



FOR IMMEDIATE RELEASE: 2026/6/5

Listed Name: M3, Inc.
(TSE Prime Market, Ticker Code: 2413)
(<https://corporate.m3.com/en>)
Headquarters: Akasaka Intercity, 1-11-44,
Akasaka, Minato-ku, Tokyo
Representative: Itaru Tanimura, Representative Director
Contact: Hirofumi Oba, Corporate Officer

Notice of Acquisition of Shares and Consolidation of WISEMAN Co., Ltd.

M3, Inc. (hereinafter referred to as “the Company” or “M3”) has announced that it has resolved, by the resolution of its Board of Directors dated today, to acquire all of the outstanding shares and consolidate WISEMAN Co., Ltd. (Location: Morioka, Iwate; President and CEO: Soichiro Minamidate; hereinafter “WISEMAN”), as detailed below.

1. Purpose of Acquisition

M3 operates “m3.com,” a specialized web portal for medical professionals with over 350,000 physician members in Japan. In addition to marketing support services and clinical trial support services for pharmaceutical companies, M3 also provides DX support services for the clinical scene. Furthermore, in the nursing care sector, M3 has been offering services to address challenges in both the medical and nursing care industries through its subsidiaries, ELAN Corporation and Logic Inc., which provide everyday necessities to nursing care facilities etc. and support productivity improvements at caregiving settings using digital technologies.

On the other hand, since its establishment in 1983, WISEMAN has operated as a pioneer in software development specializing in the medical, nursing care, and welfare fields, deploying one-stop solutions from planning to development, sales, and support. Specifically, in addition to supporting the computerization of hospitals in the medical business, WISEMAN provides total support for the computerization of operations in the nursing care and welfare business. It also supports communication linking various professionals, regions, and families through the provision of a seamless collaboration platform connecting healthcare and nursing care.

Through this acquisition, M3 will powerfully promote DX at caregiving settings by combining WISEMAN's strong customer base and deep expertise in the nursing care and welfare sectors accumulated over many years with M3's technologies. This integration aims to improve on-site productivity and the quality of nursing care services, while also realizing seamless medical-nursing care collaboration that connects medical institutions and nursing care facilities.

2. Outline of the Subsidiary with Changes in Scope of Consolidation (as of June 5, 2026)

(1)	Name	WISEMAN Co., Ltd.
(2)	Location	2-11-1 Moriokaekinishidori, Morioka, Iwate
(3)	Title and Name of the Representative	Soichiro Minamidate, President and CEO

(4)	Business	Development, sales, and support of systems for nursing care/welfare facilities, medical facilities, and local governments		
(5)	Capital	100 million yen		
(6)	Date of Incorporation	June 1983		
(7)	Major Shareholders and Shareholding Ratio	Mr. Soichiro Minamidate owns all of the outstanding shares of WISEMAN directly or indirectly together with his relatives.		
(8)	Relationship between the Company and This Company	Capital Relationship	There is no capital relationship between the Company and this company to be specified. In addition, no noteworthy capital relationships exist between affiliated persons or companies (“Affiliates”) of the Company and the affiliates of this company.	
		Personnel Relationship	There is no personnel relationship between the Company and this company to be specified. In addition, no noteworthy personnel relationships exist between affiliated persons or companies (“Affiliates”) of the Company and the affiliates of this company.	
		Transactional Relationship	There are transactions regarding the consignment of product sales between this company and M3's subsidiaries, CUC Inc. and Logic Inc.	
(9)	Operating Results and Financial Condition of This Company for the Most Recent Three Years (unit: Yen)			
	Fiscal Year	Fiscal Year Ended June 2023	Fiscal Year Ended June 2024	Fiscal Year Ended June 2025
	Net Assets	3,196 million	2,914 million	2,744 million
	Total Assets	20,070 million	21,165 million	20,027 million
	Net Assets per Share	11,840,001	10,794,991	10,165,795
	Sales	11,354 million	12,202 million	12,377 million
	Operating Profit (Loss)	457 million	(346) million	(222) million
	Ordinary Profit (Loss)	405 million	(379) million	(289) million
	Net Income (Loss)	219 million	(294) million	(170) million
	Net Income (Loss) per Share	812,911	(1,089,346)	(631,160)
	Dividend per Share	-	-	-

(*) Amounts less than one million yen are rounded down.

3. Outline of the Counterparty of the Share Acquisition

M3 will acquire all of the common shares issued by WISEMAN (hereinafter the “Shares”) (Note) from the following two parties (hereinafter the “Share Transfer”).

(Note) By the execution date of the Share Transfer (inclusive; hereinafter the “Share Transfer Execution Date”), WISEMAN is scheduled to acquire its own common shares from its shareholders (including MMK GK) by means of a repurchase of own shares (hereinafter the “Repurchase of Own Shares”). At the time of the Share Transfer, the shareholders of WISEMAN are scheduled to be the following two parties.

(1)	Name	Soichiro Minamidate
(2)	Location	Sendai, Miyagi
(3)	Relationship between the Company and the Counterparty of the Share Acquisition	There are no capital, personnel, or transactional relationships to be reported between the Company and the individual to be specified. In addition, no noteworthy capital, personnel, or transactional relationships exist between affiliated persons or companies (“Affiliates”) of the Company and the individual.

(1)	Name	MMK GK	
(2)	Location	Morioka, Iwate	
(3)	Title and Name of the Representative	Soichiro Minamidate, Managing Member	
(4)	Business	Management and investment of securities and real estate, and consulting services	
(5)	Capital	2,337 million yen (As of March 31, 2026)	
(6)	Date of Incorporation	May 29, 2020	
(7)	Net Assets	2,742 million yen (As of March 31, 2026)	
(8)	Total Assets	2,744 million yen (As of March 31, 2026)	
(9)	Major Shareholders and Shareholding Ratio (As of June 5, 2026)	Soichiro Minamidate 99.96% Megumi Minamidate 0.04%	
(10)	Relationship between the Company and the Counterparty of the Share Acquisition	Capital Relationship	There is no capital relationship between the Company and this company to be specified. In addition, no noteworthy capital relationships exist between affiliated persons or companies (“Affiliates”) of the Company and the affiliates of this company.
		Personnel Relationship	There is no personnel relationship between the Company and this company to be specified. In addition, no noteworthy personnel relationships exist between affiliated persons or companies (“Affiliates”) of the Company and the affiliates of this company.
		Transactional Relationship	There is no transactional relationship between the Company and this company to be specified. In addition, no noteworthy transactional relationships exist between affiliated persons or companies (“Affiliates”) of the Company and the affiliates of this company.
		Related Party Status	Not applicable.

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4. Number of Shares to be Acquired, Acquisition Price and Status of Shares Held before and after Acquisition

(1)	Number of Shares Held before the Change	0 shares (Number of voting rights: 0) (Percentage of voting rights held: 0.0%)
(2)	Number of Shares to be Acquired (Note)	242 shares
(3)	Acquisition Price	The acquisition price will not be disclosed due to the intention of the parties concerned. In calculating the acquisition price for the Shares in question, in order to ensure the fairness of the price, the Company requested KPMG FAS Co., Ltd. (Otemachi Financial City North Tower, 1-9-5 Otemachi, Chiyoda-ku, Tokyo; Representative Directors: Masahiko Chino, Hikaru Okada, and Toru Sumikawa), an independent third-party agency (the “Third-Party valuation institution”), and received a valuation report regarding the share acquisition. The Third-Party valuation institution adopted the DCF method using the income approach for the calculation method from the viewpoint of properly assessing expected earnings based on various measures and risks involved in the business planned by WISEMAN, since WISEMAN is not listed and does not have a readily available market price. In the valuation report, the acquisition price for the Shares was within the range of the evaluation value, and the Company determined the acquisition price by consultation with the parties concerned, referring to the contents of the valuation report
(4)	Number of Shares Held after the Change (Note)	242 shares (Number of voting rights: 242) (Percentage of voting rights held: 100.0%)

(Note) “Number of Shares to be Acquired” and “Number of Shares Held after the Change” represent the number of shares after the execution of the Repurchase of Own Shares.

5. Schedule

(1)	Date of Resolution by the Board of Directors	June 5, 2026
(2)	Date of Execution of the Share Transfer Agreement	June 5, 2026
(3)	Execution Date of the Share Transfer	July 1, 2026 (Scheduled)

6. Outlook

The Company is currently reviewing the impact of this acquisition on its consolidated financial results forecasts, and will promptly announce any matters that need to be disclosed.

(Reference) Consolidated financial results forecasts for the current fiscal year (announced on May 1, 2026) and consolidated financial results for the previous fiscal year

	Revenue	Operating Profit	Profit before tax	Profit	Profit attributable to owners of the parent
	Millions of yen	Millions of yen	Millions of yen	Millions of yen	Millions of yen
Consolidated Financial Results Forecasts for the Current Fiscal Year, ending March 31, 2027	400,000	80,000	81,000	56,000	53,000
Consolidated Financial Results for the Previous Fiscal Year, ended March 31, 2026	351,363	73,547	76,276	54,046	49,100

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