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**Notice Regarding the Acquisition of Shares and Consolidation of
AXIO Medical Holdings Limited**

M3, Inc. (Headquarters: Tokyo, Japan; CEO: Itaru Tanimura; URL: <https://corporate.m3.com/en/>, "M3" below) announced that it has reached a final agreement on October 7, 2016 with the shareholders of AXIO Medical Holdings Limited ("AXIO," below) including Electra Private Equity Partners, in preparation for the acquisition of all issued shares and consolidation of AXIO ("this acquisition," below), a holding company under the Vidal Group ("Vidal," below) which operates a global pharmaceutical information database business with central axes in France, Germany, and Spain. As a result, entry into the Stock Purchase Agreement and subsequent transfer of shares will take place upon completion of related legal and regulatory procedures including the works council consultation process which will be administrated by Vidal in France.

1. Purpose of This Acquisition

M3 operates m3.com, a web portal for medical professionals that delivers healthcare related information to its 250 thousand physician members in Japan, and also provides services such as marketing and R&D support, mainly for pharmaceutical companies. Furthermore, continuation of aggressive business expansion into regions outside of Japan including the United States, United Kingdom, China, Korea, and India, and the leverage of unrivaled media strength generated by the 3.5+ million physician members and resulting research panel, has capacitated provision of pharmaceutical marketing and research services as well as career placement services for physicians.

Vidal operates pharmaceutical information database related businesses across the globe, centralized in France, Germany, and Spain. Since the first publication of its pharmaceutical information encyclopedia in 1914, the Vidal brand has gained powerful recognition amongst medical professionals across Francophone countries. Additionally, Vidal's brands such as Gelbe Liste and MMI Pharmindex in Germany and Vival Vademecum in Spain, Central and South Americas, are renowned across the regional medical professional industry, and have enabled business development in those areas that match that of France. Vidal has constructed a massive database of pharmaceutical information being expanded through established relationships with leading global pharmaceutical companies, which enables timely dissemination of essential pharmaceutical information to medical professionals through various channels such as via online, mobile, and print, placing Vidal in an indisputable position within the pharmaceutical

information services industry. In recent years, this immense pharmaceutical database has been applied towards the development of services for clinics, hospitals and pharmacies, such as the provision of medical information systems which can be used to assist clinical decisions, with prospects for further expansion going forward.

Through this acquisition, M3 plans to maximize the established Vidal brand, physician member base, and rooted relationships with pharmaceutical companies, as platforms centered in France, Germany and Spain to contribute to the development of operations in various regions across the globe. Furthermore, Vidal will be enabled to expand its potential for developing new, previously unattempted businesses by leveraging M3's experience and expertise in IT, healthcare, and global business expansion.

M3 expects current key management members to remain and continue to manage Vidal following the completion of this acquisition, and to contribute to the expansion of the M3 group businesses.

Note that realization of this acquisition is contingent upon the completion of related legal and regulatory procedures including the works council consultation process in France, and upon signing and closing of the Stock Purchase Agreement.

2. Outline of Subsidiaries with Changes in Scope of Consolidation

(1)	Company Name	AXIO Medical Holdings Limited																			
(2)	Location	Tallis House, 2 Tallis Street, London EC4Y 0AB																			
(3)	Title and name of representative	Christopher Bradley, Director																			
(4)	Business	Holding																			
(5)	Stated capital ^{*1}	EUR 25,265,662																			
(6)	Date of incorporation	December 10, 2015																			
(7)	Major shareholders and shareholding ratio ^{*2}	<p>A. Ordinary shares :</p> <table> <tr> <td>Electra Private Equity Partners 2006 Scottish LP</td> <td>78.0%</td> </tr> <tr> <td>Electra Partners Club 2007 LP</td> <td>10.1%</td> </tr> <tr> <td>International Private Equity Fund II, L.P.</td> <td>11.9%</td> </tr> </table> <p>B1. Ordinary shares :</p> <p>Individual Sellers and the management (Total 13 persons) 100.0%</p> <p>B2. Ordinary shares :</p> <table> <tr> <td>Individual Sellers (Total 3 persons)</td> <td>100.0%</td> </tr> </table> <p>C. Ordinary shares :</p> <table> <tr> <td>Individual Sellers (Total 1 person)</td> <td>100.0%</td> </tr> </table> <p>G. Ordinary shares :</p> <table> <tr> <td>Electra Private Equity Partners 2006 Scottish LP</td> <td>62.4%</td> </tr> <tr> <td>Electra Partners Club 2007 LP</td> <td>8.1%</td> </tr> <tr> <td>International Private Equity Fund II, L.P.</td> <td>9.5%</td> </tr> <tr> <td>Individual Sellers (Total 4 persons)</td> <td>20.0%</td> </tr> </table>		Electra Private Equity Partners 2006 Scottish LP	78.0%	Electra Partners Club 2007 LP	10.1%	International Private Equity Fund II, L.P.	11.9%	Individual Sellers (Total 3 persons)	100.0%	Individual Sellers (Total 1 person)	100.0%	Electra Private Equity Partners 2006 Scottish LP	62.4%	Electra Partners Club 2007 LP	8.1%	International Private Equity Fund II, L.P.	9.5%	Individual Sellers (Total 4 persons)	20.0%
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(8) Relationship with the Company and this company	Capital Relationship	There is no capital relationship between the Company and Vidal to be specified. Also there is no significant capital relationship between the affiliated persons or companies ("Affiliates") of the Company and the Affiliates of Vidal
	Personal Relationship	There is no personnel relationship between the Company and Vidal to be specified. Also there is no significant personnel relationship with the Affiliates of the Company and the Affiliates of Vidal
	Transactional Relationship	There is no transactional relationship with the Company and Vidal to be specified. Also there is no significant transactional relationship with the Affiliates of the Company and the Affiliates of Vidal

(9) Consolidated operating results and consolidated financial results for the last three (3) years (unaudited) ^{*3} (Units: million EUR)			
Fiscal year	FY2013	FY2014	FY2015
Consolidated net assets	-11.3	-12.6	-7.7
Consolidated total assets	52.3	52.3	47.5
Consolidated net assets per Share (EUR)	-113,000	-1.1	-0.7
Consolidated sales	40.5	40.6	41.7
Consolidated operating profit	7.1	7.9	8.8
Consolidated net Income	2.1	-0.1	5.5
Consolidated net Income per Share (EUR)	21,000	-0.009	0.5
Dividend per Share (EUR)	Nil	Nil	Nil

^{*1} Stated capital has been calculated as the sum of "Ordinary Share Capital" and "Merger Reserve" of AXIO Medical Holdings Limited account items as of June 2016.

^{*2} Prior to the execution of this acquisition, a part of the shareholders of Medica EMEA (HoldCo) Limited ("EMEA," below), an intermediate holding subsidiary of AXIO, are expected to exchange their EMEA stock holdings with AXIO stock such that shareholding ratios will be as outlined in section (7) above after the change in scope.

^{*3} Statutory financial statements for AXIO prior to the period ended December 2015 do not exist given AXIO was established on December 10, 2015 with operations launched from January 2016. For the period ended December 2013 to the period ended December 2015, consolidated management performance results and financial position of EMEA, the intermediate holding subsidiary of AXIO, have been used. AXIO's consolidated Net Assets (unaudited) as of the end of June 2016 is 19.6 million Euros.

Below are the three specified subsidiaries with changes in scope of consolidation under this acquisition.

(1)	Company Name	AXIO Medical Holdings Limited																					
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(3)	Title and name of representative	Christopher Bradley, Director																					
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		Personal Relationship	There is no personnel relationship to be specified.																				
		Transactional Relationship	There is no transactional relationship to be specified.																				

^{*4}The sum of account items "Ordinary Share Capital" and "Merger Reserve" of AXIO Medical Holdings Limited as of June 2016 has been used for the reporting of Stated capital as a specified subsidiary.

^{*5}Prior to the execution of this acquisition, a part of the shareholders of Medica EMEA (HoldCo) Limited ("EMEA," below), an intermediate holding subsidiary of AXIO, will exchange their EMEA stock holdings with AXIO stock such that shareholding ratios will be as outlined in section (7) above after the change in scope.

(1)	Company Name	VIDAL Holding France S.A.S.
(2)	Location	67 avenue André Morizet, 92100 Boulogne Billancourt, France
(3)	Title and name of representative	President : Vincent Bouvier
(4)	Business	Holding
(5)	Stated capital ^{*6}	EUR 9,735,679
(6)	Date of incorporation	March 29, 2013
(7)	Major shareholders and shareholding ratio	Medica EMEA (HoldCo) Limited (100.0%)

(8) Relationship with the Company and this company	Capital Relationship	There is no capital relationship to be specified.
	Personal Relationship	There is no personnel relationship to be specified.
	Transactional Relationship	There is no transactional relationship to be specified.

⁶The account item "Capital social ou individual, dont versé" of VIDAL Holding France S.A.S. as of December 2015 has been used for the reporting of Stated capital as a specified subsidiary.

(1) Company Name	VidalHolding Germany GmbH	
(2) Location	Am Forsthaus Gravenbruch 7 63263 Neu-Isenburg, Germany	
(3) Title and name of representative	Vincent Bouvier, Managing Director Henry Scott Elkington, Managing Director Marijo Jurasovic, Managing Director	
(4) Business	Holding	
(5) Stated capital ⁷	EUR 40,788,492	
(6) Date of incorporation	May 22, 2002	
(7) Major shareholders and shareholding ratio	MedicaEMEA (Holdco) Limited- 100%	
(8) Relationship with the Company and this company	Capital Relationship	There is no capital relationship to be specified.
	Personal Relationship	There is no personnel relationship to be specified.
	Transactional Relationship	There is no transactional relationship to be specified.

⁷The sum of account items "Gezeichnetes Kapital" and "Kapitalrücklage" of VidalHolding Germany GmbH as of December 2015 has been used for the reporting of Stated capital as a specified subsidiary.

Consolidated management performance results and financial positions of the above three companies excluding AXIO are undisclosed in accordance with their requests.

3. Summary of Counterparties of Share Acquisition

1)

(1) Name	Electra Private Equity Partners 2006 Scottish LP
(2) Location	50 Lothian Road, Festival Square, Edinburgh EH3 9WJ
(3) Grounds, etc. for incorporation	Incorporated under the laws of Scotland
(4) Purpose of incorporation	Mainly private equity activities
(5) Date of incorporation	October 10, 2006
(6) Name of contributor(s), contributing ratio, summary of contributor(s)	1. Kingsway Equity Partners LP (99%)

(7) Summary of manager	Name	Electra Partners LLP
	Location	Paternoster House, 65 St Paul's Churchyard, London EC4M 8AB
	Title and name of representative	Alex Cooper-Evans, Partner
	Business	Private Equity
	Stated capital	GBP 4,113,499
(8) Relationship between the Company and this fund	Relationship between the Company and this fund	No contribution has been made by the Company or its Affiliates to this fund, directly or indirectly. There is no capital, personnel or transactional relationship requiring mention between the Company or its Affiliates, and the contributor(s) (including the initial contributor(s)) of this fund.
	Relationship between the Company and managing partner (s)	There is no capital, personnel or transactional relationships requiring mention between the Company and the managing partner of this fund. There is no capital, personnel or transactional relationship requiring mention between the Company or its Affiliates, and the managing partner of this fund or the affiliated persons or companies of the managing partner.

2)

(1) Name	Electra Partners Club 2007 LP	
(2) Location	Paternoster House, 65 St Paul's Churchyard, London EC4M 8AB	
(3) Grounds, etc. for incorporation	Incorporated under the laws of England	
(4) Purpose of incorporation	Mainly private equity activities	
(5) Date of incorporation	November 20, 2007	
(6) Summary of manager	Name	Electra Partners LLP
	Location	Paternoster House, 65 St Paul's Churchyard, London EC4M 8AB
	Title and name of representative	Alex Cooper-Evans, Partner
	Business	Private Equity
	Stated capital	GBP 4,113,499
(7) Relationship between the Company and this fund	Relationship between the Company and this fund	No contribution has been made by the Company or its Affiliates to this fund, directly or indirectly. There is no capital, personnel or transactional relationship requiring mention between the Company or its Affiliates, and the contributor(s) (including the initial contributor(s)) of this fund.

	Relationship between the Company and managing partner (s)	There is no capital, personnel or transactional relationships requiring mention between the Company and the managing partner of this fund. There is no capital, personnel or transactional relationship requiring mention between the Company or its Affiliates, and the managing partner of this fund or the affiliated persons or companies of the managing partner.
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3)

(1)	Name	International Private Equity Fund II, L.P.
(2)	Location	1600 Summer Street, Stamford, Connecticut, 06905, USA
(3)	Grounds, etc. for incorporation	Established under the laws of Delaware (under the Delaware Revised Uniform Limited Partnership Act, as amended).
(4)	Purpose of incorporation	Mainly private equity activities
(5)	Date of incorporation	February 13, 2008
(6)	Summary of managing partner(s)	
	Name	SSGA Funds Management, Inc.
	Location	20 Churchill Place, London E14 5HJ.
	Title and name of representative	Roland Fohn.
	Business	Private Equity.
	Stated capital	Not disclosed.
(7)	Relationship between the Company and this fund	No contribution has been made by the Company or its Affiliates to this fund, directly or indirectly. There is no capital, personnel or transactional relationship requiring mention between the Company or its Affiliates, and the contributor(s) (including the initial contributor(s)) of this fund.
	Relationship between the Company and managing partner (s)	There is no capital, personnel or transactional relationships requiring mention between the Company and the managing partner of this fund. There is no capital, personnel or transactional relationship requiring mention between the Company or its Affiliates, and the managing partner of this fund or the affiliated persons or companies of the managing partner.

4) The other 14 individual shareholders

The other 14 individual shareholders are mainly management members of Vidal as well as current or former management members of AXIO Group, which manages a portfolio of market-leading information businesses including Vidal, as a portfolio company of Electra Private Equity Partners. There are no particular capital, human, and transnational relationships between M3 and the individuals.

4. Number of Shares to be Acquired, Acquisition Price, and Statuses of Shares

(1)	Number of shares held before the change	0 shares (Shareholding ratio: 0.0%)
(2)	Number of shares to be acquired ^{*8}	A ordinary shares: 2,210,961 shares B1 ordinary shares: 209,088 shares B2 ordinary shares: 212,500 shares C ordinary shares: 12,500 shares G ordinary shares: 10,000 shares (Ratio of above shares to total shares outstanding: 100%)
(3)	Acquisition price	1) All outstanding shares of AXIO Medical Holdings Limited Approx. EUR 100 million ^{*9} (JPY11.6 billion ^{*10}) 2) Advisory costs (estimate) Approx. EUR 2 million , (JPY 0.2 billion ^{*10}) 3) Total (estimate) Approx. EUR 102 million (JPY 11.8 billion ^{*10})
(4)	Number of shares held after the change	A. ordinary shares: 2,210,961 shares B1. ordinary shares: 209,088 shares B2. ordinary shares: 212,500 shares C. ordinary shares: 12,500 shares G. ordinary shares: 10,000 shares (Shareholding ratio: 100.0%)

^{*8} The ultimate number of shares to acquire will be determined pursuant to the share exchange between EMEA and AXIO immediately prior to the closing.

^{*9} Acquisition price will be determined at the time of closing.

^{*10} Based on the EUR/JPY exchange rate as of the announcement date (Oct 7, 2016).

5. Schedule

(1)	Stock Purchase Agreement Entry Date	TBC (upon completion of related legal and regulatory procedures) Expected completion: December end, 2016
(2)	Date of Transfer of Shares	TBC (upon completion of related legal and regulatory procedures) Expected completion: December end, 2016

6. Forward Outlook

Effects of this acquisition on the consolidated results of M3 group are currently under examination, and any necessary disclosures will be promptly made shall they arise.