

September 30, 2014

Company Name: GMO Internet, Inc.  
(TSE First Section, Code: 9449)  
Address: 26-1 Sakuragaoka-cho Shibuya-ku Tokyo JAPAN  
Representative: Masatoshi Kumagai, CEO and Representative Director  
Contact: Masashi Yasuda, Managing Director  
Telephone: +81 3 5456 2555  
URL: <http://www.gmo.jp/en>

## **GMO Internet Indirect Subsidiaries GlobalSign K.K. and GMO GlobalSign Ltd. to Acquire Finland IAM Software Company**

GMO Internet, Inc. consolidated subsidiary, GMO CLOUD, Inc. (TSE MOTHERS: 3788) today convened a Board of Directors meeting approving the joint acquisition of Identity and Access Management (IAM) software company, Ubisecure Solutions, Inc. (headquartered in Espoo, Finland) by consolidated subsidiaries GlobalSign K.K. and GMO GlobalSign Ltd. The newly acquired company will become a subsidiary of GlobalSign K.K. and GMO GlobalSign Ltd. and an indirect subsidiary of GMO Internet, Inc. Details are as follows.

### 1. Reason for Stock Acquisition

In the rapidly emerging Internet of Everything (IoE) market, the ability to make secure networked connections among people, processes, data and things, will require that every “thing” have a trusted identity. Certification services will become increasingly important to secure communications over the Internet. For this reason, the need is rising for IAM software that enables integrated management of multiple identities with individual access permissions. By 2017, the IAM market is expected to be worth 70 billion dollars.\*1.

Ubisecure is as a pioneer in the IAM solution provider market. With its solutions in use across a number of industry vertical including insurance and finance as well as by government institutions in Finland, Ubisecure is recognized as a market leader in Europe. By providing integrated management of identity information for websites and online services, IAM software products contribute a smooth user experience and a secure Internet environment. Further, the Ubisecure single sign-on technology enables access to multiple systems with a one single authentication. For companies operating multiple systems, this function eliminates the need for individual login credentials for each system allowing for more flexible and secure use of multiple

services.

GMO Internet Group security company, GMO GlobalSign is one of the world's leading publicly-trusted Certificate Authorities providing digital certification services for secure Internet communication. GlobalSign has offices in Japan and eleven other countries, as well as over 5,000 distributors in 100 countries. Worldwide GlobalSign has issued over 20 million digital certificates. The company's digital certificates are used in websites smartphones, wireless devices, and digital signing tools to enhance website security, for organizational identity verification and document authentication.

GMO GlobalSign believes that digital certification and IAM software is essential to the development of a secure IoE market. Finland company, Ubisecure has the technology and trusted IAM software that GMO GlobalSign needs to propel the company's strategic focus on indemnity services in this rapidly growing market. With the acquisition of Ubisecure, the companies aim to generate new synergies to enhance security in the IoE market.

\*1. IDC Worldwide Identity and Access Management 2013–2017 Forecast

<http://www.idc.com/getdoc.jsp?containerId=241685>

[http://www.cisco.com/web/about/ac79/docs/innov/IoE\\_Economy.pdf](http://www.cisco.com/web/about/ac79/docs/innov/IoE_Economy.pdf)

## 2. (i) Overview of Indirect Subsidiary to Acquire Shares

(1) Company Name	GlobalSign K.K.
(2) Address	Cerulean Tower, 26-1 Sakuragaokacho, Shibuya-ku, Tokyo JAPAN
(3) CEO	Ichiro Chujo
(4) Business Description	Internet Security Services
(5) Capital	JPY 356 million (as of 9/30/2014)
(6) Date Established	April 11, 2003

## 2. (ii) Overview of Indirect Subsidiary to Acquire Shares

(1) Company Name	GMO GlobalSign Ltd.
(2) Address	Springfield House, Sandling Road, Maidstone, Kent ME14 2LP United Kingdom
(3) CEO	Paul Tourret
(4) Business Description	Internet Security Services
(5) Capital	GBP 1,093,000 (approx. JPY156 million) (as of 9/30/2014)
(6) Date Established	March 20, 2003

## 3. Overview of Company to be Acquired

(1) Company Name	Ubisecure Solutions, Inc.													
(2) Address	Tekniikantie 14 Finland-02150 Espoo													
(3) CEO	CEO & CO-FOUNDER Charles Sederholm													
(4) Business Description	Software Business													
(5) Capital	EUR 9,000 (approx. JPY 1 million) (as of 9/30/2014)													
(6) Date Established	February 14, 2002													
(7) Major Shareholders and Ownership Ratio *1	<table border="0"> <tr> <td>Charles Sederholm</td> <td>28.7%</td> </tr> <tr> <td>Petteri Stenius</td> <td>23.9%</td> </tr> <tr> <td>Jukka Kyheröinen</td> <td>23.9%</td> </tr> <tr> <td>Ville Haataja</td> <td>14.1%</td> </tr> <tr> <td>Juha Remes</td> <td>3.6%</td> </tr> <tr> <td>And 14 other Individual Shareholders</td> <td>5.8%</td> </tr> </table>		Charles Sederholm	28.7%	Petteri Stenius	23.9%	Jukka Kyheröinen	23.9%	Ville Haataja	14.1%	Juha Remes	3.6%	And 14 other Individual Shareholders	5.8%
Charles Sederholm	28.7%													
Petteri Stenius	23.9%													
Jukka Kyheröinen	23.9%													
Ville Haataja	14.1%													
Juha Remes	3.6%													
And 14 other Individual Shareholders	5.8%													
(8) Related Party Relationships	Capital Relationship	No reportable capital relationship exists between the company and GMO CLOUD. Further, no reportable capital relationship exists between the company and any												

		affiliate or associate of GMO CLOUD.
	Executive Relationship	No reportable executive relationship exists between the company and GMO CLOUD. Further, no reportable executive relationship exists between the company and any affiliate or associate of GMO CLOUD.
	Transactional Relationship	No reportable transactional relationship exists between the company and GMO CLOUD. Further, no reportable executive relationship exists between the company and any affiliate or associate of GMO CLOUD.

(9) Operating Results and Financial Condition in the Three Most Recent Fiscal Terms \*2

(Unit: JPY1,000)

Fiscal Term	FYE 12/2011	FYE 12/2012	FYE12/2013
Net Assets	-1,156	6,452	19,734
Total Assets	77,140	85,119	123,641
Net Assets per Share (JPY)	-59.43	331.56	1,014.09
Net Sales	169,197	157,531	190,626
Operating Profit	-6,098	7,061	2,619
Ordinary Profit	-6,924	6,983	1,529
Net Profit	-6,924	6,983	1,029
Net Profit per Share (JPY)	-355.82	358.83	52.89
Dividend per Share	—	-	-

\*1 Ownership ratio is calculated including shares without voting rights.

\*2 Based on Finnish GAAP.

19,460 common shares are excluded in the calculation of Net Assets per Share and Net Profit per Share.

#### 4. Overview of Sellers in Share Acquisition

(1) Name	Charles Sederholm
(2) Address	Kauniainen Finland
(3) Related Party Relationships	No reportable capital, executive or transactional relationships exist between this individual and GMO CLOUD. Further, no reportable capital, executive or transactional relationships exist between this individual and any affiliate or associate of GMO CLOUD.

(1) Name	Petteri Stenius
(2) Address	Espoo Finland
(3) Related Party Relationships	No reportable capital, executive or transactional relationships exist between this individual and GMO CLOUD. Further, no reportable capital, executive or transactional relationships exist between this individual and any affiliate or associate of GMO CLOUD.

(1) Name	Jukka Kyheröinen
(2) Address	Espoo Finland
(3) Related Party Relationships	No reportable capital, executive or transactional relationships exist between this individual and GMO CLOUD. Further, no reportable capital, executive or transactional relationships exist between this individual and any affiliate or associate of GMO CLOUD.

(1) Name	Ville Haataja
(2) Address	Espoo Finland
(3) Related Party Relationships	No reportable capital, executive or transactional relationships exist between this individual and GMO CLOUD. Further, no reportable capital, executive or transactional relationships exist between this individual and any affiliate or associate of GMO CLOUD.

(1) Name	Juha Remes
(2) Address	Helsinki Finland
(3) Related Party Relationships	No reportable capital, executive or transactional relationships exist between this individual and GMO CLOUD. Further, no reportable capital, executive or transactional relationships exist between this individual and any affiliate or associate of GMO CLOUD.

\* In addition, another 14 individuals (listed below) will sell holdings in the company. No reportable capital, executive or transactional relationships exist between any of these individuals and GMO CLOUD. Further, no reportable capital, executive or transactional relationships exist between any of these individuals and any affiliate or associate of GMO CLOUD.

## 5. Number of Shares to be Acquired, Acquisition Price and No. of Shares Held before and after Acquisition

(1) No. of Shares Held before Acquisition	0 shares (Voting Rights: 0) (Ownership Ratio: 0%)								
(2) No. of Shares to be Acquired	20,060 shares (Voting rights: 19,460) from Charles Sederholm: 5,760 shares from Petteri Stenius: 4,800 shares from Jukka Kyheröinen: 4,800 shares from Ville Haataja: 2,820 shares from Juha Remes: 720 shares from Tomi Määttänen: 160 shares from Mika Könnölä: 160 shares from Terho Laakso: 160 shares from Arto Käpyinen: 80 shares (the following shares are without voting rights) from Tomi Määttänen: 180 shares from Sam Blomqvist: 20 shares from Jari Metsälä: 20 shares from Arto Åkerlund: 20 shares from Keith Uber: 20 shares from Jani Ruotsalainen: 20 shares from Kari Nousiainen: 20 shares from Matti Risteli: 20 shares from Petteri Ihalainen: 20 shares from Erik Sucksdorff: shares								
(3) Acquisition Cost	<table border="0"> <tr> <td>Common Shares in Ubisecure Solutions, Inc.</td> <td>Approx. JPY 126.1 million</td> </tr> <tr> <td>Common Shares without voting rights in Ubisecure Solutions, Inc.</td> <td>Approx. JPY 39 million</td> </tr> <tr> <td>Advisory fees etc.</td> <td>Approx. JPY 44 million</td> </tr> <tr> <td><b>Total (estimate)</b></td> <td><b>Approx. JPY 134.4 million</b></td> </tr> </table>	Common Shares in Ubisecure Solutions, Inc.	Approx. JPY 126.1 million	Common Shares without voting rights in Ubisecure Solutions, Inc.	Approx. JPY 39 million	Advisory fees etc.	Approx. JPY 44 million	<b>Total (estimate)</b>	<b>Approx. JPY 134.4 million</b>
Common Shares in Ubisecure Solutions, Inc.	Approx. JPY 126.1 million								
Common Shares without voting rights in Ubisecure Solutions, Inc.	Approx. JPY 39 million								
Advisory fees etc.	Approx. JPY 44 million								
<b>Total (estimate)</b>	<b>Approx. JPY 134.4 million</b>								
(4) No. of Shares Held after Acquisition	20,060 shares (Voting rights: 19,460, Ownership Ratio: 100%) GlobalSign K.K. 10,230 shares (Voting rights: 10,230, Ratio of Voting Rights: 52.6%) GMO GlobalSign Ltd.								

	9,830 shares (Voting rights: 9,230, Ratio of Voting Rights: 47.4%)
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\* Of the 20,060 shares to be acquired, 600 are without voting rights)

## 6. Schedule

Board Decision                      September 30, 2014  
 Agreement Executed                September 30, 2014  
 Effective date of Share Transfer October 1, 2014 (tentative)

## 7. Outlook

The impact of this acquisition on consolidated financial results in the current fiscal year is immaterial.

(Reference) Consolidated Results Forecast (published February 6, 2014)

	Consolidated Net Sales	Consolidated Operating Profit	Consolidated Ordinary Profit	Consolidated Net Profit
Current Forecast (FYE12/2014)	JPY 105,000 million	JPY 12,500 million	JPY 12,500 million	JPY 5,500 million
Previous Term Results (FYE12/2013)	JPY 93,704 million	JPY 11,000 million	JPY 10,941 million	JPY 5,244 million