million yen	Non-current liabilities	- million yen
Total assets	41.662 million yen	Total liabilities	- million yen

(3) Transfer price and transaction method

Transfer price: 1 yen

Transaction method: Cash

4. Schedule for Our Consolidated Subsidiaries

(1)	Director's decision or Board of Directors' resolution	May 21, 2024
(2)	Date of business transfer	June 1, 2024 (planned)

5. Summary of Accounting Treatment

As this is a business transfer between consolidated subsidiaries, the impact on consolidated results is not material.

6. Outlook

The Business Transfer is a transfer of business within the Group, so the impact on the fiscal year's consolidated results is not material.

Reference: Consolidated Earnings Forecast (Announced on March 12, 2024) and Previous Year's Consolidated Results

	Sales	Operating profit	Ordinary profit	Profit attributable to owners of parent
	million yen	million yen	million yen	million yen
Consolidated earnings forecast (FY1/2025)	52,028	2,212	2,201	246
Previous year's consolidated results (FY 1/2024)	46,980	404	509	(1,967)