

The following is an English version of the official Japanese announcement, which has been given to the Tokyo Stock Exchange and the media in Tokyo, Japan.



January 31, 2023

For Immediate Release

SPARX Group Co., Ltd.
President and Group CEO Shuhei Abe
(Code: 8739, TSE Prime Market)

**Notice Regarding Revision to an Expected Dividend
for Fiscal Year Ending on March 31, 2023**

Ordinary dividend per share scheduled to be 60.0 yen which the same amount as the previous fiscal year (after adjustment for a reverse stock split)

TOKYO (January 31, 2023) - SPARX Group Co., Ltd. ("SPARX") hereby notify you that the Board of Directors has resolved at its meeting held on January 31, 2023 to revise a year-end expected dividend per share for the fiscal year ending on March 31, 2023.

■ Reasons for the revision to an expected dividend

SPARX has positioned return of profits to the shareholders to be one of the most important tasks of our business management, enhancing continued growth and mid- to long-term increase of corporate value. We decide shareholder return by comprehensively examining the business performance, financial condition and return ratio, as well as the timing and method, among others, while considering stability and continuity of our company from a mid- to long-term perspective.

As for the dividend for the year ending March 2023, we maintained the dividend forecast to be yet determined; however, after a comprehensive review at this time of the financial condition and future business performance, SPARX has decided that a year-end expected ordinary dividend to be 60.00 yen per share for the year, which represents the same amount from the previous fiscal year's ordinary dividend (after adjustment for a reverse stock split), considering the financial condition remains stable, increase in the Base Earnings(*), and so on.

We will continue to carry out our business objective to steadily increase base earnings in the future. We will strive to achieve sustainable growth and increase corporate value over the mid-to-long term by steadily increasing shareholder's return based on the constant growth of base earnings.

This matter shall be officially determined and the dividends will be paid out subject to the approval of the resolution of the 34th general shareholders' meeting that is scheduled to be held in June 2023.

■ Reference for the revision to an expected dividend

	Annual dividend amount				
	Q1-end	Q2-end	Q3-end	Year-end	Total
Previously expected dividend (announced on October 31, 2022)				Undetermined	Undetermined
Revised expected dividend by this notice				¥60.00	¥60.00
Actual dividend for fiscal year ending on March 31, 2023	-	¥0.00	-		
Actual dividend for fiscal year ended on March 31, 2022	-	¥0.00	-	¥12.00	¥12.00

(Note 1) On October 1, 2022, we have performed a reverse stock split (merging 5 common stock into 1

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share). Actual dividend for fiscal year ended on March 31, 2022 is shown the amount prior to the reverse stock split. If this were to take into consideration the reverse stock split, then the amount would be 60.0 yen.

(*) SPARX identifies “Base Earnings” as the most important financial indicator. The term “Base Earnings” indicates the sustained and stable fundamental profitability of the company.

Base Earnings = Management Fee(After the deduction of commission paid)-Ordinary Expenses

The Ordinary Expenses is calculated by deducting the sum of (1) Commissions paid, (2) Bonuses (including allowance for bonuses, mandatory welfare expenses related to bonuses, and ESOP expenses) and (3) Severances package for key members, from the total operating and general administrative expenses.

The operating profit for financial accounting purposes includes one-off/ additional performance fees, which can be affected by trends of the equity market and progress of real assets investment business. For this reason, we regard the Base Earnings, which indicates the sustained and stable fundamental profitability, as one of the most important financial indicators.

No further entry

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