

December 21, 2020

**ALBERT Inc.**

(Stock code: 3906)

2-21-1, Kita-Shinjuku,

Shinjuku-ku, Tokyo

Takeshi Matsumoto, President

## **Notice Concerning Capital and Business Alliance with Mynavi Corporation, and Stock Offering**

At a Board Meeting held today, ALBERT Inc. (hereafter “ALBERT”) resolved to form a capital and business alliance with Mynavi Corporation (hereafter “Mynavi”).

Simultaneously, along with this alliance, ALBERT was announced that Mynavi will acquire ALBERT’s common stock held by Whiz Asia Evolution Fund, ALBERT’s main shareholder, through off-market negotiation transaction corresponded to stock offering.

### ***1. Capital and business alliance***

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

ALBERT’s MISSION is “Building the future with data science. We are the CATALYST.”. We contribute to industry development as an artificial intelligence (AI) development partner with a view toward AI social implementation providing “Big data analysis”, “AI algorithm development”, “AI implementation” and general-purpose AI products. We also offer the data scientist training support using our unique program backed by our accumulated experience and know-how because of the shortage in data scientists in each industry.

In addition, we have defined the domain of automotive, manufacturing, communications, distribution & infrastructure and finance as " focus industries ", and through data analysis support for these industries, we have accumulated expertise in the industrial domain to provide AI-based solutions to solve customers' apparent and latent issues. Working across a variety of industries, we serve as a catalyst through AI algorithm development and data analysis, and " CATALYST strategy" aiming to promote AI and data sharing between industries and create an AI-oriented and networked society.

We are pleased to announce that we have decided to form the capital and business alliance with Mynavi in the spirit of a basic partnership to build a partner relationship as a mutually independent company, with a view to creating value in Mynavi and its subsidiaries (hereafter Mynavi Group Companies)’ business operations through the AI development.

### ***2. Details of the alliance***

#### ***(1) Contents of business alliance***

- (a) Work related to the utilization of AI and the development of AI product in businesses (Including new businesses scheduled to operate in the future.) operated by Mynavi Group Companies.
- (b) Feasibility study of business plans envisioned by Mynavi Group Companies, and management the utilization of AI, data analysis, algorithm design and development, and system development to improve functions for the realization of such plans.
- (c) Support for DX (Digital Transformation) promotion at Mynavi Group Companies.
- (d) Data scientist training for employees of Mynavi Group Companies.
- (e) Joint research through industry-academia collaboration in AI-related fields.
- (f) In addition to the above, planning and execution of business related to the utilization of AI and other collaborations and partnerships that contribute to the purpose of the alliance.

#### ***(2) Contents of capital alliance***

We have been notified that Mynavi entered into a share transfer agreement dated December 21, 2020 with Whiz Asia Evolution Fund, ALBERT’s main shareholder, and its general partner, Whiz Partners Inc. Under the agreement, Mynavi will acquire 165,800 of ALBERT’s shares (3.8% of total shares excl. treasury stocks) on December 29, 2020.

### 3. Company Profile

(1) Company Name		Mynavi Corporation		
(2) Head Office		1-1-1 Hitotsubashi, Chiyoda-ku, Tokyo, Japan		
(3) Representative		Nobuyuki Nakagawa, President and CEO		
(4) Description of Business		(a) Publication of newspaper and publishing business. (b) Provision of recruitment information magazines as well as consultancy on recruiting and hiring activities. (c) Advertising and PR business. (d) Worker dispatch business and fee-based job placement business. (e) Planning and implementation of seminars, lectures, workshops and other events. (f) Human resource development, business management consulting as well as employee education and training. (g) Provision of information on going on to higher education as well as consultancy on student recruitment. (h) Conduct various certificate examinations as well as contract conduction. (i) Provision of bridal information. (j) Provision of information on the leasing and transferring of real estate as well as leasing and agency service. (k) Provision of information on travel and accommodation. (l) Planning, development, production and sales of softwares including computer software and game software. (m) Information processing and provision of information using communication lines and computer systems. (n) Health care business. (o) Other businesses incidental to the above		
(5) Capital		2,102.1 million yen		
(6) Establishment		August 15, 1973		
(7)	Major Shareholders and Shareholding Ratio	Mynavi Employee Stock Ownership Association		21.67%
		The Mainichi Newspapers Co., Ltd. (as of June 30, 2020)		10.56%
(8)	Relationship with Parties	Capital relationship	None	
		Personal relationship	None	
		Trade relationship	We are entrusted with data analysis services.	
		Related party status	None	
(9)	Financial position and Performance in the past 3 years (in million yen)			
	Fiscal year ended	FY September 30, 2017	FY September 30, 2018	FY September 30, 2019
	Total net assets	48,354	61,832	74,230
	Total liabilities and net assets	74,512	94,007	106,271
	Net assets per share (yen)	3,890.12	4,974.46	5971.91

	Net sales	121,223	138,767	151,027
	Operating profit	20,272	24,584	25,793
	Ordinary profit	20,532	24,841	26,019
	Current net income (Million yen)	14,461	16,432	17,713
	Current income per share (yen)	1,163.46	1,321.99	1425.07
	Dividends per share (yen)	350	400	430

#### 4. Schedule

December 21, 2020 (Today)	Corporate resolution, Conclusion of the alliance
December 29, 2020 (Scheduled)	Stock transfer

#### 5. Outlook

We will promptly announce any matters about the alliance that requires disclosure in the future. The alliance promotes improvement of ALBERT's mid-long term performance.

## II. Stock offering

### 1. Details

(1) Class and Number of Shares to be Offered	165,800 shares of ALBERT's common stock
(2) Selling Price	6,548 yen per share
(3) Total Selling Price	1,085,658,400 yen
(4) Sellers and the number of Shares to be Offered	Whiz Asia Evolution Fund 165,800 shares
(5) Method of Offering	Transfer of common stocks from Whiz Asia Evolution to Mynavi through an off-market negotiated transaction.
(6) Subscription Period	December 25, 2020
(7) Date of Share Transfer	December 29, 2020 (Scheduled)
(8) Advance on Subscription	N/A
(9) Share Unit of Subscription	100 shares
(10) Others	The Company submitted a Securities Notice concerning the above mentioned transaction to Kanto Local Finance Bureau in accordance with the Financial Instruments and Exchange Act.

### 2. Purpose

As described in I. above, we will enter into the capital and business alliance agreement with Mynavi, and Mynavi will enter into a share transfer agreement with Whiz Partners, Inc., the general partner of the seller, ALBERT's main shareholder on December 21, 2020. The purpose of the agreement is to transfer ALBERT's common stock through stock offering in accordance with the procedures stipulated by the relevant laws and regulations.

***【Reference】***

Financial forecasts in FY 2020 (released on July 8, 2020) and the result in FY 2019

(Unit: in million)

	Net sales	Operating profit	Ordinary profit	Current net profit
Financial forecasts in FY 2020	2,900	290	290	115
Financial results in FY 2019	2,324	189	193	187