

April 26, 2023

CyberAgent, Inc.

TSE: 4751

Susumu Fujita

Representative Director, CEO, and President

Notice on Absorption-type Merger of 7gogo, Inc. (Simplified Merger and Short-form Merger)

CyberAgent, Inc. today announced that its Board of Directors resolved to carry out an absorption-type merger of its wholly owned subsidiary, 7gogo, Inc., effective from June 1, 2023. As the merger is an absorption-type merger of a consolidated subsidiary, certain disclosure items and details have been omitted from this notice.

1. Purpose of the merger

This merger aims to improve management efficiency by absorbing 7gogo, which operates a mobile service, “755.” CyberAgent plans to succeed the “755” service.

2. Outline of the merger

1) Method of the merger

An absorption-type merger will be undertaken with CyberAgent as the continuing company and 7gogo as the dissolving company.

2) Schedule

Resolution at Board of Directors’ meeting	April 26, 2023
Conclusion of the merger agreement	April 26, 2023
Effective date of the merger	June 1, 2023 (planned)

*The merger falls under a simplified absorption-type merger as prescribed in Article 796, Paragraph 2 of the Companies Act, and a short-form merger as prescribed in Article 784, Paragraph 1 of the same act. Therefore, the merger agreement will be approved without convening the General Meeting of the Shareholders of either company.

3) Details of allotment related to the merger

As 7gogo is a wholly owned subsidiary of CyberAgent, no shares will be allotted as a result of the merger.

4) Handling of stock acquisition rights and bonds with stock acquisition rights upon the merger

No applicable items.

3. Overview of the companies involved in the merger

As of September 30, 2022

(1) Trade name	CyberAgent, Inc. (Absorbing company, Non-consolidated)	7gogo, Inc. (Dissolving company, Non-consolidated)
(2) Business Line	Media business, Internet advertisement business, Game business, Investment development business	Operation of mobile service “755”
(3) Date of establishment	March 18, 1998	June 3, 2013
(4) Address	40-1 Udagawa-cho, Shibuya-ku, Tokyo	40-1 Udagawa-cho, Shibuya-ku, Tokyo
(5) Representative	Susumu Fujita, Representative director, CEO, President	Susumu Fujita, Representative director
(6) Capital	7,239 million yen	7,400 thousand yen
(7) Number of issued shares	505,924,000	296
(8) Fiscal year end	September 30	September 30
(9) Major shareholders and shareholding ratios	Susumu Fujita 17.6% Baillie Gifford & Co 12.1%	CyberAgent, Inc. 100%
(10) Financial position and results of operations for the most recent fiscal year		
Fiscal year ended	September 30, 2022 (Consolidated)	September 30, 2022 (Non-consolidated)
Equity	222,915 million yen	-3,368,131 thousand yen
Total assets	383,698 million yen	1,231 thousand yen
Equity per share	285.15 yen	-11,378,822.40 yen
Net sales	710,575 million yen	18,000 thousand yen
Operating income	69,114 million yen	-5,407 thousand yen
Ordinary income	69,464 million yen	-14,311 thousand yen
Net income attributable to owners of the parent	24,219 million yen	-14,491 thousand yen
Basic earnings per share	47.89 yen	-48,957.36 yen

4. Status after the merger

There will be no changes in trade name, business line, address, representative, capital, and fiscal year end of CyberAgent.

5. Outlook

The effect of the merger on CyberAgent's consolidated results of operations will be minimal.