

January 22, 2020

To All Concerned Parties

Company Name: Money Forward, Inc.
Representative: Yosuke Tsuji
Representative Director,
President and CEO
(Code number: 3994, TSE Mothers Market)
Contact: Executive Officer and CFO
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Announcement Regarding Determination of Issue Price and Other Matters

Money Forward, Inc. (the “Company”) hereby announces that it has determined the issue price, offer price and other matters in relation to the issuance of new shares by way of an international offering (the “International Offering”), which its Board of Directors resolved on January 22, 2020 (Wed), as set forth below.

(1) Issue Price (Offer Price)	(Note)	<u>¥4,577 per share</u>
(2) Total Amount of Issue Price (Offer Price)		<u>¥5,034,700,000</u>
(3) Amount to be Paid In	(Note)	<u>¥4,353.12 per share</u>
(4) Total Amount to be Paid In		<u>¥4,788,432,000</u>
(5) Amount of Capital Stock and Capital Surplus to be Increased	Increase in Capital Stock	<u>¥2,394,216,000</u>
	Increase in Capital Surplus	<u>¥2,394,216,000</u>

(Note)

The Underwriter will purchase the shares at the amount to be paid in and will offer them at the issue price (the offer price).

<Reference>

1. Calculation of Issue Price (Offer Price)

(1) Calculation Reference Date and Price	<u>January 22, 2020</u>	<u>¥4,975</u>
(2) Discount Rate		<u>8.00%</u>

2. Use of Proceeds

The net proceeds from the International Offering, estimated to be approximately ¥4.75 billion, are expected to be applied as follows:

- in relation to the acquisition of SMARTCAMP Co., Ltd. (“Smartcamp”)*1, the first phase of which having been funded by working capital and a bank loan, (i) approximately ¥2.00 billion toward replenishing the Company’s

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working capital (to be applied by the end of February 2020) and repaying in accordance with its terms the bank loan which was used for financing the first phase of such acquisition, (ii) approximately ¥1.38 billion (to be applied by around the end of November 2020) toward acquiring the remaining outstanding shares of Smartcamp*2 and (iii) up to approximately ¥0.30 billion (to be applied by around the end of November 2021) toward funding Smartcamp's future expansion (including personnel and advertising costs) and working capital, and making an additional investment in Smartcamp by way of new share issue to support its growth; and

- approximately ¥0.71 billion (to be applied by the end of February 2020) toward replenishing the Company's working capital which was previously used in July and December 2019 for acquiring an equity interest in the Mekari group, a provider of cloud-based human resource and accounting services in Indonesia.

To the extent any amount remains after providing for the above amounts, the Company expects to apply such remainder amount toward the repayment of its bank financing during the period from now up to around November 2021 in order to strengthen its financial position and business foundation in anticipation of future M&A opportunities.

(Notes)

- *1 The acquisition of Smartcamp shares announced by the Company on November 11, 2019, as a result of which Smartcamp became a subsidiary of the Company.
- *2 The acquisition of Smartcamp shares announced by the Company on January 14, 2020, upon the completion of which Smartcamp is expected to become a wholly-owned subsidiary of the Company.

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