

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.



July 10, 2025

MEDIA DO Co., Ltd.

Representative: Yasushi Fujita, President and CEO

(Securities code: 3678, TSE Prime)

Inquiries: Hiroshi Kanda, Vice President and CFO

(Tel: +81-3-6212-5111)

### **Notice Regarding Business and Capital Alliance with SHIFT Inc.**

MEDIA DO Co., Ltd. ("the Company") announces that its Board of Directors, at a meeting held today, resolved to enter into a business and capital alliance with SHIFT Inc. ("SHIFT").

In connection with this alliance, the Company also announces that an agreement has been reached between an existing shareholder, Credit Saison Co., Ltd. ("Credit Saison"), and SHIFT for the transfer of all shares of the Company held by Credit Saison (466,600 shares, representing 3.08% of total shares outstanding) to SHIFT (the "Share Transfer") as detailed below.

#### **1. Background and Purpose of the Alliance**

Under its corporate vision "MORE CONTENT FOR MORE PEOPLE!", the MEDIA DO Group aims to realize its mission of "unleashing a virtuous cycle of literary creation" by delivering a broad range of Japanese content to people worldwide.

As the largest eBook distributor in Japan, the Company currently handles approximately 2.6 million eBook content, establishing a position where nearly all eBook content in Japan is aggregated.

In its Medium-Term Management Plan announced in April 2025, the Company has identified the support of global expansion for Japanese content as one of its key strategies. Leveraging its dominant position in the domestic publishing industry, the Company aims to capitalize on the accelerating international demand for Japanese content as a significant growth opportunity.

By fully utilizing the position and trust cultivated within domestic publishing industry, the Company aims to become a key contributor to the global expansion of Japanese content. This will be achieved by further evolving its solutions for content distribution, including not only manga but also text-based content and audiobooks, both domestically and internationally.

Since launching its software testing business in 2009, SHIFT has been providing software quality assurance services across a wide range of industries, from enterprise to entertainment sectors. The SHIFT Group offers a diverse range of services to domestic clients, including software development, IT consulting, project management and marketing assistance to contribute to the creation of "sellable services" for its clients.

Even as a late entrant to the entertainment industry, SHIFT has expanded beyond testing to provide upstream support services for game producers, essential for the creation of compelling games, conduct market research, and actively develop overseas markets with high demand for Japanese content.

This alliance aims to strengthen the global expansion of Japanese content, particularly in the Middle East region, a highly attractive market characterized by strong interest in Japanese content, robust purchasing power, and government-led promotion of the entertainment industry. Through this alliance, the Company will accelerate its business growth in the Middle East by leveraging SHIFT's advanced planning and development capabilities for creating user-supported services, and by strongly collaborating with its network of governments and corporations in the region to effectively deploy the Company's rich portfolio of publishing content.

## 2. Details of the Alliance

### (1) Business Alliance

- Collaboration to strengthen publishing content, translation, and the IP business in overseas markets
- Other collaborative initiatives to be mutually agreed upon by both parties

### (2) Capital Alliance

On July 10, 2025, SHIFT is scheduled to acquire 466,600 common shares of the Company from Credit Saison (representing a 3.08% stake in the 15,172,972 shares issued and outstanding as of February 28, 2025). The Company and SHIFT will execute the business and capital alliance agreement on the premise of this Share Transfer.

This Share Transfer is part of Credit Saison's plan, announced in its Medium-Term Management Plan in May 2024, to reduce its strategic shareholdings by approximately 70% to improve capital efficiency. Although the capital relationship between the Company and Credit Saison will be dissolved, the business collaboration, including the joint operation of the "Manga Saison" eBook store, will continue.

## 3. Overview of the Alliance Partner

(1) Company name	SHIFT Inc.	
(2) Address	Mori JP Tower, Azabudai Hills, 1-3-1 Azabudai, Minato-ku, Tokyo	
(3) Position and name of representative	Masaru Tange, President and CEO	
(4) Businesses	Software quality assurance and testing	
(5) Capital	¥21 million (as of February 28, 2025)	
(6) Establishment	September 7, 2005	
(7) Major shareholders and ownership ratio (as of February 28, 2025)	Masaru Tange	31.56%
	The Master Trust Bank of Japan, Ltd. (Trust Account)	11.43%
	Custody Bank of Japan, Ltd. (Trust Account)	7.92%
	STATE STREET BANK AND TRUST COMPANY 505001 (Standing proxy: Mizuho Bank, Ltd. Settlement & Clearing Services Department)	7.41%
	STATE STREET BANK AND TRUST COMPANY 505025 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Services Department)	3.16%

	J.P. Morgan Securities pls (Standing Proxy: J.P. Morgan Securities Japan Co., Ltd.)	1.86%	
	The Master Trust Bank of Japan, Ltd. (Stock Grant ESOP Trust Account, 75876 Units)	1.27%	
	JP MORGAN CHASE BANK 385781 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Services Department)	0.86%	
	BNYM AS AGT/CLTS 10PERCENT (Standing Proxy: MUFG Bank, Ltd.)	0.78%	
	GOLDMAN SACHS INTERNATIONAL (Standing Proxy: Goldman Sachs Japan Co., Ltd.)	0.77%	
(8) Relationship with the Company	Capital Relationship	None	
	Personnel Relationship	None	
	Business Relationship	None	
	Status as a Related Party	None	
(9) Consolidated financial results and financial position for the last three fiscal years			
Fiscal Year Ended	August 2022	August 2023	August 2024
Net Assets (¥ mn)	26,007	29,578	34,522
Total Assets (¥ mn)	40,230	49,530	62,717
Net Assets per Share (¥)	1,452.20	1,646.95	1,913.21
Net Sales (¥ mn)	64,873	88,030	110,627
Operating Profit (¥ mn)	6,913	11,565	10,537
Ordinary Profit (¥ mn)	7,552	12,000	10,753
Profit Attributable to Owners of Parent (¥ mn)	4,974	6,245	5,127
Net Income per Share (¥)	282.79	354.56	291.43
Dividend per Share (¥)	0.00	0.00	0.00

#### 4. Schedule of the Alliance

(1) Board Resolution	July 10, 2025
(2) Agreement Execution	July 10, 2025
(3) Alliance Commencement	July 10, 2025

#### 5. Future Outlook

The impact of this business and capital alliance on the Company's consolidated financial results is expected to be minor. The Company will promptly disclose any matters requiring announcement as they arise.