



## Nomura Research Institute Group



March 12, 2026

Company name Nomura Research Institute, Ltd.  
(Code:4307 TSE Prime Market)  
Representative Kaga Yanagisawa  
President & CEO,  
Member of the Board,  
Representative Director

### Notice Concerning the Absorption-type Merger of a Wholly-Owned Subsidiary

Nomura Research Institute, Ltd. (“NRI”) hereby announces that it has resolved, at a meeting of the Board of Directors held today, to implement an absorption-type merger with its Wholly-Owned subsidiary, NRI Social Information System Services, Ltd. (“NRI Social Information System Services”) (the “Merger”). Since the Merger is a simplified absorption-type merger with a wholly-owned subsidiary, the disclosure items and details are partially omitted.

#### 1. Purpose of the Merger

Under NRI Group Vision 2030, the NRI Group’s long-term management plan, the NRI Group is advancing social transformation through digital social capital. As digital technologies, including AI, continue to permeate society at an accelerating pace, it has become essential for us to further speed up business development in this domain.

In response to these changes in the business environment, and in order to consolidate our business resources and accelerate decision-making, we will implement an absorption-type merger with NRI Social Information System Services, which has strengths in society co-creation businesses in the senior citizens’ employment support sector.

Through the Merger, NRI will integrate our advanced technological foundation with the NRI Social Information System Services’ hands-on, practice-oriented expertise to accelerate the creation of new value aimed at solving social issues. At the same time, we will enhance management efficiency across the Group as a whole and achieve sustainable growth.

#### 2. Summary of the Merger

##### (1) Schedule of the Merger

Date of resolution by Board of Directors: Thursday, March 12, 2026

Date of conclusion of the merger agreement: Thursday, March 12, 2026

Effective date of the merger: Friday, May 1, 2026 (scheduled)

(Note) As the Merger falls a simplified merger under Paragraph 2 of Article 796 of the Companies Act in relation to NRI and a short-form merger under Paragraph 1 of Article 784 of the Companies Act in relation to NRI Social Information System Services, neither company will hold a general meeting of shareholders for approval of the Merger.

## (2) Method of the Merger

The Merger is an absorption-type merger in which NRI will be the surviving company and NRI Social Information System Services will be the dissolving company.

## (3) Details of allotment related to the Merger

As the Merger is with a wholly-owned subsidiary, no shares, cash or other assets will be allotted as a result of the Merger.

## (4) Handling of share acquisition rights and bonds with share acquisition rights in connection with the Merger

Not applicable for the Merger.

### 3. Overview of companies involved in the Merger

	Surviving Company		Dissolving Company
(1) Name	Nomura Research Institute, Ltd.		NRI Social Information System Services, Ltd.
(2) Location	1-9-2 Otemachi, Chiyoda-ku, Tokyo		1-5-25 Kiba, Koto-ku, Tokyo
(3) Name and title of representative	Kaga Yanagisawa President & CEO, Member of the Board, Representative Director		Otawa Toshiaki President
(4) Business description	Consulting, Financial IT Solutions, Industrial IT Solutions, IT Platform Services		Software development, Sales of information equipment and related products
(5) Share capital	25,655 million yen		100 million yen
(6) Date of establishment	April 1, 1965		October 1, 2007
(7) Number of issued shares	581,241,511 shares		12,100 shares
(8) Fiscal year-end	March 31		March 31
(9) Major shareholders and Shareholding ratio (as of September 30, 2025)	Nomura Holdings, Inc.	20.14%	Nomura Research Institute, Ltd. 100%
	The Master Trust Bank of Japan, Ltd. (Trust account)	13.98%	
	Custody Bank of Japan, Ltd. (Trust account)	5.26%	
	Nippon Life Insurance Company (Standing proxy: The Master Trust Bank of Japan, Ltd.)	4.30%	

	NRI Group Employees' Stock Ownership	4.30%			
(10)	Financial Position and Operating Results in the Fiscal Year immediately before the Merger (in million yen, unless otherwise noted)	Fiscal year ended March 31, 2025 (Consolidated, IFRS)		Fiscal year ended March 31, 2025 (Standalone, JGAAP)	
		Equity attributable to owners of parent	434,040	Net assets	1,489
		Total assets	928,501	Total assets	1,927
		Equity attributable to owners of parent per share	758.67 yen	Net assets per share	123,109 yen
		Revenue	764,813	Net sales	3,399
		Operating profit	134,907	Operating profit	818
		Profit before tax	134,161	Ordinary profit	820
		Profit attributable to owners of parent	93,762	Profit	532
		Basic earnings per share	163.57 yen	Basic earnings per share	44,023 yen

#### 4. Status after the Merger

There will be no changes in the company name, address, name and title of representative, nature of business, share capital, or fiscal year-end of NRI resulting from the Merger.

#### 5. Future outlook

The impact of the Merger on NRI's consolidated financial results will be immaterial.

(Reference) Forecasts of consolidated financial results for the full fiscal year ending March 31, 2026 (announced on April 24, 2025) and Results for the fiscal year ended March 31, 2025

(JPY million)

	Revenue	Operating profit	Profit before tax	Profit attributable to owners of parent	Basic earnings per share (Yen)
Forecasts for the fiscal year ending March 31, 2026	810,000	150,000	151,000	104,000	181.51
Results for the fiscal year ended March 31, 2025	764,813	134,907	134,161	93,762	163.57

**[Point of caution about future-related information in this announcement]**

Performance forecasts and other information in this announcement which pertains to the future is based on information available to NRI at the time, and on a certain level of assumptions that are found to be logically viable. NRI does not guarantee that these numbers will be achieved. Actual performance and other results could vary significantly depending on a variety of factors. Key factors that could influence actual performance include but are not limited to domestic and international economic developments, demand in the market for IT services, competition with other companies, and changes to taxation and other systems. NRI may not always revise its performance forecasts and other indicators when new information becomes available or new circumstances arise.

**[General Inquiries]**

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