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November 12, 2026

For Immediate Release

Company name	CERES INC.
Representative	Satoshi Takagi, President and Representative Director (Code: 3696 TSE Prime Market)
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Notice Regarding the Execution of a Capital and Business Alliance Agreement with SBI Holdings, Inc.

CERES INC. (the "Company") hereby announces that, at a meeting held on November 12, 2026, its Board of Directors resolved to enter into a capital and business alliance agreement (the "Alliance Agreement") with SBI Holdings, Inc. ("SBIHD"), as outlined below.

1. Purpose and Rationale for the Capital and Business Alliance

Under its corporate philosophy of "Enriching the world through internet marketing," the Company operates a mobile services business that plans, develops, and operates smartphone-focused media platforms centered on "Moppy," one of the largest point service sites in Japan, as well as a financial services business centered on the crypto asset/blockchain field and AI-powered factoring services. The Company is working to establish sustainable competitive advantages and enhance profitability by integrating these businesses and developing a vertically integrated business model centered on digital services.

Meanwhile, in May 2025, the SBI Group established SBI NEO MEDIA HOLDINGS Co., Ltd. to oversee its media, entertainment, and marketing businesses. With this company at the center of its strategy, the SBI Group has been pursuing strategic alliances and M&A opportunities across a broad range of media-related fields, including intellectual property (IP) development, talent management, and event planning and operations.

Through the Alliance, the Company and the SBI Group intend to leverage their respective business resources and expertise to create synergies, particularly in entertainment, content, and marketing, and ultimately enhance the corporate value of both groups.

2. Details of the Capital Alliance

SBIHD intends to acquire existing shares of the Company's common stock, either directly or through its subsidiaries, representing up to 1.00% of the Company's total issued shares as of September 30, 2026. The timing, method, and other details of the share acquisition will be determined based on market conditions and other relevant factors.

3. Details of the Business Alliance

(1) The Company will invest ¥300 million as a limited partner (LP) in the "SBI Neo Content Fund," which is to be established by the SBI Group.

(2) The parties will jointly develop and implement marketing campaigns and promotional initiatives combining the SBI Group's entertainment content with the Company's point rewards platform.

(3) The parties will explore opportunities for marketing collaboration involving the Company's point rewards membership base and the SBI Group's businesses.

(4) The parties will pursue collaboration between the Ceres Group's Financial Services Business and the SBI Group's financial businesses.

(5) The parties will collaborate in other entertainment- and content-related fields, as well as any additional business areas mutually agreed upon.

4. Overview of the Alliance Partner (As of September 30, 2026)

(1)	Name	SBI Holdings, Inc.	
(2)	Location	1-6-1 Roppongi, Minato-ku, Tokyo	
(3)	Title and Name of Representative	Representative Director, Chairman and President, Yoshitaka Kitao	
(4)	Business Description	Management and administration of group companies through the holding of shares and other equity interests	
(5)	Capital	¥238,115 million	
(6)	Date of Establishment	July 8, 1999	
(7)	Relationships with the Company	Personnel Relationship	Not applicable.
		Business Relationship	Not applicable.
		SBI Holdings, Inc.	Not applicable.

5. Schedule of the Capital and Business Alliance

(1)	Date of Board of Directors Resolution	November 12, 2026
(2)	Date of Agreement Execution	November 12, 2026

6. Future Outlook

The Alliance is expected to have no material impact on the Company's consolidated financial results for the fiscal year ending December 31, 2026.

Reference: Consolidated Financial Results — FY2026 Forecast and FY2025 Actual Results

	Net Sales	EBITDA	Operating profit	Ordinary profit	Profit attributable to owners of parent	Earnings per share
Forecasts for the fiscal year ending December 31, 2026	(million yen) 37,000	(million yen) 10,400	(million yen) 3,700	(million yen) 3,300	(million yen) 6,000	(yen) 518.35
Results for the fiscal year ended December 31, 2025	29,660	5,392	2,334	2,105	2,497	216.61