



STANDARD
TOKYO

November 21, 2023

For Immediate Release

Company name: SEPTENI HOLDINGS CO., LTD.
Representative: Representative Director, Group President and Chief Executive Officer
Koki Sato
(TSE Standard Code: 4293)

Notice of Changes in Consolidated Subsidiaries (Share Transfer)

SEPTENI HOLDINGS CO., LTD. (the “Company”) hereby announces that it has resolved to transfer all of the issued shares of JNJ INTERACTIVE INC. (sub-subsidiary of the Company, hereinafter referred to as “JNJ”), a subsidiary of the Company’s subsidiary, SEPTENI CO., LTD., to Vector Com Inc. (hereinafter referred to as “Vector Com”), a subsidiary of VECTOR INC. (hereinafter referred to as “Vector”), at a meeting of the Board of Directors held today.

1. Purpose and Reason of Share Transfer

The Company group has so far continued to grow while reviewing its business portfolio as appropriate. In the current mainstay Digital Marketing Business (hereafter, "the Business"), the Company provides comprehensive support for the digital transformation (DX) of customers such as the sale and operation of digital advertisements, offering solutions through the utilization of data and AI, and supporting marketing activities through the integration of online and offline advertisements in collaboration with the Dentsu Group.

As the Company reviews the overall strategy of its overseas business in the Business, it also discussed JNJ’s strategies and policies, which is engaged in the digital marketing support business in South Korea. As a result, the Company proceeded with selection and concentration in the three areas of the United States, China, and Southeast Asia, which are currently driving the growth of its overseas business. As for JNJ, the Company decided to transfer the shares to Vector Com, as it anticipates synergies such as strengthening Vector Com's personnel structure and streamlining management resources. The Company concluded that this would lead to an increase in its corporate value as well as Vector.

2. Outline of Consolidated Subsidiary to be Transferred (as of September 30, 2023)

(1)	Company Name	JNJ INTERACTIVE INC.	
(2)	Address	511, Yeongdong-daero, World Trade Tower 2401, Gangnam-gu, Seoul, Republic of Korea	
(3)	Name and Title of Representative	Seo Eunji, CEO	
(4)	Business Overview	Digital marketing support business in South Korea	
(5)	Capital	5,555 thousand yen	
(6)	Established	January 2014	
(7)	Major Shareholder & Shareholding Ratio	SEPTENI CO., LTD. 100%	
(8)	Relationship between the Listed Company and the Said Company	Capital relationship	The Company's subsidiary, SEPTENI CO., LTD. holds 100% equity.
		Personnel relationships	No notable items
		Business relationship	No notable items
(9)	Business Results and Financial Position of the Said Company for the Past Three Years	Not disclosed upon the request by the transferee	

3. Outline of Transferee of Shares

(1)	Company Name	Vector Com Inc.	
(2)	Address	15F, Teheran-ro 427, Gangnam-Gu, Seoul, Korea	
(3)	Name and Title of Representative	Kwon Ikjoo, President	
(4)	Business Overview	PR, advertising planning, digital marketing, and management consulting	
(5)	Capital	85 million yen	
(6)	Established	November 2008	
(7)	Net Assets	Not disclosed upon the request by the transferee	
(8)	Total Assets	Not disclosed upon the request by the transferee	
(9)	Major Shareholder & Shareholding Ratio	VECTOR INC. 98%	
(10)	Relationship between the Listed Company and the Said Company	Capital relationship	No notable items
		Personnel Relationships	No notable items
		Business Relationship	No notable items

4. Number of Shares to be Transferred, Transfer Price, and Status of Shareholding Ratios before and after Transfer

(1)	Number of Shares Held before Transfer	10,000 shares (Percentage of voting rights: 100%)
(2)	Number of Shares to be Transferred	10,000 shares
(3)	Transfer Value	The transfer value is not disclosed based on the confidentiality obligation in the share transfer agreement, but is determined through negotiations following a fair process, and is recognized as the fair value.
(4)	Number of Shares Held after Transfer	0 shares (Percentage of voting rights: 0%)

5. Schedule

(1) Date of Board of Directors Resolution	November 21, 2023
(2) Date of Share Transfer Agreement	November 30, 2023 (scheduled)
(3) Effective Date of Share Transfer	By December 28, 2023 (scheduled)

6. Future Outlook

The transfer of shares has no material impact on the Company's consolidated financial results for the year ended December 31, 2023.

■ Contact Information

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