

August 3, 2020

Trade name: Noevir Holdings Co., Ltd.  
Representative: Takashi Okura, President and CEO  
(Securities Code Number:4928, TSE, First Section)  
Contact: Tatsuyuki Tanaka, General Manager, Legal Affairs  
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## **Notice Concerning Change of Major Shareholders and Controlling Shareholder**

Noevir Holdings Co., Ltd. (hereafter, “Noevir Holdings” or “the Company”) hereby announces that the following changes in major shareholders and the controlling shareholder are scheduled to take place today.

### **1. Background to the changes**

The Company received a report dated August 3, 2020, that its largest shareholder, NII Co., Ltd., is to acquire 4,410,000 shares of the Company’s stock from the Company’s major shareholder and controlling shareholder, Hiroshi Okura.

A “Notice Concerning Decision to Acquire Shares” received from NII Co. Ltd. is attached separately.

This notice is a disclosure by the Company in accordance with the securities exchange listing rules. At the request of NII Co., Ltd., the Company also makes a public announcement in accordance with Article 30 paragraph 1 (iv) of the Order for Enforcement of the Financial Instruments and Exchange Act.

### **2. Outline of the shareholders subject to change**

Name	Hiroshi Okura
Address	Ashiya City, Hyogo Prefecture
Relationship between the Company and the shareholder	Chairman and Representative Director of the Company

**3. Number of voting rights and percentage of all shareholders' voting rights held by the shareholder before and after the change**

	Status	Number of voting rights (percentage of voting rights held)		
		Directly held portion	Portion used for totaling	Total
Before change (As of March 31, 2020)	Major shareholder and controlling shareholder	54,100 (15.84%)	116,712 (34.18%)	170,812 (50.02%)
After change (As of August 3, 2020)	-	10,000 (2.93%)	-	10,000 (2.93%)

\*Number of shares deducted from the total number of issued shares as shares without voting rights:  
8,323 shares

Total number of issued shares as of March 31, 2020: 34,156,623 shares

**4. Future Outlook**

This change will not impact the Company's earnings.

(Attachment)

August 3, 2020

NII Co., Ltd.

Representative Director: Yoshiko Okura

## **Notice Concerning Decision to Acquire Shares**

The Company hereby announces that it has decided to conduct a share acquisition as follows.

The Company is making this disclosure because the acquisition corresponds to a “an accumulation of shares specified as an act equivalent to a tender offer in a Cabinet Order” in accordance with Article 167 paragraph 1 of the Financial Instruments and Exchange Act and Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act.

1. Target stock: Noevir Holdings Co., Ltd.  
(Securities code: 4928 Tokyo Stock Exchange First Section)
2. Acquisition volume: 4,410,000 shares (12.91% of the issued shares)
3. Acquisition date: August 3, 2020
4. Remarks: This is an acquisition by the Company of a portion of the shares of Noevir Holdings Co., Ltd. held by Hiroshi Okura. The shares are to be held over the long term together with 7,972,200 shares that have already been acquired.