March 18, 2025

For Immediate Release

Company name: SEPTENI HOLDINGS CO., LTD.
Representative: Representative Director, Group President and Chief Executive Officer
Yuichi Kouno
(TSE Standard Code: 4293)

Notice of Change in Shareholder Return Policy and Revision of Year-End Dividend Forecast

SEPTENI HOLDINGS CO., LTD. (the “Company”) hereby announces that the Board of Directors has approved today to change the shareholder return policy, details of which are provided below.

In addition, with the change in the policy, the Company has revised the previously undetermined year-end dividend forecast for the fiscal year ending December 2025 (hereinafter referred to as “the current fiscal year”), as follows.

1. Changes in Shareholder Return Policy

(1) Reason for change

The Company places importance on fulfilling its responsibilities to its shareholders and all other stakeholders and is promoting its capital strategy for sustainable growth through dialogue with its stakeholders.

In the fiscal year ended December 31, 2024, the Company positioned this as a preparatory period for advancing strategic growth investments with the aim of enhancing corporate value over the medium to long term. While continuing its previous policies, the Company optimized the allocation of resources to its growth strategies while maintaining an appropriate cash position. As part of this, in order to increase the proportion of shareholder returns under the capital allocation policy, the dividend payout ratio under the dividend policy was substantially increased to 100%, including the contribution to profit attributable to owners of parent from the gain on sales of shares of subsidiaries.

For the current fiscal year and beyond, the Company will remain a dividend payout ratio of 50% or more of the profit attributable to owners of parent and will achieve a dividend payout ratio of at least twice that of the fiscal year ended December 31, 2023.

With regard to its growth strategy, the Company will continue to consider and implement growth investments to acquire external capabilities in order to further develop its strengths in light of this business environment, in which the digitalization of society as a whole is progressing and the importance of digital marketing in corporate activities is increasing, as well as the internal investments aimed at further strengthening the three businesses of the Marketing Communication Segment, the Direct Business Segment, and the Data & Solutions Segment.

Under this policy, the Company will aim to expand its investor and shareholder base and increase shareholder and corporate value while maintaining an appropriate balance between stability in shareholder returns and growth investments.

Considering the above, the dividend policy for the current fiscal year and beyond will be revised from the current policy of “a consolidated dividend payout ratio of 50% or more” to the following.

・The minimum annual dividend per share will be ¥18.
・In addition, if 50% of the profit attributable to owners of parent per share exceeds the minimum dividend of ¥18, a dividend will be paid based on 50% of the profit attributable to owners of parent per share.

(2) Details of change

Before change	After change
Regarding dividends of surplus, in consideration of our consolidated earnings performance of each fiscal year, the strengthening of our financial position, the Group's business strategy going forward and other factors, we endeavor to return profits to shareholders within the range of our distributable amount, with a dividend payout ratio of 100% to profit attributable to owners of parent for the fiscal year ending December 2024 and a minimum dividend payout ratio of 50% from the fiscal year ending December 2025 onward. We also intend to acquire own shares on an ongoing basis by comprehensively taking into account market conditions, opportunities to invest in businesses, capital efficiency, the level of share price, etc. and to implement such share repurchases in a flexible manner. Retained earnings will be used for investments in high-growth and profitable business domains, as well as for investments to improve the efficiency and vitalization of existing businesses, and for educational investment to develop human resources.	Considering its consolidated earnings performance of each fiscal year, the strengthening of its financial position, the Group's business strategy going forward and other factors, **the Company aims to achieve sustainable corporate value enhancement by appropriately and actively promoting business foundation strengthening and growth investments for high growth, while also pursuing continuous improvement in shareholder returns based on appropriate profit distribution in line with business expansion.** Regarding dividends of surplus, **the minimum annual dividend per share will be ¥18. If 50% of the profit attributable to owners of parent per share exceeds this ¥18 minimum, a dividend will be paid based on 50% of the profit attributable to owners of parent per share. This approach prioritizes dividend consistency and stability** while ensuring profit distribution remains within our distributable earnings. We also intend to acquire own shares on an ongoing basis by comprehensively taking into account market conditions, opportunities to invest in businesses, capital efficiency, the level of share price, etc. and to implement such share repurchases in a flexible manner. Retained earnings will be used for investments in high-growth and profitable business domains, as well as for investments to improve the efficiency and vitalization of existing businesses, and for educational investment to develop human resources.

(3) Timing of change

Effective from the year-end dividend for the fiscal year ending December 2025 (the current fiscal year.)

2. Year-End Dividend Forecast for the Fiscal Year Ending December 2025

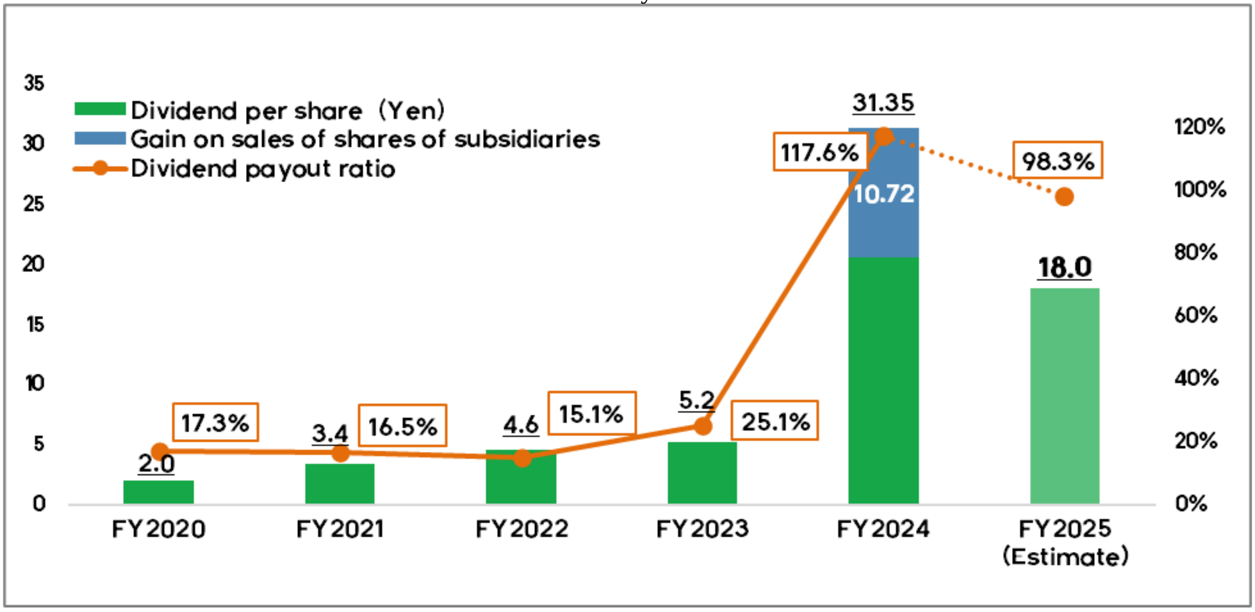
(1) Details of revision

	Cash dividends per share (Yen)				
	End of 1Q	End of 2Q	End of 3Q	End of 4Q	Term end
Previous forecast	—	—	—	—	—
Forecast as revised this time				18.00	18.00
Results for the fiscal year under review					
Results for the previous fiscal year (FY2024)	—	—	—	31.35	31.35

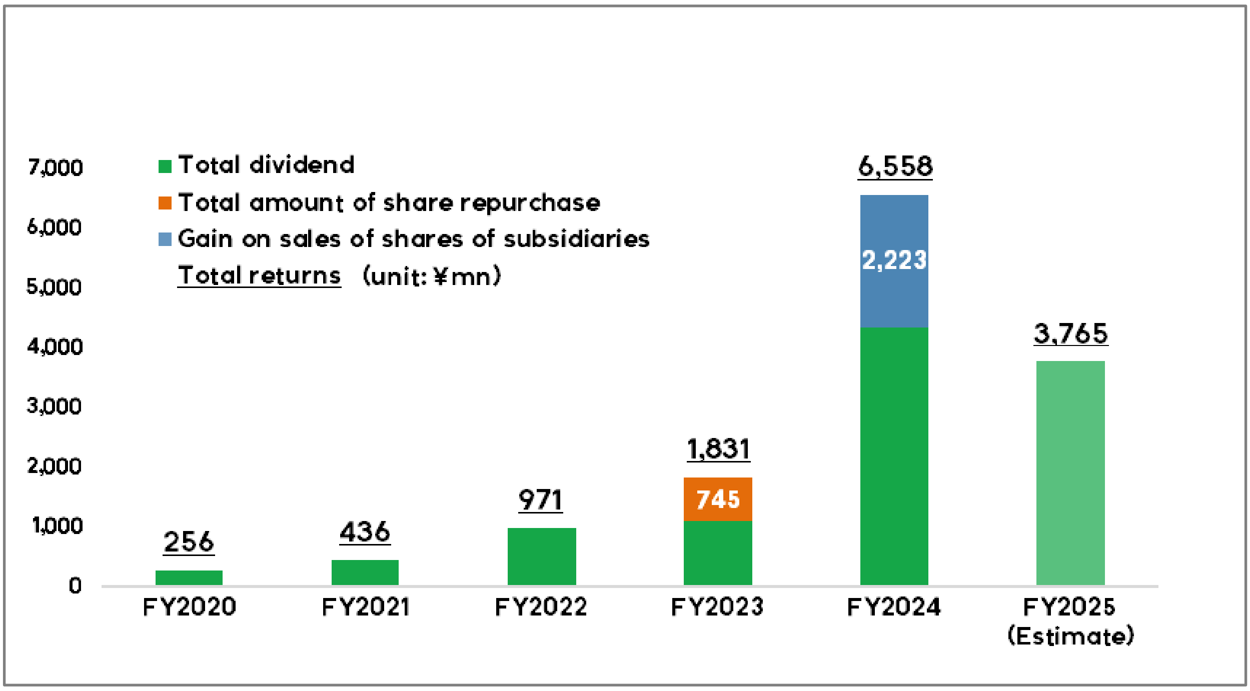
(2) Reason for revision

As a result of the above change in the dividend policy, the previously undetermined year-end dividend forecast for the fiscal year ending December 2025 is hereby revised to ¥18.00 per share.

<Reference> Trend of Dividend Per Share and Dividend Payout Ratio



<Reference> Trend of Total Shareholder Returns



(Note) The forecast figures presented above are based on currently available information and are subject to significant uncertainty. Actual results may differ materially from these forecasts due to various factors.

■Contact Information

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