

Note: This English translation is solely for reference purposes and not a legally definitive translation of the original Japanese text. In the event a difference arises regarding the meaning herein, the original Japanese version will prevail as the official authoritative version.

September 29, 2023

Information Services International-Dentsu, Ltd.
Ryoichi Nawa, President, CEO & COO
(Stock Code 4812, TSE Prime Market)
Contact for Inquiries: Naoto Momiki, Corporate Administration Division
(TEL: +81-3-6713-6160)

Notice Concerning Absorption-type Merger of Consolidated Subsidiary (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 subsidiary, ISID Fairness, Ltd. (ISID Fairness), with an effective date of December 1, 2023.

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

1. Purpose of the Merger

ISID Fairness is a consolidated subsidiary established in 2002 to develop and provide services using various financial data. Until now, ISID Fairness has been marketing its business by focusing on selling financial information platform services. And in recent years, there have been an increase in opportunities to create synergies among businesses, such as the planning and development of new products and services together with our financial business division.

As part of ISID Group's business restructuring, we have recently decided to merge with ISID Fairness with the aim of concentrating management resources and ensuring efficient business operations.

2. Outline of the Merger

(1) Schedule of the Merger

Resolution date of the Board of Directors	September 29, 2023
Execution date of the merger agreement	September 29, 2023
Effective date of the Merger	December 1, 2023 (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 ISID Fairness, the Merger agreement will be approved without convening General Meeting of Shareholders of either company.

(2) Method of the Merger

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

(3) Details of allocation related to the Merger

As ISID Fairness is wholly-owned subsidiary 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 September 29, 2023)

	Surviving company	Company being absorbed
(1) Trade name	Information Services International-Dentsu, Ltd.	ISID Fairness, Ltd.
(2) Head office location	2-17-1, Konan, Minato-ku, Tokyo	3-3-2, Kyobashi, Chuo-ku, Tokyo
(3) Title and name of representative	Ryoichi Nawa, President, CEO & COO	Yutaka Koizumi, CEO
(4) Business description	Information services	Financial information services
(5) Capital	8,180.5 million yen	55 million yen
(6) Established	December 11, 1975	July 1, 2002
(7) Number of shares issued	65,182,480 shares	1,100 shares
(8) Fiscal year end	December 31	December 31
(9) Major shareholders and shareholding ratios	Dentsu Group Inc. 61.8%	Information Services International-Dentsu, Ltd. 100%
(10) Financial position and results of operations for the latest fiscal year		
	Year ended December 31, 2022 (Consolidated)	Year ended December 31, 2022 (Non-consolidated)
Fiscal year end		
Net assets	73,871 million yen	360 million yen
Total assets	121,892 million yen	490 million yen
Net assets per share	1,134.80 yen	327,324.86 yen
Net sales	129,054 million yen	221 million yen
Operating profit (loss)	18,590 million yen	(39) million yen
Ordinary profit (loss)	18,354 million yen	(36) million yen
Profit (loss) attributable to owners of parent	12,598 million yen	140 million yen
EPS	193.51 yen	127,983.33 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.

END