



May 11, 2022

(Translated from the Japanese original)

Company Name:	TIS Inc.
Representative:	Yasushi Okamoto, President and Representative Director
Stock Listing:	Prime Market, Tokyo Stock Exchange
Stock Code:	3626
Contact:	Takahiro Kimura, Department Manager of Corporate Management Dept.
Phone:	+81-3-5337-4569 (in Japan, 03-5337-4569)

**Notice regarding Decision on Matters for Acquisition of Treasury Stock
(Acquisition of treasury stock based on provisions in Articles of Incorporation pursuant to Article 165-2 of the Companies Act of Japan)**

TIS Inc. (hereafter, “TIS” and “the Company”) hereby announces that the Board of Directors decided at its meeting today on matters related to the acquisition of treasury stock, based on Article 156 of the Companies Act, reinterpreted and applied in accordance with stipulations under Paragraph 3 of said act. Details are provided below.

Details

1. Reason for acquisition of own shares

To achieve flexibility in capital policy adapted to changes in the operating environment, and to improve shareholder returns and capital efficiency.

Specifically, TIS maintains a view on return to shareholders using a yardstick of 45% for total return ratio, as stated in Medium-Term Management Plan (2021–2023), and the acquisition of treasury stock is also taken as part of an approach to optimize capital structure given steady realization of a stronger earnings base through structural transformation, including progress on service-style businesses.

Note: Total return ratio = Total amount of dividends and treasury stock buybacks as a percentage of net income attributable to owners of the parent company

2. Details on repurchase

(1)	Class of shares to be acquired	Common stock
(2)	Total number of shares to be acquired	12,000,000 (maximum) (4.8% of total number of shares issued, excluding own shares)
(3)	Aggregate acquisition amount	¥30,000,000,000 (maximum)
(4)	Period of acquisition	May 12, 2022 - March 30, 2023

(5)	Method of acquisition	Market-purchased through the Tokyo Stock Exchange (including Tokyo Stock Exchange Trading Network System for Off-Auction Own Share Repurchase Trading (ToSTNeT-3))
-----	-----------------------	--

3. Handling of treasury stock after this acquisition of own shares

In principle, treasury stock held by the Company is limited to 5% of the total number of issued shares, and any amount in excess of 5% is cancelled. This time, for the planned amount of treasury stock acquired from a return-to-shareholder perspective (equivalent to about ¥5.5 billion), management will take an approach in line with this policy. But for the planned amount of treasury stock acquired as part of efforts to optimize capital structure (equivalent to about ¥24.5 billion), management considered corporate policy and eliminating concerns about future stock dilution, and will cancel this portion.

Reference: Treasury stock shareholding status, as of March 31, 2022

Aggregate number of issued shares (excluding treasury stock)	251,159,620
Number of shares of treasury stock	1,274

Note: Number of shares of treasury stock does not include Company stock held by TIS INTEC Group Employees' Shareholding Association Exclusive Trust and Board Incentive Plan (BIP) Trust.

END