February 06, 2026

To whom it may concern

Company name:	unerry Inc.
Name of representative:	Hidetoshi Uchiyama, Representative Director, President and CEO (Securities code: 5043; TSE Growth Market)
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Notice Concerning Acquisition of Shares of Blogwatcher Inc. (to Make It a Subsidiary)

unerry Inc.（the “Company” or “unerry”） hereby announces that its Board of Directors, at a meeting held on February 6, 2026, resolved to acquire shares of Blogwatcher Inc. ("Blogwatcher"), which operates the location data platform "Profile Passport," and to make it a wholly owned subsidiary (the "Transaction"), as described below.

The purpose of the Transaction is to expand the business foundation of the Company and its consolidated subsidiaries (the “Group”) by combining the data utilization capabilities and customer touchpoints of both companies, which have each played a significant role in the domestic location data industry. Furthermore, by enhancing the volume, quality, and continuity of location data, we aim to establish a framework for the Group to handle approximately 1 trillion data points annually in Japan. This will enable us to build an "AI-ready" business foundation that allows for the deployment of services integrated with generative AI and AI agents.

1. Reason for acquisition of shares

Both unerry and Blogwatcher are leading players in the location data industry. Both companies possess large-scale data platforms centered on location data and develop businesses and services leveraging these assets.

unerry provides services such as advertising, marketing, and analysis, primarily in the retail, CPG brands, and urban development sectors. This is achieved by combining location data with consumer behavior data—such as purchasing history, media viewership, and surveys—alongside AI. unerry’s strengths lie in creating new value and services through the integration of diverse datasets, as well as providing high-value-added proposals through consulting-based sales.

Blogwatcher has a broad range of customer touchpoints, including partnerships with regional agencies.

Through advanced systematization, it provides location-based advertising to a broad and diverse client base of over 1,000 companies annually across various industries. Blogwatcher also has unique advantages in business alliances with media in the real estate sector. Furthermore, in the field of urban development, specifically in tourism and construction consulting, it has a proven track record of providing services utilizing data and dashboards.

Since forming a business alliance in 2024, unerry and Blogwatcher have accumulated experience in jointly providing services, particularly in the field of tourism support, by collaborating with the location data held by both companies in compliance with user consent, relevant laws and regulations. Through these collaborations, we have confirmed a certain degree of commonality in the data characteristics, technical foundations, and values of both companies.

The purpose of this share acquisition is to expand the Group's customer base and to mutually leverage the strengths and expertise cultivated by each company, while leveraging the differences in their business models and service delivery formats. In the urban development sector specifically, we believe that we can expand the value provided by both companies. This will be achieved by building upon Blogwatcher's established track record in data provision and dashboard services for tourism and construction consulting, while progressively integrating unerry's expertise in advanced analytical methods and broader data applications.

Furthermore, through this share acquisition, the scale of location data handled by the combined Group is expected to reach approximately 1 trillion data points annually in Japan alone. From the perspective of the "Data Scaling Law" (where the volume of big data exceeds a certain scale, leading to qualitative changes in analysis and utilization levels), this level of data means that increases in data volume will do more than just improve analysis accuracy. It ensures that sufficient samples remain even when behavioral data is broken down by time, location, and context. This will enable the strengthening of service deployment by integrating open data (such as weather and regional statistics) with proprietary data held by media and enterprise companies. Through the steady integration of data assets and technical foundations, we aim to optimize development and operation costs and improve investment efficiency. We also believe that by integrating personnel and know-how, we will strengthen our business foundation and expand future options and added value. This includes the advancement of services using generative AI and AI agents, as well as initiatives for secure data collaboration based on Data Clean Rooms.

While location-based technology in Japan is at a high level, the Company recognizes that there is room for further development in terms of large-scale data utilization and AI. Through initiatives to strengthen our foundation, including this share acquisition, we aim to enhance our sustainable competitiveness under this recognition of the business environment.

2. Overview of the subsidiary subject to change

(1)	Name	Blogwatcher Inc.	
(2)	Location	5F Sumitomo Fudosan Tamachi Building, 3-12-7 Shibaura, Minato-ku, Tokyo	
(3)	Job title and name of representative	Nori Niimura, Representative Director	
(4)	Description of business	1. Development, provision, and operation of the location data platform "Profile Passport" 2. Provision of marketing support, analysis, and advertising delivery solutions utilizing location big data	
(5)	Share capital	50 million yen	
(6)	Date of establishment	April 2, 2007	
(7)	Major shareholders and ownership ratios	Recruit Co., Ltd. 80% Dentsu Group Inc. 20%	
(8)	Relationship between the Company and said company	Capital relationship	None
		Personnel relationship	None
		Business relationship	There is a business relationship involving support for location data utilization and data integration, etc. There is no related-party relationship.

(9) Operating results and financial positions of said company for the last three years

As of / Fiscal year ended	March 31, 2023	March 31, 2024	March 31, 2025
Net assets	1,030	1,071	1,155
Total assets	1,339	1,386	1,606
Net assets per share (Yen)	1,030,687	1,071,056	1,155,727
Net sales	1,881	1,923	2,075
Operating profit	137	61	125
Ordinary profit	143	66	128
Net income	92	40	84
Earnings per share (Yen)	92,381	40,368	84,671
Dividend per share (Yen)	—	—	—

(Millions of yen, unless otherwise noted)

3. Overview of the counterparty to the acquisition of shares

(1)	Name	Recruit Co., Ltd.	
(2)	Location	1-9-2 Marunouchi, Chiyoda-ku, Tokyo	
(3)	Job title and name of representative	Keiichi Ushida, President and Representative Director	
(4)	Description of business	Provision of customer acquisition support services for corporate clients through matching platforms and SaaS to support improvement of management and operational efficiency, primarily in Japan.	
(5)	Share capital	350 million yen	
(6)	Date of establishment	October 1, 2012	
(7)	Net assets	115,536 million yen (As of March 31, 2025)	
(8)	Total assets	597,085 million yen (As of March 31, 2025)	
(9)	Major shareholders and ownership ratios	Recruit Holdings Co., Ltd. 100%	
(10)	Relationship between the Company and said company	Capital relationship	None
		Personnel relationship	None
		Business relationship	None
		Related party relationship	None

(1)	Name	Dentsu Group Inc.
(2)	Location	1-8-1 Higashi-shimbashi, Minato-ku, Tokyo
(3)	Job title and name of representative	Hiroshi Igarashi, Representative Executive Officer, President & Global CEO
(4)	Description of business	Management of the Dentsu Group and support of the business activities of each operating company
(5)	Share capital	74,609 million yen
(6)	Date of establishment	July 1, 1901
(7)	Net assets	359,211 million yen (Fiscal year ended December 31, 2024)
(8)	Total assets	948,422 million yen (Fiscal year ended December 31, 2024)
(9)	Major shareholders and ownership ratios (As of December 31, 2024)	The Master Trust Bank of Japan, Ltd. (Trust Account) 18.48% Kyodo News (General Incorporated Association) 7.29% Jiji Press, Ltd. 6.15%

(10)	Relationship between the Company and said company	Capital relationship	The said company holds 80,000 shares of the Company (Shareholding ratio: 2.1% of the total number of voting rights) as of June 30, 2025.
		Personnel relationship	None
		Business relationship	There is a business relationship involving advertising delivery, etc. There is no related-party relationship.
		Related party relationship	None

4. Number of shares acquired, acquisition costs, and shareholding before and after acquisition

(1)	Number of shares held before the change	0 shares (Number of voting rights: 0 units) (Ratio of voting rights held: 0%)
(2)	Number of shares to be acquired	1,000 shares (Number of voting rights: 1,000 units)
(3)	Acquisition costs	Undisclosed (Note)
(4)	Number of shares held after the change	1,000 shares (Number of voting rights: 1,000 units) (Ratio of voting rights held: 100%)

Note: Although the acquisition price exceeds 15% of the Company's net assets as of the end of the previous fiscal year, it will not be disclosed at this time due to confidentiality obligations with the counterparty. We will announce the price promptly after the completion of the transfer.

The acquisition price has been determined through negotiations between the parties, taking into overall consideration the results of a valuation based on share price calculations by an external expert, as well as the results of legal and financial due diligence conducted by external attorneys and certified public accountants.

The funds for this share acquisition are expected to be allocated from the Company’s cash on hand and borrowings from financial institutions.

5. Timetable

(1)	Date of resolution at the meeting of the Board of Directors	February 6, 2026

(2)	Date of conclusion of the agreement	With Recruit Co., Ltd.: February 6, 2026 (Scheduled) With Dentsu Group Inc.: February 20, 2026 (Scheduled)
(3)	Date of commencement of share transfer	May 1, 2026 (Scheduled)

Note: While the dates for the execution of the share purchase agreements differ depending on the counterparty, both will be implemented based on the same resolution of the Board of Directors.

6. Future outlook

The impact of this transaction on the consolidated financial results for the current fiscal year ending June 30, 2026, is currently under close evaluation. We plan to perform consolidation procedures to account for the difference in fiscal year-ends between the Company and Blogwatcher (*). We anticipate that the impact on the consolidated earnings forecast for the current fiscal year in terms of profit and loss will be negligible.

Regarding the amount of goodwill, etc., arising from this acquisition and its impact on financial results from the next fiscal year ending June 30, 2027, onward due to its amortization, we will promptly provide notification as soon as the details are finalized.

(*) The Company's fiscal year-end is June 30, while Blogwatcher's fiscal year-end is March 31. Since the share acquisition is scheduled for May 1, 2026, the impact on consolidated financial results is expected to be reflected starting from the fiscal year ending June 30, 2027.