November 13, 2026

For Immediate Release

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

Notice of Change in Consolidated Subsidiaries (Share Transfer)

SEPTENI HOLDINGS CO., LTD. (the "Company") hereby announces that it has resolved, at a meeting of the Board of Directors held today, to transfer all of the issued shares of Tricorn Corporation ("Tricorn"), a subsidiary of Septeni Data Solutions, Inc., which is a subsidiary of the Company, to Basic Inc. ("Basic") (the "Share Transfer"). The details are described below.

1. Purpose and Reasons for Share Transfer

The Septeni Group (the "Group") has achieved continuous growth by advancing business portfolio management while enforcing strict discipline in its criteria for continuation and withdrawal across all of the Group's businesses through the application of its business continuity criteria. Currently, the Group has three reportable segments consisting of the Marketing Communication Segment, the Direct Business Segment, and the Data & Solutions Segment, which all center on the digital marketing area. In addition, under "Exploring Businesses," one of the basic policies in the current Medium-Term Management Plan (FY2026-2028), we have set accelerating investment in future revenue pillars as a key initiative.

Under these circumstances, as a result of examining the most suitable business portfolio for the Group, it was determined that promoting improvements in profit and ROE through the appropriate allocation of management resources to growth areas is optimal for the Group. Meanwhile, with respect to Tricorn, which offers SaaS products in the CRM area, it was determined that building, under Basic, which has unique strengths in the front office area, a framework that uses AI to seamlessly support everything from the acquisition of client information to its management and utilization, and creating synergies through the mutual utilization of the two companies' client bases, products and services, and human resources, would contribute to the expansion of Tricorn's business and the maximization of the value provided to its clients.

Accordingly, it was concluded that the Share Transfer would lead to the sustainable growth and enhanced corporate value of both the Group and Tricorn, and the Company has decided on the Share Transfer.

2. Overview of the Subsidiary to be Transferred (As of October 31, 2026)

(1)	Company Name	Tricorn Corporation	
(2)	Address	27F Sumitomo Fudosan Shinjuku Grand Tower, 8-17-1 Nishishinjuku Shinjuku-ku, Tokyo	
(3)	Title and Name of Representative	Representative Director and President, Tsutomu Kimura	
(4)	Business Overview	Development of a CRM platform, DX support business	
(5)	Capital	¥90 million	
(6)	Established	February 1997	
(7)	Major Shareholders and Shareholding Ratios	Septeni Data Solutions, Inc. 100%	
(8)	Relationship between the Company and Said Company	Capital Relationship	A consolidated subsidiary wholly owned by Septeni Data Solutions, Inc., a subsidiary of the Company.
		Personnel Relationship	No material items.
		Business Relationship	No material items.

(9) Operating Results and Financial Positions for the Past Three Years (Note)

(Millions of yen, unless otherwise noted)

As of / Fiscal year ended	December 31, 2023	December 31, 2024	December 31, 2025
Net assets	486	488	516
Total assets	563	598	633
Net assets per share (Yen)	1,619,186	1,625,862	1,718,722
Net sales	1,265	1,033	1,040
Operating profit	214	186	228
Net income	143	120	148
Net income per share (Yen)	476,954	399,823	492,202
Dividend per share (Yen)	429,258	359,840	442,981

(Note) Due to a change in the fiscal year-end, the fiscal year ended December 31, 2023 was an irregular 15-month period from October 2022 to December 2023.

3. Overview of the Counterparty to the Share Transfer

(1)	Company Name	Basic Inc.	
(2)	Address	2F Ichibancho MS Building, 17-6 Ichibancho Chiyoda-ku, Tokyo	
(3)	Title and Name of Representative	Representative Director　Masaru Akiyama	
(4)	Business Overview	Workflow business, front office DX business	
(5)	Capital	¥10 million	
(6)	Established	March 2004	
(7)	Net Assets	¥722 million (As of December 31, 2025)	
(8)	Total Assets	¥1,164 million (As of December 31, 2025)	
(9)	Major Shareholders & Shareholding Ratios (As of June 30, 2026)	Masaru Akiyama 26.94% Tomonori Takihi 6.35% Koji Tsukada 6.35% SMK Co., Ltd. 6.35% transcosmos inc. 5.95%	
(10)	Relationship between the Company and Said Company	Capital Relationship	Septeni Co., Ltd., a subsidiary of the Company, holds 3.89% of its shares.
		Personnel Relationship	No material items.
		Business Relationship	No material items.
		Status as a Related Party	No material items.

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

(1)	Number of Shares Held Before the Change	300 shares (Percentage of voting rights: 100.0%)
(2)	Number of Shares to be Transferred	300 shares
(3)	Transfer Price	¥1,615 million
(4)	Number of Shares Held After the Change	0 shares (Percentage of voting rights: 0.0%)

5. Schedule

(1)	Date of Board of Directors Resolution	November 13, 2026
(2)	Date of Conclusion of the Share Transfer Agreement	November 13, 2026
(3)	Effective Date of Share Transfer	December 14, 2026 (scheduled)

6. Outlook

Due to this Share Transfer, the Company expects to record approximately ¥760 million as a gain on sale (after tax) under profit attributable to owners of parent in the consolidated fourth quarter of the fiscal year ending December 31, 2026.

In addition, the impact on full-year consolidated financial results, including the gains on sale arising from the Share Transfer and from the matters described in the "Notice of Change in Equity-Method Associates (Share Transfer)" announced on November 5, 2026, is currently under careful examination, including the current progress of business operations, and the Company will promptly announce whether any revision to its consolidated earnings forecast becomes necessary once such announcement becomes possible. For details, please refer to the "Summary of Consolidated Financial Statements for the Nine Months Ended September 30, 2026 [IFRS]" announced today.

■Contact Information
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