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November 16, 2026

To whom it may concern,

Company name:	OPEN Group, Inc.
Name of representative:	Tomomichi Takahashi, Representative Director
	(Securities Code: 6572; TSE Prime)
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Notice of Change of Consolidated Subsidiary (Transfer of Shares), Recording of Extraordinary Income and Revision of Earnings Forecasts

OPEN Group, Inc. (the "Company") hereby announces that, at the meeting of its Board of Directors held on November 16, 2026, the Company resolved to transfer all of the issued shares of LEAGLE Inc. ("LEAGLE"), a consolidated subsidiary of the Company, to Medix Inc. ("Medix") (the "Share Transfer"), and entered into a share transfer agreement with Medix on the same date, as described below.

As a result of the execution of the Share Transfer, LEAGLE will no longer be a consolidated subsidiary of the Company.

Details

1. Reasons for the Share Transfer

Since its establishment in December 2008, LEAGLE has provided sales and marketing consulting services centered on inside sales support for BtoB companies, and has developed its business as a member of the group consisting of the Company and its subsidiaries (collectively, the "Group").

As an "Automation Company Group," the Group positions the Intelligent Automation business and the Ad Automation business as its core businesses. In light of changes in the business environment brought about by the advancement of AI, the Group is also investing in new businesses, including AI and hyperautomation, and is continuously reviewing its business portfolio in order to concentrate management resources on its core businesses and improve capital efficiency.

Under these circumstances, the Company has determined that, in order to achieve further growth and enhance the corporate value of LEAGLE, it would be optimal for LEAGLE, as well as its customers and employees, to develop its business under Medix, which has a business platform that provides integrated services ranging from the acquisition of leads (prospective customers) through internet advertising, web marketing and other means, to the creation and nurturing of sales opportunities through inside sales.

The Company intends to flexibly utilize the proceeds from the Share Transfer for growth investments, including M&A, and will strive to achieve sustainable growth and enhance the corporate value of the Group by strengthening its core businesses and expanding its new businesses.

2. Outline of the Subsidiary Subject to Change

(1) Name	LEAGLE Inc.	
(2) Location	3-3-1 Nishi-Shimbashi, Minato-ku, Tokyo	
(3) Job title and name of representative	Hideaki Ohashi, Representative Director	
(4) Business	Sales and marketing consulting services	
(5) Capital	30,000,000 yen	
(6) Date of establishment	December 16, 2008	
(7) Major shareholders and shareholding ratios	OPEN Group, Inc. (100%)	
(8) Relationship between the Company and LEAGLE	Capital relationship	The Company holds 100% of the issued shares of LEAGLE.
	Personnel relationship	A Director of the Company concurrently serves as a Corporate Auditor of LEAGLE.
	Transactional relationship	There is a transactional relationship between the Company and LEAGLE related to loans of funds and the provision of management administration services.

(9) Operating results and financial position of LEAGLE for the last three years			
Fiscal year ended	February 29, 2024	February 28, 2025	February 28, 2026
Net assets	51 million yen	60 million yen	80 million yen
Total assets	203 million yen	181 million yen	174 million yen
Net assets per share	86,203.44 yen	100,305.06 yen	134,555.96 yen
Net sales	303 million yen	373 million yen	398 million yen
Operating profit	45 million yen	18 million yen	46 million yen
Ordinary profit	45 million yen	17 million yen	46 million yen
Profit	29 million yen	12 million yen	32 million yen
Basic earnings per share	49,246.07 yen	20,601.61 yen	54,817.72 yen
Dividend per share	6,500 yen	19,600 yen	54,000 yen

3. Outline of the Counterparty in the Share Transfer

(1) Name	Medix Inc.	
(2) Location	1-105 Kanda-Jimbocho, Chiyoda-ku, Tokyo	
(3) Job title and name of representative	Masanori Tanaka, Representative Director and Chairman Akihiko Baba, Representative Director and President	
(4) Business	Digital marketing support business (internet advertising sales, marketing DX/access analytics, website production, etc.)	
(5) Capital	259 million yen	
(6) Date of establishment	March 30, 1984	
(7) Net assets	3,563 million yen (fiscal year ended March 31, 2026)	
(8) Total assets	7,732 million yen (fiscal year ended March 31, 2026)	
(9) Major shareholders and shareholding ratios	Shigeki Koyanaka 16.39% Masahiro Mizuno 16.32%	
(10) Relationship between the Company and Medix	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Transactional relationship	Not applicable. However, there are business transactions between LEAGLE, a consolidated subsidiary of the Company, and Medix.

	Status as related parties	Not applicable.

(Note) The information in “Major shareholders and shareholding ratios” is based on the “Status of Major Shareholders” stated in the Semi-Annual Securities Report for the 44th fiscal period submitted by Medix on November 10, 2026.

4. Number of Shares to be Transferred, Transfer Price, and Shares Held Before and After the Transfer

(1) Number of shares held before the change	600 shares (Number of voting rights: 600) (Proportion of voting rights held: 100.0%)
(2) Number of shares to be transferred	600 shares (Number of voting rights: 600)
(3) Transfer price	Common shares of LEAGLE Inc.: 550 million yen
(4) Number of shares to be held after the change	0 shares (Number of voting rights: 0) (Proportion of voting rights held: 0.0%)

(Note) The transfer price was determined through discussions and negotiations with Medix, taking into comprehensive consideration LEAGLE’s financial condition, future earning capacity and other factors, and the Company considers it to be appropriate.

5. Schedule

(1) Date of resolution at the meeting of the Board of Directors	November 16, 2026
(2) Date of conclusion of the agreement	November 16, 2026
(3) Date of execution of share transfer	November 30, 2026 (scheduled)

6. Recording of Extraordinary Income

In connection with the Share Transfer, the Company expects to record a gain on sale of shares of subsidiaries and associates of approximately 469 million yen as extraordinary income in its consolidated financial results for the third quarter of the fiscal year ending February 28, 2027. In addition, in its non-consolidated financial results, the Company expects to record a gain on sale of shares of subsidiaries and associates of approximately 532 million yen as extraordinary income.

7. Revision of Earnings Forecasts

In light of "6. Recording of Extraordinary Income" above, the Company has revised its consolidated earnings forecasts for the fiscal year ending February 28, 2027, which it most recently announced, as follows.

Revision to full-year consolidated earnings forecasts (from March 1, 2026 to February 28, 2027)

	Net sales	Operating profit	Ordinary profit	Profit attributable to owners of parent	Basic earnings per share
Previous forecast (A)	Millions of yen 9,800	Millions of yen 1,100	Millions of yen 1,080	Millions of yen 650	Yen 11.67
Revised forecast (B)	9,800	1,100	1,080	950	16.98
Change (B-A)	0	0	0	300	-
Change (%)	0	0	0	46.2	-
(Reference) Actual results for the previous fiscal year (Fiscal year ended February 28, 2026)	8,148	1,004	949	639	11.07

(Note) The above forecasts are based on information available as of the date of this release and on certain assumptions, made as of the date of this release, regarding uncertain factors that may affect future financial results. Actual results may differ from the forecasts due to various factors.

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