

For immediate release



Name of Listed Company: **Gurunavi, Inc.**
Listed Stock Exchanges: Tokyo Stock Exchange
Stock Code: 2440
Representative: Akio Sugihara, President

Progress Status Based on the Plan to Meet the Continued Listing Requirements and Changes to the Target Period

May 23, 2025 – Gurunavi, Inc. (the “Company”) submitted and announced its plan to meet the continued listing requirements of the Prime Market of the Tokyo Stock Exchange on June 21, 2023. The Company announces the progress of the plan as of March 31, 2025 and the changes in the target period as follows.

1. Change in the status of the Company’s compliance with the continued listing requirements and target period

As of March 31, 2025, the status of the Company's compliance with the continued listing requirements on the Prime Market, including the change thereof, is as shown in the table below, and the Company does not meet the requirements for tradable share market capitalization. Although the target period for compliance was the end of March 2025, the Company will continue to make various efforts to extend the target period and meet the continued listing requirements by the end of March 2026.

		No. of Shareholders	No. of Tradable Shares	Tradable Share Market Cap.	Tradable Share Ratio	Daily Average Trading Value
Company's status and change thereof	As of March 31, 2023	20,831 shareholders	269,900 units	JPY 9.8 billion	47.4%	JPY 0.23 billion
	As of March 31, 2024	18,393 shareholders	277,470 units	JPY 7.7 billion	48.7%	JPY 0.10 billion
	As of March 31, 2025	16,654 shareholders	279,443 units	JPY 8.2 billion	49.1%	JPY 0.09 billion
Continued listing requirements		800 shareholders	20,000 units	JPY 10 billion	35.0%	JPY 0.02 billion
Compliance status				Non-compliance		
Initial target period				By the end of March 2025		
Target period after change				By the end of March 2026		

*1 The Company's status mentioned above is calculated based on the information of distribution of the Company's share certificates, etc., available to Tokyo Stock Exchange, Inc. as of the base date.

*2 The daily average trading value is calculated by the Tokyo Stock Exchange based on the Company's average daily trading value from January 1, 2022, to December 31, 2022, and from January 1, 2023, to December 31, 2023, and from January 1, 2024, to December 31, 2024.

2. Status and evaluation of measures that have been taken to meet the continued listing requirements (From June 2024 to May 2025)

In the plan disclosed on June 21, 2023, the Company announced that the reasons why the tradable share market capitalization did not comply the continued listing requirements of the Prime Market were deterioration in business performance and uncertainty about the future due to the severe business environment caused by the COVID-19, and that the Company aims to comply with the continued listing requirements of the Prime Market by re-growing its business and further increasing its market capitalization based on the Medium-term business policy announced on May 11, 2023 (fiscal year ending March 31, 2024 to fiscal year ending March 31, 2026). The status of implementation of specific initiatives based on this policy and its evaluation are as follows.

(1) Realize recovery and regrowth of business performance through evolution of business model based on Medium-term business policy

Based on the above Medium-term business policy, the Company aims to recover business performance and demonstrate the feasibility of subsequent growth by focusing on “Transforming Gurunavi website” enhancing the customer referral capabilities to restaurants, supporting the effective use of diverse sales promotion and customer attraction methods, not limited to our websites “Establishing Marketing Agent”, and “DX Support for restaurant operation” centering on the mobile ordering service “Gurunavi FineOrder”.

In the fiscal year ended March 31, 2025, as part of “Transforming Gurunavi website”, the Company initiated a royalty program “Party planner rank system” for Rakuten members in November 2024 to promote repeat reservations by Rakuten ID connected members, our user base, and to stimulate demand for banquets. As a result of these new measures, the number of Rakuten ID connected members increased to 10.07 million as of the end of March 2025 (8.74 million as of the end of March 2024).

In the “Marketing Agent” business, with respect to the Google Business Profile operational support products, our core service, the Company renewed its products centering on improving service quality and operating efficiency to further strengthen of sales and initiated a new support plan. At the same time, the number of restaurants using this service steadily increased as a result of promoting proposals through a human support structure centering on sales staff.

In addition, the Company worked to expand the scope of our agents' activities by adding supported languages, media and tools to our advertising distribution support products for overseas media, which we provide to help restaurants capture inbound demand.

Furthermore, regarding “Gurunavi FineOrder”, the Company has begun new collaboration with QUALICA Inc.'s POS system, which is used by many restaurant companies regardless of business category, and the number of contracted companies was 129 as of the end of March 2025 (97 companies as of the end of March 2024). And, the Company has been steadily expanding the number of restaurants installed in group restaurants owned by contracted companies and has begun to propose new domains such as hotel room services and employee cafeterias, which are expected to contribute to improving the business efficiency of ordering and settlement, similar to restaurants.

The Company also took measures to support the operation and utilization of the system through a human support structure, which is one of our strengths, and as a result, “Gurunavi FineOrder” is being actively used, with the utilization rate of restaurants with systems installed at 97%*.

* Percentage of stores where orders were generated by “Gurunavi FineOrder” among those restaurants operating the system (As of March 2025)

Through the steady progress of the above-mentioned key measures, the Company increased sales mainly in the core restaurant support business, and at the same time, as a result of thorough cost control, operating income for the fiscal year ended March 31, 2025 reached JPY 260 million, exceeding the initial forecast of JPY 150 million, and returned to profitability in the second year as stipulated in the Medium-term Business Policy.

(2) Conduct active dialogue with the stock market regarding (1) above

Regarding the progress of our business based on the aforementioned Medium-term business policy, the Company is actively disseminating information to the stock market in quarterly financial results

announcements by posting financial results, financial results briefing materials, videos of financial results briefing sessions, and a question-and-answer record. In addition, the Company has been making efforts to strengthen information dissemination through PR releases and the media for transmitting financial results briefings with the aim of communicating the progress of its business in a timely and easy-to-understand manner to individual investors who have few opportunities for direct dialogue. Furthermore, the Company has announced three upward revisions to its business forecast, regardless of whether or not required by the disclosure standards, in order to deepen understanding of the feasibility of our return to profitability and the conditions of our business.

(3) Strengthen dissemination of non-financial information

In order to help readers understand our strengths and capabilities and evaluate our growth potential, the Company has also worked to strengthen the dissemination of non-financial information. Specifically, the Company regularly publishes articles introducing the views of employees engaged in business and services and the opinions of customers using our services at “Gurunavi official note” launched in March 2023. In addition, the Company has prepared and announced “Investors Guide” that comprehensively summarizes the Company's history, business details, and business performance.

In addition to establishing the Basic Policy on Sustainability and implementing “Improvement Governance and Risk Management Structure”, “Materiality Identification”, “Risk and Opportunity Identification on Climate Change” related to sustainability, the Company has established a new “Human Resources Policy” that serves as the basic policy for human capital management.

- Gurunavi official note / https://note.com/gnavi_official (Japanese version only)
- Investors Guide / <https://corporate.gnavi.co.jp/en/ir/library/investorsguide/>
- Sustainability / <https://corporate.gnavi.co.jp/en/profile/sustainability/>

3. Issues and measures to be taken on the item that fails to meet the continued listing requirement

The Company described above in 1., the tradable share market capitalization as of the record date (March 31, 2025) did not comply the continued listing requirements of the Prime Market. Based on the plan announced on June 21, 2023, the Company aims to comply with the requirements by the end of March 2026 by continuing to increase market capitalization by improving stock price through recovery of business performance and dispelling of uncertainty about the future.

(1) Realize recovery and regrowth of business performance through evolution of business model based on the Medium-term business policy

The Company returned to profitability in FY2024 as stipulated in the Medium-term Business Policy, and our business performance reached an important turning point for renewed growth. Based on our purpose of “Food: Satisfying People and Creating Connections,” we believe it is important to further enhance our profit-generating capability in order to continue to actively develop our business for the realization of an enriched food future and to enhance shareholder returns over the Medium-to-long term.

Therefore, in this fiscal year, the Company is focusing on the following initiatives with the aim of further raising the growth potential of the restaurant support business, which is our stable revenue source.

i. Strengthening Rakuten Gurunavi website

In addition to strengthening collaboration with Rakuten Group, Inc., the Company will attempt to increase the number of users visiting to our website by considering and implementing collaboration with external media services that have an excellent member base. At the same time, by promoting repeat reservations and stimulating dining out in large group through the “Party planner rank system”, the Company will lead to improved online reservation referral capabilities in the medium-to-long term that are not affected by online service trends.

ii. Expanding Marketing Agent

The Company will roll out to small and medium-sized restaurants with insufficient marketing human resources as its main support target, leveraging its strengths such as detailed support by sales

representatives and agent planners, and information dissemination expertise cultivated through the operation of Rakuten Gurunavi website. Along with initiatives to expand services handled and make agent activities lean and sophisticated through the use of AI, the Company will test more effective and efficient proposal methods.

iii. Improving product creation capability

In order to promptly implement the “Create – Produce – Sell” cycle of accurately planning, developing, and providing useful new products that meet the needs of both restaurants and consumers, the Company will strengthen collaboration among sales, planning, and development, and work to integrate the formulation of product strategies and sales strategies, and improve the efficiency of product development operations. As a result, the Company will enhance the driving force and effectiveness of the above two measures.

Through these initiatives, the Company will raise the growth potential of the restaurant support business, our core business, and demonstrate the feasibility of a new growth track, which will lead to an improvement in share prices.

(2) Conduct active dialogue with the stock market regarding (1) above

Although the Company currently announces a qualitative business policy from a medium-term perspective, we have not yet announced a management plan that includes numerical targets. Therefore, the Company recognizes that it is difficult for stock markets to evaluate our growth potential. The Company will consider formulating and publishing a Medium-term management plan that includes numerical targets, after taking into consideration the progress of key measures based on the Medium-term business policy and other factors.

(3) Strengthen dissemination of non-financial information

In order to help investors evaluate our growth potential, the Company will continue to endeavor to disseminate non-financial information in a timely and easy to understand manner that goes beyond financial information through “Gurunavi official note” and PR releases, and at the same time, strengthen information dissemination regarding policies and initiatives related to sustainability and human capital on the our corporate website in addition to system disclosure.

On the other hand, the tradable share ratio, which is one of the components of tradable share market capitalization, complied with the continued listing requirements of the Prime Market, but with note that this is a measure that complements the initiatives described in (1)(2)(3) above, the Company will proceed with considerations to improve it as necessary.

The Company will implement the various initiatives described above in order to comply with the continued listing requirements of the Prime Market by the end of March 2026. However, the Company will review and implement as appropriate the necessary measures to change the market classification to the Standard Market, taking into consideration cases that do not comply the requirements within the target period due to changes in the domestic and overseas environment and the impact of market conditions.