

For immediate release



Name of Listed Company: **Gurunavi, Inc.**
Listed Stock Exchanges: Tokyo Stock Exchange
Stock Code: 2440
Representative: Seiichiro Kubo, President

Notice of Basic Policy Regarding Company Split (Incorporation Type) and Transfer of New Company Shares

April 26, 2019 — At the extraordinary meeting of the board of directors held today, Gurunavi, Inc. (the "Company") resolved the basic policy regarding transferring its "Let's ENJOY TOKYO" business (the "Business") to a newly established company (the "New Company") through an incorporation-type company split under the simple method (the "Company Split") and transferring 90% of the shares issued by the New Company to NKB Inc. ("NKB"), and decided to commence the necessary procedures hereafter.

1. Purpose of the Company Split and the share transfer

The Company considers it necessary to focus measures for recovery and regrowth of the business performance under a present severe business environment including environmental change surrounding the restaurant industry and diversification of consumers' restaurant search methods. In this context, while considering a review on businesses except its core restaurant support business, the Company received a proposal from NKB to take over the Business, who is aiming to establish an advertising business using web media as a new business.

"Let's ENJOY TOKYO" is outing information media for Tokyo metropolitan area with awaking demand for outing and eating out through providing information of outing spots and events in cooperation with Tokyo Metro Co., Ltd.

The Company decided to carry out the Company Split and the share transfer of the New Company, taking into consideration that transferring the Business to NKB could strengthen the Business itself as NKB has abundant knowledge of marketing and promotion as an advertising agency and strength in traffic advertising which has a high affinity to outing, and could also promote measures for recovery and regrowth of the business performance and improve its corporate value in the medium to long term.

2. Outline of the Company Split and the share transfer

(1) Schedule of the Company Split and the share transfer

Date of the resolution on the basic policy by the board of directors	April 26, 2019
Date of the resolution on the Company Split plan by the board of directors	May 13, 2019 (planned)
Conclusion date of the share transfer agreement	September 1, 2019 (planned)
Effective date of the Company Split	September 1, 2019 (planned)
Date of the share transfer	September 1, 2019 (planned)

(2) Method of the Company Split

The Company Split will be incorporation-type company split under the simple method, in which the Company will be the splitting company and the New Company will be the company incorporated to which the Business will be transferred.

This notice is to announce the basic policy regarding the company split and the transfer of shares of new company, and details will be announced as soon as they are finalized.