

Note: This document is an English translation of the original Japanese language document and has been prepared solely for reference purposes. No warranties or assurances are given regarding the accuracy or completeness of this English translation. In the event of any discrepancy between this English translation and the original Japanese language document, the original Japanese language document shall prevail in all respects.



September 29, 2021

Company name: Appier Group, Inc.
Representative: Chih-Han Yu, Representative Director and CEO
(TSE Mothers Code: 4180)
Contact: Koji Tachibana, Senior Vice President of Finance
(TEL. + 81 – 3 – 6435 – 6617)

Announcement of Change in Conditions of International Secondary Offering of Shares, and Change of Principal Shareholder

Appier Group, Inc. (the “**Company**”) hereby announces that, at a meeting of the Board of Directors of the Company held on September 29, 2021, concerning the secondary offering (the “**International Secondary Offering**”) of shares of common stock of the Company in an international market announced on September 27, 2021, the Company has approved change in the sellers and the number of shares to be offered as follows. Due to the strong demands from overseas reputable institutional investors, the Company has approved an increase in the number of shares to be offered.

I. International Secondary Offering of Shares

- | | | |
|-----|--|--|
| (1) | Class and number of shares to be offered | 11,795,900 shares of common stock of the Company |
| (2) | Sellers and number of shares to be offered | SEQUOIA CAPITAL INDIA INVESTMENTS IV: 3,800,000 shares
TA STRATEGIC PTE. LTD.: 1,987,400 shares
HIPPO TECHNOLOGY INVESTMENT COMPANY LIMITED: 734,800 shares
ALIBABA TAIWAN ENTREPRENEURS FUND II LP: 724,900 shares
ASEAN CHINA INVESTMENT FUND III L.P.: 704,500 shares
HIPPO II TECHNOLOGY INVESTMENT COMPANY LIMITED: 673,500 shares
JAFCO ASIA TECHNOLOGY FUND VI: 634,900 shares
CLOUD RANGER LIMITED: 517,800 shares
TRANSLINK CAPITAL PARTNERS III L.P.: 517,800 shares
LINE Corporation: 396,600 shares
FONTAINE CAPITAL FUND, L.P.: 388,400 shares
UMC CAPITAL CORPORATION: 320,100 shares
WI HARPER FUND VIII LP: 181,200 shares
ASEAN CHINA INVESTMENT FUND (US) III L.P.: 124,500 shares
APPIER SP1 LIMITED: 89,500 shares |

Note: This press release is not an offer to sell or a solicitation of any offer to buy the securities of Appier Group, Inc. in the United States or elsewhere. The securities referenced in this press release have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “Securities Act”). The securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities will not be publicly offered or sold in the United States.

Note: This document is an English translation of the original Japanese language document and has been prepared solely for reference purposes. No warranties or assurances are given regarding the accuracy or completeness of this English translation. In the event of any discrepancy between this English translation and the original Japanese language document, the original Japanese language document shall prevail in all respects.

The Company also hereby announces that a change of its principal shareholder is expected as a result of the International Secondary Offering.

II. Change of Principal Shareholder

1. Reason for the change

The Company's principal shareholder is expected to change as a result of the International Secondary Offering.

2. Overview of shareholder subject to change

Overview of shareholder which no longer will be the principal shareholder.

- (1) Name: SEQUOIA CAPITAL INDIA INVESTMENTS IV
(2) Address: 5TH FLOOR, EBENE ESPLANADE, 24 BANK ST, CYBERCITY, EBENE, MAURITIUS
(3) Title and Name of representative: Director, Aslam Koomar
(4) Content of businesses: Investment

3. Number of voting rights held by the shareholder (number of shares held) and percentage of total voting rights before and after change

	Number of voting rights (Number of shares held)	% of total voting rights	Ranking among shareholders
Before change (as of September 29, 2021)	137,753 (13,775,370 shares)	13.65 %	Second
After change	99,753 (9,975,370 shares)	9.88%	Second

(Note) The percentage of total voting rights is calculated based on 1,009,182 voting rights held by all shareholders as of June 30, 2021, rounded to two decimal places. Ranking among shareholders is based on the register of shareholders of the Company as of June 30, 2021.

4. Expected date of change

Share delivery date (the third business day following the Pricing Date) for the International Secondary Offering

5. Outlook

No impact is expected on management or results of operations of the Company as a result of this change of the principal shareholder.

End

Note: This press release is not an offer to sell or a solicitation of any offer to buy the securities of Appier Group, Inc. in the United States or elsewhere. The securities referenced in this press release have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "Securities Act"). The securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities will not be publicly offered or sold in the United States.