

January 31, 2024

CyberAgent, Inc.

TSE: 4751

Susumu Fujita

Representative Director, CEO, and President

Notice on Absorption-type Merger of Craft Egg, Inc. (Simplified, 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, Craft Egg, Inc., effective from April 1, 2024. 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 Craft Egg which operates and offers mobile games. With respect to the mobile game “BanG Dream! Girls Band Party” which is co-developed by Craft Egg and Bushiroad Inc. (TSE Growth Market: 7803, Head office: Nakano-ku, Tokyo, Representative director and President: Takaaki Kidani), Bushiroad will continue to develop and operate it.

2. Outline of the merger

1) Method of the merger

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

2) Schedule

Resolution at Board of Directors’ meeting	January 31, 2024
Conclusion of the merger agreement	January 31, 2024
Effective date of the merger	April 1, 2024

*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 Craft Egg 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

(1) Trade name	CyberAgent, Inc. (Absorbing company, Non-consolidated)	Craft Egg, Inc. (Dissolving company, Non-consolidated)
(2) Business Lines	Media business, Internet advertisement business, Game business, Investment development business	Game business
(3) Date of establishment	March 18, 1998	May 1, 2014
(4) Address	40-1 Udagawa-cho, Shibuya-ku, Tokyo	40-1 Udagawa-cho, Shibuya-ku, Tokyo
(5) Representative	Susumu Fujita, Representative director, CEO, President	Shuichi Morikawa, Representative director
(6) Capital	7,369 million yen	101 million yen
(7) Number of issued shares	506,191,200	1,920
(8) Fiscal year end	September 30	September 30
(9) Major shareholders and shareholding ratios	Susumu Fujita 17.6% The Master Trust Bank of Japan, Ltd. (trust account) 16.1%	CyberAgent, Inc. 100%
(10) Financial position and results of operations for the most recent fiscal year		
Fiscal year end	September 30, 2023 (Consolidated)	September 30, 2023 (Non-consolidated)
Equity	231,911 million yen	874 million yen
Total assets	477,826 million yen	1,878 million yen
Equity per share	285.31 yen	447,087.72 yen
Net sales	720,207 million yen	4,212 million yen
Operating income	24,557 million yen	-387 million yen
Ordinary income	24,915 million yen	956 million yen
Net income attributable to owners of the parent	5,332 million yen	317 million yen
Basic earnings per share	10.53 yen	162,566.58 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 impact of the merger on CyberAgent's consolidated results of operations will be minimal.