

Partners Group was established by Takeshi Nakao, a Japanese Certified Public Accountant (CPA), in 1996 with a clear vision to be a significant player in the financial consulting industry.

After 8 years of working as a CPA in the KPMG Audit Firm, Takeshi Nakao became independent in 1995. After running his business as an independent accountant in the first few years, he established Partners Group.

Partners Group's business domain has not changed since it was launched. We have climbed up to a highly regarded semi major position on a scale of the number of CPA and Tax Accountants among the industry in Japan.

Partners Group is currently composed of 6 companies, which are the following



Be real professionals

There are always demand for real professionals with a high level of skill, and creditability in advanced capitalistic economic activities.

I believe a real professional should not only have a systematic accumulated knowledge, but also have a knowledge with real experience by possessing an excellent understanding of the essentials of business.

To be real professionals, we will focus all our efforts to obtain the leading edge of knowledge and expertise. This is our corporate philosophy.

Professional Consulting Firm with Financial Expertise

This is our corporate vision

Partners Holdings, co, Ltd

CEO Takeshi Nakao (Japan CPA/ Certified Tax Accountant of Japan)

Partners Group professional service in USA

We have launched Partners USA, Inc. in Los Angeles California which is a 100% subsidiary company of Partners Holdings of Japan. We forecast economic relations between Japan and the US will be strengthened, and Japanese corporations activities in the US will be increased and investment will also be revitalized.

My mission is to support US investors for successful business in Japan and Japanese customers activities in the USA .

I am always available to take any question, facilitate feasible studies & research, and arrange a tour of Japan for your business needs.

We are fully capable of setting up businesses or investments in Japan, and not only providing an incorporation service and, tax advice, but we will find you Japanese entities for M&A, providing Human resources and a consolidation of an accounting setup with IT structuring.

For your one stop experienced accounting firm, we are always ready to serve your business needs.

Partners USA, Inc .

COO John Sano (Japan CPA/CISA)

Corporate Profile

PARTNERS GROUP

PARTNERS HOLDINGS

| | |
|---------------|---|
| COMPANY NAME: | PARTNERS HOLDINGS, Co. Ltd. |
| HEAD OFFICE: | Yaesuguchi Daiei Bldg 12F, Kyobashi1-3-1, Chuo-ku, Tokyo, 1040031, Japan TEL:+81-3-3510-1033 FAX:+81-3-3510-1065 |
| | URL: http://www.partners-inc.co.jp E-mail: ph-info@partne-inc.co.jp |
| CAPITAL: | 100 million Japanese Yen |
| DIRECTORS: | CEO Takeshi Nakao (Japan CPA / Certified Tax Accountant of Japan) Director Takahiro Koga (Japan CPA / Certified Tax Accountant of Japan) Director Hideya Yamada Auditor Yoshinori Tamura |

| | |
|--------------------|---|
| DATE INCORPORATED: | March 31st, 2006 |
| PROFESSIONALS: | 60 including 14 Japan CPAs and 20 Certified Tax Accountants |
| DESCRIPTION: | Holding company of PARTNERS |
| GROUP COMPANIES: | Partners Consulting, Co. Ltd. Partners Solution, Co. Ltd. Partners Professional Service, Co. Ltd. Partners General Tax Corporation Partners USA, Inc. |

PARTNERS CONSULTING

| | |
|--------------------|--|
| COMPANY NAME: | PARTNERS CONSULTING, Co. Ltd. M&A, IPO, Business rejuvenation, IFRS, J-SOX, Advisory service for accounting related matters |
| HEAD OFFICE: | Yaesuguchi Daiei Bldg 12F, Kyobashi1-3-1, Chuo-ku, Tokyo, 1040031, Japan TEL:+81-3-3510-1033 FAX:+81-3-3510-1065 |
| OSAKA OFFICE: | Nishi Hankyu Bldg 9F, Shibata2-1-18, Kita-ku, Osaka 5300012, Japan TEL:+81-6-6376-8282 FAX:+81-6-6376-8281 |
| NAGOYA OFFICE: | Alex Bldg. 5F, Marunouchi1-4-12, Naka-ku, Nagoya 4600002, Japan TEL:+81-52-222-3305 FAX:+81-52-222-3306 URL: http://pc.partners-inc.co.jp E-mail: pc-info@partners-inc.co.jp |
| DIRECTORS: | CEO Takeshi Nakao (Japan CPA / Certified Tax Accountant of Japan) DIRECTOR: Takahiro Koga (Japan CPA / Certified Tax Accountant of Japan) Director Hideya Yamada |
| DATE INCORPORATED: | June 30th, 2000 |

PARTNERS PROFESSIONAL SERVICE

| | |
|--------------------|---|
| COMPANY NAME: | PARTNERS PROFESSIONAL SERVICE, Co. Ltd. Temporary staff agency and Human resource development service for accounting field. |
| HEAD OFFICE: | Yaesuguchi Daiei Bldg 12F, Kyobashi1-3-1, Chuo-ku, Tokyo, 1040031, Japan TEL:+81-3-3510-3301 FAX:+81-3-3510-1057 URL: http://www.p-p-s.co.jp E-mail: pps-info@partners-inc.co.jp |
| DIRECTORS: | CEO Yasushi Washiyama CEO Takahiro Koga (Japan CPA / Certified Tax Accountant of Japan) Director Takeshi Nakao (Japan CPA / Certified Tax Accountant of Japan) |
| DATE INCORPORATED: | April 12th, 2006 |

PARTNERS SOLUTION

| | |
|--------------------|---|
| COMPANY NAME: | PARTNERS SOLUTION, Co. Ltd. Accounting system Development, sales, and its solution advisory service sales, and its solution advisory service |
| HEAD OFFICE: | Yaesuguchi Daiei Bldg 12F, Kyobashi1-3-1, Chuo-ku, Tokyo, 1040031, Japan TEL:+81-3-3510-1033 FAX:+81-3-3510-1065 URL: http://ps.partners-inc.co.jp E-mail: ps-info@partners-inc.co.jp |
| DIRECTORS: | CEO Takahiro Koga (Japan CPA / Certified Tax Accountant of Japan) DIRECTOR: Takeshi Nakao (Japan CPA / Certified Tax Accountant of Japan) Director Hideya Yamada |
| DATE INCORPORATED: | Sept. 12th, 2003 |

PARTNERS GENERAL TAX CORPORATION

| | |
|---------------|---|
| COMPANY NAME: | PARTNERS GENERAL TAX CORPORATION Tax advisor, Tax reporting, Consolidation Tax reporting, International TAX consulting and management advisory service. |
| HEAD OFFICE: | Yaesuguchi Daiei Bldg 12F, Kyobashi1-3-1, Chuo-ku, Tokyo, 1040031, Japan TEL:+81-3-3510-1053 FAX:+81-3-3510-1012 URL: http://pz.partners-inc.co.jp E-mail: pz-info@partners-inc.co.jp |
| DIRECTORS | Representative Partner Takeshi Nakao (Japan CPA / Certified Tax Accountant of Japan) Representative Partner Tatsuya Suzuki (Certified Tax Accountant of Japan) Partner Takahiro Koga (Japan CPA / Certified Tax Accountant of Japan) |

PARTNERS USA

| | |
|--------------------|--|
| COMPANY NAME: | PARTNERS USA, INC. INVESTMENT ADVISORY SERVICE AND SUPPORT JAPANESE CLIENTS ACTIVITIES IN USA |
| HEAD OFFICE: | WELLS FARGO CENTER, 355 S. GRAND AVE. #2450, LOS ANGELES, CA 90071, USA TEL:+1(213)943-1386 FAX:+1(213)943-1301 CELL:+1(626)757-5331 URL: HTTP://USA.PARTNERS-INC.CO.JP E-MAIL: JSANO@PARTNERS-INC.CO.JP |
| DIRECTORS: | CEO JOHN SANO (JAPAN CPA / CISA) |
| DATE INCORPORATED: | JULY 31st, 2013 |

PARTNERS CONSULTING services

PARTNERS GROUP

M&A relating service

- Corporation and business valuation
- M&A scheme planning
- Scheduling management
- Legal, accounting and tax risk evaluation
- Obtain and preparation of opinion letter
- M&A brokerage and advisory service

J-SOX service

- Comprehensive support service for implementing and improving Internal control
- Support and acting service for documentation of Internal control procedure
- Support and acting service for evaluate effectiveness of Internal control

MBO support service

- Financial advisory and consulting service
- Due diligence service
- Business valuation/Cash flow analysis
- MBO strategy planning
- Execution planning support
- Execution support

Due diligence service

- Finance due diligence
- Legal due diligence
- IT due diligence
- J-SOX due diligence
- Business due diligence

Equity finance support service

- Financial advisory for PIPE(Private Investment in Public Entity), Convertible Bonds, and issuing Warrants

Business rejuvenation support service

- Consulting service
- Due diligence service
- Preparation for Business rejuvenation plan

Accounting Service

- Advisory service for accounting controversial points
- General advisory service

IFRS relating service

- IFRS introduction support
- IFRS implementation impact research
- IFRS based accounting manual preparation support
- Consolidated IFRS financial statement and consolidation package preparation support

IPO support service

- Preparation of Capitalization strategy policy
- Evaluation for stock share, Share warrant, or Class share and etc.
- Advice of implementation and maintenance of internal control
- Support and acting service for preparing IPO filing documentations (such as Part1 so called Ichinobu) consolidation package preparation support

Business reorganization support

- Financial advisory and consulting service
- Due diligence service
- Business valuation
- Business reorganization strategy planning
- Execution planning support
- Execution support

Corporation valuation service

- M&A, IPO, Equity finance
- Corporation valuation at issuing warrants
- Business valuation

Private Banking service

- Property management service for HNWIs
- Advisory service for inheritance and succession of business
- Tax planning

Consolidation taxation consulting

- Consultation for implementing consolidation taxation
- Training for consolidation taxation procedure
- Developing consolidated tax system

PARTNERS SOLUTION services

PARTNERS GROUP

Consolidation TAX system solution

Solution for development and implementing consolidation tax system

We have jointly developed Consolidation Tax system called C-Taxconductor with Hitachi Co. Ltd. This system has been implemented at many large Japanese companies. As a result, it became the market leader of the consolidation tax system in Japan, dominating over 50% of the market.



Development of Consolidated tax system

In 2003, the National Tax Agency Japan implemented a consolidated tax return filing policy. Since then, we have jointly developed a consolidation tax filing system with Hitachi Co, Ltd. The system, so called C-Taxconductor, implements a consolidated tax return filing, calculating differed assets, based on the estimated mutual tax return. This system covers all serial procedures for consolidated tax filing.

Consolidated tax filling advisory

We provide a consolidation tax filing advisory service to improve the efficiency of our clients. Prior to the filing, we advise them about the timelines and conduct rehearsals. Our advise makes sure that the work load is appropriately controlled, especially during the first year, as a large volume of the works are generally required.

Training for consolidation tax system

We provide consolidation tax system training for clients. This includes usage of the system, from basic consolidation to high level activities such as taxation under reorganization, or differed tax assets/ liability effect.

IT infrastructure consulting

We provide consulting service for IT infrastructures, including security and network management including the initial design, implementation, operation, support and reconstruction.



IT advisory service

We advise general IT matters to solve problems.

IT infrastructure consulting

We provide consulting service for IT infrastructures, including security and network management including the initial design, implementation, operation, support and reconstruction.

BPR(Business Process Re engineering) consulting

We as a group firm, possess a huge amount of experience of IPOs, accounting and other consulting service. Based on our successful track record we advise on the reconstruction of the business process. This includes process reviews, process enhancement, control points definition, and a corresponding IT system design, implementation, and management.



Business Process

We advise improvement suggestion for business process improvements by reviewing business process.

Monitoring service

We periodically monitor business process efficiency and report the outcomes to management.

We are a licensed human resource service agency specialized in accounting, financial business human resources.

The human resource market in accounting and financial skill is very active and liquidable.

There are, however, mismatches taking place due to differences in the skill level of worker and employer's needs.

PPS performs the following steps to avoid mismatching of the companies and candidates.

| | |
|---|---|
| 1 | <p>Skill diagnosis and counseling based on a check list over 300 questions. Using the checklist, we conduct in-depth diagnoses of candidates' skills and experiences.</p> |
| 2 | <p>Counseling renders by accounting and financial professionals. Accounting professionals conduct counseling with candidates to avoid mismatching with the clients needs.</p> |
| 3 | <p>Train candidates based on their skill sets: We train candidates based on their skills sets and levels of training.</p> |
| 4 | <p>Human resource service for companies specialized in accounting and finance. The service is based on Partners Consulting service experience and expertise, reflecting training practice and materials it has accumulated over the years.</p> |

PARTNERS PROFESSIONAL SERVICE

Licensed employment agency (Lic .13-Г-301436)

Licensed Temporary staff agency (Lic.13-301841)

Accounting ability examiner with accounting training service

PARTNERS GENERAL TAX CORPORATION service

PARTNERS GROUP

Accounting and tax regulation is becoming complicated as business activity becomes diversified. Some of our tax partners teach at the National tax University where all the students are national tax office executive cadets. We understand the trends of tax regulation changes. We provide strategic tax advisory service based on the current regulatory environment and the future changes.

Tax advisory service

- Advisory service for corporate, consumption, individual income, inheritance and donation tax.
- Advisory service for monthly, quarterly and annual accounting closure.
- Advisory service for Corporate Reorganization Taxation System.

Tax filing service

- Preparation of tax filing for all kinds.
- Research and preinquirely to National tax office
- Attendance to tax auditing
- Advisory service for business succession

Accounting service

- Support implementing accounting system in accordance with GAAP standards.
- Support business and budget planning
- Support preparation of Cash flow statements
- Support preparation of Japanese 10-K
- Support preparation of JCC financial statements
- Outsourcing service of regarding above

Consolidated taxation service

- Consultation for implementing consolidated tax filing system
- Preparation of consolidated tax filing
- Consultation service for implementing consolidated tax software.

PARTNERS USA, INC.

PARTNERS GROUP

We have launched PARTERS USA, Inc. to forecast business activities in the United States for Japanese corporate clients. Estimating that the investment to the United States will be tighter, therefore, it has to be revitalized. PARTERS USA, Inc., is based in Los Angeles California, and it is a 100% subsidiary of PARTNERS HOLDINGS JAPAN.

Our mission is to support the United States investors to successfully invest in Japan, and to support Japanese customers activities in the United States .

PARTNERS USA service

- Take any question regarding of Japanese business circumstance and regulations from US investors.
- Feasibility studies & research of the Japanese market and regulations
- Arrange a Japan tour, and setup meetings and interviews for your business needs
- Plan and arrange your business plan with Partners Group, including incorporation, tax planning and advisory services, as well as M&A arrangements, Human Resource arrangements and consolidation accounting and taxation with IT infrastructure setup as your business needs.