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September 17, 2026

Company name: MINKABU THE INFONOID INC.
Representative: Representative Director and President Masayuki Ban
Listing: Growth Market, Tokyo (4436)
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Notice Regarding Enterning into Capital and Business Alliance Agreement with NTT DATA, Secondary Offering of Shares, and Changes in Major Shareholder and Largest Shareholder Who Is a Major Shareholder

MINKABU THE INFONOID INC. (the "Company") hereby announces that, at a meeting of its Board of Directors held today, it resolved to enter into an agreement concerning a capital and business alliance (hereinafter the "Capital and Business Alliance") with NTT DATA Japan Corporation (Head office: Koto-ku, Tokyo; Representative Director, President and CEO: Masanori Suzuki; hereinafter "NTT DATA"), and entered into the agreement as of the same date, as described below.

In connection with the Capital and Business Alliance, the Company has also been informed that its existing shareholders (Mr. Ken Uryu and his relatives, and two investment partnerships managed by a subsidiary of SBI Holdings, Inc.) have agreed with NTT DATA to transfer their respective holdings of the Company's common shares (hereinafter the "Company Shares") to NTT DATA (hereinafter the "Share Transfer"). Of the Share Transfer, the transfer by Mr. Ken Uryu constitutes a secondary offering of securities, and the Company therefore also announces this matter. In addition, the Share Transfer is expected to result in changes in the Company's major shareholder and its largest shareholder who is a major shareholder.

I. Overview of the Capital and Business Alliance

1. Purpose and Reasons for the Capital and Business Alliance

In addition to the tripartite business alliance described in the "Concentrating Management Resources on the Financial Solutions Business - Transfer of Wholly Owned Subsidiary livedoor Co., Ltd. to the SBI Group and Establishment of a New Capital and Business Alliance Framework with NTT DATA and the SBI Group -" released today, the Company entered into the Capital and Business Alliance Agreement in order to clarify the capital relationship arising from NTT DATA's acquisition of Company Shares, the framework for promoting collaboration, and the respecitive rights and obligations of the two companies. Through the Capital and Business Alliance, the parties aim to strengthen their collaborative, primarily in the financial domain, and enhance customer convenience by responding rapidly and appropriately to increasingly diverse customer needs. The Capital and Business Alliance is premised on the sale of

all shares of the Company's subsidiary livedoor Co., Ltd. ("livedoor".) The Company will then focus exclusively on the Solutions Business to seek to enhance corporate value through stronger collaboration with NTT DATA under the Capital and Business Alliance.

For details of the tripartite initiatives among SBI Holdings, NTT DATA and the Company and the sale of livedoor, please refer to the "Concentrating Management Resources on the Financial Solutions Business - Transfer of Wholly Owned Subsidiary livedoor Co., Ltd. to the SBI Group and Establishment of a New Capital and Business Alliance Framework with NTT DATA and the SBI Group -" and the "Notice Regarding Transfer of Shares Resulting in a Change in Consolidated Subsidiary (Progress of Disclosure Matter)," both released today. For the Company's management vision based on these initiatives, please refer to the "Turning Financial Information into the Power to Decide: the Company Aims to Become a Japan-Originated Financial Information Platformer - Medium- to Long-Term Growth Vision Starting with Collaboration with NTT DATA and SBI -," also released today.

2. Details of the Capital and Business Alliance

(1) Details of the Business Alliance

NTT DATA and the Company will jointly deploy services that support financial institutions across customer engagement, sales, research and other operations of financial institutions by combining the Company's financial data, AI and DX solutions, and expertise in the securities and investment domains with NTT DATA's AI technologies and capabilities in building and operating financial systems.

The two companies will also work to cross-deploy their existing solutions and jointly develop new financial services. Specifically, they will promote the following three initiatives:

① Joint Deployment of AI-Powered Services for Financial Institutions

The two companies will jointly deploy AI-powered services to financial institutions such as banks and securities companies in areas including asset-building sales support, research and analyst operations, call centers and customer support, and marketing. The services will be provided using NTT DATA's AI platform for financial institutions.

② Cross-Deployment of Existing Solutions

The two companies will deploy and expand their existing solutions across each other's customer bases, including NTT DATA's "MyPallete®" and "W@M" of NTT DATA ABIC Co., Ltd., as well as the Company's "MINKABU Academy (investment education)" and "RobotReportAI (AI-powered automatic generation of market reports)."

③ Joint Development of New Financial Services

By combining the services, data and technologies of the two companies, NTT DATA and the Company will jointly plan and develop new services tailored to the challenges faced by financial institutions such as banks and securities companies.

For these initiatives, NTT DATA will take the lead in shaping the overall concept for the joint services, designing and building the underlying platform, and developing and operating the services, while the Company will lead service planning and development by leveraging its financial data and content and expertise in the securities and investment domains. The two companies will jointly promote deployment of the services to financial institutions by leveraging

their respective strengths. To advance these initiatives, the parties will establish a dedicated joint framework and continuously manage progress and results through joint business plans and roadmaps and common KPIs.

(2) Details of the Capital Alliance

NTT DATA entered into share transfer agreements with existing shareholders of the Company as of today and, pursuant to those agreements, will acquire 2,392,900 Company Shares (15.57% of the total number of issued shares, excluding treasury shares; 15.59% of voting rights) through off-market negotiated transactions. For details, please refer to "II. Secondary Offering of Shares" below.

As of today, NTT DATA holds 124,900 Company Shares pursuant to a share subscription agreement entered into in September 2018. Upon completion of the Share Transfer described above, NTT DATA is expected to hold 2,517,800 Company Shares, representing 16.38% of the total number of issued shares, excluding treasury shares.

(3) Material Agreements in Connection with the Capital and Business Alliance

Under the agreement relating to the Capital and Business Alliance, the parties have agreed on the matters below. The agreement also provides that, if NTT DATA disposes of all or part of the Company Shares acquired in connection with the Capital and Business Alliance through a transfer or otherwise, the parties will discuss the treatment of the prior-consent matters and the right to nominate a director candidate described below.

① Prior-consent matter: issuance of shares involving dilution

Excluding issuances of up to 1,536,970 shares and issuances for the purpose of providing incentives to officers and employees.

② Prior-consent matter: capital alliance with a competing third party

③ Prior-consent matter: business alliance with a competing third party

④ Right to nominate one candidate for a non-executive director

3. Overview of the Counterparty to the Capital and Business Alliance

(1)	**Name**	NTT DATA Japan Corporation	
(2)	**Location**	3-3-3 Toyosu, Koto-ku, Tokyo	
(3)	**Title and name of representative**	Masanori Suzuki, Representative Director, President and CEO	
(4)	**Business activities**	System integration business, network system services business, and all businesses related thereto	
(5)	**Capital**	JPY 1,000 million (as of November 1, 2023)	
(6)	**Date of establishment**	November 1, 2022	
(7)	**Major shareholder and shareholding ratio**	NTT DATA Group Corporation: 100%	
(8)	**Relationship between the listed company and NTT DATA**	**Capital relationship**	NTT DATA holds 124,900 Company Shares.

		Personnel relationship	Not applicable.
		Business relationship	The Company jointly operates "Minkabu (Investment Trusts)" with NTT DATA ABIC Co., Ltd., a subsidiary of NTT DATA.
		Status as a related party	Not applicable.

(9) Financial Results and Financial Position for the Most Recent Three Fiscal Years

Fiscal year ended	March 2024	March 2025	March 2026
Net assets	JPY 133,725 million	JPY 241,810 million	JPY 286,611 million
Total assets	JPY 1,227,899 million	JPY 1,384,014 million	JPY 1,475,495 million
Net assets per share	JPY 66,862,554.92	JPY 120,904,871.28	JPY 143,305,350.18
Net sales	JPY 940,864 million	JPY 1,345,295 million	JPY 1,384,344 million

4. Schedule for the Capital and Business Alliance

Date of resolution by the Board of Directors	September 17, 2026
Date of conclusion of the Capital and Business Alliance Agreement	September 17, 2026
Commencement date of the Capital and Business Alliance (execution date of the Share Transfer)	Late December 2026 (planned)

II. Secondary Offering of Shares

1. Overview of the Secondary Offering

(1)	**Number of shares to be offered**	1,627,400 common shares of the Company
(2)	**Offering price**	JPY 900 per share The offering price was determined through discussions between the parties to the transaction.
(3)	**Total offering price**	JPY 1,464,660,000
(4)	**Seller and number of shares to be offered**	Ken Uryu: 1,627,400 shares
(5)	**Method of offering**	Transfer of Company Shares through an off-market negotiated transaction
(6)	**Subscription period**	September 17, 2026
(7)	**Delivery date**	Late December 2026 (planned)

(8)	**Subscription deposit**	Not applicable.
(9)	**Unit of shares for subscription**	Not applicable.
(10)	**Other**	With respect to the above, the Company will submit a Written Notice of Securities under the Financial Instruments and Exchange Act to the Director-General of the Kanto Local Finance Bureau.

2. Purpose of the Secondary Offering

As described in "(2) Details of the Capital Alliance" under "2. Details of the Capital and Business Alliance" in "I. Overview of the Capital and Business Alliance" above, NTT DATA entered into share transfer agreements as of today with the Company's largest shareholder who is a major shareholder and other existing shareholders of the Company. Pursuant to those agreements, NTT DATA plans to acquire 1,627,400 Company Shares from Mr. Ken Uryu (hereinafter the "Offered Shares") (10.59% of the total number of issued shares, excluding treasury shares; 10.60% of voting rights) through an off-market negotiated transaction in late December 2026. The transfer from the Company's largest shareholder who is a major shareholder will be conducted as a secondary offering (hereinafter the "Secondary Offering") as a procedure required under applicable laws and regulations.

The Share Transfer is subject to the transfer by the Company of all shares of livedoor held by the Company (hereinafter the "livedoor Share Transfer") to SBI, a subsidiary or affiliate of SBI separately designated by SBI, or an investment partnership or fund operated or managed by any such company; the execution of the livedoor Share Transfer; and the repayment by the Company of all short-term borrowings using the consideration for the livedoor Share Transfer as the source of funds. In addition to these conditions, the Secondary Offering is subject to the release of the security interests attached to the Offered Shares.

III. Change in Largest Shareholder Who Is a Major Shareholder

1. Background to the Change

As described in "(2) Details of the Capital Alliance" under "2. Details of the Capital and Business Alliance" in "I. Overview of the Capital and Business Alliance" and in "II. Secondary Offering of Shares" above, the execution of the Share Transfer is expected to result in a change in the Company's largest shareholder who is a major shareholder.

Specifically, upon completion of the Share Transfer, Mr. Ken Uryu will cease to be the Company's largest shareholder who is a major shareholder. NTT DATA, meanwhile, will become the Company's largest shareholder who is a major shareholder as a result of the Share Transfer.

2. Overview of the Shareholders Subject to the Change

(1) Shareholder That Will Newly Become the Company's Largest Shareholder Who Is a Major Shareholder

(1) Name	NTT DATA Japan Corporation

For the location and other details, please refer to "3. Overview of the Counterparty to the Capital and Business Alliance" under "I. Overview of the Capital and Business Alliance" above.

(2) Shareholder That Will Cease to Be the Company's Largest Shareholder Who Is a Major Shareholder

(1) Name	Ken Uryu

(2) Address	Nakano-ku, Tokyo
(3) Relationship with the Company's officers	The shareholder is a founder of the Company and formerly served as Representative Director and President and as Chairman. As of the present date, there are no family relationships or personnel relationships with the Company's officers that require disclosure.

3. Number of Voting Rights, Voting Rights Ownership Ratio and Number of Shares Held by the Relevant Shareholders Before and After the Change

(1) NTT DATA

	Status	**Number of voting rights (Voting rights ownership ratio; number of shares held)**	**Total**	**Ranking among major shareholders**
Before the change	Shareholder of the Company	1,249	1,249	-
After the change	Largest shareholder who is a major shareholder	25,178 (16.41%; 2,517,800 shares)	25,178 (16.41%; 2,517,800 shares)	1st

(2) Ken Uryu

	Status	**Number of voting rights (Voting rights ownership ratio; number of shares held)**	**Total**	**Ranking among major shareholders**
Before the change	Largest shareholder who is a major shareholder	16,274 (10.60%; 1,627,400 shares)	16,274 (10.60%; 1,627,400 shares)	1st
After the change	-	-	-	-

Note: The voting rights ownership ratios before and after the change are calculated using 15,347,100 shares (153,471 voting rights) as the denominator, which is the number obtained by deducting the following shares without voting rights from the total number of issued shares of 15,369,700 as of March 31, 2026, and are rounded to the nearest two decimal places: 63 treasury shares and 22,537 shares constituting odd-lot shares excluding treasury shares (as of March 31, 2026).

4. Scheduled Date of the Change

Late December 2026 (planned)

5. Future Outlook

For the impact of the Capital and Business Alliance on the Company's full-year consolidated results for the fiscal year ending March 31, 2027, please refer to the "Notice Regarding Revision of Full-Year Consolidated Earnings Forecast and Recognition of Extraordinary Income" released today.

* The Company plans to hold a briefing for analysts and institutional investors on September 24, 2026 (Thursday) regarding the series of initiatives related to this matter.

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