



May 30, 2022

Company name:	PRONEXUS INC.
Name of representative:	Takeshi Ueno, President and Representative Director (Securities code: 7893; Prime Market of the Tokyo Stock Exchange)
Inquiries:	Jun Takamatsu, Executive Officer, General Manager, President's Office (Tel: +81-3-5777-3145)

## **Notice Concerning Business and Capital Alliance with Bridge Consulting Group Inc.**

TOKYO, JAPAN, May 30, 2022—PRONEXUS INC. (“PRONEXUS” or the “Company”) hereby announces that it has acquired the shares of Bridge Consulting Group Inc. (the “Bridge Consulting Group”) from its existing shareholders as of today, pursuant to resolution at a meeting of the Company’s Board of Directors held on May 13, 2022. In addition, the Company has entered into a memorandum of understanding regarding a business and capital alliance (the “Alliance”) with Bridge Consulting Group.

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

The Company’s primary business is to provide practical support services for corporate disclosure and investor relations (IR) activities. Particularly in the field of disclosure for listed companies, the Company provides support for a wide range of operations that include practical support for IPOs prior to listing as well as post-listing services that involve facilitating continued disclosure, IR activities, and outsourcing with respect to preparation of disclosure documents.

Meanwhile, Bridge Consulting Group’s core business is known as “Pro-Sharing Consulting,” which has been centered on certified public accountants. Bridge Consulting Group offers professional services tailored to customer needs particularly in terms of providing comprehensive support for companies seeking to conduct IPOs as well as assistance with financial results disclosure for listed companies, backed by its registry of some 3,000 certified public accountants.

For listed companies, which are the customers of both PRONEXUS and Bridge Consulting Group, amid a scenario where the declining birthrate and aging population, work style reforms and the increase in the volume of information required for business activities are occurring at an accelerating pace, securing highly skilled professionals will become the key to achieving growth going forward. Under the Alliance, we will reallocate Bridge Consulting Group’s expert human resources into the optimal positions, aligned with the Company’s customer base and active business needs. In so doing, we aim to address the business challenges of our customers, thereby facilitating growth of capital markets and regional revitalization.

Going forward, based on the Alliance, both PRONEXUS and Bridge Consulting Group will draw on one another’s management resources and expertise, focusing mainly on joint proposals for services and joint support for listed companies and companies seeking to conduct IPOs and on joint development of new services.

## 2. Details of capital alliance

As of today, the Company has acquired the common shares of Bridge Consulting Group from its existing shareholders through market transactions on the Tokyo Stock Exchange.

(1) Number of shares held by the Company before acquisition	0 shares (Number of voting rights: 0; Ratio of voting rights: 0.0%)
(2) Number of shares acquired	172,500 shares (Number of voting rights: 1,725; Ratio of voting rights: 9.7%)
(3) Number of shares held by the Company after acquisition	172,500 shares (Number of voting rights: 1,725; Ratio of voting rights: 9.7%)
(4) Acquisition cost	302 million yen

## 3. Overview of counterparty to the Alliance

(1) Name	Bridge Consulting Group Inc.	
(2) Listing market	TOKYO PRO Market (Securities code: 9225)	
(3) Address	7th floor, Edomisaka Mori Building 4-1-40 Toranomom, Minato-ku, Tokyo	
(4) Name and title of representative	Ryoichi Miyazaki, Representative Director	
(5) Description of business	Pro-Sharing Consulting, a service that helps clients solve management issues using the experience and knowledge of Certified Public Accountant (CPA), and others	
(6) Share capital	100,000 thousand yen	
(7) Date of establishment	October 25, 2011	
(8) Major shareholders and ownership ratios	WM Growth IV Investment Limited Partnership: 29.3% Ryoichi Miyazaki: 24.8% GOOD ONE PARTNERS LLC: 22.6% (As of April 25, 2022)	
(9) Relationship between the Company and Bridge Consulting Group	Capital relationship	None
	Personnel relationship	None
	Business relationship	The Company has a business relationship with Bridge Consulting Group regarding IPO practical support, etc.
	Applicability to related parties	None

(10) Operating results and financial positions of Bridge Consulting Group for the last three years (Thousands of yen, unless otherwise noted)			
Fiscal year	Fiscal year ended September 30, 2019	Fiscal year ended September 30, 2020	Fiscal year ended September 30, 2021
Net assets	219,521	320,835	387,262
Total assets	315,643	563,520	702,304
Net assets per share (Yen)	141.86	80.68	121.77
Net sales	525,575	657,095	970,270
Ordinary profit	66,831	16,369	101,902
Profit attributable to owners of parent	56,746	10,904	66,426
Earnings per share (Yen)	36.67	6.98	41.09
Dividend per share	—	—	—
[Of which, interim dividend per share] (Yen)	[—]	[—]	[—]

#### 4. Timetable

(1) Date of resolution at the meeting of the Board of Directors of the Company	May 13, 2022
(2) Date of resolution at the meeting of the Board of Directors of Bridge Consulting Group	May 18, 2022
(3) Date of conclusion of the agreement regarding the Alliance	May 18, 2022
(4) Date of execution of share acquisition	May 30, 2022

#### 5. Outlook

The Alliance is expected to have an insignificant impact on the Company's consolidated financial results for the fiscal year ending March 31, 2023.

#### Contact for inquiries

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