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May 28, 2025

Company Name gumi Inc.  
Representative Hiroyuki Kawamoto, Representative Director  
(Code: 3903; Prime Market of the Tokyo Stock Exchange)  
Inquiries Makoto Motoyoshi, Director  
(TEL. +81-3-5358-5322)

## **Notice Concerning Absorption-Type Merger (Simplified/Short-Form Merger) of a Wholly Owned Subsidiary Company**

gumi Inc. ("the Company") hereby announces that it has resolved, at a meeting of its Board of Directors held today, to absorb its wholly owned subsidiary, FgG Inc. through an absorption-type merger (hereinafter, the "Merger"), with the Merger scheduled to take effect on August 1, 2025.

Because the Merger is a simplified absorption-type merger with a wholly owned subsidiary company, certain disclosure items and details have been omitted.

### 1. Purpose of the Merger

FgG Inc. has operated within our Group as the entity in charge of license management for mobile online games. To consolidate management resources and streamline our organizational structure, we have decided to absorb the company through this Merger.

### 2. Outline of the Merger

#### (1) Time table

Board resolution: May 28, 2025  
Execution of merger agreement: May 28, 2025 (scheduled)  
Merger date (effective date): August 1, 2025 (scheduled)

*Note: Because this transaction qualifies as a simplified merger under Article 796, Paragraph 2 of the Companies Act for the Company and a short-form merger under Article 784, Paragraph 1 for FgG Inc., neither company will convene a shareholders' meeting to approve the merger agreement.*

#### (2) Form of the Merger

The Merger will be conducted as an absorption-type merger in which the Company is the surviving company and FgG Inc. is the disappearing company; FgG Inc. will therefore be dissolved upon completion of the Merger.

#### (3) Details of allotment related to the Merger

Because FgG Inc. is a wholly owned subsidiary company, no shares, cash, or other consideration will be issued or delivered in connection with the Merger.

#### (4) Treatment of stock acquisition rights and bonds with stock acquisition rights

The disappearing company, FgG Inc., has not issued any stock acquisition rights or bonds with stock acquisition rights.



### 3. Overview of the Parties to the Merger (as of April 30, 2025)

	Surviving Company	Disappearing Company
(1) Name	gumi Inc.	FgG Inc.
(2) Location	4-34-7 Nishi-Shinjuku, Shinjuku-ku, Tokyo	4-34-7 Nishi-Shinjuku, Shinjuku-ku, Tokyo
(3) Name and position of representative	Hiroyuki Kawamoto, Representative Director	Hiroyuki Kawamoto, Representative Director
(4) Business description	1. Mobile online game business 2. Blockchain-related and other businesses	1. Management of intellectual property rights such as licenses for mobile online games 2. All ancillary and related operations
(5) Capital	14,617 million yen	10 million yen
(6) Date of establishment	June 13, 2007	October 5, 2017
(7) Issued Shares	49,491,234 shares	28,300 shares
(8) Fiscal year end	April	April
(9) Major shareholders and shareholding ratios	SBI Holdings, Inc. 20.12% SUPER STATE HOLDINGS Inc. 19.98% The Master Trust Bank of Japan, Ltd. (Trust account) 7.50% JAPAN SECURITIES FINANCE CO., LTD. 2.52% SQUARE ENIX HOLDINGS CO., LTD. 2.38%	gumi Inc. 100.00%
(10) Operating results and financial position for the most recent fiscal year		
End of the fiscal year	April 30, 2024 (consolidated)	April 30, 2024 (non-consolidated)
Total assets	19,332 million yen	306 million yen
Net assets	12,242 million yen	305 million yen
Net assets per share	301.84 yen	10,788.85 yen
Sales	12,066 million yen	0 million yen
Operating Profit	(5,040 million yen)	0 million yen
Ordinary Profit	(4,514 million yen)	2 million yen
Profit attributable to parent company shareholders	(5,934 million yen)	1 million yen
Earnings per share	(150.03 yen)	49.51 yen

### 4. Status of the Company after the Merger

The Merger will not entail any changes to the Company's trade name, business activities, head-office location, representative, stated capital, or fiscal year-end.

### 5. Future outlook

Because the Merger involves a wholly owned subsidiary company, its effect on the Company's consolidated business results is expected to be inconsequential.