



February 10, 2012

FOR IMMEDIATE RELEASE

MACROMILL, INC.

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(Code no.: 3730, First Section of Tokyo Stock Exchange)

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**Notice of Acquisition of Shares of EMBRAIN CO., LTD. of South Korea and
Making It a Subsidiary Through the Subscription for the Capital Increase Via Private Placement**

MACROMILL, INC. (the “Company”) announces that it resolved at the meeting of the Board of Directors held on February 10, 2012 to make EMBRAIN CO., LTD. (“EMBRAIN”), the Company’s subsidiary by acquiring a 51% stake in EMBRAIN through the share transfer and the subscription for the capital increase through the private placement. Details are as follows.

1. Reason for the acquisition of the shares

1) Background

The MACROMILL Group announced a medium-term management plan and raised ¥5 billion by issuing convertible bonds in August 2011. To achieve consolidated net sales of ¥20.0 billion in fiscal year 2014 as set forth in the plan, the Group has been actively taking the initiative, not only by strengthening existing domestic operations, but also by developing overseas operations and new businesses through M&A, business cooperation, and other measures.

In developing overseas operations, the Group recognizes the establishment of research bases mainly in Asian nations as an important management issue. Accordingly, it established an equity-method affiliate in South Korea in 2008, and a consolidated subsidiary in China in 2011. While the Group was taking a number of initiatives in this way, it has also been striving to achieve ad hoc growth targeting specific goals.

2) EMBRAIN CO., LTD.

EMBRAIN is a leading general research company that was established in 1998 in Seoul, South Korea. It currently enjoys the largest business share in the internet research market (in terms of sales in 2010 in accordance with the survey of Korea Research Association (KORA)).

EMBRAIN’s main strengths are its highly credible survey panel, unique solutions, and quality control know-how. It has also developed and manages unique survey panels in North East Asia, and runs a superior panel network of 640,000 panels in South Korea, and 550,000 panels, and 150,000 panels through its subsidiaries in China and Taiwan respectively.

3) Anticipated impact

In South Korea, while the level of the use of the internet is high, the ratio of the internet survey in overall marketing research remains low at 16% in 2010, compared with a global average of 22% (in accordance with ESOMAR in fiscal year 2011).

To expand the market, it is necessary to eliminate customer misunderstanding about the quality of internet research, and gain the trust of customers. The Company aims to generate synergies from the know-how and the brand of EMBRAIN, which has strong expertise in the South Korean market and customers and has a solid track record in the market, and the Company's system capabilities, sales know-how, and financial strength that are required for expanding the internet research business. In this way, the Company believes that the awareness and the credibility of internet research in the South Korean market will improve at a faster pace, helping to bolster the performance of the Group's overseas operations.

Moreover, the Company can expect a reduction in outsourcing expenses when it makes overseas research by using the panels held by EMBRAIN.

By making EMBRAIN, a leading company in the internet research market in South Korea, its subsidiary, the Company will solidify its business foundation in South Korea, and accelerate the development of overseas operations mainly in China, South Korea, and other Asian countries.

2. Method for the acquisition of shares

Based on a share transfer agreement, the conclusion of which was resolved today, and capital increase through the private placement resolved by EMBRAIN, the Company expects to acquire 51% of EMBRAIN's shares issued.

3. Profile of EMBRAIN CO., LTD., a subsidiary to be acquired (As at the end of December 2011)

| | | |
|-----|--|---|
| (1) | Trade name | EMBRAIN CO., LTD. |
| (2) | Address | 12 th Fl, Tower 837 Bldg, 837, Yeoksamdong, Gangnam-gu, Seoul Korea |
| (3) | Title/name of representative | Choi In Su, CEO/Chairman |
| (4) | Business | 1. Research and consulting 2. Online advertising and software development 3. Cyber shopping 4. Database business 5. Academic research services 6. All other businesses related to businesses described above |
| (5) | Capitalization | One billion won |
| (6) | Date of incorporation | October 1998 |
| (7) | Major shareholders and their shareholding ratios | Choi In Su: 34.3 % Kim Yudong: 7.4% Kim Tae Heon: 6.8% Billing and Network Solutions Co., Ltd.: 5.1% Imagine Co., Ltd.: 5.0% Others: 41.4% |
| (8) | Relationships between the listed company and the company in question | Capital relationship |
| | Personnel relationship | The Company has no capital relationships to be described with the company in question. In addition, the Company's related parties or affiliates have no particular capital relationships with the related parties or affiliates of the company in question. |
| | Business relationship | The Company has no personnel relationships to be described with the company in question. In addition, the Company's related parties or affiliates have no particular personnel relationships with the related parties or affiliates of the company in question. |
| | | The Company has no business relationships to be described with the company in question. In addition, the Company's related parties or affiliates have no particular business relationships with the related parties or affiliates of the company in question. |

| (9) Business performance and the financial situation of the company in question for the last three years (Upper figure: thousand won; Lower figure: million yen) | | | |
|---|------------------------------------|------------------------------------|------------------------------------|
| Fiscal year | Fiscal year ended December 2008 | Fiscal year ended December 2009 | Fiscal year ended December 2010 |
| Net assets | 2,201,419 154 | 2,588,686 181 | 3,340,046 233 |
| Total assets | 6,947,034 486 | 9,197,704 643 | 10,413,054 728 |
| Net assets per share | 2,201 won 154 yen | 2,588 won 181 yen | 3,340 won 233 yen |
| Net sales | 10,140,978 709 | 11,168,867 781 | 12,279,475 859 |
| Operating income | 249,408 17 | 1,050,704 73 | 1,238,407 86 |
| Ordinary income | 289,812 20 | 544,479 38 | 942,613 65 |
| Net income | 289,812 20 | 387,266 27 | 751,359 52 |
| Net income per share | 289 won 20 yen | 387 won 27 yen | 751 won 52 yen |
| Dividend per share | — | — | — |

* Currencies converted by 1 won at ¥0.07

4. Profile of the party from whom the shares are acquired

| | |
|---|--|
| (1) Name | Choi In Su |
| (2) Address | South Korea |
| (3) Relationships between the listed company and the person in question | The Company has no capital, personnel, or business relationships to be described with the person in question (including close members of the family and companies and other entities and their subsidiaries the majority of whose shares are held by them). In addition, the Company's related parties or affiliates have no particular capital, personnel or business relationships with the person in question or the related parties or affiliates of the person in question. |

* The Company expects to acquire 426,259 shares from the shareholder as described above.

5. Outline of the capital increase through the private placement by EMBRAIN

| | |
|--|----------------------------------|
| (1) Payment date | February 29, 2012 (scheduled) |
| (2) Number of new shares to be issued | 170,900 shares |
| (3) Issue price | 11,700 won per share (¥819) |
| (4) Total funds to be raised | 1,999,530,000 won (¥139,967,100) |
| (5) Solicitation or allocation method | Private placement |
| (6) Party and the number of shares to be allocated | MACROMILL, INC.: 170,900 shares |

* Currencies converted by 1 won at ¥0.07

* As a result of this capital increase through the private placement, EMBRAIN's capital becomes 2,999 million won (¥209 million).

6. Number of shares to be acquired, the acquisition amount, and the situation of shares before and after the acquisition

| | | |
|-----|--|--|
| (1) | Number of shares held before the acquisition | 0 shares (Number of voting rights: 0) (Holding ratio: 0%) |
| (2) | Number of shares to be acquired | 597,159 shares (Number of voting rights: 597,159) (Ratio against the number of shares issued: 51.0%) (Acquisition amount: 9,326 million won (¥652 million)) |
| (3) | Number of shares held after the acquisition | 597,159 shares (Number of voting rights: 597,159) (Holding ratio: 51.0%) |

7. Schedule

| | | |
|-----|--|-------------------------------|
| (1) | Resolution by the Board of Directors | February 10, 2012 |
| (2) | Transfer date of share certificates | February 29, 2012 (scheduled) |
| (3) | Payment date for new shares issued through the private placement | February 29, 2012 (scheduled) |

8. Future prospects

As a result of the transaction described above, EMBRAIN will become a consolidated subsidiary of the Company. This will produce a limited impact on the Company's consolidated operating results for the fiscal year ending June 2012. However, the Company anticipates that this transaction will contribute approximately ¥1.1 billion in net sales and ¥0.1 billion in ordinary income for fiscal year ending June 2013. The Company and EMBRAIN will cooperate in their operations to enhance the use of internet research in South Korea and bolster the business performance of the MACROMILL Group in the future.

(Reference) Consolidated business forecast for the current fiscal year (announced August 3, 2011) and consolidated results for the previous fiscal year (Million yen)

| | Consolidated net sales | Consolidated operating income | Consolidated ordinary income | Consolidated net income |
|---|------------------------|-------------------------------|------------------------------|-------------------------|
| Consolidated business forecast for the current fiscal year (Fiscal year ending June 2012) | 14,200 | 2,900 | 2,900 | 1,500 |
| Consolidated results for the previous fiscal year (Fiscal year ended June 2011) | 12,210 | 2,604 | 2,522 | 1,171 |