



March 23, 2021

For Immediate Release

Company name: SEPTENI HOLDINGS CO., LTD.

Representative: Representative Director, Group President and Chief Executive Officer

Koki Sato

(JASDAQ code: 4293)

Notice of Transfer of Consolidated Subsidiary (Share Transfer)

SEPTENI HOLDINGS CO., LTD. (the “Company”) hereby announces that its Board of Directors decided to transfer all of the shares of Pharmarket Co., Ltd. (“Pharmarket”), a subsidiary company of SEPTENI HOLDINGS, to KAKEHASHI Inc. (“KAKEHASHI”) at the meeting held today and made a contract of share transfer with KAKEHASHI.

1. Reason for and Purpose of Share Transfer

The Group has continued to develop while accordingly reviewing the business portfolio. It has two business segments today: Digital Marketing Business, the main source of revenue and profit, and Media Platform Business, expecting the high growth rate and profitability in the near future. Media Platform Business consists of Manga Content Business and new various businesses aiming for the incubation within the Group. In this segment, Pharmarket, which provides medical platform business, is facing the environmental changes due to the expansion of medical DX, such as lifting the ban on online medical treatment recently and needs more flexible management to continue to grow in the future.

In light of these circumstances, the Company decided the share transfer as a result of examining the optimal business portfolio for the Group at present. It will concentrate its management resources on the focus areas set forth in the current Midterm Business Policies, and regarding the medical platform business, it expects a synergy effect such as strengthening a customer base and development of sales and shares in the industry by transferring the business to KAKEHASHI, and the Company has concluded that it will lead to sustainable growth and an increase in corporate value of Pharmarket.

2. Outline of Consolidated Subsidiary to Change (As of September 30, 2020)

(1)	Trade Name	Pharmarket Co., Ltd.	
(2)	Address	8-17-1 Nishishinjuku, Shinjuku-ku, Tokyo	
(3)	Title and Name of Representative	President & Representative Director, Jin Takayama	
(4)	Business Overview	Development & Operation of “Sentry”, an interpersonal business support system Operation of “Pharmarket”, a secondary distribution business of ethical pharmaceuticals	
(5)	Capital	70 million yen	
(6)	Foundation	January 2014	
(7)	Major Shareholders & Ratio	SEPTENI HOLDINGS CO., LTD. 100%	
(8)	Relationship Between the Listed Company and the Company Concerned	Capital Relationship	A wholly-owned subsidiary of SEPTENI HOLDINGS CO., LTD.
		Personnel Relationship	There are no material facts to report.
		Business Relationship	There are no material facts to report.
(9)	Operation Results and Financial Status of the Company Concerned for the past 3 years	Not disclosed upon the request by the transferee.	

3. Outline of the Company Receiving the Transferred Shares

(1)	Trade Name	KAKEHASHI Inc.	
(2)	Address	Ginza Ono Building 9F, 4-1-17 Tsukiji, Chuo-ku, Tokyo	
(3)	Title and Name of Representatives	President & Representative Director, Yutaka Nakao Representative Director & CEO, Takashi Nakagawa	
(4)	Business Overview	Development & Offer of a service for ethical pharmacies	
(5)	Capital	3 billion 703 million yen (Capital reserve included)	
(6)	Foundation	March 2016	
(7)	Net Assets	Not disclosed upon the request by the transferee.	
(8)	Total Assets	Not disclosed upon the request by the transferee.	
(9)	Major Shareholders & Ratio	Not disclosed upon the request by the transferee.	
(10)	Relationship Between the Listed Company and the Company Concerned	Capital Relationship	Not applicable.
		Personnel Relationship	Not applicable.
		Business Relationship	Not applicable.

4. Number of Shares to be Transferred, Transfer Price, and Status of Shares Held Before and After Transfer

(1)	Number of Shares Before Transfer	2,200 shares (Ownership rate of voting rights: 100%)
(2)	Number of Shares to be Transferred	2,200 shares
(3)	Transfer Price	Transfer price will not be disclosed based on the confidentiality obligation in the stock transfer agreement, but it is determined through fair process of negotiation and is recognized as fair value.
(4)	Number of Shares Held After transfer	0 shares (Ownership rate of voting rights: 0%)

5. Schedule

(1)	Date of Board of Directors resolution	March 23, 2021
(2)	Contract Date	March 23, 2021
(3)	Execution Date of Share Transfer	April 1, 2021 (planned)

6. Future outlook

The impact of the share transfer on financial results of the Fiscal Year Ended September 30, 2021 of SEPTENI HOLDINGS is expected to be little.

■Inquiries

IR division

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*Please contact us by e-mail for any inquiries as the employees work from home due to the current situation of COVID-19 as of March 23, 2021.