

May 26, 2025

Acquisition of Majority Shares in PEACEMIND Inc. (to Make It a Subsidiary) and Capital and Business Alliance

TANABE CONSULTING GROUP CO.,LTD. (Headquarters: Yodogawa-ku, Osaka and Chiyoda-ku, Tokyo; Representative Director, President and CEO: Takahiko Wakamatsu; listed on TSE Prime Market; Stock Code: 9644; hereinafter "the Company"), at the Board of Directors meeting held on May 26, 2025, resolved to acquire a majority stake in PEACEMIND Inc. (Headquarters: Chuo-ku, Tokyo; Representative Director, CEO: Hideto Ogiwara; hereinafter "PEACEMIND") to make it a subsidiary, and to enter into a capital and business alliance with the company, and announces this decision.



PEACEMIND is a pioneer in Employee Assistance Program (EAP) services industry in Japan, celebrating its 27th year since establishment. Under its vision of "creating a 'Hataraku wo Yoku Suru®' ecosystem" to fill society with vibrant people and workplaces," the company provides consulting services for "working people and organizations" to approximately 1,400 companies, primarily large enterprises.

The company employs approximately 100 professionals, including clinical psychologists, psychiatric social workers, public health nurses, industrial counselors, CEAP (Certified Employee Assistance Professionals), career consultants, and certified psychologists. Additionally, PEACEMIND has numerous bilingual counselors (including partner counselors) on staff. The company's activities extend beyond Japan, with partnership networks spanning 14 countries and global coverage across more than 200 countries and regions.

PEACEMIND leverages its high level of expertise through experienced counselors and consultants well-versed in psychology and behavioral science, providing comprehensive solutions to employees, management, and organizations. These solutions include EAP, Stress Check-up Service, training and development programs, harassment prevention support, leave and return-to-work support, occupational health support services, and wellness programs—all designed to create a "Hataraku wo Yoku Suru® ecosystem."

**"Hataraku wo Yoku Suru" is a registered trademark of PEACEMIND Inc. in Japan, meaning "working better."

The company's proprietary digital platform, "Working Better Cloud (WBC)," features integrated organizational management functions that provide one-stop counseling services and Stress Check-up Service, for employees, supporting the performance optimization of working people and their organizations.

1. Main Services Provided by PEACEMIND

(1) EAP (Employee Assistance Program)

Specialists such as clinical psychologists and certified psychologists provide counseling and consulting services to support problem-solving for individual employees and organizations.

(2) Stress Check-up Service

Comprehensive support from stress check implementation through organizational analysis to organizational improvement consulting.

(3) Learning and Development Programs

Providing training programs designed for human resource development and creating vibrant teams and workplaces.

(4) Harassment Prevention Support

Comprehensive support from current situation assessment through harassment case resolution, prevention, and recurrence prevention.

(5) Medical Leave and Return-to-Work Support

Specialists collaborate with HR personnel, managers, and occupational health staff to support smooth workplace reintegration for employees on mental health leave and stable employment and performance after return to work.

(6) Crisis Support

Support for early recovery of employees and organizational performance when unexpected crises such as disasters or workplace accidents occur.

(7) Occupational Health Support Services

Strengthening mental health measures and improving efficiency of occupational health operations through collaboration between occupational physicians and EAP.

(8) Wellness Programs

Leveraging global networks to utilize cutting-edge wellness program knowledge from around the world, supporting employee physical and mental health improvement and creating vibrant workplaces.

(9) "Hataraku wo Yoku Suru®" e-Learning Series

Mental health prevention solutions for "working people" and "organizations" developed under supervision of mental health specialists, based on numerous consultation cases and latest workplace issues.

2. Capital Alliance Details

The Company plans to acquire PEACEMIND's common shares through purchase from existing shareholders and subscription to third-party allotment of new shares by the company. Following this share acquisition, the Company is expected to hold 54.9% of PEACEMIND's total issued shares.

3. Rationale for Share Acquisition and Capital and Business Alliance

The Company will enter the "Corporate Well-being Market." Corporate well-being refers to initiatives that focus on employees' physical and mental health, aiming to improve happiness at work and workplace environments, and solving organizational and individual employee issues through various measures. The market size in Japan is expected to reach approximately 117 billion yen by 2033*, and the Company anticipates continued growth as corporate interest and needs further increase.

The capital and business alliance between TANABE CONSULTING GROUP, a pioneer in management consulting in Japan, and PEACEMIND, a pioneer in EAP services in Japan, will enable the Company to provide world-class professional services and proprietary management consulting services to large and mid-sized enterprises.

This will enable multifaceted and comprehensive approaches to address issues in human resources/human capital—a challenge for both society and management—including talent strategy, human resource development, HR systems, DE&I organizational development, health management, workplace environment, and individual employee problem-solving, thereby delivering value that enhances organizational performance.

*Reference: IMARC Group "Japan Corporate Wellness Market 2025-2033"

4. Capital and Business Alliance to Advance Group Vision

In the Company's medium-term management plan (2021-2025) "TCG Future Vision 2030," the Company aims to "create a proprietary management consulting model" that provides comprehensive support from management strategy formulation to implementation through professional DX services for large enterprises to small and medium-sized companies, with a focus on upper mid-sized companies.

There are a few examples of corporate well-being specialists joining management consulting groups. This alliance will strengthen the Company's "HR Consulting" capabilities within the Company's management consulting domain. Additionally, the implementation of PEACEMIND's "Hataraku wo Yoku Suru® Platform—Working Better Cloud (WBC)" system will enable the Company to provide new "Professional DX Services." This creates particularly strong synergies with the "DE&I" and "Women's Career Advancement Research Institute" value propositions offered by Surpass, which joined the Group last year, enabling sustainable growth and social value creation.

Together with the Company's group companies—Tanabe Consulting (strategy and management consulting), Leading Solutions (B2B digital marketing), Growin' Partners (comprehensive M&A support including cross-border transactions and back-office BPR/DX support), Jaythree (branding and CX design), Kartz Media Works (strategic PR domestically and internationally), and Surpass (DE&I organizational development)—the Company's proprietary corporate value of "diverse professional talent" will maximize group synergies through our "co-creation model" to solve strategic challenges faced by corporate top management.

(1) PEACEMIND Business Overview and Performance



PEACEMIND

Working Better Together

Creating a “Hataraku wo Yoku Suru® ecosystem” to fill society
with vibrant people and workplaces

Track Record and Trust

Establishment 25+ years Founded 1998 in Japan and Asia as EAP and mental health services pioneer	Client Companies 1,400+ Primarily large corporations; 1,400 companies, 10+ year client retention rate:40+%	Foreign-owned Companies 35%
		Listed Company 86%

Human Capital

Employees 98	Professional (Qualified Employees)		
DE&I Male 35 / Female 63	Clinical psychologists psychiatric social workers public health nurses 28	industrial counselors CEAP Career consultant 36	Certified psychologists 27

Problem-Solving Track Record

Annual Cases Handled 25,844 Addressing workplace concerns of employees and building environments that enable focus on essential work responsibilities	Counseling Consultation Cases 350,000+ Stress Check Implementation 3.2million	EAP Counseling Problem Resolution Rate 84% Supporting individual and organizational problem-solving through specialist counseling and consulting
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(2) Comprehensive Solutions for Strategic Challenges of Top Management from Large to Medium-Sized Enterprises and small to medium-sized companies
Creating the One & Only Management Consulting Model in the World - Holdings & 8 Group Companies



Net Sales	Operating Profit	ROE
16.0 billion yen	1.8 billion yen	10%

※The above revenue and operating profit figures are forecasts for FY3/26

Trust and Track Record

68 Years Since Establishment:
Management Consulting Pioneer in Japan

Total Number of Companies Consulted	(Companies)
18,900+	
Management Consulting	10,000+
M&A Consulting	750+
Marketing Consulting	3,900+
Creative Consulting	550+
Communication and PR Consulting	2,000+
BtoB Digital Marketing Consulting	300+
Employee Mental Health Support	+ 1,400

Human Capital

DE&I: 50/50 (gender ratio)
across diverse professional talent

Number of Employees	(People)
907	
Strategy Consultants	89
HR Consultants	96
DX/Digital Consultants	197
Brand & PR Consultants	75
Finance/M&A Consultants	74
Marketing/Sales/CRM Consultants	137
Corporate Well-being	+ 98

5. Executive Comments

(1) PEACEMIND Inc. Representative Director, CEO Hideto Ogiwara

"As a pioneer in EAP services in Japan and Asia, PEACEMIND has advanced our 'Hataraku wo Yoku Suru®' business under the mission of 'solving workplace challenges and creating a prosperous future for working people.' In the evolving market environment in Japan, maximizing limited human capital and achieving sustainable growth requires enhancing the well-being of working people and organizations—a critical management agenda. Collaborating with the Company, management consulting pioneer in Japan, will create powerful synergies with top management approach consulting, enabling us to strengthen and accelerate support for companies and working people. We look forward to creating new high added value through this unprecedented partnership between a management consulting firm and an employee well-being support company that is unparalleled in the world.

We will continue advancing our vision of 'filling society with vibrant people and workplaces' by guiding clients toward their ideal state for working people and organizations."

(2) TANABE CONSULTING GROUP CO.,LTD. Representative Director, President and CEO Takahiko Wakamatsu

"We are delighted to achieve this unprecedented capital and business alliance in the management consulting industry between TANABE CONSULTING GROUP called management consulting pioneer in Japan since 1957, and PEACEMIND, called the EAP services pioneer in Japan and Asia. This brings us another step closer to 'Toward the One & Only Management Consulting Group in the World.' By entering the 'Corporate Well-being Market,' we will provide HR and organizational consulting that advances human capital management and enhances people and organizational well-being through the Company's approximately 900 professional organization (50:50 gender ratio DE&I organization).

The high-level integration of TANABE CONSULTING GROUP's purpose 'Supporting decisions with love, changing the world' and PEACEMIND's vision of 'creating a Hataraku wo Yoku Suru® ecosystem to fill society with vibrant people and workplaces' will certainly enhance well-being of people and organizations across large to mid-sized enterprises and small to medium-sized companies. We also look forward to increased co-creation value across all our management consulting domains and Group companies. We will continue advancing 'everything for client success and a bright future.'"

【PEACEMIND Inc. Company Profiles】

Company Name: PEACEMIND Inc.

Representative: Representative Director, CEO Hideto Ogiwara

Establishment: September 1998 (Incorporated: March 2004)

Capital: 90.25 million yen

Total Employees: 98 (as of April 1, 2025)

Headquarters: Maruito-Ginza #3 Bldg. 8F, 3-10-6, Ginza Chuo-ku, Tokyo

HP: <https://www.peacemind.co.jp/>

【TANABE CONSULTING GROUP CO.,LTD. Company Profiles】

Company Name: TANABE CONSULTING GROUP CO.,LTD.

Representative: Representative Director, President and CEO Takahiko Wakamatsu

Establishment: October 16, 1957

Net Sales: 14.54 billion yen (FY March 2025)

Capital: 1.772 billion yen

Total Employees: 809 (Group total, as of May 1, 2025)

Stock Exchange: Tokyo Stock Exchange Prime Market

Headquarters: 3-3-41 Miyahara, Yodogawa-ku, Osaka; 1-8-2 Marunouchi, Chiyoda-ku, Tokyo

HP: <https://www.tanabeconsulting-group.com/en/>

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(Translation)

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