

Regarding the acquisition of all shares in Gaba 1-to-1 English Language School

We hereby announce that NOVA Holdings Co., Ltd. has signed a contract, dated July 20, to acquire all shares in GABA Corporation, a wholly owned subsidiary of NICHIIGAKKAN Co., Ltd.

Through this acquisition, the company will become a consolidated subsidiary of NOVA Holdings, which will take over the operations of Gaba 1-to-1 English Language School, and continue to deliver the services as provided up until now, as Gaba.



■Details of transfer of shares

NOVA Holdings Co., Ltd. will acquire all shares in GABA Corporation from NICHIIGAKKAN Co., Ltd. and make it a wholly owned subsidiary.

■Overview of share transfer

NOVA Holdings Group has an English conversation business that develops Ekimae Ryugaku NOVA, as well as a private tutoring school business, nursery school business, and more. It is also developing its sports business which has B.League and J.League teams.

Gaba 1-to-1 English Language School, operated by GABA Corporation, has specialized in 1-to-1 lessons since its establishment in 1995. It currently has 36 schools, mostly in the Tokyo metropolitan area. It is a highly-evaluated English conversation school providing high quality 1-to-1 lessons tailored to individual goals and lifestyle.

The transfer of shares is expected to lead to the expansion of our English conversation business and have a synergistic effect that we believe will enable us to increase our range of services and offer greater convenience to students of both schools.

■ **Stock transfer execution date (planned)**

July, 29, 2022

■ **Overview of the company becoming a subsidiary**

Company name / GABA Corporation

Location / 23F Shinjuku Front Tower, 2-21-1 North Shinjuku, Shinjuku-ku, Tokyo-to

Representative / Chairman and CEO Natsuki Tokubuchi

President and COO Makoto Nakamura

Official homepage / <https://www.gaba.co.jp/>

■ **Overview of the counterparty on the share acquisition**

Company name / NICHIIGAKKAN Co., Ltd.

Location / 4-6 Kanda Surugadai, Chiyoda-ku, Tokyo-to

Representative / Representative Director, President and Chief Executive Officer

Nobusuke Mori

Official homepage / <https://www.nichiigakkan.co.jp/en/>

■ **Our company's overview**

Company name / NOVA Holdings Co., Ltd.

Location / 9F Seafort Square Center Building, 2-3-12 Higashi Shinagawa,

Shinagawa-ku, Tokyo-to

Representative / President Masaki Inayoshi

Company official homepage / <https://nova-holdings.jp/>

NOVA official homepage / <https://www.nova.co.jp/>

【Contact for inquiries related to this matter】

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Corporate homepage: <https://nova-holdings.jp/>