

November 29, 2024

Company name	Rakuten Group, Inc.
Representative	Hiroshi Mikitani Chairman and CEO (Stock Code: 4755, TSE Prime)

Notice Regarding the Recording of Extraordinary Gain in the Company's Non-Consolidated Financial Results for the Fiscal Year Ending December 31, 2024, Due to Share Transfer Resulting in a Change in Consolidated Subsidiaries

Rakuten Group, Inc. (Head office: Setagaya-ku, Tokyo; Chairman and CEO: Hiroshi Mikitani, hereinafter "the Company") announces of the transferring all shares of its consolidated subsidiary (hereinafter "the Share Transfer"), Viber Media S.à r.l (Head office: 2, rue du Fossé, L-1536 Luxembourg; CEO: Ofir Eyal), to another consolidated subsidiary, Rakuten Asia Pte. Ltd. (Head office: 138 Market Street, #20-01, CapitaGreen, Singapore 048946; CEO: Takashi Katsuragi). As a result of the Share Transfer, the Company expects to record a gain on the sale of affiliated company shares amounting to approximately 100 billion yen as extraordinary gain in its non-consolidated financial results (prepared under J-GAAP) for the fiscal year ending December 31, 2024. Since this is an intra-group transfer, the impact on the consolidated financial results is expected to be minimal.

1. Reason for the Share Transfer

Viber Media S.à r.l provides the messaging app Rakuten Viber, which has over 1.55 billion total registered users as of the end of September 2024. The service has established a global user base, primarily in Eastern Europe; however, recently, strategic initiatives have accelerated its expansion in Asian markets. Rakuten Asia Pte. Ltd. serves as the regional headquarters for the Asia-Pacific, managing operations in e-Commerce, FinTech, advertising, and sports businesses. This Share Transfer aims to further expand Rakuten Viber in the Asian market.

2. Details of the gain on sale of affiliated company shares

By transferring all shares of its consolidated subsidiary, Viber Media S.à r.l., to another consolidated subsidiary, Rakuten Asia Pte. Ltd. the Company expects to record approximately 100 billion yen as a gain on the sale of affiliated company shares as extraordinary gain in its non-consolidated financial results (prepared in accordance with J-

GAAP) for the fiscal year ending December 31, 2024. As this is an intra-group transfer, the impact on the consolidated financial results is expected to be minimal.

3. Overview of the subsidiary to be transferred

1)	Name	Viber Media S.à r.l
2)	Location	2, rue du Fossé, L-1536 Luxembourg
3)	Representative and title	Ofir Eyal, Chief Executive Officer
4)	Business activities	Messaging and VoIP services
5)	Share capital	USD 217 thousand
6)	Establishment date	March 19, 2010
7)	Major shareholder and stake (as of Dec 31, 2023)	Rakuten Group, Inc. (100%)

4. Overview of the transferee

1)	Name	Rakuten Asia Pte. Ltd.
2)	Location	138 Market Street, #20-01, CapitaGreen, Singapore 048946
3)	Representative and title	Takashi Katsuragi, Managing Director and Chief Executive Officer
4)	Business activities	Regional headquarters functions, internet services
5)	Share capital	SGD 216,668 thousand
6)	Establishment date	June 1, 2012
7)	Major shareholder and stake (as of Dec 31, 2023)	Rakuten Group, Inc. (100%)

5. Schedule of the Share Transfer

Execution and completion of the share transfer agreement: November 29, 2024

6. Impact on financial results and outlook

The gain on the sale of affiliated company shares is expected to be recorded as extraordinary gain in the non-consolidated financial results of Rakuten Group, Inc.

While the Company prepares its consolidated financial statements in accordance with International Financial Reporting Standards (IFRS), this transaction involves an intra-group transfer. Therefore, the impact on the consolidated financial results is expected to be minimal.