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June 29, 2023

Information Services International-Dentsu, Ltd.  
Ryoichi Nawa, President, CEO & COO  
(Stock Code 4812, TSE Prime Market)  
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## **Notice Concerning Absorption-type Merger of Two Consolidated Subsidiaries (Simplified Merger and Short-form Merger)**

Information Services International-Dentsu, Ltd. (ISID) hereby notifies that the Board of Directors resolved today to implement an absorption-type merger (the Merger) of its consolidated subsidiaries, ITID, Ltd. (ITID) and ISID Business Consulting, Ltd. (isidbc), with an effective date of January 1, 2024.

This is the result of discussions and preparations that have been made so far based on the content described in the " Notice Concerning Change of Trade Name and Preparation of Integration of Two Consolidated Subsidiaries " released on February 10, 2023.

As the Merger is a simplified absorption-type merger of wholly-owned subsidiaries, certain disclosure items and details are omitted.

### **1. Purpose of the Merger**

In 2022, ISID announced "Vision 2030," a long-term management vision. In the vision, ISID sets its goal in 2030 to become "a company that is able to meet the expectations of society, corporations and consumers" and is also committed to self-transformation with the aim of becoming a Group possessing diverse human resources, an abundance of technologies, and the various solutions necessary for leading societal and corporate transformation.

To achieve this goal, ISID will integrate ITID and isidbc, its wholly-owned subsidiaries, into ISID with the aim of strengthening the consulting function, in conjunction with the change of trade name from "Information Services International-Dentsu, Ltd." to "DENTSU SOKEN INC." scheduled to take effect on January 1, 2024.

### **2. Outline of the Merger**

#### **(1) Schedule of the Merger**

Resolution date of the Board of Directors	June 29, 2023
Execution date of the merger agreement	June 29, 2023
Effective date of the Merger	January 1, 2024 (planned)

(NOTE) As the Merger falls under a simplified absorption-type merger as prescribed in Article 796, Paragraph 2 of the Companies Act for ISID, and a short-form merger as prescribed in Article 784, Paragraph 1 of the Companies Act for ITID and isidbc, the Merger agreement will be approved without convening General Meeting of Shareholders of either companies.

#### **(2) Method of the Merger**

The Merger is an absorption-type merger with ISID as the surviving company and ITID and isidbc as the companies being dissolved.

#### **(3) Details of allocation related to the Merger**

As ITID and isidbc are wholly-owned subsidiaries of ISID, no shares or money 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. Outline of the companies involved in the Merger (as of December 31, 2022)

	Surviving company	Company being absorbed (1)	Company being absorbed (2)	
(1) Trade name	Information Services International-Dentsu, Ltd.	ITID, Ltd.	ISID Business Consulting, Ltd.	
(2) Head office location	2-17-1, Konan, Minato-ku, Tokyo	2-17-1, Konan, Minato-ku, Tokyo	2-17-1, Konan, Minato-ku, Tokyo	
(3) Title and name of representative	Ryoichi Nawa, President, CEO & COO	Makoto Senoo, President & CEO	Takamitsu Terashima, President & CEO	
(4) Business description	Information service	Consulting services	Consulting services	
(5) Capital	8,180.5 million yen	300 million yen	300 million yen	
(6) Established	December 11, 1975	June 12, 2001	February 20, 2013	
(7) Number of shares issued	65,182,480 shares	6,000 shares	12,000 shares	
(8) Fiscal year end	December 31	December 31	December 31	
(9) Major shareholders and shareholding ratios	Dentsu Group Inc. 61.8%	Information Services International-Dentsu, Ltd. 100%	Information Services International-Dentsu, Ltd. 100%	
(10) Financial position and results of operations for the latest fiscal year				
	Fiscal year end	Year ended December 31, 2022 (Consolidated)	Year ended December 31, 2022 (Non-Consolidated)	Year ended December 31, 2022 (Non-Consolidated)
	Net assets	73,871 million yen	817 million yen	909 million yen
	Total assets	121,892 million yen	1,139 million yen	1,099 million yen
	Net assets per share	1,134.80 yen	136,285.58 yen	75,780.69 yen
	Net Sales	129,054 million yen	1,379 million yen	1,244 million yen
	Operating profit (loss)	18,590 million yen	348 million yen	218 million yen
	Ordinary profit (loss)	18,354 million yen	349 million yen	219 million yen
	Profit (loss) attributable to owners of parent	12,598 million yen	264 million yen	162 million yen
	EPS	193.51 yen	44,016.25 yen	13,508.65 yen

### 4. Status after the Merger

There will be no changes in trade name, head office location, title and name of representative, business description, capital, or fiscal year end of ISID.

### 5. Outlook

As the Merger involves the absorption of a wholly-owned subsidiary, its impact on ISID's consolidated operating performance will be minor.

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