

Company Name: GMO Internet Group, Inc.
(TSE Prime Market, Code: 9449)
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Notice Regarding Finalization of the Number of Shares of Consolidated Subsidiary to be Sold and Amount of Extraordinary Profit Recorded in Non-Consolidated Financial Statements

As announced by GMO Internet Group, Inc. (the "Company") in the "Notice Regarding Secondary Offering of Shares of Consolidated Subsidiary to Satisfy the Continued Listing Criteria" issued on April 10, 2026 and the "Notice Regarding Determination of the Selling Price, Etc. for Secondary Offering of Shares of Consolidated Subsidiary and Expected Extraordinary Profit in Non-Consolidated Financial Statements" issued on April 20, a secondary offering of shares of the common stock of its consolidated subsidiary GMO Internet, Inc. (stock code: 4784; TSE Prime Market, "GMO Internet (4784)") by way of purchase and underwriting by an underwriting syndicate led by underwriters designated as joint lead managers (the "Secondary Offering") and an offering by way of over-allotment were conducted. The Company hereby announces as follows that the number of shares of common stock of GMO Internet (4784) to be sold and the amount of extraordinary profit to be recorded in its non-consolidated financial statements have been finalized because the right to acquire additional shares of common stock of GMO Internet (4784) that the Company granted to the designated lead manager in connection with the offering by way of over-allotment (the "Greenshoe Option") was exercised. The Secondary Offering and sale of the shares upon exercise of the Greenshoe Option will not result in a change in the subsidiaries of the Company.

Details

1. Number of shares of common stock of GMO Internet (4784) to be sold as a result of the Secondary Offering and exercise of the Greenshoe Option
 - (1) Number of shares to be sold in the Secondary Offering 61,500,000 shares
 - (2) Number of shares to be sold upon exercise of the Greenshoe Option 6,434,100 shares

(Note)

Separate from the Secondary Offering, the designated lead manager for the issuance of new shares by way of public offering (public offering) (the "Issuance of New Shares") and the Secondary Offering by GMO Internet (4784), has conducted a secondary offering by way of over-allotment of 13,725,000 shares of common stock of GMO Internet (4784) to be borrowed from the Company, as a result of taking into consideration demand and other similar factors. In connection with the secondary offering by way of over-allotment, the Company has granted to the designated lead manager the right to additionally acquire 13,725,000 shares of common stock of GMO Internet (4784) (Greenshoe Option).

2. Future outlook

As a result of the Secondary Offering, the Issuance of New Shares, and the sale of shares upon exercise of the Greenshoe Option, the Company's ownership interest in GMO Internet (4784) will decrease from 91.9% to 60.5%. However, GMO Internet (4784) will remain an important subsidiary after the Secondary Offering, the Issuance of New Shares, and the sale of shares upon exercise of the Greenshoe Option are completed, continuing to play a central role in the Internet Infrastructure Business and Internet Advertising & Media Business of the Company's group.

Additionally, the Secondary Offering and the sale of shares upon exercise of the Greenshoe Option will result in the Company recording an extraordinary profit of 44.7 billion yen in its non-consolidated financial statements. However, in the consolidated financial statements, the impact on consolidated profit or loss will be minimal, despite changes in capital surplus, because GMO Internet (4784) will remain a consolidated subsidiary of the Company.

3. Lock-up Period

In connection with the Secondary Offering, the Issuance of New Shares, and the sale of shares upon exercise of the Greenshoe Option, the Company has agreed with the joint lead managers that, during the period from April 20, 2026 to October 24, 2026, it will not offer or otherwise dispose of the shares of GMO Internet (4784), securities convertible into or exchangeable for shares of GMO Internet (4784), or securities representing the right to acquire or receive shares of GMO Internet (4784) (except for in relation to the Secondary Offering, etc.) without the prior written consent of the joint lead managers.