

Securities code: 3659  
March 10, 2026  
(Commencement date of electronic provision measures: March 3, 2026)

To Shareholders

1-4-5 Roppongi, Minato-ku, Tokyo  
NEXON Co., Ltd.  
President and Chief Executive Officer Junghun Lee

## Notice of the 24<sup>th</sup> Annual General Meeting of Shareholders

Dear Shareholders:

We are pleased to inform you that the 24<sup>th</sup> Annual General Meeting of Shareholders will be held as outlined below. In convening the Annual General Meeting of Shareholders, we have taken measures for providing information in an electronic format, and matters regarding measures for providing information in an electronic format are posted on the websites shown below as “Notice of Convocation.”

The Company’s website (<https://www.nexon.co.jp/ir/stock-information/>)



In addition to the above, the materials are also available on the websites shown below.

Website of Tokyo Stock Exchange

(<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>)

Please enter the Company’s name or security code on the above website to search the Company’s data and select “Basic Information” and then “Documents Available for Public Inspection/PR Information” to see the material.



### **Guide for *Net de Shoshu* (online convocation)**

Key contents of the Notice of Convocation may also be easily viewed on a computer, smartphone, etc.

Please access the website below or scan the QR code.

<https://s.srdb.jp/3659/>



In lieu of attending the meeting, you may exercise your voting rights in writing or by electronic means (e.g., the Internet). Please review the Annual General Meeting of Shareholders agenda provided in the matters regarding measures for providing information in an electronic format and exercise your voting rights by 7 p.m. on Tuesday, March 24, 2026, in accordance with the “Instructions for Exercising Voting Rights.”

#### Notice

1. Date & Time: 11:00 a.m., Wednesday, March 25, 2026 (Doors open at 10:30 a.m.)
2. Location: BELLESALLE Roppongi Grand Conference Center ROOM-H  
At Sumitomo Fudosan Roppongi Grand Tower on 9<sup>th</sup> Floor  
3-2-1 Roppongi, Minato-ku, Tokyo
3. Agenda:  
Matters to be reported:
  - 1) Business Report and Consolidated Financial Statements for the 24<sup>th</sup> fiscal year (from January 1, 2025 to December 31, 2025), and audit results on the Consolidated Financial Statements by the Independent Auditors and the Audit and Supervisory Committee.
  - 2) Non-consolidated Financial Statements for the 24<sup>th</sup> fiscal year (from January 1, 2025 to December 31, 2025).Proposals to be voted on:
  - Proposal No. 1: Election of six (6) directors (excluding those who are Audit and Supervisory Committee members)
  - Proposal No. 2: Election of three (3) directors who are Audit and Supervisory Committee members
  - Proposal No. 3: Determination of the remuneration, etc. of directors (excluding those who are Audit and Supervisory Committee members) (Grant of subscription rights to shares as 2026 equity-based stock options)

If attending the meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk.

Please note that no gift bags will be handed out to attendees of the annual general meeting of shareholders.

Shareholders may exercise voting rights by proxy by assigning his or her voting rights to another shareholder with voting rights designated to act as his or her proxy, provided that the document certifying his or her power of attorney is submitted to the Company.

Pursuant to the relevant laws and regulations and provisions of Article 16 of the Company's Articles of Incorporation, the following items are not included in the documents to be issued to shareholders who have requested the issuance of such documents. Independent auditors and the Audit and Supervisory Committee audit documents subject to their respective audits including the following items in preparing their respective audit reports.

- In the section of Current Status of Nexon Group, (2) Assets and profit/loss, (5) Principal business (6) Major offices, (7) Employees, (8) Major lenders and (9) Other material facts concerning the current status of Nexon Group
- Shares
- Subscription rights to shares
- In the section of Corporate Officers, (b) Summary of the limited liability agreement, (c) Summary of indemnification agreement, (d) Summary of directors and officers liability insurance, and in the section of (f) Matters concerning external officers, (ii) Major activities during the current fiscal year and (iii) Opinion of the external officers concerning the contents
- Independent auditors
- Systems and organization to ensure the execution of duties by directors is in compliance with laws and regulations and the articles of incorporation, other systems and organization to ensure proper business operation of the company and the summary of the operating status of such systems
- Basic policy on control of the company
- Policy on determination of distributions of surplus, etc.
- Consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of changes in equity and Notes to consolidated financial statements
- Non-consolidated balance sheet, non-consolidated statement of profit or loss, non-consolidated statement of changes in net assets and Notes to non-consolidated financial statements
- Audit Report on Consolidated Financial Statements
- Audit Report on Non-Consolidated Financial Statements
- Audit Report of the Audit and Supervisory Committee

Should there be any amendments to the matters regarding measures for providing information in an electronic format, the notice along with the contents before and after the amendments will be posted on the respective websites where the matters are posted.

# Instructions for Exercising Voting Rights

## If attending the meeting in person



Please submit the enclosed Voting Rights Exercise Form at the reception desk.

Date & Time	Wednesday, March 25, 2026 11:00 a.m. (Doors open at 10:30 a.m.)
Location	BELLESALLE Roppongi Grand Conference Center ROOM-H

- ※ Please bring the “Notice of the Annual General Meeting of Shareholders” mailed to you
- ※ Shareholders may exercise voting rights by proxy by assigning his or her voting rights to another shareholder with voting rights designated to act as his or her proxy, provided that the document certifying his or her power of attorney is submitted to the Company.

## If not attending the meeting in person

- Exercise of voting rights in writing (by mail)



Please indicate your vote for the proposals on the enclosed Voting Rights Exercise Form and return it to us.

- Any voting right exercised without indicating approval or disapproval for a particular proposal will be counted as a vote for approval of the proposal.
- To indicate different vote for certain candidate(s) in the proposal  
⇒ Please check the column of “Approval” or “Disapproval” and indicate the relevant candidate number.

Deadline: Must be received by 7 p.m. Tuesday, March 24, 2026
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- Exercise of voting rights by electronic means such as the Internet



Please read the “Guide to Exercising Voting Rights by Electronic Means” on the next page and enter your vote for each proposal.

Deadline: Must be processed by 7 p.m. Tuesday, March 24, 2026
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## Guide to Exercising Voting Rights by Electronic Means

If you wish to exercise your voting rights by electronic means, please note the following matters.

### 1. PC or mobile phone users

Shareholders using PC or mobile phones may use the voting rights exercise website designated by the Company to exercise voting rights via the Internet.

Voting rights exercise website: <https://www.web54.net>

### 2. Smartphone users

Shareholders using smartphones may exercise voting rights via the voting rights exercise website for smartphone without entering “Voting Rights Exercise Code” and “Password” by scanning the “Login QR Code for Voting Rights Exercise Website for Smartphone” displayed on the enclosed Voting Rights Exercise Form.

To change your vote after exercising your voting rights, you must scan the QR code again and enter “Voting Rights Exercise Code” and “Password” indicated on the Voting Rights Exercise Form.

### 3. Electronic voting rights exercise platform (to institutional investors)

Institutional investors who participate in the electronic voting rights exercise platform operated by ICJ, Inc. may also use the platform to exercise voting rights at our shareholders’ meeting by electronic means.

### 4. Handling of exercise of voting rights

- (1) When exercising voting rights by electronic means, use the “Voting Rights Exercise Code” and “Password” indicated on the enclosed Voting Rights Exercise Form, and follow the on-screen guidance to enter your vote.
- (2) As the voting rights exercise period ends at 7 p.m. on Tuesday, March 24, 2026, please exercise your voting rights ahead of time.
- (3) If voting rights are exercised both in writing and by electronic means, the vote by electronic means will supersede. In addition, if voting rights are exercised by electronic means in multiple occasions, the last vote will supersede.
- (4) Any fees for internet provider or carrier incurred in accessing the voting rights exercise website and electronic voting rights exercise platform (e.g., connection fees) will be borne by shareholders.

### 5. Handling of password and voting rights exercise code

- (1) Password is important information required to identify shareholders who cast their votes. Please handle it with care as is the case with your personal seal and passcode.
- (2) Password will be disabled when input incorrectly a certain number of times. If you wish to request reissuance of your password, please follow the on-screen guidance.
- (3) The voting rights exercise code indicated on the Voting Rights Exercise Form can be used only for this general meeting of shareholders.

### 6. System requirements

When exercising voting rights via the Internet, refer to the system requirements provided in the “Exercise of Voting Rights via the Internet” on the voting rights exercise website.

### 7. Contact for inquiries about computer, mobile phone, or smartphone operations, etc.

- (1) If you have inquiries about computer, mobile phone, or smartphone operations regarding the exercise of voting rights through the voting rights exercise website, please contact the following:  
Dedicated dial-in number for Stock Transfer Agency Web Support of Sumitomo Mitsui Trust Bank, Limited  
Tel: 0120-652-031 (Operating hours: 9:00 to 21:00)
- (2) For other inquiries, please contact the following
  - i. Shareholders who have accounts with securities companies  
Shareholders who have accounts with securities companies are requested to contact your securities company.
  - ii. Shareholder who do not have accounts with securities companies (Shareholders with special accounts)  
Stock Transfer Agency Department of Sumitomo Mitsui Trust Bank, Limited  
Tel: 0120-782-031 (Operating hours: 9:00 to 17:00, excluding Saturdays, Sundays and holidays)

## Reference Materials for Annual General Meeting of Shareholders

### Proposal 1: Election of six (6) directors (excluding those who are Audit and Supervisory Committee members)

The term of office for all five (5) current directors (excluding those who are Audit and Supervisory Committee members) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company seeks an approval for the election of six (6) directors (excluding those who are Audit and Supervisory Committee members) with an addition of one director with the aim of strengthening our governance in light of our business expansion.

There were no objections to this proposal when it was considered at the Audit and Supervisory Committee.

Candidates for directors (excluding those who are Audit and Supervisory Committee members) are as follows:

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Junghun Lee (March 12, 1979)  Reappointment	May 2003    Joined NEXON Corporation (current NXC Corporation) Nov. 2006    Publishing QM Team Leader of NEXON Corporation (current NEXON Korea Corporation) Apr. 2010    Command Center Manager of NEOPLE INC. July 2012    FIFA Department Manager of NEXON Korea Corporation Apr. 2014    General Manager of Business Headquarters of NEXON Korea Corporation Nov. 2015    Vice President of Business of NEXON Korea Corporation Jan. 2018    Chief Executive Officer of NEXON Korea Corporation Mar. 2022    Director of NEXON Games Co., Ltd. Mar. 2023    Director of NEXON Co., Ltd. Mar. 2024    Representative Director and CEO of NEXON Co., Ltd. (to present) Nov. 2025    Representative Director and CEO of NEXON HQ Co., Ltd. (to present)  (Significant concurrent position) Director of NEXON Korea Corporation Representative Director and CEO of NEXON HQ Co., Ltd.	390,586 shares

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Shiro Uemura (December 31, 1970)  Reappointment	<p>Dec. 2000    Joined Deloitte Touche Tohmatsu (current Deloitte Touche Tohmatsu LLC)</p> <p>Sept. 2003    Joined Pacific Golf Management K.K.</p> <p>Dec. 2004    Joined Pacific Golf Group International Holdings K.K</p> <p>July 2011    Joined NEXON Co., Ltd.</p> <p>Mar. 2014    Chief Financial and Chief Administrative Officer of NEXON Co., Ltd.</p> <p>Mar. 2014    Director of gloops, Inc.</p> <p>Mar. 2014    Director of inBlue.com</p> <p>Mar. 2015    Representative Director of NEXON Co., Ltd. (to present)</p> <p>Apr. 2016    Director of NEXON America, Inc. (to present)</p> <p>Apr. 2016    Director of NEXON M Inc.</p> <p>Apr. 2016    Director of Lexian Software Development (Shanghai) Co., Ltd. (to present)</p> <p>Sept. 2016    Director of NEXON Europe GmbH</p> <p>Jan. 2020    Representative Director of gloops, Inc.</p> <p>Oct. 2021    Chief Financial and Chief Administrative Officer of NEXON Co., Ltd. (to present)</p> <p>Oct. 2021    Director of Nexon Studios, Inc. (current Nexon Filmed Entertainment Inc.) (to present)</p> <p>May 2024    Director of Embark Studios AB (to present)</p> <p>(Significant concurrent positions)  Director of NEXON America, Inc.  Director of Lexian Software Development (Shanghai) Co., Ltd.  Director of Nexon Filmed Entertainment Inc.  Director of Embark Studios AB</p>	92,440 shares

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Patrick Söderlund (September 27, 1973)  Reappointment	<p>Jan. 2000 Chief Executive Officer of Digital Illusions Creative Entertainment</p> <p>Oct. 2006 Vice President &amp; General Manager of Electronic Arts, Inc.</p> <p>Sept. 2013 Executive Vice President of Electronic Arts, Inc., EA Worldwide Studios</p> <p>Apr. 2018 Chief Design Officer of Electronic Arts, Inc.</p> <p>Nov. 2018 Director of Sicalis AB (to present)</p> <p>Nov. 2018 Chief Executive Officer of Embark Studios AB (to present)</p> <p>Jan. 2019 Director of Fractal Gaming Group AB</p> <p>Mar. 2019 External Director of NEXON Co., Ltd.</p> <p>July 2019 Director of NEXON Co., Ltd. (to present)</p> <p>Nov. 2019 Director of Ortalis Group AB</p> <p>June 2020 Director of Hexagon Aktiebolag</p> <p>Aug. 2020 Director of Surmount Together AB (to present)</p> <p>Aug. 2021 Director of Ortalis Holding AB</p> <p>Nov. 2021 Director of CoFounded Kapital AB (to present)</p> <p>Mar. 2023 Director of CoFounded Kapital AB (to present)</p> <p>Mar. 2023 Director of CoFounded Holding AB (to present)</p> <p>Feb. 2026 Chairman of the Board of NEXON Co., Ltd. (to present)</p> <p>(Significant concurrent positions)</p> <p>Director of Sicalis AB</p> <p>Chief Executive Officer of Embark Studios AB</p> <p>Director of Surmount Together AB</p> <p>Director of CoFounded Kapital AB</p> <p>Director of CoFounded Kapital AB</p> <p>Director of CoFounded Holding AB</p>	1,289,086 shares

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Daehyun Kang (September 1, 1981)  Reappointment	Feb. 2004    Joined NEXON Corporation (current NXC Corporation) Oct. 2005    Crazy Arcade Team Leader of NEXON Corporation (current NEXON Korea Corporation) Apr. 2007    Maple Live Development Team Leader of NEXON Korea Corporation Apr. 2009    Live Publishing Section Manager of NEXON Korea Corporation Oct. 2011    Dungeon&Fighter Development Section Manager of NEOPLE INC. Apr. 2014    Live Development Division Manager of NEXON Korea Corporation Apr. 2017    Vice President of NEXON Korea Corporation May 2020    Chief Operating Officer of NEXON Korea Corporation Mar. 2024    Co-CEO of NEXON Korea Corporation (to present) Mar 2025    Director of NEXON Co., Ltd. (to present)  (Significant concurrent positions) Co-CEO of NEXON Korea Corporation	0 share

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Alexander Iosilevich (January 12, 1975) New appointment	<p>June 1998    Joined Donaldson, Lufkin &amp; Jenrette</p> <p>Nov. 2000    Joined CREDIT SUISSE First Boston</p> <p>Oct. 2001    Joined Liberty Media Corporation</p> <p>Apr. 2004    Joined Bank of America Securities LLC</p> <p>June 2007    Head of US Media Investment Banking/Managing Director of Lehman Brothers Holdings Inc.</p> <p>Sep. 2008    Head of US Media Investment Banking/Managing Director of Barclays Capital (current Barclays Corporate and Investment Bank)</p> <p>Oct. 2014    Head of Media Investment Banking Americas/Managing Director of Deutsche Bank AG</p> <p>June 2019    Head of Media Investment Banking Americas/Managing Director of UBS Securities LLC</p> <p>July 2021    Global President and Chief Investment Officer of NXC Corporation (to present)</p> <p>July 2021    Partner of Alignment Growth Management, LLC (to present)</p> <p>Mar. 2022    External Director (Audit and Supervisory Committee member) of NEXON Co., Ltd. (to present)</p> <p>July 2022    Director of Crunchbase, Inc. (to present)</p> <p>(Significant concurrent positions) Global President and Chief Investment Officer of NXC Corporation Partner of Alignment Growth Management, LLC Director of Crunchbase, Inc.</p>	0 share

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
6	<p>Kaoru Hattori (January 14, 1972) New appointment External Director <b>Independent Officer</b></p>	<p>Apr. 1997 Registered as a lawyer Joined Nishi &amp; Partners Attorneys and Counselors at Law May 2002 Graduated from University of San Diego School of Law (LL.M.) Aug. 2002 Joined former Asahi Koma Law Office Apr. 2007 Joined Nagashima Ohno &amp; Tsunematsu Dec. 2017 Ad Hoc Member of the Industrial Structure Council (Commission Member of Trade Committee, Subcommittee on Trade Remedies) June 2018 Trustee of The Sasakawa Peace Foundation (to present) June 2024 Outside Audit &amp; Supervisory Board Member of Toyo Seikan Group Holdings, Ltd. (to present) Nov. 2024 Ad Hoc Member of the Industrial Structure Council (Commission Member of Trade Committee, Subcommittee on Unfair Trade Policies and Measures) (to present)</p> <p>(Significant concurrent positions) Partner of Nagashima Ohno &amp; Tsunematsu Trustee of The Sasakawa Peace Foundation Outside Audit &amp; Supervisory Board Member of Toyo Seikan Group Holdings, Ltd.</p>	0 share

(Reference)

Of the candidates for directors, Mr. Junghun Lee, Mr. Shiro Uemura, Mr. Patrick Söderlund, and Mr. Daehyun Kang own subscription rights to shares disclosed in “2. Current Status of the Company, (2) Subscription rights to shares” in the Business Report.

- (Notes)
1. There are no special conflicts of interest between each candidate and the Company.
  2. Ms. Kaoru Hattori is a candidate for External Director. The Company will appoint Ms. Hattori as an independent officer under the regulations of Tokyo Stock Exchange and report such appointment to the Exchange.
  3. (1) The Company nominates Mr. Junghun Lee as a candidate for Director as we expect that he would contribute to Nexon Group’s further expansion of business in Japan and overseas by utilizing his abundant knowledge and experience in the game industry, especially in the Korean game market which is Nexon Group’s main operating base.  
(2) The Company nominates Mr. Shiro Uemura as a candidate for Director as we expect that he would endeavor to enhance the management system in Japan and overseas from the viewpoint of Chief Financial Officer based on his excellent knowledge, especially in finance, cultivated from his long years of experience.  
(3) The Company nominates Mr. Patrick Söderlund as a candidate for Director as we expect that he would contribute to Nexon Group’s further expansion of business in Japan and overseas by utilizing his knowledge and experience related to strategic activities in the game industry.  
(4) The Company nominates Mr. Daehyun Kang as a candidate for Director as we expect that he would contribute to Nexon Group’s further expansion of business in Japan and overseas by utilizing his abundant knowledge and experience in the game industry, especially Nexon Group’s online game operation.  
(5) The Company nominates Mr. Alexander Iosilevich as a candidate for Director as we expect that he would contribute to our management activities through valuable advice and guidance based on his experience in various global investment banking operations in NY, United States and strong analytical skills and experience related to management of operating companies.  
(6) The Company nominates Ms. Kaoru Hattori as a candidate for External Director as we expect that she would contribute especially to enhancement of corporate governance and compliance with her insights as a lawyer. Although she has no experience being involved in corporate management other than serving as an external officer, in light of her position as a partner in her law firm and the reasons noted above, we believe that she is capable of fulfilling her duty.
  4. Mr. Alexander Iosilevich who has been a non-executive director (Audit and Supervisory Committee members) and the Company are currently parties to an agreement to limit liabilities for damages provided for in Article 423, Paragraph 1 of the Companies Act to ¥2.4 million or the minimum liability amount as provided in Article 425, Paragraph 1 of the Companies Act, whichever is higher, based on the provisions of Article 427, Paragraph 1 of the Companies Act and Article 28 of the Articles of Incorporation of the Company. However, the agreement is scheduled to terminate at the conclusion of this Annual General Meeting of Shareholders since he will no longer fall under the category of a non-executive director upon his appointment as a director at this Annual General Meeting of Shareholders. Even if the agreement is terminated, it shall continue to apply to any acts performed by Mr. Iosilevich in his capacity as a non-executive director during the term of the agreement.
  5. Ms. Kaoru Hattori and the Company will enter into an agreement to limit liabilities for damages provided for in Article 423, Paragraph 1 of the Companies Act to ¥2.4 million or the minimum liability amount as provided in Article 425, Paragraph 1 of the Companies Act, whichever is higher, based on the provisions of Article 427, Paragraph 1 of the Companies Act and Article 28 of the Articles of Incorporation of the Company if her appointment is approved.
  6. Mr. Junghun Lee, Mr. Shiro Uemura, Mr. Patrick Söderlund, Mr. Daehyun Kang and Mr. Alexander Iosilevich and the Company have entered into indemnification agreements to indemnify expenses provided by Article 430-2, Paragraph 1, Item 1 of the Companies Act and losses provided by Item 2 of the Paragraph to the extent provided by relevant laws and regulations. The agreements will remain in effect if the reappointment of Mr. Junghun Lee, Mr. Shiro Uemura, Mr. Patrick Söderlund and Mr. Daehyun Kang and the appointment of Mr. Alexander Iosilevich are approved. The Company will enter into the agreement with Ms. Kaoru Hattori if her appointment is approved.
  7. The Company has taken out a directors and officers liability insurance covering all directors to indemnify for possible losses arising from monetary damages and legal costs in connection with claims against the insured. If the director candidates take office, they will be insured under the insurance. The Company will renew the insurance during the term of office of the director candidates subject to this proposal.

**Proposal 2: Election of three (3) directors who are Audit and Supervisory Committee members**

The term of office for all three (3) current directors who are Audit and Supervisory Committee members will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company seeks an approval for the election of three (3) directors who are Audit and Supervisory Committee members. The Audit and Supervisory Committee has already given consent to the Proposal.

Candidates for directors who are Audit and Supervisory Committee members are as follows:

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Shiro Kuniya (February 22, 1957) Reappointment External Director <u>Independent Officer</u>	<p>Apr. 1982 Registered as a lawyer Joined Oh-Ebashi Law Offices</p> <p>July 1987 Registered as a lawyer in the State of New York</p> <p>June 1997 Statutory Auditor of Sunstar Inc.</p> <p>June 1999 Auditor of Kitano Hospital, The Tazuke Kofukai Medical Research Institute (to present)</p> <p>Apr. 2002 Managing partner of Oh-Ebashi LPC &amp; Partners</p> <p>June 2006 Statutory Auditor of Nidec Corporation</p> <p>June 2009 Board member of the Japan Commercial Arbitration Association (to present)</p> <p>Apr. 2011 Board member of Japan Century Symphony Orchestra (to present)</p> <p>Apr. 2011 President of Inter-Pacific Bar Association (IPBA)</p> <p>Mar. 2012 External Director of NEXON Co., Ltd.</p> <p>June 2012 Director of Ebara Corporation</p> <p>June 2013 Statutory Auditor of Takeda Pharmaceutical Company Limited</p> <p>June 2013 Director of Sony Financial Holdings Inc.</p> <p>June 2016 Director (Audit and Supervisory Committee member) of Takeda Pharmaceutical Company Ltd.</p> <p>Mar. 2018 External Director (Audit and Supervisory Committee member) of NEXON Co., Ltd. (to present)</p> <p>June 2019 External Director of Takeda Pharmaceutical Company Ltd.</p> <p>Apr. 2020 Auditor of CiRA Foundation (to present)</p> <p>June 2021 External Director of TOA Corporation (to present)</p> <p>June 2025 Outside Director of JERA Co., Inc. (to present)</p> <p>(Significant concurrent positions)            Managing partner of Oh-Ebashi LPC &amp; Partners            Auditor of Kitano Hospital, The Tazuke Kofukai Medical Research Institute            Board member of the Japan Commercial Arbitration Association            Board member of Japan Century Symphony Orchestra            Auditor of CiRA Foundation            External Director of TOA Corporation            Outside Director of JERA Co., Inc.</p>	41,624 shares

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Naoya Tsurumi (February 8, 1958) New appointment External Director <u>Independent Officer</u>	<p>Sep. 2005 CEO and President of SEGA PUBLISHING EUROPE LTD.  June 2006 CEO and President of SEGA HOLDINGS U.S.A., INC.  Oct. 2006 Chairman of SEGA OF AMERICA, INC.  Apr. 2012 President and COO (Representative Director) of SEGA CORPORATION  May 2012 Vice Chairman and CEO of Sega Jinwin (Shanghai) Amusements Co., Ltd.  Apr. 2014 Senior Executive Vice President (Representative Director) of SEGA SAMMY HOLDINGS INC.  Apr. 2014 Vice Chairman of the Board of SEGA CORPORATION  Jan. 2015 Chairman of the Board of CA Sega Joypolis Ltd. (to present)  Apr. 2015 Vice Chairman of the Board of SEGA Holdings Co., Ltd.  July 2017 Senior Executive Vice President of PARADISE SEGASAMMY Co., Ltd.  Apr. 2022 External Director of SNK CORPORATION (to present)  Dec. 2023 Representative Director, President &amp; CEO of U&amp;I Entertainment Japan Co., Ltd. (to present)  Mar. 2025 External Director of NEXON Co., Ltd. (to present)</p> <p>(Significant concurrent positions)  Chairman of the Board of CA Sega Joypolis Ltd.  External Director of SNK Corporation  President &amp; CEO (Representative Director) of U&amp;I Entertainment Japan Co., Ltd.</p>	0 share

Candidate #	Name (Date of birth)	Career summary, positions and areas of responsibility (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Hanmin Cho (February 23, 1983) New appointment External Director	<p>Oct. 2007    Joined Samil PricewaterhouseCoopers  Mar. 2009    Finance officer of Republic of Korea Air Force  July 2012    Joined KPMG Samjong Accounting Corp.  Feb. 2015    Joined LS Corp.  Feb. 2017    Joined Aeneas Private Equity Co., Ltd.  Apr. 2020    Korea Investment Manager of NXC Corporation (to present)  Mar. 2023    Director of NXMH BV (to present)  June 2023    Director of Bitstamp Limited.</p> <p>(Significant concurrent positions)  Korea Investment Manager of NXC Corporation  Director of NXMH BV</p>	0 share

(Reference)

Of the candidates for directors who are Audit and Supervisory Committee members, Mr. Shiro Kuniya and Mr. Naoya Tsurumi own subscription rights to shares disclosed in “2. Current Status of the Company, (2) Subscription rights to shares” in the Business Report.

- (Notes)
- There are no special conflicts of interest between each candidate and the Company.
  - Mr. Shiro Kuniya, Mr. Naoya Tsurumi, and Mr. Hanmin Cho are candidates for External Director. The Company has appointed Mr. Shiro Kuniya and Mr. Naoya Tsurumi as independent officers under the regulations of Tokyo Stock Exchange and reported such appointment to the Exchange. If their reappointment is approved, they will continue to be independent officers.
  - The Company nominates Mr. Shiro Kuniya as a candidate for External Director who is an Audit and Supervisory Committee member as we expect that he would contribute especially to enhancement of corporate governance and compliance as an Audit and Supervisory Committee member with his insights as a lawyer. Although he has no experience being involved in corporate management other than serving as an external officer, in light of his position as a partner in his law firm and the reason noted above, the Company believes that he is capable of fulfilling his duty as an Audit and Supervisory Committee member.
    - The Company nominates Mr. Naoya Tsurumi as a candidate for External Director who is an Audit and Supervisory Committee member as we expect that he would contribute to Nexon Group's further expansion of business in Japan and overseas and also that he would supervise the Company's management as an Audit and Supervisory Committee member by utilizing his abundant experience in corporate management in the game industry.
    - The Company nominates Mr. Hanmin Cho as a candidate for External Director who is an Audit and Supervisory Committee member as we expect that he would provide valuable advice and guidance on our management activities as an Audit and Supervisory Committee member in light of his abundant experience in finance and investment operations across diverse regions, his qualifications as a Certified Public Accountant in Korea and a Chartered Financial Analyst (CFA), and his excellent analytical skills and practical experience in the management of operating companies.
  - Mr. Shiro Kuniya is currently External Director who is an Audit and Supervisory Committee member of the Company whose tenure as an External Director who is an Audit and Supervisory Committee member at the conclusion of this Annual General Meeting of Shareholders will be eight years. The tenure as External Directors of Mr. Shiro Kuniya and Mr. Naoya Tsurumi at the conclusion of this Annual General Meeting of Shareholders will be 14 years and one year, respectively.
  - Mr. Shiro Kuniya and Mr. Naoya Tsurumi, the candidates for Directors who are Audit and Supervisory Committee members subject to this proposal, and the Company have entered into an agreement to limit liabilities for damages provided for in Article 423, Paragraph 1 of the Companies Act to ¥2.4 million or the minimum liability amount as provided in Article 425, Paragraph 1 of the Companies Act, whichever is higher, based on the provisions of Article 427, Paragraph 1 of the Companies Act and Article 28 of the Articles of Incorporation of the Company. The agreements will remain in effect if the reappointment of Mr. Shiro Kuniya and the appointment of Mr. Naoya Tsurumi are approved. The Company will enter into the agreement with Mr. Hanmin Cho if his appointment is approved.
  - Mr. Shiro Kuniya and Mr. Naoya Tsurumi, the candidates for Directors who are Audit and Supervisory Committee members subject to this proposal, and the Company have entered into indemnification agreements to indemnify expenses provided by Article 430-2, Paragraph 1, Clause 1 of the Companies Act and losses provided by Clause 2 of the Paragraph to the extent provided by relevant laws and regulations. The agreements will remain in effect if their reappointment is approved. The Company will enter into the agreement with Mr. Hanmin Cho if his appointment is approved.
  - The Company has taken out a directors and officers liability insurance covering all directors including those who are Audit and Supervisory Committee members to indemnify for possible losses arising from monetary damages and legal costs in connection with claims against the insured. If the candidates for directors who are Audit and Supervisory Committee members take office, they will be insured under the insurance. The Company will renew the insurance during the term of office of the candidates for directors who are Audit and Supervisory Committee members subject to this proposal.

**Reference**

**Expertise and experience of candidates for directors (excluding those who are Audit and Supervisory Committee members) and directors who are Audit and Supervisory Committee members (skill matrix)**

If the Proposals 1 and 2 are approved, the Company's Board of Directors will be comprised of members who have skills shown below.

Name	Corporate management	Finance/ Accounting	Legal/ Compliance	Talent Development	Game development	Brand marketing	New business development	Global business
Junghun Lee	●			●	●	●	●	●
Shiro Uemura	●	●		●			●	●
Patrick Söderlund	●			●	●	●	●	●
Daehyun Kang	●			●	●	●	●	
Alexander Iosilevich		●					●	●
Kaoru Hattori			●	●				●
Shiro Kuniya (Audit and Supervisory Committee member)			●	●				●
Naoya Tsurumi (Audit and Supervisory Committee member)	●			●	●	●	●	●
Hanmin Cho (Audit and Supervisory Committee member)		●					●	●

\*The above table shows the fields they are most familiar with based on their experience and does not necessarily show all of their areas of expertise.

**Diversity of members of the Board of Directors**

The Company believes it is important to secure diversity of members of the Board of Directors to achieve the Company's sustainable growth and increase corporate value.

The real diversity, however, to achieve such goal is not based on traits such as sex, race and nationality (i.e., demographic diversity) but on various skills, techniques, experience, value and opinion of each personnel (i.e., task-related diversity). By securing high task-related diversity in the members of the Board of Directors, we believe we can avoid homogeneity in the members and so produce vigorous discussions and increase the potential to come up with new ideas, which is how board diversity should contribute to the company's sustainable growth and corporate value improvement. This concept applies not only to board members but also to other employees.

We will secure and spread the task-related diversity without setting specific numerical targets such as ratio of certain sex or nationality. In terms of demographic diversity, nine director candidates including those who are Audit and Supervisory Committee members consist of eight males and one female, and non-Japanese candidates make up the majority, with four Japanese, three Koreans, one Swedish and one American.

Please refer to "Chapter 20 Cognitive Bias Theory" of *Management Theories of the Global Standard* by Akie Iriyama for classification of demographic diversity and task-related diversity.

**Proposal 3: Determination of the remuneration, etc. of directors (excluding those who are Audit and Supervisory Committee members) (Grant of subscription rights to shares as 2026 equity-based stock options)**

1. Reason for proposal and reason why the remuneration, etc. is reasonable

This proposal seeks approval for the grant of subscription rights to shares issued as equity-based stock options as remuneration, etc. to directors (excluding those who are Audit and Supervisory Committee members).

Subscription rights to shares as 2026 equity-based stock options subject to this proposal consist of “subscription rights to shares as equity-based stock options (term-linked)” and “subscription rights to shares as equity-based stock options (performance-linked)” based on the “Directors’ Compensation Policy (as revised on February 20, 2026)” of the Company, which is included in the Business Report.

To directors (excluding those who are Audit and Supervisory Committee members and external directors), “subscription rights to shares as equity-based stock options (term-linked)” and “subscription rights to shares as equity-based stock options (performance-linked)” will be granted. “Subscription rights to shares as equity-based stock options (term-linked)” will vest and become exercisable in predetermined portions on each specified date over a period of three years from the grant, subject to satisfaction of the service conditions by the holders. “Subscription rights to shares as equity-based stock options (performance-linked)” will vest and become exercisable on predetermined dates, based on comparisons of our stock price with objective stock-price-based index and the achievement level of KPI targets such as our internal performance targets during the three-year performance evaluation period established for each stock option to be granted.

To external directors (excluding those who are Audit and Supervisory Committee members), only “subscription rights to shares as equity-based stock options (term-linked)” will be granted, and the subscription rights granted will vest and become exercisable in predetermined portions on each specified date over a period of three years from the grant, subject to satisfaction of the service conditions by the holders in the same way as those granted to directors (excluding those who are Audit and Supervisory Committee members and external directors).

For all of these remuneration components, the number of units of subscription rights to shares to be granted will be set based on the remuneration amount to make the remuneration system competitive to secure excellent management-level personnel in the global environment, and “subscription rights to shares as equity-based stock options (performance-linked)” aim to further raise awareness for improving the Company’s mid- and long-term performance and increasing corporate value. The number of subscription rights to shares as equity-based stock options (performance-linked) to be granted after this Annual General Meeting of Shareholders is based on the assumption that the level of the performance targets to be set for the three-year performance evaluation period will be high even for the Nexon Group’s past performance. Accordingly, the number of grant and associated compensation amount may seem excessive, but the actual number to vest and become exercisable will be limited to the portion that is evaluated, determined and fixed based on the level of the achievement of the performance targets after the performance evaluation period. Also, if the high KPI targets are achieved, it should mean a significant improvement in Nexon Group’s performance, which should have a positive impact on the Company’s stock price.

Of the remuneration system subject to this proposal, a portion of “subscription rights to shares as equity-based stock options (term-linked)” granted to directors (excluding those who are Audit and Supervisory Committee members and external directors) is not linked to performance as the grant aims to improve directors’ engagement to the Company, and those to external directors (excluding those who are Audit and Supervisory Committee members) aim to further raise awareness about sharing interest with shareholders and improving the Company’s corporate value while they are not linked to performance, in consideration of the expected role of external directors, in order to appropriately secure the supervisory function to judge the appropriateness of business execution from an objective point of view and also to discourage excessive risk taking regarding achievement of short-term performance targets.

For reasons described above, we believe that the contents of the remuneration system proposed in this proposal are reasonable.

The resolution on this proposal shall be subject to the approval of the Proposal 1 “Election of six (6) directors (excluding those who are Audit and Supervisory Committee members) as proposed.

Subscription rights to shares as 2026 equity-based stock options to be issued based on this proposal will not require cash payment in exchange for subscription rights. However, as they will be issued as compensation for execution of duties by the Company’s directors as the remuneration, etc. of directors (excluding those who are Audit and Supervisory Committee members) prescribed by Article 361 of the Companies Act, not requiring cash payment will not be considered to be a particularly advantageous condition.

If Proposal 1 is approved as proposed, the number of directors (excluding those who are Audit and Supervisory Committee members) subject to the remuneration system proposed in this proposal will be six (including one external director). There were no objections to this proposal when it was considered at the Audit and Supervisory Committee.

2. Subscription rights to shares as 2026 equity-based stock options to be granted to directors (excluding those who are Audit and Supervisory Committee members) as directors’ remuneration, etc.
- (1) Directors eligible for allotment of the subscription rights to shares  
Directors of the Company (excluding those who are Audit and Supervisory Committee members)
  - (2) The amount of remuneration, etc. and the maximum number of subscription rights to shares to be issued

In determining the number of subscription rights to shares as equity-based stock options (term-linked) and subscription rights to shares as equity-based stock options (performance-linked), the upper limit is set for the base amount as directors' remuneration, etc. as follows:

- Subscription rights to shares as equity-based stock options (term-linked): At or below ¥2,250 million (including for external directors at or below ¥50 million) for subscription rights to shares to be issued within one year from the date of this Annual General Meeting of Shareholders
- Subscription rights to shares as equity-based stock options (performance-linked): At or below ¥6,750 million for subscription rights to shares to be issued within one year from the date of this Annual General Meeting of Shareholders (external directors are not eligible for the grant)

The amount of remuneration, etc. related to this subscription rights to shares will be calculated by multiplying the fair value of a subscription right to shares by the number of units of subscription rights to shares to be allotted to directors (excluding those who are Audit and Supervisory Committee members). Also, the amount of remuneration, etc. related to this subscription rights to shares will be established in addition to the annual base compensation of ¥600 million for directors (excluding those who are Audit and Supervisory Committee members) (including for external directors at or below ¥100 million) and performance-based annual bonus of ¥1,000 million which was approved at the 19th Annual General Meeting of Shareholders held on March 25, 2021. Decisions related to the allocation of the remuneration, etc. to directors (excluding those who are Audit and Supervisory Committee members) and other details will be based on resolution by the Board of Directors of the Company.

The maximum number of subscription rights to shares to be issued will be as follows:

- Subscription rights to shares as equity-based stock options (term-linked): 900,000 units (including 20,000 units for external directors) for subscription rights to shares to be issued within one year from the date of this Annual General Meeting of Shareholders
- Subscription rights to shares as equity-based stock options (performance-linked): 2,700,000 units (external directors are not eligible for the grant) for subscription rights to shares to be issued within one year from the date of this Annual General Meeting of Shareholders

(3) Class and number of underlying shares of subscription rights to shares

The number of underlying shares per unit of subscription rights to shares will be one share, and the maximum number of underlying shares will be as follows:

- Subscription rights to shares as equity-based stock options (term-linked): 900,000 shares (including 20,000 shares for external directors) of the Company's common stock for subscription rights to shares to be issued within one year from the date of this Annual General Meeting of Shareholders
- Subscription rights to shares as equity-based stock options (performance-linked): 2,700,000 shares (external directors are not eligible for the grant) of the Company's common stock for subscription rights to shares to be issued within one year from the date of this Annual General Meeting of Shareholders

In the event that the Company splits its common stock (including gratis allocation) or consolidates its common stock, the number of underlying shares will be adjusted according to the formula outlined below. However, such adjustment will be made only to the shares subject to the subscription rights to shares unexercised at the time of such adjustment.

Number of shares after adjustment = Number of shares before adjustment x Split/consolidation ratio

In case of merger, company split, share exchange, share transfer, share issuance or other events that compel the number of shares to be adjusted, the number of shares will be adjusted to the extent reasonable taking into consideration the terms and conditions of merger, company split, share exchange, share transfer, or share issuance, etc.

(4) Cash payment for subscription rights to shares

No cash payment is required in exchange for subscription rights to shares.

(5) Value of the assets to be contributed upon exercise of subscription rights to shares

No cash payment or contribution of assets is required upon exercise of subscription rights to shares as the subscription rights to shares will be issued as directors' remuneration, etc.

(6) Exercise period of subscription rights to shares

The exercise period will be within ten years from the date of allotment of subscription rights to shares. In the event that the last date of the exercise period is a non-business day of the Company, it will be the business day immediately preceding such date.

(7) Conditions for exercise of subscription rights to shares

As the subscription rights to shares are granted as directors' remuneration, etc. pursuant to Article 361, Paragraph 1, Item 4 of the Companies Act, only directors (including those who were directors) subject to this proposal may exercise them.

Specifically, the person must be a director of the Company at the time of the exercise to be eligible, and those who are no longer a director may exercise the subscription rights to shares only if they lose their position as a director due to retirement, resignation or dismissal (excluding punitive dismissal or any other event similar thereto), or death or disability, or when there is any other due reason specifically provided by the Board of Directors.

Subscription rights to shares as equity-based stock options (term-linked) will be granted based on a resolution of the Board of Directors after this Annual General Meeting of Shareholders and will vest and become exercisable in predetermined portions on each specified date over a period of three years from the grant, subject to satisfaction of the service conditions by the holders.

Subscription rights to shares as equity-based stock options (performance-linked) will be granted based on a resolution of the Board of Directors after this Annual General Meeting of Shareholders and will vest and become exercisable on each specified date within the three-year performance evaluation period based on relative comparisons of stock price movements with objective stock-price-based index and the achievement level of preselected KPI targets including consolidated performance targets stated in the internal management plan, in accordance with the Company's "Directors' Compensation Policy" with the aim of contributing to Nexon Group's sustainable growth and enhancement of mid- and long-term corporate value.

As objective and transparent performance evaluation indices, (1) stock-price-based index (e.g., total shareholder returns (TSR), the Nikkei 225, and TOPIX) and (2) financial index (e.g., consolidated revenue, consolidated operating profit, and revenue, operating profit and EBITDA, etc. of a certain reportable segment (those selected as an appropriate performance evaluation index for each director based on their job position and associated business, and the same applies hereinafter)) will be selected, and certain weight will be assigned to each of them for evaluation in consideration of the Nexon Group's business condition, business plan, issues for sustainable growth, and all other relevant factors. Equity-based stock options (performance-linked) will fluctuate within the range of 0% to 100% based on the achievement level. Notwithstanding the foregoing, it may be provided that, taking into account the roles and responsibilities assigned to each director, a portion of the subscription rights to shares as equity-based stock options (performance-linked) granted may be subject to an achievement rate determined at the discretion of CEO based on an evaluation of the criteria such as leadership impact, strategic task execution, and team development, and such options will vest and become exercisable in proportion to the achievement rate after the completion of a prescribed performance evaluation period following the grant (the remaining portion will, in principle, be evaluated based on the weighting of (1) stock-price-based index and (2) financial index described above.).

- (8) Treatment in case of retirement from the position of director before vesting  
If a director resigns from the position of director before the subscription rights to shares as equity-based stock options vest, his/her right to unvested portion will be forfeited, but such director may exercise the subscription rights to shares to the extent allowed in consideration of the term of office and the level of achievement of performance targets if he or she retires due to the expiration of his/her term of office or when there is any other reason specifically provided by the Board of Directors.
- (9) Treatment of a fraction less than one share resulting from the exercise of subscription rights to shares  
Any fraction less than one share included in the number of shares to be issued to the holders of the subscription rights to shares who have exercised the rights will be rounded down.
- (10) Restriction on transfer of subscription rights to shares  
Any acquisition of subscription rights to shares through transfer will require an approval of the Board of Directors.
- (11) Treatment of subscription rights to shares at the Company's restructuring and other activities  
When approval is granted for proposals i), ii), iii), iv), or v) below at an annual general meeting of shareholders (or by a resolution of the Board of Directors of the Company if a resolution of the annual general meeting of shareholders is not required), the Company may acquire subscription rights to shares without charge on the date specifically stipulated by the Board of Directors:
  - i) Proposal for the approval of a merger agreement in which the Company will become the extinct company;
  - ii) Proposal for the approval of a split agreement or a split plan in which the Company will become a split company;
  - iii) Proposal for the approval of a share exchange agreement or a share transfer plan in which the Company will become a wholly owned subsidiary;
  - iv) Proposal for the approval of an amendment to the Articles of Incorporation to add provisions concerning all shares issued by the Company requiring the Company's approval for the acquisition of such shares through transfer; or
  - v) Proposal for the approval of an amendment to the Articles of Incorporation to add provisions concerning underlying shares of subscription rights to shares (i) requiring the Company's approval for the acquisition of such shares through transfer, or (ii) allowing the Company to acquire all shares of the relevant class based on a resolution of the annual general meeting of shareholders
- (12) Summary of the conditions for the allotment of subscription rights to shares to directors (excluding those who are Audit and Supervisory Committee members)  
The number of subscription rights to shares as equity-based stock options (term-linked) and as equity-based stock options (performance-linked) to be granted will be calculated by first determining the base amount for each of the equity-based stock options (term-linked) and the equity-based stock options (performance-linked) for each director, in consideration of the base compensation determined for each director as well as the proportion set forth in the composition of compensation section of the "Directors' Compensation Policy," and by dividing such base amount by the closing price of the Company's common stock in regular transactions on

- Tokyo Stock Exchange on the day immediately preceding the date of the resolution of the grant (or the most recent trade date if such date is not a trade date) (rounded down to the nearest integer).
- (13) Other details, including allocation and timing of the grant, of the subscription rights to shares to be granted as equity-based stock option will be determined by the resolution of the Board of Directors.

Business Report  
(From January 1, 2025 to December 31, 2025)

**1. Current Status of Nexon Group**

(1) Business summary for the current fiscal year

(i) Outline and results of business operations

During the fiscal year ended December 31, 2025, although the global economy continued to gradually recover, some regions appeared to be treading water and a sense of uncertainty persisted due to U.S. tariff hikes.

Looking ahead, we expect a moderate recovery to continue despite some regional variations. However, we need to pay attention to downside risks due to the impact of future U.S. policy trends including its trade policy, and the impact of fluctuations in financial and capital markets.

Under these circumstances, with its live game operations capability as a foundation, Nexon Group is centralizing its organizational structure around an IP Growth Initiative which can snowball growth within its established IP and develop new blockbusters. The new IP Growth Initiative is a strategy for creating vertical growth by revitalizing and extending established blockbusters such as *Dungeon&Fighter* and *MapleStory* with new content, on new platforms, and in new markets. The strategy includes hyperlocalization, a concept that recognizes the cultural differences between markets and deploys teams to customize content to match the unique player preferences in each region. Additionally, the strategy's horizontal growth initiatives aim to develop new blockbusters from other Nexon Group games and franchises like *Mabinogi*, plus new games in development.

As a result, for the fiscal year ended December 31, 2025, Nexon Group recorded revenue of ¥475,102 million (up 6.5% year-over-year), operating profit of ¥124,012 million (down 0.1% year-over-year), profit before tax of ¥140,451 million (down 28.3% year-over-year) and profit attributable to owners of parent of ¥92,052 million (down 31.7% year-over-year).

Performance results by reportable segment are as follows:

(a) Japan

Revenue for the fiscal year ended December 31, 2025 amounted to ¥5,509 million (down 10.0% year-over-year) and segment loss amounted to ¥4,098 million (segment loss of ¥2,633 million for the fiscal year ended December 31, 2024).

(b) Korea

Revenue for the fiscal year ended December 31, 2025 amounted to ¥400,657 million (down 3.0% year-over-year) and segment profit amounted to ¥132,945 million (down 13.9% year-over-year). Revenue in Korea includes the royalty income of NEOPLE INC. (a subsidiary of NEXON Korea Corporation, our consolidated subsidiary) attributable to license agreements in China.

(c) China

Revenue for the fiscal year ended December 31, 2025 amounted to ¥1,774 million (down 32.3% year-over-year), and segment loss amounted to ¥152 million (segment profit of ¥560 million for the fiscal year ended December 31, 2024).

(d) North America

Revenue for the fiscal year ended December 31, 2025 amounted to ¥28,125 million (up 59.7% year-over-year) and segment profit amounted to ¥712 million (segment loss of ¥4,059 million for the fiscal year ended December 31, 2024).

(e) Other

Revenue for the fiscal year ended December 31, 2025 amounted to ¥39,037 million (up 477.1% year-over-year) and segment loss amounted to ¥9,463 million (segment loss of ¥9,188 million for the fiscal year ended December 31, 2024).

Revenue by region (revenue classified into country or region category based on the customers' location) was ¥249,973 million (up 28.2% year-over-year) in Korea, ¥109,513 million (down 33.3% year-over-year) in China, ¥14,014 million (down 21.1% year-over-year) in Japan, ¥68,582 million (up 61.3% year-over-year) in North America and Europe, and ¥33,020 million (up 23.3% year-over-year) in Other.

Current consolidated fiscal year		
Region	Amount (¥ million)	Ratio (%)
Korea	249,973	52.6
China	109,513	23.1
Japan	14,014	2.9
North America and Europe	68,582	14.4
Other	33,020	7.0
Total	475,102	100.0

(ii) Capital expenditure

Total capital expenditure of Nexon Group during the current consolidated fiscal year amounted to ¥35,449 million.

The major components include software of ¥6,587 million, PC online game and mobile game operation equipment (e.g., server equipment) of ¥3,563 million, land of ¥2,464 million, building and leasehold improvements of ¥1,703 million, and right-of-use assets of ¥20,536 million including those related to leased building recognized by our consolidated subsidiaries, NEOPLE INC. and NEXON Korea Corporation, of ¥14,627 million and ¥3,185 million, respectively.

(iii) Financing

Not applicable.

(iv) Business transfers, absorption-type splits, or incorporation-type splits

Not applicable.

(v) Businesses transferred from other companies

Not applicable.

(vi) Rights and obligations related to other companies assumed as a result of absorption-type mergers or splits

Not applicable.

(vii) Acquisition or disposition of shares, other equity interests or subscription rights to shares of other companies

There are no material matters that should be disclosed.

(2) Assets and profit/loss

Accounts	21 <sup>st</sup> Fiscal Year (Ended December 31, 2022)	22 <sup>nd</sup> Fiscal Year (Ended December 31, 2023)	23 <sup>rd</sup> Fiscal Year (Ended December 31, 2024)	24 <sup>th</sup> Fiscal Year (Ended December 31, 2025)
Revenue (Millions of yen)	353,714	423,356	446,211	475,102
Operating profit (Millions of yen)	103,696	134,745	124,176	124,012
Profit before tax (Millions of yen)	140,525	125,929	195,987	140,451
Profit attributable to owners of parent (Millions of yen)	100,339	70,609	134,848	92,052
Basic earnings per share (Yen)	114.74	82.89	161.79	114.48
Total assets (Millions of yen)	1,042,849	1,098,103	1,256,771	1,410,188
Total equity (Millions of yen)	867,546	906,575	1,030,525	1,065,918
Equity attributable to owners of parent per share (Yen)	996.95	1,064.90	1,238.18	1,336.28

- (Notes)1. The Company prepares the consolidated financial statements in accordance with the designated international accounting standards (IFRS).
2. Basic earnings per share is calculated as profit attributable to owners of parent divided by the weighted average number of common stock issued and outstanding during the current fiscal year. The weighted average number of common stock does not include common stock held by Nexon Group as treasury shares.
  3. Equity attributable to owners of parent per share is calculated as equity attributable to owners of parent, divided by the total number of common stock issued and outstanding at year-end. The total number of common stock issued and outstanding does not include common stock held by Nexon Group as treasury shares.

(3) Current status of the major parent company and subsidiaries

(a) Parent company

NXC Corporation owns 248,462 thousand shares, or voting rights ratio of 31.3%, of the Company as of December 31, 2025, and accordingly, the said company, even with its indirect shareholding, is no longer the parent company of the Company under the Companies Act and the Financial Instruments and Exchange Act.

As of December 31, 2025, NXC Corporation is the largest and major shareholder of the Company, and engages in investment businesses and other businesses that are not related to online game business which is the Company's primary business. With regard to a company name trademark "NEXON" in Japan owned by NXC Corporation, the Company has entered into a trademark licensing agreement with NXC Corporation and agreed to pay license fee to NXC, which is set as the amount calculated as a certain percentage of the Company's revenue. NXC Corporation has agreed that the Company has a right to extend the trademark licensing agreement regarding the company name trademark "NEXON." Certain subsidiaries of the Company, including NEXON Korea Corporation and Nexon America, Inc., have also entered into similar agreements with NXC Corporation.

Except for the licensing agreement described above, there are no other recurring transactions related to significant financial and business policy between Nexon Group and NXC Corporation.

(b) Major subsidiaries

Company name	Capital	Voting rights owned by the Company	Main business
NEXON Korea Corporation	KRW 32,500 million	100%	PC online and mobile game development, and PC online and mobile game distribution and publication licensing service mainly in Korea
Lexian Software Development (Shanghai) Co., Ltd.	US\$4,100 thousand	100%	Provision of necessary infrastructure to distributors and consulting services for game distribution in China
Nexon America, Inc.	US\$210	100%	PC online game distribution mainly in the North America region
NEOPLE INC.	KRW 181 million	100% (100%)	PC online game and mobile game development and distribution
NEXON Games Co., Ltd.	KRW 32,930 million	62.9% (62.9%)	PC online game and mobile game development
Embark Studios AB	SEK 67 thousand	100% (100%)	PC online game development and distribution

(Note) Figures in parenthesis in "Voting rights owned by the Company" represent the percentage indirectly owned by the Company.

(c) Status of specified wholly-owned subsidiaries during the current fiscal year  
Not applicable.

(4) Issues to be addressed

Nexon Group recognizes the following matters as issues to be addressed in order to achieve sustainable growth in revenue and operating profit:

(a) Extend our own IPs through vertical and horizontal growth

Nexon Group has hundreds of millions of fans around the world and owns intellectual property associated with multiple game titles (“game IPs) that are as big as, or even bigger than, international blockbuster movies and game series. These game titles have grown and generated stable revenues over a long period of time through attractive and consistent content updates aiming to entertain users and our best-in-class live game operations. Specifically, by growing our three major franchises of *Dungeon&Fighter*, *MapleStory* and *FC*, we will further strengthen our stable revenue base and invest revenue and cash flows generated from these three major franchises in creating the next generation of blockbuster IPs to increase the number of core blockbuster IPs. The specific measures for the vertical growth, which focuses on further growing existing blockbuster IPs, and the horizontal growth, which aims to develop the next generation of blockbuster IPs, are as follows:

(i) Vertical growth using blockbuster IPs

Nexon Group defines the vertical growth as developing our three major franchises of *MapleStory*, *Dungeon&Fighter* and *FC*, the core pillars of our business, to achieve larger and more long-term growth. In addition to focusing on the live service of these franchises, we will also implement the following four measures to achieve snowball growth of these IPs:

- a. Develop new titles based on existing IPs
- b. Expand the platform
- c. Enter new markets
- d. Implement the hyperlocalization strategy

(ii) Horizontal growth through development of the next generation of blockbuster IPs

We will achieve the horizontal growth by investing revenue and cash flows generated from three major franchises in creating the next generation of blockbuster IPs to grow our other game franchises, such as *Mabinogi* and *Blue Archive*, as well as *ARC Raiders* and other new IPs in development into the fourth and fifth pillar following the three major IPs.

(b) Sustainability initiatives

Nexon Group is aiming to become the world’s top game company, and our basic policy for new game titles is to provide exciting, creative and unique games, and that for existing game titles is to provide users with games that continue to be fun for a long period of time through attractive content updates and satisfying game operation. Under such basic policy, we consider appropriate responses to various sustainability issues as one of the top management priorities in order to achieve sustainable growth and enhance mid- and long-term corporate value.

To enhance corporate value from the viewpoint of sustainability, Nexon Group has strengthened the sustainability promotion system and established the Sustainability Committee as an advisory body to the Board of Directors. The Sustainability Committee monitors and manages key risks and opportunities regarding various themes related to Nexon Group’s sustainability, develops strategies and determines initiatives. Strategies and initiatives determined by the Sustainability Committee are monitored by the Board of Directors through periodic reporting.

The Sustainability Committee has assessed key risks and opportunities that should be prioritized by considering the potential financial impact on Nexon Group from a medium- to long-term perspective, the impact of our activities on the environment and society, and the likelihood of occurrence. As a result, the Committee has recognized climate change, human capital and intellectual property (IP) as the three main sustainability issues and has established corresponding strategies and initiatives.

(5) Principal business (as of December 31, 2025)

PC online game business and mobile game business

(6) Major offices (as of December 31, 2025)

Company name	Office	Location
The Company	Head office	Minato-ku, Tokyo
NEXON Korea Corporation	Head office	Seongnam, Gyeonggi, Korea
Lexian Software Development (Shanghai) Co., Ltd.	Head office	Shanghai, People's Republic of China
Nexon America, Inc.	Head office	California, U.S.A.
NEOPLE INC.	Head office	Jeju Special Administrative Region, Korea
NEXON Games Co., Ltd.	Head office	Seoul, Korea
Embark Studios AB	Head office	Stockholm, Sweden

(7) Employees (as of December 31, 2025)

(a) Employees of Nexon Group

Number of employees	Changes from the previous fiscal year-end
9,834 (243)	505 (58)

(Note) Number of employees above represent full-time employees, and figures in parenthesis represent average number of temporary workers (e.g., contract employees) during the year.

(b) Employees of the Company

Number of employees	Changes from the previous year-end	Average age	Average service years
233 (23)	Decrease by 5 (21)	40.1 years old	8.1 years

(Note) Number of employees above represent full-time employees, and figures in parenthesis represent average number of temporary workers (e.g., contract employees) during the year.

(8) Major lenders (as of December 31, 2025)

Not applicable.

(9) Other material facts concerning the current status of Nexon Group

Not applicable.

## 2. Current Status of the Company

### (1) Shares (as of December 31, 2025)

- (a) Total number of authorized shares: 1,400,000,000 shares
- (b) Number of shares issued: 827,160,972 shares (including 34,253,200 shares of treasury shares)
- (c) Number of shareholders: 3,749
- (d) Major shareholders (Top 10)

Name of shareholders	Number of shares owned (Thousand shares)	Ratio (%)
NXC Corporation	248,462	31.3
NXMH BV	118,484	14.9
The Master Trust Bank of Japan, Ltd. (trust account)	98,177	12.4
JP MORGAN CHASE BANK 380752	88,548	11.2
THE CHASE MANHATTAN BANK, N. A. LONDON SPECIAL ACCOUNT NO.1	42,234	5.3
Custody Bank of Japan, Ltd. (trust account)	34,599	4.4
KOREA SECURITIES DEPOSITORY- SAMSUNG	9,166	1.2
JPMorgan Securities Japan Co., Ltd.	6,374	0.8
STATE STREET BANK AND TRUST COMPANY 505001	6,079	0.8
JP MORGAN CHASE BANK 385781	5,792	0.7

(Note) Treasury shares (34,253,200 shares) owned by the Company is excluded from the major shareholders above. The above ratio is calculated using the number of shares issued excluding treasury shares (34,253,200 shares).

(2) Subscription rights to shares

(a) Subscription rights to shares granted to officers of the Company as consideration for services provided (as of December 31, 2025)

		Subscription Rights (10)	
Date of resolution to issue		July 17, 2015	
Number of subscription rights to shares		50 units	
Class and number of underlying shares		Common stock 100,000 shares (2,000 shares per unit)	
Cash paid for subscription rights		¥1,558,000 per unit	
Exercise price		¥2,000 per unit (¥1 per share)	
Exercise period		From: August 3, 2015 To: August 2, 2045	
Conditions on exercise		Notes 1, 2, and 3	
Status of holding by officers	Directors (excluding Audit and Supervisory Committee members and external directors)	Number of subscription rights	50 units
		Number of underlying shares	100,000 shares
		Number of holders	1 person
	Directors (Audit and Supervisory Committee members)	Number of subscription rights	— unit
		Number of underlying shares	— share
		Number of holders	— person

(Notes) 1. Partial exercise of subscription rights to shares is not allowed.

2. Subscription rights to shares may be exercised within ten days from the following day of retirement from directorship during the exercise period (or during the calendar year in which the eligible person retires in case the holder resides in the U.S.)

3. All units granted will be forfeited in case the holder is dismissed from directorship.

		Subscription Rights (24-2)	
Date of resolution to issue		August 9, 2023	
Number of subscription rights to shares		404,492 units	
Class and number of underlying shares		Common stock 404,492 shares (1 share per unit)	
Cash paid for subscription rights		No payment is required in exchange for subscription rights	
Exercise price		¥0 per unit (¥0 per share)	
Exercise period		From: August 24, 2023 To: March 15, 2027	
Conditions on exercise		Notes 1, 2, 3, and 4	
Status of holding by officers	Directors (excluding Audit and Supervisory Committee members and external directors)	Number of subscription rights	404,492 units
		Number of underlying shares	404,492 shares
		Number of holders	1 person
	Directors (Audit and Supervisory Committee members)	Number of subscription rights	— unit
		Number of underlying shares	— share
		Number of holders	— person
	External Directors (excluding Audit and Supervisory Committee members)	Number of subscription rights	— unit
		Number of underlying shares	— share
		Number of holders	— person

(Notes) 1. Partial exercise of subscription rights to shares is not allowed.

- Only directors (including former directors) may exercise subscription rights to shares. Specifically, holders of subscription rights to shares must be a director of the Company at the time of the exercise to be eligible, and those who are no longer a director may exercise the subscription rights to shares only if they lose their position as a director due to retirement, resignation or dismissal (excluding punitive dismissal or any other event similar thereto), or death or disability, or when there is any other due reason specifically provided by the Board of Directors.
- With respect to subscription rights to shares granted as equity-based stock options (term-linked) to directors (excluding those who are Audit and Supervisory Committee members), one third of them will vest and become exercisable upon conclusion of each of the first, second and third annual general meeting of shareholders to be held after the grant, provided that the holder is a director at that time.
- Subscription rights to shares granted as equity-based stock options (performance-linked) will be granted in advance promptly after the first annual general meeting of shareholders to be held during the performance evaluation period assuming a certain level of achievement of KPI targets. The portion of remuneration in the form of equity-based stock options (performance-linked) will fluctuate within the range of 0% to 200% based on the achievement level (100% at 100% achievement of KPI targets). However, the actual number of units to vest and become exercisable will be limited to the portion that is evaluated, fixed and determined based on the level of the achievement of KPI targets.

Specifically, (1) stock-price-based index (e.g., relative total shareholder return (TSR) (Note 1)) and (2) financial index (e.g., consolidated operating profit (Note 2)) will be selected as objective and transparent indices, with the weight of 60% and 40% to be assigned in evaluation, respectively.

(Note 1) Comparable companies selected for the purpose of Relative TSR include Electronic Arts, Activision/Blizzard, Take-Two Interactive, Nintendo Co., Ltd., and BANDAI NAMCO Holdings. Assessment will be made by comparing the Company's TSR and the average TSR value of the comparable companies and the Company (presented in percentages based on dividends and stock price movements) of the period from the date of a given annual general meeting of shareholders to the date of an annual general meeting of shareholders three years later.

We use Relative TSR as a KPI because we believe it is important to consider not only the Company's sustainable growth but also market and competition environment in the performance evaluation.

(Note 2) Consolidated operating profit for the third fiscal year stated in the internal management plan (two years after the year during which equity-based stock options (performance-linked) are granted) will be used to evaluate the level of achievement of its target value.

		Subscription Rights (26-2)	
Date of resolution to issue		February 19, 2025	
Number of subscription rights to shares		912,516 units	
Class and number of underlying shares		Common stock 912,516 shares (1 share per unit)	
Cash paid for subscription rights		No payment is required in exchange for subscription rights	
Exercise price		¥0 per unit (¥0 per share)	
Exercise period		From: March 6, 2025 To: March 15, 2028	
Conditions on exercise		Notes 1, 2, 3 and 4	
Status of holding by officers	Directors (excluding Audit and Supervisory Committee members and external directors)	Number of subscription rights	912,516 units
		Number of underlying shares	912,516 shares
		Number of holders	3 persons
	Directors (Audit and Supervisory Committee members)	Number of subscription rights	— unit
		Number of underlying shares	— share
		Number of holders	— person
	External Directors (excluding Audit and Supervisory Committee members)	Number of subscription rights	— unit
		Number of underlying shares	— share
		Number of holders	— person

(Notes) 1. Partial exercise of subscription rights to shares is not allowed.

- Only directors (including former directors) may exercise subscription rights to shares. Specifically, holders of subscription rights to shares must be a director of the Company at the time of the exercise to be eligible, and those who are no longer a director may exercise the subscription rights to shares only if they lose their position as a director due to retirement, resignation or dismissal (excluding punitive dismissal or any other event similar thereto), or death or disability, or when there is any other due reason specifically provided by the Board of Directors.
- With respect to subscription rights to shares granted as equity-based stock options (term-linked) to directors (excluding those who are Audit and Supervisory Committee members), one third of them will vest and become exercisable upon conclusion of each of the first, second and third annual general meeting of shareholders to be held after the grant, provided that the holder is a director at that time.
- Subscription rights to shares granted as equity-based stock options (performance-linked) will be granted in advance after the first annual general meeting of shareholders to be held during the performance evaluation period assuming a certain level of achievement of KPI targets. The portion of remuneration in the form of equity-based stock options (performance-linked) will fluctuate within the range of 0% to 100% based on the achievement level (50% at 100% achievement of KPI targets). However, the actual number of units to vest and become exercisable will be limited to the portion that is evaluated, fixed and determined based on the level of the achievement of KPI targets. Specifically, (1) stock-price-based index (e.g., relative total shareholder return (TSR) (Note 1)) and (2) financial index (e.g., consolidated operating profit, and revenue, operating profit, etc. of certain reportable segments (those selected as an appropriate KPI for each Executive Director based on their job position and associated business (Note 2), and the same applies hereinafter)) will be selected as objective and transparent indices, with the weight of 60% and 40% to be assigned in evaluation, respectively.

(Note 1) Comparable companies selected for the purpose of Relative TSR include Electronic Arts, Take-Two Interactive, NCSOFT Corporation, KRAFTON, Inc., CAPCOM Co., Ltd., and SQUARE ENIX HOLDINGS CO., LTD. Assessment will be made by comparing the Company's TSR and the average TSR value of the comparable companies (presented in percentages based on dividends and stock price movements) of the period from the date of a given annual general meeting of shareholders to the date of an annual general meeting of shareholders three years later. We use Relative TSR as a KPI because we believe it is important to consider not only the Company's sustainable growth but also market and competition environment in the performance evaluation.

(Note 2) Consolidated operating profit and revenue, operating profit, etc. of certain reportable segments for the second and third fiscal years stated in the internal management plan (one and two years after the year during which equity-based stock options (performance-linked) are granted) will be used to evaluate the achievement level of these KPIs, and a maximum of 20% will vest each fiscal year.

		Subscription Rights (27)	Subscription Rights (28)		
Date of resolution to issue		March 26, 2025	March 26, 2025		
Number of subscription rights to shares		10,732 units	42,932 units		
Class and number of underlying shares		Common stock 10,732 shares (1 share per unit)	Common stock 42,932 shares (1 share per unit)		
Cash paid for subscription rights		No payment is required in exchange for subscription rights	No payment is required in exchange for subscription rights		
Exercise price		¥0 per unit (¥0 per share)	¥0 per unit (¥0 per share)		
Exercise period		From: April 11, 2025 To: March 15, 2027	From: April 11, 2025 To: March 15, 2029		
Conditions on exercise		Notes 1, 2 and 3	Notes 1, 2, 4 and 5		
Status of holding by officers	Directors (excluding Audit and Supervisory Committee members and external directors)	Number of subscription rights	— unit	Number of subscription rights	26,832 units
		Number of underlying shares	— share	Number of underlying shares	26,832 shares
		Number of holders	— person	Number of holders	1 person
	Directors (Audit and Supervisory Committee members)	Number of subscription rights	9,230 units	Number of subscription rights	— unit
		Number of underlying shares	9,230 shares	Number of underlying shares	— share
		Number of holders	2 persons	Number of holders	— person
	External Directors (excluding Audit and Supervisory Committee members)	Number of subscription rights	— unit	Number of subscription rights	16,100 units
		Number of underlying shares	— share	Number of underlying shares	16,100 shares
		Number of holders	— person	Number of holders	1 person

(Notes) 1. Partial exercise of subscription rights to shares is not allowed.

- Only directors (including former directors) may exercise subscription rights to shares. Specifically, holders of subscription rights to shares must be a director of the Company at the time of the exercise to be eligible, and those who are no longer a director may exercise the subscription rights to shares only if they lose their position as a director due to retirement, resignation or dismissal (excluding punitive dismissal or any other event similar thereto), or death or disability, or when there is any other due reason specifically provided by the Board of Directors.
- With respect to subscription rights to shares granted as equity-based stock options (term-linked) to directors who are Audit and Supervisory Committee members, all units will vest and become exercisable upon conclusion of the first annual general meeting of shareholders to be held after the grant, provided that the holder is a director at that time.
- With respect to subscription rights to shares granted as equity-based stock options (term-linked) to directors (excluding those who are Audit and Supervisory Committee members), one third of them will vest and become exercisable upon conclusion of each of the first, second and third annual general meeting of shareholders to be held after the grant, provided that the holder is a director at that time.
- Equity-based stock options (performance-linked) will be granted in advance after the first annual general meeting of shareholders to be held during the performance evaluation period assuming a certain level of achievement of KPI targets. The portion of remuneration in the form of equity-based stock options (performance-linked) will fluctuate within the range of 0% to 100% based on the achievement level (50% at 100% achievement of KPI targets). However, the actual number of units to vest and become exercisable will be limited to the portion that is evaluated, fixed and determined based on the level of the achievement of KPI targets. Specifically, (1) stock-price-based index (e.g., relative total shareholder return (TSR) (Note 1)) and (2) financial index (e.g., consolidated operating profit, and revenue, operating profit, etc. of certain reportable segments (those selected as an appropriate KPI for each Executive Director based on their job position and associated business (Note 2), and the same applies hereinafter)) will be selected as objective and transparent indices, with the weight of 60% and 40% to be assigned in evaluation, respectively.

(Note 1) Comparable companies selected for the purpose of Relative TSR include Electronic Arts, Take-Two Interactive, NCSOFT Corporation, KRAFTON, Inc., CAPCOM Co., Ltd., and SQUARE ENIX HOLDINGS CO., LTD. Assessment will be made by comparing the Company's TSR and the average TSR value of the comparable companies (presented in percentages based on dividends and stock price movements) of the period from the date of a given annual general meeting of shareholders to the date of an annual general meeting of shareholders three years later. We use Relative TSR as a KPI because we believe it is important to consider not only the Company's sustainable growth but also market and competition environment in the performance evaluation.

(Note 2) Consolidated operating profit and revenue, operating profit, etc. of certain reportable segments for the second and third fiscal years stated in the internal management plan (one and two years after the year during which equity-based stock options (performance-linked) are granted) will be used to evaluate the achievement level of these KPIs, and a maximum of 20% will vest each fiscal year.

(b) Subscription rights to shares granted to employees, etc. as consideration for services provided during the current fiscal year

Not applicable.

(c) Other material facts concerning subscription rights to shares

Not applicable.

## (3) Corporate officers

## (a) Directors (as of December 31, 2025)

Post	Name	Responsibility and Material Posts Concurrently Held
President and CEO	Junghun Lee	Director of NEXON Korea Corporation Representative Director and CEO of NEXON HQ Co., Ltd.
Representative Director	Shiro Uemura	Chief Financial and Chief Administrative Officer Director of Nexon America, Inc. Director of Lexian Software Development (Shanghai) Co., Ltd. Director of Nexon Filmed Entertainment, Inc. Director of Embark Studios AB
Director	Patrick Söderlund	Director of Sicalis AB Chief Executive Officer of Embark Studios AB Director of Surmount Together AB Director CoFounded Kapital AB Director of CoFounded Capital AB Director of CoFounded Holding AB
Director	Daehyun Kang	Co-CEO of NEXON Korea Corporation
Director	Naoya Tsurumi	Chairman of the Board of CA Sega Joypolis Ltd. External Director of SNK Corporation President & CEO (Representative Director) of U&I Entertainment Japan Co., Ltd.
Director (Audit and Supervisory Committee member)	Alexander Iosilevich	Global President and Chief Investment Officer of NXC Corporation Partner of Alignment Growth Management, LLC Director of Crunchbase, Inc.
Director (Audit and Supervisory Committee member)	Satoshi Honda	—
Director (Audit and Supervisory Committee member)	Shiro Kuniya	Managing partner of Oh-Ebashi LPC & Partners Auditor of Kitano Hospital, The Tazuke Kofukai Medical Research Institute Board member of the Japan Commercial Arbitration Association Board member of Japan Century Symphony Orchestra Auditor of CiRA Foundation External Director of TOA Corporation Outside Director of JERA Co., Inc.

- (Notes) 1. Mr. Naoya Tsurumi, Director, and Mr. Alexander Iosilevich, Mr. Satoshi Honda, and Mr. Shiro Kuniya, Directors (Audit and Supervisory Committee members), are external directors.
2. Mr. Alexander Iosilevich, Director (Audit and Supervisory Committee member) has experience in the international investment banking business and has substantial knowledge about finance and accounting.
3. The Company has appointed Mr. Naoya Tsurumi, Director, and Mr. Satoshi Honda and Mr. Shiro Kuniya, Directors (Audit and Supervisory Committee members), as independent officer under the regulations of Tokyo Stock Exchange and reported such appointment to the Exchange.
4. The Company has not appointed full-time Audit and Supervisory Committee members as the Company ensures the audit effectiveness by enhancing effectiveness of design and operation of the internal control system in coordination with the Internal Audit Office, the Legal Department and the Accounting/Finance Department and performing organizational audits through the internal control system.

- (b) Summary of the limited liability agreement  
Pursuant to provisions of Article 427, Paragraph 1 of the Companies Act and Article 28 of the Company's Articles of Incorporation, the Company and each of the directors (excluding those who are executive directors) have entered into an agreement to limit the liability for damages provided for in Article 423, Paragraph 1 of the Companies Act.  
The limit of liability for damages under the agreement described above is ¥2.4 million or the minimum liability amount provided for in Article 425, Paragraph 1 of the Companies Act, whichever is higher.
- (c) Summary of indemnification agreement  
Mr. Junghun Lee, Mr. Shiro Uemura, Mr. Patrick Söderlund, Mr. Daehyun Kang, Mr. Naoya Tsurumi, Mr. Alexander Iosilevich, Mr. Satoshi Honda, and Mr. Shiro Kuniya and the Company have entered into indemnification agreements to indemnify for expenses provided by Article 430-2, Paragraph 1, Item 1 of the Companies Act and losses provided by Item 2 of the Paragraph to the extent provided by relevant laws and regulations.
- (d) Summary of directors and officers liability insurance  
The Company has taken out a directors and officers liability insurance covering all officers, executive officers and employees in management position to indemnify for possible losses arising from monetary damages and legal costs in connection with claims against the insured. The Company pays all insurance premiums. However, there are some exclusions not covered by the insurance such as losses arising from illegal actions taken for personal profit or provision of favors, criminal actions, and actions taken with knowledge of the illegality.
- (e) Compensation, etc., for directors  
(i) Determination policy for the details of each director's compensation, etc. (Last revised on February 20, 2026)  
The basic policy of directors' compensation in the "Directors' Compensation Policy" is to:
- (a) contribute to the sustainable growth of Nexon Group and mid- and long-term improvement of corporate value;
  - (b) be competitive on the global HR market enough to acquire incredibly talented personnel for the management team from a global perspective and to maintain such a relationship;
  - (c) link directors' compensation with the company's business performance and corporate value to align their interests with those of shareholders and increase the management's focus on shareholders; and
  - (d) have a highly transparent and objective process for determining compensation.

In addition, as part of the "Directors' Compensation Policy," the Company has established the Compensation Committee as an advisory body to the Board of Directors.

(Roles and activities of the Compensation Committee and the authority to decide on the amount of officers' compensation)

The Committee consists mainly of independent external directors and is chaired by an independent external director. For the operation of the Compensation Committee, external compensation consultants may be engaged to introduce outside and objective perspective and professional insights, with other data including management compensation survey used as reference.

To ensure a reasonable level and composition of directors' compensation as well as transparency of its determination process, the specific compensation amounts to be paid and the performance achievement level will be first approved by the Compensation Committee and then finalized and determined by a resolution of the Board of Directors.

The Board of Directors has authority to decide on the policy for the determination of the amount or its calculation method of compensation, etc. of the Company's directors (excluding those who are Audit and Supervisory Committee members). The scope of its authority and discretion is limited to the total amount approved at the annual general meeting of shareholders, and decisions are made in consideration of relevant duties and the Company's situation, etc.

The total amount and breakdown of compensation for President and Chief Executive Officer and other directors will be first discussed between President and Chief Executive Officer and the Compensation Committee and between President and Chief Executive Officer and each director, respectively, then deliberated and approved by the Compensation Committee and determined by a resolution of the Board of Directors. The specific amount and timing of a payment of directors who are Audit and Supervisory Committee members will be determined based on the discussion by directors who are Audit and Supervisory Committee members.

(Rationale for Compensation Level)

In our aim to become the No.1 global company in the entertainment industry including the game industry, Nexon Group is engaged in intense competitions with leading companies in good standing from all over the world, including the competition for acquiring talented management personnel. The level of our directors' compensation is set by referencing directors' compensation levels at such global companies mainly in Japan and the U.S. In doing so, we will also utilize various data (e.g., the absolute amount and forms of compensation) provided by external compensation consultants and management compensation survey and ensure that the total amount of compensation as well as the amount of each component (base compensation, performance-based annual bonus and equity-based stock options) do not fall below the median compensation amount in the management compensation survey data of Japanese companies, in principle.

(Composition of Compensation)

A. Executive Directors (directors who are not Audit and Supervisory Committee members or external directors, "Executive Directors")

Compensation for Executive Directors consists of base compensation, performance-based annual bonus and equity-based stock options. Specifically, (i) "base compensation" which is a fixed amount; (ii) "performance-based annual bonus" which is linked to the Company's performance for each fiscal year; (iii) "equity-based stock options (term-linked)" which vest and become exercisable in predetermined portions on each specified date over a period of three years from the grant, subject to satisfaction of the service conditions by the holders; and (iv) "equity-based stock options (performance-linked)" which are linked to the Company's various performance and other evaluation targets.

In order for directors' compensation to function as a sound incentive for sustainable growth, the proportion of each component of the compensation will, in principle, be determined so that the following conditions are met at 100% achievement of key performance indicator ("KPI") targets. If a director of the Company concurrently serves as the CEO or in any other executive position of the Company's subsidiary, any subscription rights to shares granted as compensation for such position at the subsidiary shall not be taken into account when determining the compensation mix.

- (a) Base amount of the portion whose amount or value is linked to performance or stock price ((ii) + (iii) + (iv)) is greater than the fixed portion (i). [(i) < ((ii) + (iii) + (iv))]
- (b) Base amount of equity-based stock options ((iii) + (iv)) is greater than base amount of performance-based annual bonus (ii). [(ii) < ((iii) + (iv))]

In addition, the compensation of President and Chief Executive Officer must meet the following condition: "Base compensation"  $\leq$  "Performance-based annual bonus (base amount)"  $\leq$  "Equity-based stock options (base amount)" [(i)  $\leq$  (ii)  $\leq$  ((iii) + (iv))]

(i) Base compensation	(ii) Performance-based annual bonus	(iii) Equity-based stock options (term-linked)	(iv) Equity-based stock options (performance-linked)
Cash compensation		Stock-based compensation (Equity-based substitute stock options)	
Fixed compensation	Compensation linked to performance / stock price		

Each component of compensation will be paid as follows:

- (i) Base compensation: One twelfth of the predetermined annual base compensation amount will be paid monthly.
- (ii) Performance-based annual bonus: To be paid after the achievement level of KPI targets for each fiscal year is determined.
- (iii) Equity-based stock options (term-linked): Units will vest and become exercisable in predetermined portions on each specified date over a period of three years from the grant, subject to satisfaction of the service conditions by the holders. In granting stock options, the Company may provide flexibility in the frequency and number of units granted, within the amounts and units approved at the general meeting of shareholders, based on the roles of Executive Directors and any changes in those roles.
- (iv) Equity-based stock options (performance-linked): A three-year performance evaluation period will be set for each stock option granted, and stock options will be granted after the first annual general meeting of shareholders to be held during the performance evaluation period and become exercisable upon conclusion of each of the first, second, and third annual general meeting of shareholders held after the grant, based on the level of achievement of KPI targets. In granting stock options, the Company may provide flexibility in the frequency and number of units granted, within the amounts and units approved at the general meeting of shareholders, based on the roles of Executive Directors and any changes in those roles.

Notwithstanding the above, if circumstances arise that require a change to the originally determined amount of compensation or if otherwise necessary, the Board of Directors may, with the approval of the Compensation Committee, resolve to grant additional cash compensation, either in installments or as a lump-sum payment, separately from the compensation described above. In determining the compensation mix, such additional payments will not be taken into account.

- B. Directors who are not Executive Directors (including external directors but excluding directors who are Audit and Supervisory Committee members, “Non-Executive Directors”)

Compensation for Non-Executive Directors, in principle, consists of (i) “base compensation” which is a fixed amount and (iii) “equity-based stock options (term-linked)” which become exercisable at the conclusion of each of the first, second and third annual general meeting of shareholders to be held after the grant. This reflects our aim to provide appropriate incentive to Non-Executive Directors to improve the company’s mid- to long-term corporate value while considering the fact that it is pointed out that there may be potential adverse effects of paying them performance-linked compensation on their supervisory function as Non-Executive Directors, especially external directors, are expected to supervise business execution by Executive Directors.

However, the composition of each Non-Executive Director’s compensation will be determined as follows so that stock-based compensation, which is incentive pay, will not be excessive in comparison with cash compensation: base amount of “equity-based stock options (term-linked)” will not exceed “base compensation” [(i)  $\geq$  (iii)]

(i) Base compensation	(iii) Equity-based stock options (term-linked)
Cash compensation	Stock-based compensation (Equity-based substitute stock options)
Fixed compensation	Compensation linked to stock price

Each component of compensation will be paid as follows:

- (i) Base compensation: One twelfth of the predetermined annual base compensation amount will be paid monthly.
- (iii) Equity-based stock options (term-linked): Units will be granted after the annual general meeting of shareholders held in the grant year and become exercisable after the conclusion of each of the first, second, and third annual general meeting of shareholders held after the grant.

- C. Directors who are Audit and Supervisory Committee members (including external directors, “Directors who are Audit and Supervisory Committee members”)

Compensation for Directors who are Audit and Supervisory Committee members, in principle, consists of (i) “base compensation” which is a fixed amount and (iii) “equity-based stock options (term-linked)” which become exercisable at the conclusion of the first annual general meeting of shareholders to be held after the grant. This reflects our aim to provide appropriate incentive to Directors who are Audit and Supervisory Committee members to improve the Company’s mid- to long-term corporate value while considering the fact that it is pointed out that there may be potential adverse effects of paying them performance-linked compensation on their supervisory function as Directors who are Audit and Supervisory Committee members are expected to supervise business execution by Executive Directors.

However, the composition of compensation for each Director who are Audit and Supervisory Committee member will be determined as follows so that stock-based compensation, which is incentive pay, will not be excessive in comparison with cash compensation: base amount of “equity-based stock options (term-linked)” will not exceed “base compensation” [(i)  $\geq$  (iii)]

(i) Base compensation	(iii) Equity-based stock options (term-linked)
Cash compensation	Stock-based compensation (Equity-based substitute stock options)
Fixed compensation	Compensation linked to stock price

Each component of compensation will be paid as follows:

- (i) Base compensation: One twelfth of the predetermined annual base compensation amount will be paid monthly.
- (iii) Equity-based stock options (term-linked): Units will be granted every year after the annual general meeting of shareholders and become exercisable after the conclusion of the first annual general meeting of shareholders held after the grant.

(Details of Each Component of Compensation)

A. Fixed compensation

The fixed portion of directors' compensation will be as follows:

(i) Base compensation

The annual amount for each director will be determined based on their title, role and responsibility.

B. Compensation linked to performance/stock price

The portion of directors' compensation linked to the Company's performance or stock price will be as follows:

(ii) Performance-based annual bonus

The base amount for each Executive Director will be determined in consideration of base compensation determined in (i) above and the proportion set forth in "Composition of Compensation" above. The amount of performance-based annual bonus will be determined based on the base amount and the level of achievement of performance targets to be explained below.

The level of achievement of performance targets will be assessed by giving a certain weight to consolidated revenue and consolidated operating profit, which are deemed to be objective and transparent indices. This portion of compensation fluctuates within the range of 0% to 150% of the base amount based on the achievement level of the internal target set at the beginning of the fiscal year (e.g., 100% at 100% achievement of KPI targets). Consolidated revenue and consolidated operating profit used in determining the amount of performance-based annual bonus exclude temporary effects arising from M&As and impairment loss on goodwill recorded during the fiscal year.

The targets and actual results of the KPIs for performance-based bonus for the current fiscal year are as follows:

KPI	Assessment ratio	Range of fluctuation of evaluation coefficients	Targets (Millions of yen)	Actual results (Millions of yen)	Evaluation coefficient
Consolidated revenue	50%	0% - 150%	484,503	475,102	98.1%
Consolidated operating profit	50%	0% - 150%	121,700	116,643	95.8%

(Note) "Base amount" to be paid when the target is achieved is determined based on factors including job responsibility (in consideration of the trend in the group of companies set as the compensation benchmark).

(iii) Equity-based stock options (term-linked)

Equity-based stock options (term-linked) are similar to Restricted Stock (RS) and Restricted Stock Unit (RSU). Directors excluding those who are Audit and Supervisory Committee members (including external directors) will be granted subscription rights to shares after the annual general meeting of shareholders to be held in the grant year, and these subscription rights to shares will vest and become exercisable in predetermined portions on each specified date over a period of three years from the grant, subject to satisfaction of the service conditions by the holders. However, in granting stock options, the Company may provide flexibility in the frequency and number of units granted, within the amounts and units approved at the general meeting of shareholders, based on the roles of Executive Directors and any changes in those roles. Directors who are Audit and Supervisory Committee members (including external directors) will be granted subscription rights to shares every year after the annual general meeting of shareholders, which will vest and become exercisable at the conclusion of the first annual general meeting of shareholders to be held after the grant. This portion of compensation is not linked to the Company's performance but linked only to directors' term of office and the Company's stock price.

The number of subscription rights to shares to be granted as equity-based stock options (term-linked) will be calculated by first determining the base amount of equity-based stock options (term-linked) for each director, in consideration of the base compensation determined in (i) above and the proportion set forth in "Composition of Compensation" above, and by dividing such base amount by the closing price of the Company's common stock in regular transactions on Tokyo Stock Exchange on the day immediately preceding the date of the resolution of the grant (or the most recent trade date if such date is not a trade date) (rounded down to the nearest whole number). The class and number of shares underlying each unit of subscription rights to share will be one share of the Company's common stock.

(iv) Equity-based stock options (performance-linked)

This type of stock options, similar to performance shares (PS), vests and becomes exercisable after a certain performance evaluation period after the grant based on relative comparison of stock price movement with objective stock-price-based index and the achievement level of KPI targets such as the consolidated performance targets stated in the internal management plan covering multiple years, subject to satisfaction of the service conditions by the holders on each specified date over a period of three years from the grant, with the aim of contributing to Nexon Group's sustainable growth and enhancement of mid- to long-term corporate value.

The number of subscription rights to shares granted as equity-based stock options (performance-linked) (base number of units) is calculated by first determining the base amount of equity-based stock options (performance-linked) (assuming a certain level of achievement of KPI targets) for each Executive Director, in consideration of the base compensation determined in (i) above and the proportion set forth in "Composition of Compensation," and by dividing such base amount by the closing price of the Company's common stock in regular transactions on Tokyo Stock Exchange on the day immediately preceding the date of the resolution of the grant (or the most recent trade date if such date is not a trade date) (rounded down to the nearest whole number). The class and number of shares underlying each unit of subscription rights to share will be one share of the Company's common stock.

For equity-based stock options (performance-linked), subscription rights to shares will be granted in advance after the first annual general meeting of shareholders to be held during the performance evaluation period assuming a certain level of achievement of KPI targets. The portion of compensation in the form of equity-based stock options (performance-linked) will fluctuate within the range of 0% to 100% based on the achievement level (100% at 100% achievement of KPI targets). However, the actual number of units to vest and become exercisable will be limited to the portion that is evaluated, fixed and determined based on the level of the achievement of KPI targets.

Specifically, (1) stock-price-based index (e.g., total shareholder return (TSR), the Nikkei 225, and TOPIX (Note 1)) and (2) financial index (e.g., consolidated revenue, consolidated operating profit, and revenue, operating profit, etc. of certain reportable segments (those selected as an appropriate KPI for each Executive Director based on their job position and associated business (Note 2), and the same applies hereinafter)) will be selected as objective and transparent indices, and the weightings will be assigned for evaluation at the time of grant. The KPIs and weightings will be revised as necessary in response to changes in each director's role and responsibility and the Company's business environment and review of management plan. Notwithstanding the foregoing, it may be provided that, taking into account the roles and responsibilities assigned to each director, a portion of the subscription rights to shares as equity-based stock options (performance-linked) granted may be subject to an achievement rate determined at the discretion of CEO based on an evaluation of the criteria such as leadership impact, strategic task execution, and team development, and such options will vest and become exercisable in proportion to the achievement rate after the completion of a prescribed performance evaluation period following the grant (the remaining portion will, in principle, be evaluated based on the weighting of (1) stock-price-based index and (2) financial index described above.) When there is a change in roles of Executive Directors (e.g., newly become a representative director) even during the performance evaluation period, additional units may be granted to such director.

(Note 1) Examples of stock-price-based index selected for performance evaluation: As comparative indicators, measures such as TSR, the Nikkei 225, and TOPIX may be selected flexibly. The evaluation will be conducted by comparing the rate of change of the selected comparative indicators with the rate of change of stock-price-based index for the Company, such as its TSR, over the period from the date of a given annual general meeting of shareholders to the date of an annual general meeting of shareholders held three years later. We use stock-price-based index as part of the KPI targets because we believe it is important to consider not only the Company's sustainable growth but also market and competition environment in the performance evaluation.

(Note 2) Consolidated revenue, consolidated operating profit, and revenue, operating profit, etc. of certain reportable segments for each fiscal year stated in the internal management plan will be used to evaluate the achievement level of these KPIs.

(Note 3) The calculation of the achievement level will be conducted in accordance with the purpose and items of the discretionary evaluation predetermined by the Board of Directors.

As no equity-based stock options (performance-linked) vested during the current financial year, the disclosure of the targets and actual results of the KPIs for such stock options has been omitted.

<Remarks>

Depending on the achievement level of KPI targets, reversal or additional provision of expense for performance-linked compensation, an increase or decrease in consolidated operating profit, respectively, will be recorded in the final year of the performance evaluation period. However, such amount of reversal or additional provision will not be included in calculating the achievement level of KPI targets.

For subscription rights to shares as equity-based stock options (performance-linked) to vest, holders must continue to be Executive Director until each predetermined date in addition to the performance conditions being achieved. If a director resigns from the position of director before the subscription rights to shares as equity-based stock options vest, his/her right to unvested portion will be forfeited, but such director may exercise the subscription rights to shares to the extent allowed in consideration of the term of office and the level of achievement of performance targets if he or she retires due to the expiration of his/her term of office or when there is any other reason specifically provided by the Board of Directors

Actual results of the KPIs to be used as the basis for calculation of the total number of equity-based stock options (performance-linked) to vest will be fixed after the evaluation period ends.

C. Special compensation

Notwithstanding the above, if circumstances arise that require a change to the originally determined amount of compensation or if otherwise necessary, the Board of Directors may, with the approval of the Compensation Committee, resolve to grant additional cash compensation, either in installments or as a lump-sum payment, separately from the compensation described above. In determining the compensation mix, such additional payments will not be taken into account.

The Company partially revised the “Directors’ Compensation Policy” effective August 20, 2025, and changes are reflected in the “Directors’ Compensation Policy” described above. The key change is that, as described in C. Special compensation, if circumstances arise that require a change to the originally determined amount of compensation or if otherwise necessary, the Board of Directors may, with the approval of the Compensation Committee, resolve to grant additional cash compensation, either in installments or as a lump-sum payment, separately from the compensation described above and such additional payments will not be taken into account in determining the compensation mix.

The Company also partially revised the “Directors’ Compensation Policy” effective February 20, 2026, and changes are reflected in the “Directors’ Compensation Policy” described above. The key changes are as follows. In all cases, the aim is to provide flexibility in the operation of the policy and to support the execution of duties by Directors (excluding those who are Audit and Supervisory Committee members):

- (1) Under the previous policy, subscription rights to shares as equity-based stock options (term-linked) and (performance-linked) attributable to three fiscal years were granted in a lump sum “every three years” to Executive Directors, but this approach has been discontinued. Under the revised policy, we have introduced flexibility in the frequency and number of grants so that they can be adjusted in line with the roles and responsibilities of Executive Directors and any changes thereto.
- (2) Under the previous policy, the evaluation for 60% of equity-based stock options (performance-linked) was based on a stock-price-based index (e.g., relative total shareholder returns (TSR)), and six companies of Electronic Arts, Take-Two Interactive, NCSOFT Corporation, KRAFTON, Inc., CAPCOM Co., Ltd., and SQUARE ENIX HOLDINGS CO., LTD. were selected as comparable companies for the purpose of the evaluation. Under the revised policy, the comparative indicators can now be selected flexibly from objective stock-price-based index such as TSR, the Nikkei 225, and TOPIX.
- (3) Under the previous policy, equity-based stock options (performance-linked) were evaluated using financial index for 40% of the assessment and relative TSR for the remaining 60%. Under the revised policy, the weightings between financial indicators and share-price-based index has been revised to allow for greater flexibility depending on the role and responsibilities of each Executive Director. The timing of vesting based on the evaluation criteria may now be flexibly predetermined within the three-year period. In addition, notwithstanding the foregoing, it may be provided that, taking into account the responsibilities assigned to each director, etc., a portion of the subscription rights to shares as equity-based stock options (performance-linked) granted may be subject to an achievement rate determined at the discretion of CEO based on an evaluation of the criteria such as leadership impact, strategic task execution, and team development, and such options will vest and become exercisable in proportion to the achievement rate after the completion of a prescribed performance evaluation period following the grant (the remaining portion will, in principle, be

evaluated based on the weighting of (1) stock-price-based index and (2) financial index described above.)

- (4) Under the previous policy, the composition of compensation was set such that the base amount of equity-based stock options (performance-linked) exceeded the base amount of equity-based stock options (term-linked). This provision has been removed under the revised policy in order to allow greater flexibility in determining the compensation structure based on the roles and responsibilities of each director. Also, under the revised policy, if a director of the Company concurrently serves as the CEO or in any other executive position of the Company's subsidiary, any subscription rights to shares granted as compensation for such position at the subsidiary will not be taken into account when determining the compensation mix.
- (5) Under the previous policy, a performance evaluation scale of up to 200% was used for performance-linked stock options in setting KPIs and assessing achievement levels. To avoid potential misunderstanding, this has been revised so that, in principle, achieving 100% of KPIs results in 100% vesting.

(The reason why the Board of Directors determined that details of compensation of each director (excluding those who are Audit and Supervisory Committee members) for the current fiscal year are consistent with the determination policy)

The Compensation Committee has deliberated on details of compensation of each director (excluding those who are Audit and Supervisory Committee members) for the current fiscal year as follows:

- On February 21, 2025: Regarding officers' compensation for FY2025
- On March 17, 2025: Regarding officers' compensation for FY2025
- On July 3, 2025: Regarding officers' compensation for FY2026
- On August 17, 2025: Regarding officers' compensation for FY2026
- On November 13, 2025: Regarding officers' compensation for FY2026
- On February 5, 2026: Regarding calculation of the amount of performance-based bonus for FY2025 and officers' compensation for FY2026

(In addition to above, the Compensation Committee members have exchanged opinions via e-mail as needed.)

The Board of Directors of the Company has reached the conclusion that details of compensation of each director (excluding those who are Audit and Supervisory Committee members) are consistent with the determination policy on the grounds that they have been approved by the Compensation Committee based on the deliberations listed above and by the Board of Directors based on the confirmation of consistency with the determination policy.

## (ii) Total amount of directors' compensation

Officer category	Total amount of compensation, etc. (¥ million)	Total amount of compensation, etc. by type (¥ million)					Number of eligible officers (persons)
		Monetary			Non-monetary		
		Fixed	Non-performance-linked, etc.	Performance-linked, etc.		Stock price-linked	
		Base compensation	Special bonus	Annual performance-based bonus	Equity-based stock options (performance-linked)	Equity-based stock options (term-linked)	
Directors (excluding those who are Audit and Supervisory Committee members) (of which external directors)	1,336 (32)	150 (12)	157 (-)	173 (-)	392 (-)	464 (20)	7 (2)
Directors (Audit and Supervisory Committee members) (of which external directors)	52 (52)	30 (30)	- (-)	- (-)	- (-)	22 (22)	2 (2)
Total (of which external officers)	1,388 (84)	180 (42)	157 (-)	173 (-)	392 (-)	486 (42)	9 (4)

(Notes)1. As of December 31, 2025, the Company has five directors (excluding who are Audit and Supervisory Committee members) (including 1 external director) and three directors who are Audit and Supervisory Committee members (including three external directors). The difference from the number shown above is because two directors (excluding those who are Audit and Supervisory Committee members), including one external director, who resigned on March 26, 2025 are included, and one external director who is an Audit and Supervisory Committee member is not included as no compensation is paid.

2. The amount of compensation to directors does not include employee compensation paid to those who serve the Company as directors and employees simultaneously.

3. The maximum amount of compensation to directors (excluding those who are Audit and Supervisory Committee members) was resolved at the 19<sup>th</sup> Annual General Meeting of Shareholders held on March 25, 2021 to be fixed compensation at or below ¥600 million per year (including those for external directors at or below ¥100 million) and performance-based bonus at or below ¥1,000 million per year (external directors are not eligible). These compensations for directors (excluding those who are Audit and Supervisory Committee members and external directors) do not include the compensation paid to those who serve the Company as director and employee simultaneously for the service rendered as employee. At the conclusion of the 19<sup>th</sup> Annual General Meeting of Shareholders, the number of directors (excluding those who are Audit and Supervisory Committee members) was four (including one external director). In addition to the above compensation, for directors (excluding those who are Audit and Supervisory Committee members), it was resolved at the 21<sup>st</sup> Annual General Meeting of Shareholders held on March 24, 2023 that compensation in the form of equity-based stock options (term-linked) (attributable to three fiscal years) will be at or below ¥535 million, with the number of subscription rights to shares to be issued within the next 12 months after the date of the Meeting to be up to 214,000 units (including those for external directors at or below ¥36 million/up to 14,400 units), and compensation in the form of equity-based stock options (performance-linked) (attributable to three fiscal years) will be at or below ¥1,015 million, with the number of subscription rights to shares to be issued within the next 12 months after the date of the Meeting to be up to 406,000 units (external directors are not eligible). At the conclusion of the 21<sup>st</sup> Annual General Meeting of Shareholders, the number of directors (excluding those who are Audit and Supervisory Committee members and external directors) was four and of external directors (excluding directors who are Audit and Supervisory Committee members) was one. In addition, for directors (excluding those who are Audit and Supervisory Committee members), it was resolved at the 22<sup>nd</sup> General Meeting of Shareholders held on March 27, 2024 that compensation in the form of equity-based stock options (term-linked)

(attributable to three fiscal years) will be at or below ¥693 million, with the number of subscription rights to shares to be issued within the next 12 months after the date of the Meeting to be up to 346,500 units, and compensation in the form of equity-based stock options (performance-linked) (attributable to three fiscal years) will be at or below ¥1,407 million, with the number of subscription rights to shares to be issued within the next 12 months after the date of the Meeting to be up to 703,500 units (external directors are not eligible). At the conclusion of the 22<sup>nd</sup> Annual General Meeting of Shareholders, the number of directors (excluding those who are Audit and Supervisory Committee members and external directors) was four. In addition to the above compensation, for directors (excluding those who are Audit and Supervisory Committee members), it was resolved at the 23<sup>rd</sup> Annual General Meeting of Shareholders held on March 26, 2025 that compensation in the form of equity-based stock options (term-linked) (attributable to three fiscal years) will be at or below ¥48 million, with the number of subscription rights to shares to be issued within the next 12 months after the date of the Meeting to be up to 32,000 units, and compensation in the form of equity-based stock options (performance-linked) (attributable to three fiscal years) will be at or below ¥48 million, with the number of subscription rights to shares to be issued within the next 12 months after the date of the Meeting to be up to 32,000 units (external directors are not eligible). At the conclusion of the 23<sup>rd</sup> Annual General Meeting of Shareholders, the number of directors (excluding those who are Audit and Supervisory Committee members) was five (including one external director).

4. The maximum amount of compensation to directors who are Audit and Supervisory Committee members was resolved at the 16<sup>th</sup> Annual General Meeting of Shareholders held on March 27, 2018 to be at or below ¥100 million per year (including those for external directors at or below ¥50 million). In addition, it was resolved at the 19<sup>th</sup> Annual General Meeting of Shareholders held on March 25, 2021 that compensation in the form of equity-based stock options (term-linked) will be at or below ¥100 million with the number of subscription rights to shares to be issued within the next 12 months after the date of the annual general meeting of shareholders in each year to be up to 40,000 units (including those for external directors at or below ¥50 million/up to 20,000 units). At the conclusion of the 16<sup>th</sup> and 19<sup>th</sup> Annual General Meetings of Shareholders, the number of directors who are Audit and Supervisory Committee members was three (including two external directors).

5. The amount of compensation to directors (excluding those who are Audit and Supervisory Committee members) includes the following:

- ¥856 million worth of compensation in the form of stock options

The above amount does not include ¥(26) million, the amount of compensation reversed due to expiration of exercise period and forfeiture of unvested stock options.

(iii) Retirement allowance for officers paid during the current fiscal year  
Not applicable.

(iv) Total amount of officers' compensation paid to external officers by subsidiaries  
Not applicable.

## (f) Matters concerning external officers

## (i) Material concurrent positions of other companies and the relationship between such companies and the Company

Post	Name	Material Posts Concurrently Held
Director	Naoya Tsurumi	Chairman of the Board of CA Sega Joypolis Ltd. External Director of SNK Corporation President & CEO (Representative Director) of U&I Entertainment Japan Co., Ltd.
Director (Audit and Supervisory Committee member)	Alexander Iosilevich	Global President and Chief Investment Officer of NXC Corporation Partner of Alignment Growth Management, LLC Director of Crunchbase, Inc.
	Satoshi Honda	—
	Shiro Kuniya	Managing partner of Oh-Ebashi LPC & Partners Auditor of Kitano Hospital, The Tazuke Kofukai Medical Research Institute Board member of the Japan Commercial Arbitration Association Board member of Japan Century Symphony Orchestra Auditor of CiRA Foundation External Director of TOA Corporation Outside Director of JERA Co., Inc.

(Notes) 1. There exists no special relationship between the above companies and the Company.

2. Mr. Naoya Tsurumi, Mr. Alexander Iosilevich, Mr. Satoshi Honda, and Mr. Shiro Kuniya do not have a spouse, any family member within the third degree or those equivalent thereto who is a business executing person or officer of the Company's parent company, etc., the Company, or any entity that has a special relationship with the Company.

## (ii) Major activities during the current fiscal year

	Attendance and Participation
Naoya Tsurumi Director	Mr. Tsurumi attended all 4 meetings of the Board of Directors that were held after he took office. He participates in discussions, as necessary, concerning items on agenda as well as general deliberations with insights and a wide range of experience as manager in the game industry. He also supervises the Company's management.
Alexander Iosilevich Director (Audit and Supervisory Committee member)	Mr. Iosilevich attended all 5 meetings of the Board of Directors and all 5 meetings of the Audit and Supervisory Committee that were held during the current fiscal year. He participates in discussions, as necessary, concerning items on agenda as well as general deliberations with experience in the international investment banking business and analytical skills and experience on corporate management. He also supervises and audits the Company's management.
Satoshi Honda Director (Audit and Supervisory Committee member)	Mr. Honda attended all 5 meetings of the Board of Directors and all 5 meetings of the Audit and Supervisory Committee that were held during the current fiscal year. He participates in discussions, as necessary, concerning items on agenda as well as general deliberations with insights and extensive experience as manager in the game industry. He also supervises and audits the Company's management.
Shiro Kuniya Director (Audit and Supervisory Committee member)	Mr. Kuniya attended all 5 meetings of the Board of Directors and all 5 meetings of the Audit and Supervisory Committee that were held during the current fiscal year. He participates in discussions, as necessary, concerning establishment and maintenance of the Company's compliance system and legal aspect of items on agenda mainly from the viewpoint of legal counsel. He also contributes to enhancement of corporate governance and compliance.

## (iii) Opinion of the external officers concerning the contents

Not applicable.

(4) Independent auditors

(a) Name: PricewaterhouseCoopers Japan LLC

(b) Amount of compensation

	Amount of compensation
Amount of compensation paid to the independent auditors for the current fiscal year	¥ 87 million
Total amount of cash and other financial benefits to be paid by the Company and its subsidiaries to the independent auditors	¥ 332 million

- (Notes) 1. The amount of compensation paid to the independent auditors for the current fiscal year represents the sum of the professional audit fees for the services under the Companies Act and those under the Financial Instruments and Exchange Act as the audit service agreement between the Company and the independent auditors does not clearly divide them and it is impracticable to do so.
2. The Audit and Supervisory Committee agreed on the amount of compensation paid to the independent auditors based on the necessary examination of the contents of the independent auditors' audit plan, the performance status of their duties concerning financial audit, and the appropriateness of the calculation basis for estimated compensation.
3. NEXON Korea Corporation and 12 other companies, all of which are consolidated subsidiaries of the Company, receive audit and non-audit services from PricewaterhouseCoopers LLP, member firms of the same global network of the Company's independent auditor, and the total amount of cash and other financial benefits to be paid by the Company and its subsidiaries to the independent auditors include those audit fees, etc.

(c) Non-audit services

The Company's consolidated subsidiaries, NEXON Korea Corporation, Nexon U.S. Holding Inc., Nexon America Inc., and NEOPLE INC. pay professional fees mainly for tax-related services.

(d) Policies to determine dismissal or non-reappointment of the auditor

When the independent auditors receive disciplinary actions or administrative sanctions from the regulatory agencies for violation of laws including the Companies Act and the Certified Public Accountants Act, or when the independent auditors are determined to be unsuitable for performing the audit from the viewpoint of audit quality, quality management, independence and comprehensive capability, the Audit and Supervisory Committee will decide to place the matter to dismiss or not to reappoint the current independent auditor on the agenda of a general meeting of shareholders.

When it is acknowledged that the independent auditors fall under any of the items in Article 340, Paragraph 1 of the Companies Act, and when it is deemed appropriate, the Audit and Supervisory Committee will dismiss the independent auditors with the unanimous consent of all Audit and Supervisory Committee members. In this case, the Audit and Supervisory Committee members appointed by the Audit and Supervisory Committee will report the dismissal of the independent auditor and the reason of dismissal at the first general meeting of shareholders to be convened after the dismissal.

- (5) Systems and organization to ensure the execution of duties by directors is in compliance with laws and regulations and the articles of incorporation, other systems and organization to ensure proper business operation of the company, and the summary of the operating status of such systems

The summary of decisions regarding a system to ensure the execution of duties by directors is in compliance with laws and regulations and the articles of incorporation and other systems to ensure proper operations of the company as well as the summary of these systems and their operating status during the current fiscal year are as follows:

1. System to ensure that the execution of duties by directors and employees complies with laws and regulations and the articles of incorporation
  - (i) Board of directors  
The meeting of the Board of Directors shall be held at least every three months in order to ensure the effective monitoring functions for directors' performance.
  - (ii) Audit and Supervisory Committee  
The Audit and Supervisory Committee shall enhance the design and operating effectiveness of internal control system in coordination with the Internal Audit Office, the Legal Department and the Accounting/Finance Department, to ensure the effective audit functions for directors' performance. In addition, the Audit and Supervisory Committee shall enhance their expertise in their audit functions by appointing external professionals as Audit and Supervisory Committee members.
  - (iii) Internal Audit Office  
The Internal Audit Office shall be responsible for carrying out continuous internal audits of the business operations. The Internal Audit Office shall report directly to President/CEO and maintain independence of internal audit.
  - (iv) Legal Department  
The Legal Department shall serve as the responsible department/contact point for matters concerning compliance of business operations ("compliance") to ensure compliance within the Company.

(Operating status)

During the current fiscal year, the meetings of the Board of Directors and the Audit and Supervisory Committee were held 5 times and 5 times, respectively, to ensure supervision over directors' performance. In addition, three external directors with professional insight have been elected as Audit and Supervisory Committee members in order to ensure the effective supervising functions.

The Internal Audit Office, which reports directly to President/CEO, has performed audits of departments within the Company. The Legal Department has served as the contact point for compliance matters and promoted activities to raise employees' awareness for compliance as the responsible department. It has also developed and operated relevant internal regulations.

2. System to store and control information on the directors' execution of their duties  
Information on the directors' execution of their duties including minutes of the meetings of the Board of Directors and requests for approval shall be recorded and stored in a document format or electromagnetic devices in accordance with the documentation control regulations. Directors and the Audit and Supervisory Committee shall be allowed to access any of these records at any time.

(Operating status)

In accordance with the documentation control regulations, information on the directors' execution of their duties including minutes of the meetings of the Board of Directors and requests for approval was recorded and stored in a document format or electromagnetic devices, and directors and the Audit and Supervisory Committee are allowed to access any of these records at any time.

3. System to ensure the reliability of financial reporting  
The Company shall establish systems to prepare proper financial reporting and to review the effectiveness of the system on a regular or as needed basis.

(Operating status)

The Company has appointed personnel in charge of finance and information disclosure and set up an internal process to collect accurate financial information. If any facts subject to timely disclosure are identified, it shall be notified to the personnel in charge of information disclosure who shall then discuss the response measures with prescribed consultative departments and disclose information.

4. Regulations and other systems to manage potential risks of losses  
The Company shall develop risk management regulations to minimize the potential exposure to risk of incurring losses. In addition, the Company shall prepare for serious incidents by establishing a system enabling timely response.

(Operating status)

Based on risk management regulations, the Company has formed a risk management project consisting of managers of each department and developed a risk map by identifying potential risks in each department, in order to take prevention and mitigation measures for risks. In addition, the Company has in place a communication and response system in the event of serious incidents.

5. System to ensure efficient execution of duties by directors
- (i) Directors shall report the status of executing their respective duties on a monthly basis at a meeting of the Board of Directors, etc. Obstructive factors in the execution of duties, if any, shall be addressed to improve the situation in a timely manner.
  - (ii) Directors shall facilitate the process of decision making and information sharing by taking advantage of the IT infrastructure.

(Operating status)

At the meetings of the Board of Directors, etc., the status of executing their respective duties is reported in an appropriate and timely manner, and improvement measures are discussed as needed. In addition, the Company has introduced an electromagnetic system for internal application and approval of decision-making request in order to accelerate process for decision making and information sharing.

6. System to ensure proper operations of Nexon Group composed of the Company and its subsidiaries
- (i) System for reporting matters regarding execution of duties by subsidiaries' directors to the Company  
The Company shall request subsidiaries' directors to report necessary matters regularly based on the related companies' management regulations.
  - (ii) Regulations and other systems to manage potential risks of losses in subsidiaries  
According to the Company's risk management regulations, the Company shall request subsidiaries to minimize potential exposure to risk of incurring losses and establish a system enabling timely response in cooperation with the Company in the event of serious incidents.
  - (iii) System to ensure efficient execution of duties by subsidiaries' directors  
The Company shall request subsidiaries' directors to report the status of executing their respective duties on a monthly basis and to improve obstructive factors in the execution of duties in a timely manner, if any.
  - (iv) System to ensure that the execution of duties by directors and employees of subsidiaries complies with laws and regulations and the articles of incorporation  
The Company shall review the compliance status by collecting and obtaining relevant information through methods including audit and investigation by its directors, the Audit and Supervisory Committee, the Internal Audit Office and the Legal Department. In addition, the Company shall request subsidiaries to take necessary measures including preventive measures.

- (v) Other systems to ensure proper operations of Nexon Group composed of the Company and its subsidiaries

While respecting the independence of each entity in consideration of unique local circumstances, the Company shall request subsidiaries to take necessary measures according to the system to ensure proper operations of the Company.

(Operating status)

The Company ensures proper operations of the corporate group through supervision by requesting timely and appropriate reporting to the Company in accordance with the related companies' management regulations.

- 7. Matters concerning employees assigned to assist the duties of the Audit and Supervisory Committee, matters concerning the independence of these employees from directors (excluding those who are Audit and Supervisory Committee members), and matters concerning securement of effective instructions by the Audit and Supervisory Committee to the employees

If the Audit and Supervisory Committee requests to assign assistants to assist their duties, the Company shall assign the necessary number of full-time assistants. If no full-time assistants are assigned, the Audit and Supervisory Committee may assign employees in the Internal Audit Office to assist its audit work, as necessary.

Regardless of whether employees are full-time assistant or not, the assigned employees shall not be subjected to instructions of executive officers including directors with respect to the instructions from the Audit and Supervisory Committee.

Regardless of whether employees are full-time assistant or not, the assigned employees shall follow the instructions of the Audit and Supervisory Committee. If full-time assistants are assigned, the Audit and Supervisory Committee shall be consulted when determining or changing personnel affairs and treatment such as salary of the assigned employees.

(Operating status)

Internal regulations stipulate that the Audit and Supervisory Committee may assign employees in the Internal Audit Office to assist its audit work and that the assigned employees shall not be subjected to instructions of executive officers such as directors to maintain independence of their assignment.

- 8. System to report to the Company's Audit and Supervisory Committee

- (i) System for the Company's directors and/or employees to report to the Audit and Supervisory Committee and other systems concerning reports to Audit and Supervisory Committee members  
Directors or employees shall immediately report to the Audit and Supervisory Committee any facts that may cause substantial damages to the Company or Nexon Group and any facts that execution of duties by directors is in violation of laws and regulations or the articles of incorporation.

- (ii) System for reporting to the Company's Audit and Supervisory Committee from directors, statutory auditors, business executing persons and employees of subsidiaries or persons who have received report from them, and other systems concerning reports to Audit and Supervisory Committee members  
Directors, statutory auditors, business executing persons and employees of subsidiaries or persons who have received report from them shall immediately report to the Company's Audit and Supervisory Committee any facts that may cause substantial damages to Nexon Group and any facts that execution of duties by subsidiaries' directors is in violation of laws and regulations or the articles of incorporation.

(Operating status)

The internal regulations applicable to the Company and Nexon Group companies provide for a system in which any facts that may cause substantial damages to the Company or Nexon Group and any facts that execution of duties by directors is in violation of laws and regulations or the articles of incorporation shall be reported to members of the Company's Audit and Supervisory Committee.

9. System to ensure that persons who have made a report prescribed in the preceding item shall receive no unfair treatment because of such report  
Regardless of whether or not it is reported under the whistle-blower system, persons who have reported to the Company's Audit and Supervisory Committee shall receive no unfair treatment because of such report.

(Operating status)

The internal regulations applicable to the Company and Nexon Group companies provide that the identity of the employees who have made a report prescribed in the preceding item shall remain confidential as much as possible and that any retaliatory sanctions and unfair treatment to such employees shall be prohibited.

10. Matters concerning policy for treatment of expenses or liabilities arising from execution of duties by the Company's Audit and Supervisory Committee members  
When Audit and Supervisory Committee members or the Audit and Supervisory Committee claim expenses required to engage lawyers, certified public accountants and other external professionals for their advice, to consign investigation, appraisal or other work, or to make a business trip to subsidiaries, etc., in order to execute their duties, the Company shall pay these expenses as the Company's expense, unless such expenses are considered unnecessary for execution of duties by the Audit and Supervisory Committee.

(Operating status)

Internal regulations provide that expenses arising from execution of duties by the Audit and Supervisory Committee shall be paid as the Company's expense.

11. Other systems to ensure effective performance of audit by the Audit and Supervisory Committee  
The Audit and Supervisory Committee shall hold periodic meetings to exchange opinions with each of President/CEO, other directors and the independent auditors. In addition, the head of the Internal Audit Office shall report to the Audit and Supervisory Committee on the status of internal audit on a regular basis, and the head of the Legal Department shall report to the Audit and Supervisory Committee on the compliance status on a regular basis.

(Operating status)

The Audit and Supervisory Committee have held periodic meetings to exchange opinions with President/CEO and the independent auditors, and the heads of the Internal Audit Office and Legal Department have reported to Audit and Supervisory Committee members on the status of internal audit and compliance, respectively, on a regular basis, in order to ensure the effectiveness of the audit.

12. Basic policy and relevant system to eliminate anti-social forces
- (i) Basic policy to eliminate the threats posed by anti-social forces  
The Company shall maintain a firm attitude toward anti-social forces that may pose threats to the order and security of the society and block any relationships including ordinary commercial transactions.
  - (ii) System to eliminate anti-social forces  
The Company shall exercise its best efforts to block any relationships with anti-social forces by assigning the Legal Department to be in charge of dealing with anti-social forces and conducting customer reviews. In case the Company is approached by anti-social forces, a systematic response shall be taken jointly with external special agencies.

(Operating status)

The Company has in place a system to deal with anti-social forces by including elimination of anti-social forces in "NEXON Group Code of Conduct and Business Ethics (Code of Conduct)" and preparing an anti-social forces manual. In addition, the Company conducts preliminary review for new customers to examine whether they fall under the category of anti-social forces.

(6) Basic policy on control of the company

Not applicable.

(7) Policy on determination of distributions of surplus

The Company provides in its Articles of Incorporation that distributions of surplus will be decided by resolutions of the Board of Directors pursuant to Article 459, Paragraph 1 of the Companies Act.

The Company recognizes that the return of profits to shareholders is an important management issue. Our policy is to return profits to shareholders through dividend payments, share repurchases and other means depending on the results of operations and upon full consideration of factors including the state of shareholder equity, performance results, and revenue outlook. We also consider it important to stably and ongoingly enhance the return of profits to shareholders and aim to return over 33% of operating profit of the previous fiscal year, excluding one-off expenses such as impairment losses. In addition, we set a minimum ROE target of 10% with the potential to grow as high as 15%.

We intend to use our internal capital reserves by taking into account the balance between return of profits to shareholders and other considerations such as the expansion of our existing business and development of new businesses to strengthen our management base and enrich our future business domain, and effective investments, primarily M&As and acquisition of game publishing rights, to proactively develop our business for future growth.

The Company's basic policy is to distribute surplus semiannually as interim and year-end dividends.

With regards to the year-end dividends for the fiscal year ended December 31, 2025, the Board of Directors resolved at the meeting held on February 20, 2026 to pay dividends of 30.0 yen per share, in comprehensive consideration of consolidated performance and financial condition for the fiscal year ended December 31, 2025.

Consolidated Statement of Financial Position

(As of December 31, 2025)

(Millions of Yen)

Account (Assets)	Amount	Account (Liabilities)	Amount
Current assets	991,846	Current liabilities	223,295
Cash and cash equivalents	498,868	Trade and other payables	42,253
Trade and other receivables	86,295	Deferred income	55,437
Other deposits	342,239	Income taxes payable	46,192
Other financial assets	44,995	Lease liabilities	20,830
Other currents assets	19,449	Other financial liabilities	3,073
Non-current assets	418,342	Provisions	18,417
Property, plant and equipment	32,928	Other current liabilities	37,093
Goodwill	49,945	Non-current liabilities	120,975
Intangible assets	36,705	Deferred income	15,783
Right-of-use assets	46,735	Lease liabilities	31,315
Investments accounted for using equity method	63,740	Other financial liabilities	286
Other financial assets	145,883	Provisions	630
Other non-currents assets	3,633	Other non-current liabilities	12,148
Deferred tax assets	38,773	Deferred tax liabilities	60,813
		<b>Total liabilities</b>	<b>344,270</b>
		<b>(Equity)</b>	
		Total equity attributable to owners of parent	1,057,544
		Share capital	58,191
		Capital surplus	36,645
		Treasury shares	(93,820)
		Other components of equity	191,317
		Retained earnings	865,211
		Non-controlling interests	8,374
		<b>Total equity</b>	<b>1,065,918</b>
<b>Total assets</b>	<b>1,410,188</b>	<b>Total liabilities and equity</b>	<b>1,410,188</b>

**Consolidated Statement of Profit or Loss**  
(From January 1, 2025 to December 31, 2025)

(Millions of Yen)

Account	Amount
Revenue	475,102
Cost of sales	(193,088)
Gross profit	282,014
Selling, general and administrative expenses	(161,928)
Other income	10,673
Other expenses	(6,747)
Operating profit	124,012
Finance income	37,250
Finance costs	(10,513)
Share of loss of investments accounted for using equity method	(1,697)
Impairment loss on equity method investments	(8,601)
Profit before tax	140,451
Income tax expense	(50,752)
Profit	89,699
(Attributable to)	
Owners of parent	92,052
Non-controlling interests	(2,353)
Profit	89,699

## Consolidated Statement of Changes in Equity

(From January 1, 2025 to December 31, 2025)

(Millions of Yen)

	Equity attributable to owners of parent						Non-controlling interests	Total equity
	Share capital	Capital surplus	Treasury shares	Other components of equity	Retained earnings	Total		
Balance as of January 1, 2025	50,797	30,079	(49,158)	207,098	780,197	1,019,013	11,512	1,030,525
Profit	—	—	—	—	92,052	92,052	(2,353)	89,699
Other comprehensive income	—	—	—	54,228	—	54,228	16	54,244
Total comprehensive income	—	—	—	54,228	92,052	146,280	(2,337)	143,943
Issuance of new shares	7,394	7,394	—	—	—	14,788	—	14,788
Share issuance costs	—	(43)	—	—	—	(43)	—	(43)
Dividends	—	—	—	—	(24,396)	(24,396)	—	(24,396)
Share-based payment transactions	—	—	—	(2,240)	—	(2,240)	—	(2,240)
Forfeiture of subscription rights to shares	—	—	—	(72)	45	(27)	27	—
Changes in ownership interest in subsidiaries	—	(748)	—	—	—	(748)	(828)	(1,576)
Purchase of treasury shares	—	(40)	(96,845)	—	—	(96,885)	—	(96,885)
Disposal of treasury shares	—	3	2,183	(384)	—	1,802	—	1,802
Cancellation of treasury shares	—	—	50,000	—	(50,000)	—	—	—
Transfer from other components of equity to retained earnings	—	—	—	(67,313)	67,313	—	—	—
Total transaction with owners	7,394	6,566	(44,662)	(70,009)	(7,038)	(107,749)	(801)	(108,550)
Balance as of December 31, 2025	58,191	36,645	(93,820)	191,317	865,211	1,057,544	8,374	1,065,918

## Notes to Consolidated Financial Statements

### 1. Significant basis for preparation of the consolidated financial statements

#### (1) Basis of preparation of consolidated financial statements

The consolidated financial statements are prepared in accordance with the designated international accounting standards (IFRS) pursuant to provisions of Article 120, Paragraph 1 of the Regulation on Corporate Accounting. Certain disclosure items required by IFRS are omitted in the consolidated financial statements as permitted by the second sentence of the above-mentioned paragraph.

#### (2) Scope of consolidation

Status of consolidated subsidiaries

Number of consolidated subsidiaries: 36

Name of major consolidated subsidiaries

NEXON Korea Corporation (Korea)

NEOPLE Inc. (Korea)

NEXON Games Co., Ltd. (Korea)

Nexon America Inc. (United States)

Lexian Software Development (Shanghai) Co., Ltd. (China)

Embark Studios AB (Sweden)

#### (3) Application of the equity method

Status of affiliates and jointly controlled entities accounted for using the equity method

Number of affiliates and jointly controlled entities accounted for using the equity method: 13

Name of the major companies accounted for using the equity method

Brothers International, LLC (United States)

Alignment Growth Fund I, LP (United States)

IGIS Private Real Estate Investment Trust No.35 (Korea)

#### (4) Changes in the scope of consolidation and application of the equity method

##### 1) Changes in the scope of consolidation

The following companies are included in the scope of consolidation from the current fiscal year: NEXON CREATIVE STUDIO VINA (Vietnam), dilloquest (Korea), Nexon HQ Co., Ltd. (Korea) and VIP Stable Growth Fund (Korea) as they were newly established and became consolidated subsidiaries.

The following companies were excluded from the scope of consolidation during the current fiscal year: methinks Co., Ltd (Korea) due to the completion of liquidation and Nitro Studio Co., Ltd. (Korea) due to the commencement of bankruptcy proceedings.

##### 2) Changes in the scope of the equity method application

Alignment Growth Fund II, LP (United States) are included in the scope of the equity method application from the current fiscal year as it became an affiliate through new acquisition of equity interests.

MOAI GAMES Corporation (Korea), CraveMob Co., Ltd. (Korea), and Thought Pennies Inc., (United States) were excluded from the scope of the equity method application during the current fiscal year due to the sale of equity interests.

(5) Matters related to fiscal year of consolidated subsidiaries

All consolidated subsidiaries have the same fiscal year-end as the consolidated fiscal year-end.

(6) Accounting policies

1) Valuation basis and method for financial assets

(a) Non-derivative financial assets

Non-derivative financial assets are initially recognized on the date when Nexon Group becomes a party to the contractual terms of such financial assets.

Financial assets are classified as financial assets measured at amortized cost if both of the following conditions are met. If not, they are classified as financial assets measured at fair value.

- The financial assets are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows
- The contractual terms of the financial assets give rise on prescribed dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets measured at fair value are classified into financial assets measured at fair value through profit or loss (FVTPL) and measured at fair value through profit or loss.

Equity instruments, except for those held for trading purpose, that are designated as financial instruments measured at fair value through other comprehensive income (FVTOCI) at initial recognition are classified into financial assets measured at FVTOCI and measured at fair value through other comprehensive income. Such designation is made for individual equity instrument as an irrevocable election and applied consistently.

(Financial assets measured at amortized cost)

Financial assets measured at amortized cost are initially recognized at fair value plus directly attributable transaction costs.

Subsequently, the carrying amount of the financial assets measured at amortized cost is calculated using the effective interest method, less accumulated impairment loss, if any. Interest income using the effective interest method is recognized in profit or loss.

(Financial assets measured at FVTPL)

Financial assets measured at FVTPL are initially recognized at fair value, and transaction costs are recognized in profit or loss when incurred. Subsequently, they are measured at fair value, with unrealized gains or losses arising from changes in fair value, interest income and dividend income recognized in profit or loss.

(Financial assets measured at FVTOCI)

Financial assets measured at FVTOCI are initially recognized at fair value plus directly attributable transaction costs. Subsequently, they are measured at fair value, with changes in fair value recognized in other comprehensive income. If they are derecognized or their fair value substantially declines, the accumulated gains or losses recognized through other comprehensive income are reclassified into retained earnings.

Dividends earned from these investments are recognized in profit or loss unless they clearly represent return of initial investment.

Nexon Group derecognizes financial assets when rights to receive cash flows from financial assets expire, or when Nexon Group transfers the rights as well as substantially all the risks and rewards of ownership of the asset.

(b) Impairment of financial assets measured at amortized cost

Nexon Group recognizes loss allowance to provide for expected credit loss for financial assets measured at amortized cost. In recognizing loss allowance, we assess whether there has been a significant increase in credit risk since initial recognition of financial assets or a group of similar financial assets measured at amortized cost at each reporting date and recognize expected credit loss. At the reporting date, if credit risk for financial instruments has not increased significantly since initial recognition, we recognize expected credit losses that result from default events that are possible within 12 months after the reporting date (12-month expected credit losses). On the other hand, at the reporting date, if the credit risk has increased significantly since initial recognition, we recognize expected credit losses that result from all possible default events over the expected life of the financial instruments (lifetime expected credit losses). For trade and other receivables, however, we recognize lifetime expected credit losses as a practical expedient based on historical credit loss rates.

The amount of expected credit loss is measured as the present value of cash shortfalls between the total contractual cash flows that are due to Nexon Group and estimated future cash flows Nexon Group expects to receive, and recognized in profit or loss.

When there is objective evidence that the financial assets are impaired such as significant deterioration in the financial condition of the debtor or violation of the contract terms by the debtor such as default or delinquency in payments, we recognize interest income by applying the effective interest method to the net carrying amount adjusted for the loss allowance.

When there is no reasonable expectations of recovering all or part of the financial assets, the carrying amount of the financial assets are directly reduced.

(c) Fair value of financial assets

Fair values of financial assets are determined based on quoted market prices if assets are traded on active financial markets at the end of each reporting period.

If an active market does not exist, fair values of financial assets are determined using appropriate valuation techniques (e.g., income approach, market approach).

See “4. Financial instrument” for calculation method of fair value.

2) Valuation basis and method and depreciation or amortization method for property, plant and equipment and intangible assets (excluding goodwill)

(a) Property, plant and equipment

(Recognition and measurement)

Property, plant and equipment are measured at cost less any accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment includes costs directly attributable to the acquisition, costs of dismantling and removing the item and restoring the site on which it is located, and borrowing costs to be capitalized.

Items of property, plant and equipment that have different useful lives are recorded as separate items.

(Depreciation)

Depreciation is calculated based on the depreciable amount. Depreciable amount is calculated as the cost of an asset less its residual value.

Each item of property, plant and equipment is depreciated using the straight-line method over the estimated useful life. Land is not depreciated.

The estimated useful lives of major items of property, plant and equipment are as follows:

- Buildings and structure: 3 to 50 years
- Tools, furniture and fixtures: 2 to 15 years

The depreciation methods, useful lives and residual values are reviewed at the end of each consolidated fiscal year and revised if necessary.

(b) Intangible assets

(Intangible assets acquired through business combination)

Intangible assets acquired through business combination and recognized separately from goodwill are initially recognized at fair value on the acquisition date.

Subsequently, those intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses.

(Software)

Nexon Group incurs certain costs to purchase or develop software for internal use.

Expenditures arising from research activities to obtain new scientific or technical knowledge are recognized as expenses when incurred. Expenditures arising from development activities are capitalized as intangible assets, if, and only if, they are reliably measurable, developments are technically feasible, it is highly probable to generate future economic benefits, and Nexon Group has an intention and adequate resources to complete the development of the assets to use or sell them.

Capitalized software costs are carried at cost less any accumulated amortization and any accumulated impairment losses.

(Research and development costs)

Expenditures arising from research activities to obtain new scientific or technical knowledge and understanding are recognized as expenses when incurred. Development costs that satisfy certain conditions are capitalized and carried at cost less any accumulated amortization and any accumulated impairment losses.

(Game copyrights and other intangible assets than investments in crypto-assets (individually acquired intangible assets))

Nexon Group purchases distribution rights for online games developed by other companies and recognizes them as intangible assets. Game copyrights and other intangible assets acquired by Nexon Group with finite useful lives are measured at cost less accumulated amortization and accumulated impairment losses. There are no intangible assets with indefinite useful lives.

(Investments in crypto-assets)

Nexon Group recognizes the investment in crypto-assets as an intangible asset under IAS 38 *Intangible Assets* ("IAS 38") and measures it initially at cost.

Nexon Group has determined it to be an intangible asset with an indefinite useful life and has not conducted amortization because the intangible asset has an unlimited usage period and we deem it would exist as long as it is used as a means of an exchange. After the initial recognition, Nexon Group has elected to measure the intangible asset using the revaluation model.

Under the revaluation model, Nexon Group recognizes the intangible asset at a revalued amount which is its fair value at the date of the revaluation less any subsequent accumulated impairment losses. For the purpose of revaluations under IAS 38, fair value is measured by reference to an active market.

If an intangible asset's carrying amount increases as a result of revaluation, Nexon Group recognizes the increase in other comprehensive income and it is accumulated in other components of equity as revaluation surplus. However, the increase is recognized in profit or loss to the extent that it reverses a revaluation decrease of the same intangible asset previously recognized in profit or loss.

If an intangible asset's carrying amount decreases as a result of revaluation, Nexon Group recognizes the decrease as an expense. However, the decrease is recognized in other comprehensive income to the extent of any credit balance in the revaluation surplus in respect of that intangible asset. The decrease recognized in other comprehensive income reduces the amount accumulated in other components of equity as revaluation surplus.

Nexon Group directly reclassifies revaluation surplus to retained earnings if the surplus is realized due to derecognition of the intangible asset.

(Amortization)

Amortization is calculated based on the cost of an asset less its residual value. Amortization of intangible assets is computed using the straight-line method over their estimated useful lives from the date when the assets become available for use.

Estimated useful lives for major intangible assets are as follows:

- Game copyrights 5 years

The amortization methods, useful lives and residual values are reviewed at the end of each consolidated fiscal year and revised if necessary. Residual values are considered to be zero.

(Impairment loss of non-financial assets)

The carrying amounts of Nexon Group's non-financial assets, excluding inventory and deferred tax assets, are assessed on a quarterly basis as to whether there is any indication of impairment. If any such indication exists, the recoverable amount of the assets is estimated. Regarding goodwill, intangible assets with indefinite useful lives, and intangible assets not yet available for use, the recoverable amount is estimated at the end of each consolidated fiscal year and when any indication of impairment is identified.

The recoverable amount of an asset or a cash-generating unit (CGU) is the higher of its value in use and its fair value less costs of disposal. In calculating value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the time value of money and the risks specific to the asset. A CGU is the smallest group of assets which generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets.

The CGU of goodwill is determined based on the unit by which the goodwill is monitored for internal management purposes and does not exceed an operating segment.

Because corporate assets do not generate independent cash inflows, if there is an indication that corporate assets may be impaired, the recoverable amount is determined for the CGU to which the corporate assets belong.

If the carrying amount of an asset or a CGU exceeds its recoverable amount, an impairment loss is recognized through profit or loss. The impairment loss recognized related to a CGU is allocated to reduce the carrying amount of the goodwill allocated to the CGU and then to reduce the carrying amount of the other assets of the CGU on a prorated basis.

Nexon Group assesses on a quarterly basis as to whether there is any indication that an impairment loss recognized in prior years for an asset may have decreased or may no longer exist. An impairment loss is reversed if an indication of reversal exists and there has been a change in the estimates used to determine the asset's recoverable amount. An impairment loss is reversed to the extent the carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized. Impairment losses recognized for goodwill are not reversed.

### 3) Leases

At Nexon Group, we assess whether the contract is, or contains, a lease at inception of a contract. We deem that a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. We review the following matters in our assessment of whether or not a contract conveys the right to control the use of an identified asset:

- whether the use of an identified asset is included in the contract;
- whether Nexon Group has the right to receive almost all economic benefits from the use of the asset over the entire period of usage; and
- whether Nexon Group has the right to give instructions on the use of the asset.

When Nexon Group enters into or reviews a contract that contains lease components, we allocate the consideration in the contract to each component on the basis of the relative stand-alone prices of lease and non-lease components. However, with regards to leases of a building or similar assets for which Nexon Group is the lessee, we have elected not to separate non-lease components from lease components, and instead account for lease and non-lease components as a single lease component.

Nexon Group determines the lease term as the non-cancellable period during which the lessee has the right to use the underlying asset, together with both:

- Periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and
- Periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

(Lease as a lessee)

Nexon Group recognizes a right-of-use asset and a lease liability at the commencement date.

The right-of-use asset is initially measured at cost. The cost of the right-of-use asset is derived by adjusting the amount of the initial measurement of the lease liability by any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to be incurred in dismantling and removing the underlying asset or restoring the underlying asset or the site on which it is located, less any lease incentives received.

After initial recognition, the right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful life of the right-of-use asset is determined in the same way as property, plant and equipment. In addition, the carrying amount of the right-of-use asset is reduced due to impairment losses and adjusted at remeasurement of the corresponding lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used. The lessee's incremental borrowing rate is determined primarily by using the risk free rate, such as that of government bonds, adjusted for credit risks, or the most recent borrowing rate from a financial institution.

The total lease payments included in the measurement of the lease liability comprise the following payments:

- fixed lease payments (including in-substance fixed lease payments), less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option if Nexon Group is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease if the lease term reflects the exercise of an option to terminate the lease by the lessee.

Subsequent to initial recognition, the carrying amount of lease liability is increased by the amount of interest expense on the lease liability and reduced by the amount of lease payments made. The lease liability will be remeasured if there is any change in future lease payments due to a change in an index or a rate, in the amounts expected to be payable under residual value guarantees, or in the certainty to exercise the purchase option, the extension option, or the option to terminate the lease.

At remeasurement of the lease liability, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or if the carrying amount of the right-of-use asset is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss.

In the consolidated statement of financial position, Nexon Group presents right-of-use assets that do not satisfy the definition of investment property under “right-of-use assets” and lease liabilities under “lease liabilities (current)” and “lease liabilities (non-current).”

(Short-term and low-value leases)

Nexon Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases for which the underlying assets is of low-value.

Nexon Group recognizes lease payments for these leases as expenses over the lease term on a straight-line basis.

(Lease as a lessor)

In cases where Nexon group is the lessor, we classify each of our leases as either a finance lease or an operating lease at the inception date of the lease. To classify each lease, we make an overall assessment as to whether or not it transfers substantially all of the risks and rewards incidental to ownership of an underlying asset. If it does, a lease is classified as a finance lease. If not, it is classified as an operating lease.

As a part of this assessment, we review certain indexes including whether or not the lease term is for a major part of the economic life of the underlying asset.

- In cases where Nexon Group is an intermediate lessor, the head lease and the sublease are accounted for separately.
- The classification of a sublease is determined upon referring, not to the underlying asset, but to the right-of-use asset that arise from the head lease.
- If the head lease is a short-term lease to be accounted for by applying the provision for exemption as above, the sublease is classified as an operating lease.
- If a contract contains lease and non-lease components, Nexon Group applies IFRS 16 and allocates the consideration in the contract to each component proportionately.

Nexon Group recognizes lease payments from operating leases as income on a straight-line basis over the lease term and presents them by including them in “other income.”

For lease payments from finance leases, at the commencement date, we recognize assets held under a finance lease in our statement of financial position and present them as a receivable under “trade and other receivables” and “other financial assets (non-current)” at an amount equal to the net investment in the lease.

At the commencement date, the lease payments included in the measurement of the net investment in the lease comprise the following payments for the right to use the underlying asset during the lease term which are not received at the commencement date:

- fixed lease payments (including in-substance fixed lease payments), less any lease incentives payable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- any residual value guarantees provided to the lessor by the lessee;
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease if the lease term reflects the exercise of an option to terminate the lease by the lessee.

Nexon Group recognizes lease payments from finance leases as “finance income” over the lease term based on a pattern that reflects a certain rate of return on Nexon Group’s net investment in the lease.

#### 4) Major provisions

Provisions are recognized when Nexon Group has a present legal or constructive obligation that can be reliably estimated as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. Provisions are calculated as the estimated future cash flows discounted to their present value using a pre-tax discount rate that reflects the time value of money and the risks specific to the liabilities. The unwinding of the discount is recognized as finance costs.

Asset retirement obligations are recognized to provide for obligations to restore leased offices and other premises to their original conditions. The amount of the obligations is estimated, recognized and measured considering the conditions of each property individually and specifically, based on factors including Nexon Group’s past experience of restoration and the estimated periods of use determined taking into account the useful lives of leasehold improvements.

#### 5) Revenue recognition

Nexon Group is engaged in PC online business, mobile business, consulting business for PC online game distribution and internet advertisement business. Revenue is measured at the fair value of the consideration received for services rendered in the ordinary course of business less sales-related taxes.

Revenue from contracts with customers for transactions involving provision of services is recognized based on the following five-step approach:

- Step 1: Identify contracts with customers
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations
- Step 5: Recognize revenue when (or as) performance obligations are satisfied

Nexon Group has neither incremental cost for the acquisition of contracts with customers, nor any incidental part that is deemed recoverable and needs to be recognized as an asset. “Deferred income” in the consolidated statement of financial position falls under contract liability under IFRS 15.

Nexon Group identifies different assets or services included in contracts with customers and uses them as transactional units in the identification of our performance obligations. As we identify our performance obligations, we conduct a review as to whether we are a principal or agent. Revenue recognition criteria and basis for gross versus net presentation of revenue for major revenue categories are as follows.

##### (A) Revenue recognition criteria by major revenue category

Nexon Group generates revenue primarily from (a) sales of items and digital game content in PC online business and mobile business; (b) royalty income from granting distribution rights for PC online games developed and commercialized by Nexon Group; and (c) revenue from consulting business for PC online game distribution and in-game advertisement business.

- (a) Revenue from sales of items and digital game content in PC online business and mobile business
  - PC online business distributes PC online games developed by Nexon Group or other companies. To play Nexon Group’s PC online games, there is no basic usage fee, but certain fees are charged to purchase necessary items or use certain services. In PC online game, revenue is recognized over the estimated usage period during which the game items purchased in exchange for game points are expected to be used.
  - Also, in PC online business, we also engage in the paid distribution of digital game content developed by Nexon Group or other companies. We consider that the sales contracts for our digital game content, particularly products that include online features, generally contain multiple performance obligations as set out below depending on the nature of the transactions.
    - (i) Obligation to deliver digital game content
    - (ii) Obligation to provide future content updates
    - (iii) Obligation to provide access to online services (e.g., multiplayer functions)

The transaction price is allocated to each of these performance obligations in proportion to their respective stand-alone selling prices.

For performance obligations such as “future content updates” or “online services,” which are not sold separately and for which observable prices are not directly available, significant management judgment is required in determining their stand-alone selling prices.

With respect to each of the above performance obligations, if it is determined that the customer cannot benefit from a good or service on its own or together with other resources that are readily available to the customer, the related performance obligations are treated as a single combined performance obligation.

Revenue allocated to each performance obligation is recognized as follows:

- (i) Digital game content: Revenue is recognized at a point in time when the customer is able to access the game and control of the asset has been transferred.
- (ii) Future content updates: Revenue is recognized over the period during which the promised content updates are provided (e.g., the expected service period).
- (iii) Online services: Revenue is recognized over the period during which online services are provided to the customer (e.g., the estimated average customer usage period).

Mobile business distributes mobile games developed by Nexon Group or other companies through terminals including smartphones and tablets. To play mobile games, there is no basic usage fee, but certain fees are charged to purchase necessary items or use certain services. In mobile game, revenue is recognized over the estimated usage period during which the game items purchased in exchange for game points are expected to be used.

In our PC online and mobile businesses, we mostly provide services as a principal, but we also provide some services as an agent.

- (b) Royalty income from granting distribution rights for PC online games developed and commercialized by Nexon Group

As the owner of the copyright, Nexon Group enters into a license agreement with third party distribution companies and grant distribution rights for PC online games developed and commercialized by Nexon Group.

We deem the performance obligations for royalty income arising from granting distribution rights to third parties to be satisfied over the contract term of the relevant royalty agreement when it is probable that the economic benefits associated with the transaction will flow to Nexon Group and such income amount can be measured reliably.

For the granting of publishing rights through licensing agreements, we conduct transactions as a principal.

- (c) Revenue from consulting business for PC online game distribution and in-game advertisement business

In consulting business, a subsidiary provides Chinese domestic distribution companies with consulting services for setting up and maintaining billing systems and membership systems, business strategy development, game business management, and marketing, and recognize revenue for rendered services by reference to the stage of completion of the transaction. We provide services in our consulting business as a principal.

In in-game advertisement business, advertisements are directly exposed to users through their usage of functional items that are equipped with advertisement function in the game, and revenue is recognized over the advertisement period. For our in-game advertisement business, we decide whether we are a principal or agent on a case-by-case basis.

#### (B) Revenue recognition based on satisfaction of performance obligations

Nexon Group recognizes revenue when, or as, we satisfy our performance obligations by transferring services to customers.

We recognize that performance obligations are satisfied over time in our PC online business, mobile business, consulting business for PC online game distribution, and internet advertisement business. In segment information, revenue from our consulting business for PC online game distribution is included in PC online, and revenue from our internet advertisement business is included in Other.

- (a) Performance obligations satisfied at a point in time  
Nexon Group recognizes revenues at a point in time as the transfer of control occurs upon delivery to customers.
- (b) Performance obligations satisfied over time  
If any one of the following criteria is met, control of a service is transferred over time, and therefore, performance obligations are satisfied and revenues are recognized over time.
  - (i) The customer simultaneously receives and consumes the benefit provided by Nexon Group's performance as Nexon Group performs.
  - (ii) Nexon Group's performance creates or enhances an asset (e.g., work in progress) that the customer controls as the asset is created or enhanced.
  - (iii) Nexon Group's performance does not create an asset with an alternative use to Nexon Group and Nexon Group has an enforceable right to payment for performance completed to date.

We recognize performance obligations for revenue from item charging by estimating the service period of items sold for each game. We assume the period to satisfy performance obligations to be the same as the estimated service period, which is calculated by classifying an item sold into three types (i.e. consumable, periodic, permanent) according to its specification.

For permanent items for which our performance obligations continue on a permanent basis, we adopt a method of calculating the users' weighted average service usage period.

For royalty income, we recognize revenue assuming the contract term of copyrights, etc. owned by Nexon Group to be the period to satisfy performance obligations.

(C) Gross versus net presentation of revenue

In the ordinary course of business, there are cases where Nexon Group acts as an intermediary or agent. In reporting revenue arising from these transactions, Nexon Group determines whether to present revenue in the gross amount of the consideration received from customers or in the amount of consideration net of commissions and other fees payable to third parties. However, the decision as to whether revenue is presented in gross or net amount has no impact on profit or loss.

Determination of whether to present revenue in the gross or net amount is based on whether the nature of our performance obligation under the relevant transaction requires us to provide particular goods or services ourselves (i.e. we are a "principal") or to arrange for another party to provide particular goods or services (i.e. we are an "agent"). For transactions in which Nexon Group acts as a "principal," we recognize revenue on a gross basis when or as the performance obligation is satisfied. For transactions in which Nexon Group acts as an "agent," we recognize as revenue the net amount it retains as consideration or commission which we expect to become entitled to receive in exchange for arranging for another party to provide particular goods or services when or as the performance obligation is satisfied. Whether Nexon Group acts as a principal or an agent is determined based on an assessment of terms and conditions of each arrangement with respect to exposure to the significant risks and rewards associated with sale of goods or provision of services.

In addition, we are a "principal" if we control the good or service before transferring it to the customer.

Factors to be considered as requirements for gross presentation of revenue arising from a transaction in which Nexon Group acts as a principal include:

- (a) We have primary responsibility to provide a service to a customer or to fulfill an order.
- (b) We have discretion to directly or indirectly establish pricing.
- (c) We are exposed to credit risk for the amount receivable from the customer.

(D) Significant accounting estimates and judgments

Our revenue recognition involves significant accounting estimates and judgments made by management, particularly with respect to the following items.

- Identification of multiple performance obligations contained in a single contract
- Estimation methods for stand-alone selling prices, particularly when such prices are not directly observable
- Estimation of the period over which revenue for "future content updates" and "online services" is recognized (e.g., service period or average customer usage period)

6) Translation of major foreign currency denominated assets or liabilities to Japanese yen

(a) Functional currency and presentation currency

In preparing the financial statements, each of Nexon Group companies translates transactions denominated in currencies other than its functional currency into the functional currency using the exchange rates at the dates of the transactions. The presentation currency of Nexon Group's consolidated financial statements is Japanese yen which is the Company's functional currency.

(b) Translation of items denominated in foreign currencies

Monetary assets and liabilities denominated in foreign currencies are retranslated into the functional currency using the exchange rates at the end of the reporting period. Non-monetary assets and liabilities denominated in foreign currencies measured at fair value are retranslated into the functional currency using the exchange rates at the date the fair value is determined. Foreign exchange differences arising from the retranslation are recognized in profit or loss, except for those arising from retranslation of financial instruments measured at fair value with changes in fair value recognized in other comprehensive income and those arising from cash flow hedge, which are recognized in other comprehensive income. Non-monetary items denominated in foreign currencies measured at cost are translated using the exchange rates at the dates of the transactions.

(c) Foreign operations

Group companies (mainly foreign operations) that have a functional currency different from the presentation currency translate their assets and liabilities, including goodwill arising from the acquisition of the foreign operations and identified assets and liabilities and related fair value adjustments, into the presentation currency using the exchange rate at the end of the reporting period. Income and expenses of foreign operations are translated into the presentation currency using the average exchange rates for the reporting period unless the exchange rates significantly fluctuated during that period.

Foreign exchange differences arising from translating the financial statements of foreign operations are recognized in other comprehensive income. On the disposal of the entire interest in a foreign operation and on the partial disposal of the interest resulting in loss of control or significant influence, the cumulative amount of foreign exchange differences is reclassified into profit or loss as part of gains or losses on disposal.

7) Goodwill

Nexon Group measures goodwill as the excess of the aggregate of acquisition-date fair value of consideration transferred and the amount of any non-controlling interest in the acquiree over the net acquisition-date amount of identifiable assets acquired and liabilities assumed. The negative excess is recognized in profit or loss.

On the date of acquisition, Nexon Group determines for each transaction whether to measure non-controlling interest at fair value or at proportionate share in the recognized amount of identifiable net asset.

Subsequently, goodwill is measured at cost less any accumulated impairment losses. The carrying amount of investments accounted for using the equity method includes the carrying amount of goodwill.

#### 8) Hedge accounting

Nexon Group's derivative transactions are executed and managed in accordance with the derivative transaction management rules and carried out by the Accounting/Finance Department based on the approval of authorized personnel. Use of derivatives are limited to transactions with high-rated financial institutions in order to mitigate credit risk.

At the inception of the hedge, Nexon Group formally designates and documents the hedging relationship to which hedge accounting is applied and risk management objectives and strategies for undertaking the hedge. The documentation includes identification of hedging instruments, hedged items or transactions, the nature of the risks being hedged and the method to assess the effectiveness of hedging relationship.

Derivatives are initially recognized at contract-date fair value, and subsequently measured at fair value with effective portion of changes in fair value recognized in other comprehensive income and ineffective portion recognized in profit or loss immediately. The cumulative amount of gains or losses recognized in other comprehensive income is reclassified into profit or loss in the consolidated statement of comprehensive income in the same period during which cash flows of the hedged item affect profit or loss.

Application of the hedge accounting is discontinued prospectively if the hedge no longer meets requirements for the hedge accounting or the hedging instrument expires or is sold, terminated, or exercised. If the hedge accounting is discontinued, Nexon Group continues to recognize the balance related to the cash flow hedge previously recognized in other comprehensive income until the forecasted transaction affects profit or loss. When a forecasted transaction is no longer considered probable, the balance related to the cash flow hedge is recognized in profit or loss immediately.

(7) Notes to Accounting Estimates

The preparation of the consolidated financial statements requires the management to make judgments, accounting estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenue, and expenses. Estimates and assumptions are based on past performance and the management's best judgment based on various factors deemed reasonable. However, the actual results may vary from those estimates and assumptions due to their nature, and future changes in uncertain economic conditions may have a material impact on the amounts to be recognized on the consolidated financial statements in the future periods. We review estimates and underlying assumptions on a continuing basis. Any effects from the review of estimates are recognized in the period in which estimates are reviewed and in future periods. Estimates and assumptions that have significant impacts on the amount recognized on the consolidated financial statements are as follows:

- 1) Measurement of fair value of financial instruments  
Fair value of certain financial instruments is calculated based on valuation techniques that include significant unobservable inputs, which may be affected by future changes in uncertain economic conditions. The amount recognized for the current fiscal year is included in "Other financial assets (non-current)" on the consolidated statement of financial position.
- 2) Impairment loss of non-financial assets  
Nexon Group conducts impairment tests for its non-financial assets excluding inventory and deferred tax assets in accordance with "1. Significant basis for preparation of the consolidated financial statements, (6) Accounting policies." The recoverable amount in the impairment test is the higher of its value in use and its fair value less cost of disposal. The value in use is calculated based on the assumption such as a growth rate and discount rate included in the future cash flow projections. These assumptions are determined by the management's best estimate and judgment but may be affected by future changes in uncertain economic conditions. The amount recognized for the current fiscal year is included in "Other current assets," "Property, plant and equipment," "Goodwill," "Intangible assets," "Right-of-use assets," "Investments accounted for using equity method," and "Other non-current assets" on the consolidated statement of financial position. The result of the impairment test of "Goodwill" is presented in "9. Other notes."
- 3) Recoverability of deferred tax assets  
A deferred tax asset is calculated for deductible temporary differences and carryforwards of unused tax credits and tax losses based on the timing and amount of future taxable profits expected to be available against which the temporary differences and the unused tax credit and loss carryforward can be utilized. Such timing and amount is determined by the management's best estimate and judgment but may be affected by future changes in uncertain economic conditions. The amount recognized for the current fiscal year is included in "Deferred tax assets" on the consolidated statement of financial position.

2. Notes to consolidated statement of financial position

(1) Assets pledged as collateral

Other financial assets (current)	
Time deposits	¥12,374 million
Other financial assets (non-current)	
Time deposits	¥318 million
<u>    Total</u>	<u>¥12,692 million</u>

Time deposits above mainly relate to borrowings from financial institutions by employees of our overseas subsidiaries.

(2) Liabilities corresponding to pledged assets

Not applicable

(3) Loss allowance directly deducted from assets

Trade and other receivables	¥376 million
Other financial assets (current)	¥9,590 million

(4) Accumulated depreciation of property, plant and equipment      ¥25,795 million

Accumulated depreciation of property, plant and equipment above includes accumulated impairment loss on property, plant and equipment of ¥837 million.

(5) Guarantee liabilities

Not applicable

3. Notes to consolidated statement of changes in equity

(1) Class and number of shares issued and outstanding

Class of shares	Total number as of January 1, 2025	Increase	Decrease	Total number of shares as of December 31, 2025
Common stock	842,443,413 shares	4,629,242 shares	19,911,683 shares	827,160,972 shares

(Notes) 1. The increase in the total number of common stock issued and outstanding of 4,629,242 shares results from exercise of subscription rights to shares.

2. The decrease in the total number of common stock issued and outstanding of 19,911,683 shares results from cancellation of treasury shares.

(2) Class and number of treasury shares

Class of shares	Total number as of January 1, 2025	Increase	Decrease	Total number of shares as of December 31, 2025
Common stock	19,450,212 shares	37,206,300 shares	20,902,985 shares	35,753,527 shares

(Notes) 1. The increase in the total number of treasury common stock includes 37,206,300 shares resulting from purchase of treasury shares.

2. The decrease in the total number of treasury common stock of 19,911,683 shares results from cancellation of treasury shares.

3. The decrease in the total number of treasury common stock of 192,002 shares results from disposal of the Company's shares owned by our consolidated subsidiary Stiftelsen Embark Incentive ("Foundation").

4. The decrease in the total number of treasury common stock of 799,300 shares results from disposal of the Company's shares owned by our consolidated subsidiary NEXON Employee Benefit Trust ("Trust").

5. Treasury shares of 35,753,527 shares as of December 31, 2025 includes the Company's shares owned by the Foundation of 212,279 shares and by the Trust of 1,288,048 shares.

(3) Dividends from surplus

1) Amount of dividend paid

Resolution	Class of shares	Total dividends (Millions of yen)	Dividend per share (Yen)	Record date	Effective date	Dividend source
Board of Directors meeting on February 19, 2025	Common stock	12,382	15.0	December 31, 2024	March 27, 2025	Retained earnings
Board of Directors meeting on August 13, 2025	Common stock	12,014	15.0	June 30, 2025	September 25, 2025	Retained earnings

(Notes) 1. Total dividends pursuant to the resolutions at the Board of Directors meetings on February 19, 2025 include dividends of ¥6 million and ¥31 million attributable to the Company's shares owned by the Foundation and the Trust, respectively.

2. Total dividends pursuant to the resolutions at the Board of Directors meetings on August 13, 2025 include dividends of ¥6 million and ¥19 million attributable to the Company's shares owned by the Foundation and the Trust, respectively.

2) Dividends with the record date in the current fiscal year but the effective date in the following fiscal year

Resolution	Class of shares	Total dividends (Millions of yen)	Dividend per share (Yen)	Record date	Effective date	Dividend source
Board of Directors meeting on February 20, 2026	Common stock	23,787	30.0	December 31, 2025	March 26, 2026	Retained earnings

(Note) Total dividends pursuant to the resolution at the Board of Directors meeting on February 20, 2026 include dividends of ¥6 million and ¥39 million attributable to the Company's shares owned by the Foundation and the Trust, respectively.

(4) Subscription rights to shares as of December 31, 2025

	Class of underlying shares	Number of underlying share s
Subscription rights to shares as 2020 Stock Option (18-2)	Common stock	378,000 shares
Subscription rights to shares as 2020 Stock Option (18-3)	Common stock	6,204,000 shares
Subscription rights to shares as 2021 Stock Option (20-1)	Common stock	63,867 shares
Subscription rights to shares as 2021 Stock Option (20-2)	Common stock	3,949,351 shares
Subscription rights to shares as 2021 Stock Option (20-3)	Common stock	10,000 shares
Subscription rights to shares as 2022 Stock Option (22)	Common stock	60,000 shares
Subscription rights to shares as 2023 Stock Option (24-1)	Common stock	4,003 shares
Subscription rights to shares as 2025 Stock Option (26-2)	Common stock	16,140 shares

(Note) Subscription rights to shares whose exercise period is yet to start and unvested subscription rights to shares are excluded.

#### 4. Notes to financial instruments

##### (1) Policies on the use of financial instruments

Nexon Group secures necessary working capitals and investment fund based on the business plan, etc. Excess funds are invested in short-term deposits and marketable securities. Nexon Group uses derivative contracts mainly for the purpose of hedging interest rates and foreign exchange fluctuation risk and do not use them for speculative purposes.

##### (2) Descriptions and risks of financial instruments as well as risk management system

Trade and other receivables are exposed to credit risk of business partners. With regard to the credit risk, the Company and its consolidated subsidiaries, based on the respective credit management regulations, regularly conduct credit reviews of their customers to obtain their credit information and manage due dates and outstanding credit balances by customer, in order to detect signs of deteriorating financial conditions of customers at an early stage and mitigate potential risks regarding collectibility.

Marketable securities included in other financial assets primarily consist of stocks and investments in investment partnership. These securities are exposed to credit risk of issuers, market price fluctuation risk and foreign exchange fluctuation risk. Nexon Group manages these risks by obtaining information about market values and financial conditions of these issuers regularly.

All trade and other payables become due within one year.

##### (3) Supplemental information on fair values of financial instruments

The fair values of financial instruments are estimated using values based on the market price or discounting future cash flows when there are no market prices. As such values are calculated using variable factors, using different assumptions may result in different values.

##### (4) Fair values of financial instruments

Amounts on the consolidated statement of financial position and fair values as of December 31, 2025 are as follows.

	Consolidated statement of financial position (Millions of yen)	Fair value (Millions of yen)
Cash and cash equivalents	498,868	498,868
Trade and other receivables	86,295	86,295
Other deposits	342,239	342,239
Other financial assets (current)	44,995	44,995
Other financial assets (non-current)	145,883	145,883
Total assets	1,118,280	1,118,280
Trade and other payables	42,253	42,253
Other financial liabilities (current)	3,073	3,073
Other financial liabilities (non-current)	286	286
Total liabilities	45,612	45,612

Fair values of financial assets and financial liabilities are determined as follows. The fair values of financial instruments are estimated using values based on the market price or discounting future cash flows when there are no market prices.

Cash and cash equivalents, other deposits, trade and other payables

They are stated at carrying amount as it approximates fair value because of the short period of time until its maturity or settlement.

Trade and other receivables

Fair values are estimated in certain intervals based on the present value of future cash flows of receivables grouped by category discounted at the appropriate rate such as government bonds yields adjusted with credit risk. Trade and other receivables with short maturities are stated at carrying amount as it approximates fair value.

Other financial assets (current)

Marketable equity and debt instruments are classified as financial assets measured at fair value through profit or loss (FVTPL) and measured at fair value at the end of the reporting period. Fair values are based on market prices.

Other items presented in this category are stated at carrying amount as it approximates fair value because of the short period of time until its maturity or settlement.

Other financial assets (non-current)

Stocks included in marketable securities are classified as financial assets measured at fair value through other comprehensive income (FVTOCI) and measured at fair value at the end of the reporting period. Fair values are based on market prices.

Unlisted shares classified as financial assets measured at fair value through other comprehensive income (FVTOCI) are measured at fair value at the end of the reporting period. Fair values are estimated primarily by discounting future cash flows.

Securities, such as stocks other than above and funds, are classified as financial assets measured at fair value through profit or loss (FVTPL) and measured at fair value at the end of the reporting period.

For other items presented in this category, fair values are estimated primarily by discounting future cash flows.

Other financial liabilities (current)

They are stated at carrying amount as it approximates fair value because of the short period of time until its maturity or settlement.

Other financial liabilities (non-current)

Derivative liabilities without hedge accounting application are mainly classified as financial liabilities measured at fair value through profit or loss (FVTPL) and measured at fair value at the end of the reporting period.

For other items presented in this category, fair values are estimated primarily by discounting future cash flows.

## 5. Components of financial instruments by level of fair value

IFRS 13 *Fair Value Measurement* requires fair value measurements to be categorized using the fair value hierarchy based on the significance of the inputs used to measure fair value.

The fair value hierarchy consists of the following three levels:

- Level 1: Quoted prices for identical assets or liabilities in active markets
- Level 2: Inputs made up of prices, other than quoted prices, that are observable, either directly or indirectly
- Level 3: Inputs that include unobservable prices

The level of the fair value used to measure fair value is determined based on the lowest level input that is significant to the fair value measurement. Transfers between levels are recognized on the date of the event or change in circumstances that caused the transfer.

### (a) Financial instruments measured at amortized cost

Financial assets and liabilities measured at amortized cost classified by level of fair value hierarchy as of December 31, 2025 are as follows. However, financial assets and liabilities whose carrying amounts approximate their fair values are not included in the table below.

(Millions of yen)

	Carrying amount	Fair value			
		Level 1	Level 2	Level 3	Total
Other financial assets (non-current)					
Time deposits	352	—	352	—	352
Security deposits and guarantees	5,317	—	—	5,317	5,317
Long-term loans receivable	10,973	—	—	10,973	10,973
Other	1,254	—	—	1,254	1,254
Total	17,896	—	352	17,544	17,896
Other financial liabilities (non-current)					
Other	286	—	—	286	286
Total	286	—	—	286	286

### (b) Financial instruments measured at fair value

Financial assets and liabilities measured at fair value on a recurring basis classified by level of fair value hierarchy as of December 31, 2025 are as follows.

(Millions of yen)

	Fair value			
	Level 1	Level 2	Level 3	Total
Other financial assets (current)				
Financial assets measured at FVTPL				
Stocks	20,435	—	—	20,435
Other financial assets (non-current)				
Financial assets measured at FVTPL				
Stocks	—	—	2,678	2,678
Funds	—	—	64,889	64,889
Financial assets measured at FVTOCI				
Stocks	54,275	—	6,048	60,323
Total	74,710	—	73,615	148,325

(c) Reconciliation of financial instruments classified as Level 3

Reconciliation of financial instruments measured at fair value on a recurring basis classified as Level 3 from the beginning balance to the ending balance during the current fiscal year is as follows.

(Millions of yen)

	Other financial assets		
	Stocks	Funds	Total
Balance at January 1	7,783	45,200	52,983
Gains or losses (Note 1)			
Profit (loss)	83	11,220	11,303
Other comprehensive income	270	—	270
Purchases	442	9,097	9,539
Sales	(21)	—	(21)
Distributions	—	(1,281)	(1,281)
Exchange differences on translating foreign operations	169	653	822
Balance at December 31	8,726	64,889	73,615

(Note) 1. Gains or losses recognized in profit (loss) are presented in finance income or expenses. Gains or losses recognized in other comprehensive income are presented in financial assets measured at fair value through other comprehensive income.

Fair values of financial instruments classified as Level 3 are measured by the Accounting/Finance Department of the Company and its consolidated subsidiaries in accordance with relevant internal rules. Fair values are measured with reasonably estimated inputs using the most appropriate valuation model determined based on the nature of the assets, etc., and a proper internal approval process is followed in making such decisions to ensure the validity of the valuation of fair values.

The valuation technique used to measure fair values of financial instruments measured at fair value on a recurring basis that are classified as Level 3 is mainly the discounted cash flow method, and the significant unobservable input is usually a discount rate. A rise or fall in discount rates result in a decrease or increase in these fair values, respectively. The effect on fair values of using reasonably possible alternative assumptions as inputs are insignificant.

## 5. Notes on revenue recognition

### (1) Disaggregation of revenue

Reportable segments of Nexon Group are components of Nexon Group for which separate financial statements are available that are evaluated regularly by the Board of Directors in deciding how to allocate management resources and in assessing performance.

Nexon Group is engaged in production, development and distribution of PC online games and mobile games, and the Company (in Japan) and its local consolidated subsidiaries (overseas) develop overall strategies for their respective products and services in each region and operate business activities as independent units. Accordingly, Nexon Group is comprised of geographical business segments based on production, development, and distribution of PC online games and mobile games. Nexon Group has formed its reportable segments by consolidating business segments based on the geographic location since subsidiaries in the same region, due to their business characteristics, receive similar impact of the foreign exchange fluctuation risk on their operating results and the ratio of the impact to operating results is high. There are five reportable segments: “Japan,” “Korea,” “China,” “North America” and “Other” which includes Europe and Asian countries.

Nexon Group has applied IFRS 15 *Revenue from Contracts with Customers* and therefore has disaggregated revenue generated from contracts with customers into PC online, mobile and other based on such contracts with customers.

The relation between disaggregated revenue and reportable segments for the current fiscal year is as follows. All revenue for the current fiscal year is recognized from contracts with customers.

(Millions of yen)

	Reportable segments					
	Japan	Korea	China	North America	Other	Total
PC Online (Note)	5,084	268,309	1,774	21,138	39,008	335,313
Mobile (Note)	408	129,055	–	6,782	–	136,245
Other	17	3,293	–	205	29	3,544
Revenue recognized from contracts with customers	5,509	400,657	1,774	28,125	39,037	475,102

(Note) For PC Online and mobile, control over services is transferred over a certain period of time and therefore performance obligations are fulfilled and revenue is recognized over a certain period of time.

(2) Contract balance

(a) Balance of receivables and contract assets and liabilities arising from contracts with customers

The balance of receivables and contract liabilities arising from contracts with customers of Nexon Group is as follows.  
There are no contract assets recognized by Nexon Group.

(Millions of yen)

	As of January 1, 2025	As of December 31, 2025
Receivables arising from contracts with customers (Note 1)		
Accounts receivable	87,157	82,283
Deferred income (Note 2)	38,502	71,220

- (Notes) 1. Receivables arising from contracts with customers are included in “Trade and other receivables” in the consolidated statement of financial position.  
2. Deferred income falls under contract liability under IFRS 15.

Deferred income as of December 31, 2025 consists mainly of the followings:

(Millions of yen)

	Current	Non-current
Item charging/ sale of game content (Note 1)	53,020	1,865
Royalty (Note 2)	2,405	13,918
Other	12	—
Total	55,437	15,783

- (Notes) 1. Nexon Group defers revenue from sales of items and digital game content in PC online business and mobile business by estimating the period over which revenue is recognized such as usage period of game items and service period. See “1. Significant basis for preparation of the consolidated financial statements, (6) Accounting policies, 5) Revenue recognition” for the estimation methods.  
2. Royalty includes royalty income related to licensing out *Dungeon&Fighter* in China and unearned royalty related to development.  
Unearned royalty related to development is expected to be recognized as revenue over a certain period after the game is launched.

(b) Contract liabilities as of January 1 and revenue recognized from performance obligations satisfied in previous periods

The amount of revenue recognized for the fiscal year ended December 31, 2025 which was included in contract liabilities as of January 1, 2025 is as follows.

There was no revenue recognized from performance obligations satisfied (or partially satisfied) in previous periods.

(Millions of yen)

	Current	Non-current
Amount included in contract liabilities as of January 1	21,379	6

(3) Transaction price allocated to unsatisfied performance obligations

The aggregate amount of transaction price allocated to unsatisfied performance obligations in contract liabilities as of December 31, 2025 and the expected timing when such contract liabilities are expected to be recognized as revenue are as follows.

(Millions of yen)

Aggregate amount of transaction price allocated to unsatisfied performance obligations	71,220
Expected timing of revenue recognition	
1st year	55,437
2nd year	3,313
3rd year	96
4th year	—
5th year	—
6th year and thereafter	12,374
Total	71,220

(Note) Nexon Group includes unearned royalty related to development in 6th year and thereafter.

(4) Refund liabilities

As a remedial measure for an issue in which a discrepancy arose between the displayed probability and the actual applied probability of certain paid items in *MapleStory: Idle RPG*, we are providing refunds to affected users.

In connection with the above, we estimated the expected refund amount based on the historical refund rate of similar past cases and recognized ¥12,930 million as refund liabilities under “Other current liabilities” in the consolidated statement of profit or loss.

6. Notes on investment properties

Not applicable.

7. Notes on per share information

(1) Equity attributable to owners of parent per share	1,336.28 yen
(2) Basic earnings per share	114.48 yen
(3) Diluted earnings per share	114.11 yen

8. Notes on material subsequent events

(Cancellation of treasury shares)

The Company’s Board of Directors resolved at the meeting on February 12, 2026 on the cancellation of treasury shares pursuant to the provisions of Article 178 of the Companies Act.

(1) Reasons for the cancellation of treasury shares

To improve capital efficiency and return profits to shareholders

(2) Details of the retirement

(i) Method of cancellation:	To be reduced from the amount of other retained earnings
(ii) Class of shares to be cancelled:	Common stock of the Company
(iii) Number of shares to be cancelled:	36,487,500 shares (4.4% of the total number of shares outstanding as of January 31, 2026)
(iv) Date of scheduled cancellation:	February 27, 2026

9. Other notes

During the current fiscal year, Nexon Group performed impairment tests for goodwill and intangible assets and recognized impairment loss as realization of profits originally expected is no longer probable. The recognized impairment loss is included in “Other expenses” in the consolidated statement of profit or loss.

Details of impairment loss are as follows:

Item	Reportable segment	Company	Impairment loss (Millions of yen)
Long-term prepaid expenses	Korea	NEXON Korea Corporation	1,065
Other intangible assets	Korea	NEXON Korea Corporation	1,016

## Non-consolidated Balance Sheet

(As of December 31, 2025)

(Millions of Yen)

Account	Amount	Account	Amount
(Assets)		(Liabilities)	
Current assets	176,090	Current liabilities	3,918
Cash and deposits	174,695	Accounts payable-trade	339
Accounts receivable-trade	937	Accounts payable-other	554
Other receivables	168	Accrued expenses	166
Prepaid expenses	57	Income taxes payable	1,083
Other	233	Consumption taxes payable	79
Non-current assets	105,262	Deposits received	84
Tangible fixed assets	-	Unearned revenue	313
Buildings	163	Allowance for bonus	40
Leasehold improvements	88	Other	1,260
Tools, furniture and fixtures	112	Non-current liabilities	1,153
Accumulated impairment loss	(340)	Long-term unearned revenue	64
Accumulated depreciation	(23)	Allowance for retirement benefits	208
Investments and other assets	105,262	Asset retirement obligations	167
Investment securities	681	Deferred tax liabilities	215
Stocks of subsidiaries and affiliates	103,506	Other	499
Long-term loans receivable from subsidiaries and affiliates	35,656	<b>Total liabilities</b>	<b>5,071</b>
Other	1,075	(Net assets)	
Allowance for doubtful accounts	(35,656)	Shareholders' equity	264,471
		Share capital	57,759
		Capital surplus	57,009
		Capital reserve	57,009
		Retained earnings	243,073
		Retained earnings reserve	217
		Other retained earnings	242,856
		Retained earnings brought forward	242,856
		Treasury shares	(93,370)
		Valuation and translation adjustments	486
		Valuation difference on available-for-sale securities	486
		Subscription rights to shares	11,324
		<b>Total net assets</b>	<b>276,281</b>
<b>Total assets</b>	<b>281,352</b>	<b>Total liabilities and net assets</b>	<b>281,352</b>

Non-consolidated Statement of Profit or Loss

(From January 1, 2025 to December 31, 2025)

(Millions of Yen)

Account	Amount	
Net sales		
Sales of games	5,492	
Other sales	935	6,427
Cost of sales		3,193
Gross profit		3,234
Selling, general and administrative expenses		7,304
Operating loss		(4,070)
Non-operating income		
Interest income	863	
Dividend income	194,731	
Other	44	195,638
Non-operating expenses		
Foreign exchange loss	3,612	
Stock issue cost	43	
Treasury share acquisition cost	40	
Other	40	3,735
Ordinary income		187,833
Extraordinary gain		
Gain from reversal of subscription rights to shares	287	287
Extraordinary loss		
Loss on revaluation of stocks of subsidiaries and affiliates	366	
Impairment loss	13	379
Profit before tax		187,741
Income taxes	10,557	10,557
Profit		177,184

## Non-consolidated Statement of Changes in Net Assets

(From January 1, 2025 to December 31, 2025)

(Millions of Yen)

	Shareholders' equity						
	Share capital	Capital surplus			Retained earnings		
		Capital reserve	Other capital surplus	Total capital surplus	Retained earnings reserve	Other retained earnings brought forward	Total retained earnings
Balance as of January 1, 2025	50,633	49,883	—	49,883	217	140,069	140,286
Changes of items during the period							
Issuance of new shares	7,126	7,126	—	7,126	—	—	—
Dividends from surplus	—	—	—	—	—	(24,397)	(24,397)
Profit	—	—	—	—	—	177,184	177,184
Purchase of treasury shares	—	—	—	—	—	—	—
Disposal of treasury shares	—	—	—	—	—	—	—
Cancellation of treasury shares	—	—	—	—	—	(50,000)	(50,000)
Net changes of items other than shareholders' equity	—	—	—	—	—	—	—
Total changes of items during the period	7,126	7,126	—	7,126	—	102,787	102,787
Balance as of December 31, 2025	57,759	57,009	—	57,009	217	242,856	243,073

	Shareholders' equity		Valuation and translation adjustments		Subscription rights to shares	Total net assets
	Treasury shares	Total shareholders' equity	Valuation difference on available-for-sale securities	Total valuation and translation adjustments		
Balance as of January 1, 2025	(48,302)	192,500	559	559	15,238	208,297
Changes of items during the period						
Issuance of new shares	—	14,252	—	—	—	14,252
Dividends from surplus	—	(24,397)	—	—	—	(24,397)
Profit	—	177,184	—	—	—	177,184
Purchase of treasury shares	(96,845)	(96,845)	—	—	—	(96,845)
Disposal of treasury shares	1,777	1,777	—	—	—	1,777
Cancellation of treasury shares	50,000	—	—	—	—	—
Net changes of items other than shareholders' equity	—	—	(73)	(73)	(3,914)	(3,987)
Total changes of items during the period	(45,068)	71,971	(73)	(73)	(3,914)	67,984
Balance as of December 31, 2025	(93,370)	264,471	486	486	11,324	276,281

## Notes to non-consolidated financial statements

### 1. Notes on going concern assumptions

Not applicable.

### 2. Notes on significant accounting policies

#### (1) Valuation basis and method for securities

##### Stocks of subsidiaries and affiliates

Stated at cost based on the moving-average method.

##### Available-for-sale securities

##### Securities other than stocks without fair value

Stated at fair market value. Unrealized gains and losses, net of applicable taxes, are directly recorded in

Net assets and cost of securities sold is calculated using the moving-average method.

##### Stocks without fair value

Stated at cost based on the moving-average method.

#### (2) Depreciation method for non-current assets

##### 1) Tangible fixed assets, excluding lease assets

##### Straight-line method

Useful lives of major assets are as follows:

Buildings: 5 to 50 years

Leasehold improvements: 10 to 15 years

Tools, furniture and fixtures: 4 to 5 years

##### 2) Intangible fixed assets, excluding lease assets

##### Software for internal use

Software for internal use is amortized using the straight-line method over the expected useful life (five years).

##### 3) Lease assets

##### Finance lease transactions that do not transfer ownership

Finance lease assets without ownership transfer are depreciated using the straight-line method over the lease period, assuming no residual value.

#### (3) Accounting for allowances

##### 1) Allowance for doubtful accounts

Allowance for performing receivable is provided based on the actual credit loss ratio. Allowance for specific receivable such as those with doubtful collectibility is provided for the expected uncollectible amount based on the individual assessment for collectibility.

##### 2) Allowance for retirement benefits

Provision for employees' retirement benefits is provided for the amount of obligation expected to have been incurred at year-end based on the estimated retirement benefit obligation as of year-end.

#### (4) Revenue recognition

The Company has applied "Accounting Standard for Revenue Recognition" (Accounting Standards Board of Japan (ASBJ) Statement No. 29) and "Implementation Guidance on Accounting Standard for Revenue Recognition" (ASBJ Guidance No. 30) and recognizes revenue from contracts with customers for transactions involving provision of services based on the following five-step approach.

Step 1: Identify contracts with customers

Step 2: Identify the performance obligations in the contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations

Step 5: Recognize revenue when (or as) performance obligations are satisfied

The Company is engaged in PC online business, mobile business, and support for online game distribution in Japan by subsidiaries (“Support Business”). The Company identifies different assets or services included in contracts with customers and uses them as transactional units in the identification of our performance obligations. As we identify our performance obligations, we conduct a review as to whether we are a principal or agent. Revenue recognition criteria and basis for gross versus net presentation of revenue for major revenue categories are as follows.

(A) Revenue recognition criteria by major revenue category

The Company generates revenue primarily from (a) sales of items in PC online business and mobile business (revenue from item charging) and (b) sales from contract services provided in the Support Business.

(a) Revenue from sales of items in PC online business and mobile business (revenue from item charging)

PC online business distributes PC online games developed by our subsidiaries. The Company’s PC online games are basically free to play, but certain fees are charged to purchase necessary items or use certain services. In PC online game, revenue is recognized over the estimated usage period during which the game items purchased in exchange for game points are expected to be used.

Mobile business distributes mobile games developed by our subsidiaries or other companies through mobile devices such as smartphones and tablets. Mobile games are basically free to play, but certain fees are charged to purchase necessary items or use certain services. In mobile game, revenue is recognized over the estimated usage period during which the game items purchased in exchange for game points are expected to be used.

In our PC online and mobile businesses, we mostly provide services as a principal, but we also provide some services as an agent.

(b) Revenue from contract service provided in the Support Business

The Company recognizes revenue for considerations received by undertaking services including QA, marketing and payment services when our subsidiaries directly distribute games developed by our subsidiaries or other companies in Japan.

Consideration for the Support Business is determined by multiplying man-hours of employees who have rendered services in the Support Business by prescribed contract unit price. Performance obligations are considered to be satisfied at a point in time when services in the Support Business are rendered.

(B) Revenue recognition based on satisfaction of performance obligations

The Company recognizes revenue when, or as, we satisfy our performance obligations by transferring services to customers.

We recognize that performance obligations are satisfied over a period of time in our PC online business and mobile business and at a point in time in the Support Business.

We recognize performance obligations for revenue from item charging by estimating the service period of items sold for each game. We assume the period for satisfying performance obligations to be the same as the estimated service period, which is calculated by classifying the items sold into three types (i.e. consumable, temporary, permanent) according to their specifications.

For permanent items for which our performance obligations continue on a permanent basis, we have adopted a method of calculating users’ weighted average service usage periods.

(5) Basis of translation of foreign currency denominated assets and liabilities to Japanese yen

Foreign currency denominated monetary receivables and payables are translated into Japanese yen using the year-end spot foreign exchange rates, with resulting gains and losses included in earnings.

(6) Hedge accounting

The Company’s policy is to hedge risks arising from fluctuation in interest rates and foreign exchange rates in accordance with the Company’s internal regulation “Derivative Transaction Management Rules.”

(7) Other significant basis for preparation of the financial statements

Principles and procedures of accounting treatments adopted when the provisions of related accounting standards, etc. are not clear

(Accounting treatment of a trust)

The gross method is applied to account for the trust in accordance with “Practical Solution on Transactions of Delivering the Company’s Own Stock to Employees, etc. through Trusts” (PITF No. 30, March 26, 2015).

3. Notes on changes in accounting policies

(Application of “Accounting Standard for Current Income Taxes,” etc.)

Effective January 1, 2025, the Company applied the “Accounting Standard for Current Income Taxes” (ASBJ Statement No. 27, October 28, 2022, “Revised Accounting Standard 2022”).

Revisions to categories in which current income taxes, etc. should be recorded conform to the transitional treatments prescribed in the proviso of Paragraph 20-3 of the Revised Accounting Standard 2022. This change in the accounting policy has no impact on the consolidated financial statements.

4. Notes on accounting estimates

(Revaluation of stocks of subsidiaries and affiliates)

(1) Amount recognized on the financial statements for the fiscal year ended December 31, 2025

Stocks of subsidiaries and affiliates	¥103,506 million
Loss on revaluation of stock of subsidiaries and affiliates	¥366 million

(2) Information on significant accounting estimates related to identified items

Stocks of subsidiaries and affiliates recorded on the Company’s financial statements for the fiscal year ended December 31, 2025 consist mainly of shares of NEXON Korea Corporation of ¥88,303 million.

We did not recognize loss on revaluation of stocks of subsidiaries and affiliates for the stocks as there was no significant decline in the net asset value for the fiscal year ended December 31, 2025, but future changes in uncertain economic conditions may have a material impact on the valuation of stocks of subsidiaries and affiliates in the future periods.

5. Notes to non-consolidated balance sheet

(1) Monetary receivables from and payables to subsidiaries and affiliates other than those presented separately are as follows:

Short-term monetary receivables:	¥298 million
Long-term monetary receivables:	¥17 million
Short-term monetary payables:	¥547 million

(2) Guarantee liabilities

The Company provides guarantee for the following liabilities of its subsidiaries

Nexon America Inc.	
Joint and several guarantee for rent agreement:	¥1,881 million

6. Notes to non-consolidated statement of profit or loss

(1) Transactions with subsidiaries and affiliates

Operating transactions	
Net sales	¥821 million
Purchase of goods	¥1,896 million
Selling, general and administrative expenses	¥568 million
Non-operating transactions	
Dividend received	¥194,688 million
Other transactions	¥7 million

7. Notes to non-consolidated statement of changes in net assets  
Class and number of treasury shares

Class of shares	Total number as of January 1, 2025	Increase	Decrease	Total number as of December 31, 2025
Common stock	19,045,931 shares	37,206,300 shares	20,710,983 shares	35,541,248 shares

(Notes) 1. The increase in treasury common stock consists of 37,206,300 shares resulting from purchase of treasury shares.

2. The decrease in treasury common stock consists of 19,911,683 shares resulting from cancellation of treasury shares and 799,300 shares resulting from issuance to employees through a trust.

3. Matters related to a transaction that issues the Company's shares to employees, etc. through a trust.

(1) The number of the Company's shares owned by the trust included in the number of treasury shares as of January 1, 2025 and December 31, 2025

As of January 1, 2025: 2,087,348 shares As of December 31, 2025: 1,288,048 shares

(2) The number of the Company's shares purchased, sold or issued by the trust included in the increase or decrease in treasury shares during the fiscal year ended December 31, 2025

Decrease: 799,300 shares

(3) The amount of dividends attributable to the Company's shares owned by the trust included in the total amount of dividends

¥43 million

8. Notes on deferred tax accounting

(1) Major components of deferred tax assets and liabilities

	(Millions of yen)
Deferred tax assets	
Tax loss carryforward	12,829
Loss on revaluation of stocks of subsidiaries and affiliates	1,150
Unearned revenue	115
Subscription rights to shares	227
Impairment loss	127
Allowance for doubtful accounts	11,239
Other	<u>3,113</u>
Deferred tax assets - subtotal	28,800
Valuation allowance on tax loss carryforward	(12,829)
Valuation allowance on total deductible temporary differences, etc.	<u>(15,971)</u>
Valuation allowance – subtotal	<u>(28,800)</u>
Total deferred tax assets	<u>—</u>
Deferred tax liabilities	
Valuation difference on available-for-sale securities	<u>(215)</u>
Total deferred tax liabilities	<u>(215)</u>
Deferred tax liabilities, net	<u>(215)</u>

(2) Major components of significant differences between the statutory income tax rate and the effective tax rate after adoption of deferred tax accounting

Statutory income tax rate	30.62%
(Adjustments)	
Permanent differences arising from nondeductible expenses such as entertainment expenses	0.27%
Permanent differences arising from nontaxable income such as dividend income	(30.17)%
Unitary taxation on foreign subsidiaries	0.03%
Valuation allowances	(0.26)%
Foreign taxes	5.19%
Per capita inhabitant tax	0.00%
Other	<u>(0.06)%</u>
Effective income tax rate	<u>5.62%</u>

9. Notes on related party transactions

(1) Subsidiaries

Attribute	Name of company	Ownership ratio of voting rights	Relationship	Transactions	Transaction amount (Millions of yen)	Account	Balance at end of year (Millions of yen)
Subsidiary	NEXON Korea Corporation	Holding Direct 100%	License for publishing developed game titles Concurrent position of officers	Purchase (Note 1) Other costs Other SGA Marketing costs Net sales (Note 2) Outsourcing (Note 3) Dividend received	1,335 435 15 23 819 451 194,688	Accounts payable-trade Accounts payable-other Accounts receivable-trade Other receivables Long-term other receivables	315 169 136 162 17
Subsidiary	Nexon America Inc.	Holding Direct 100%	Concurrent position of officers Guarantee liabilities	—	—	Long-term loans receivable from subsidiaries and affiliates (Note 6)	35,656
Subsidiary	Nexon HQ	Holding Direct 100%	Concurrent position of officers	New establishment (Note 4) Underwriting of capital increase (Note 5)	4,237 10,663	—	—

(2) Officers and major individual shareholders, etc.

Attribute	Name of company or individual	Ownership ratio of voting rights	Relationship	Transactions	Transaction amount (Millions of yen)	Account	Balance at end of year (Millions of yen)
Officer	Junghun Lee	Held Direct 0.05%	Representative Director and CEO of NEXON Co., Ltd.	Exercise of stock option (Note 7)	1,077	—	—
Officer	Daehyun Kang	Held Direct 0.00%	Director	Exercise of stock option (Note 7)	170	—	—

Terms and conditions and their determination policies

- (Notes) 1. Purchase relates to royalty, and transaction terms are determined in consideration of general transaction terms prevailing in the PC online game market.
2. Net sales relate to localization service for mobile games distributed by NEXON Korea Corporation in Japan, and transaction terms are determined in consideration of general transaction terms prevailing in the mobile game market.
3. The transaction amount of outsourcing agent service represents the annual advance payments.
4. The amount represents capital contribution at the time of the company's establishment.
5. Underwriting of capital increase represents underwriting of a subsidiary's capital increase.
6. Allowance for doubtful account of ¥35,656 million is recorded with respect to loans made to the subsidiary above during the current fiscal year.
7. This relates to excise of subscription rights to shares as 2020 Stock Option (18-2) during the current financial year.

10. Notes on revenue recognition

(Information that serves as the basis for understanding revenue)

Please see “2. Notes on significant accounting policies, (4) Revenue recognition.”

11. Notes on per share information

Net assets per share	¥334.70
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Basic earnings per share	¥220.25
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(Note) Treasury shares recorded due to the application of the gross method is included in treasury shares which is excluded from the calculation of the average number of shares during the year for the purpose of calculation of basic earnings per share.

Such treasury shares is also included in treasury shares which is excluded from the total number of shares issued and outstanding as of December 31, 2025 for the purpose of calculation of net assets per share.

Number of such treasury shares as of December 31, 2025:	1,288,048 shares
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Average number of such treasury shares during the year:	1,595,471 shares
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12. Notes on material subsequent events

(Cancellation of treasury shares)

The Company’s Board of Directors resolved on the cancellation of treasury shares at the meeting on February 12, 2026. Please refer to Notes to Consolidated Financial Statements, “8. Notes on material subsequent events” for details.

13. Other notes

(The Company’s shares remaining in the trust)

The Company’s shares remaining in the trust are recorded as treasury shares in Net assets at the carrying amount at the trust (excluding ancillary expenses). The carrying amount and number of treasury shares as of December 31, 2025 were ¥2,863 million and 1,288,048 shares, respectively.

(Translation)  
Audit Report on Consolidated Financial Statements

## Independent Auditors' Report

February 19, 2026

To the Board of Directors of  
NEXON Co., Ltd.

PricewaterhouseCoopers Japan LLC

Tokyo Office

Designated Partner  
Engagement Partner

Certified Public Accountant    Soichiro Hayashi

Designated Partner  
Engagement Partner

Certified Public Accountant    Shizue Takashima

### *Audit Opinion*

Pursuant to the fourth paragraph of Article 444 of the Companies Act, we have audited the consolidated financial statements, namely, the consolidated statement of financial position as of December 31, 2025 of NEXON Co., Ltd. (the "Company"), and the related consolidated statements of profit or loss and changes in equity, and the related notes for the fiscal year from January 1, 2025 to December 31, 2025.

In our opinion, the above consolidated financial statements, prepared in accordance with the provision of Article 120, the second sentence of Paragraph 1 of the Regulation on Corporate Accounting which permits preparation of the consolidated financial statements in accordance with accounting standards that omit certain disclosure items required under the designated international accounting standards, present fairly, in all material respects, the financial position and results of operations of the corporate group, which consists of the Company and its consolidated subsidiaries, for the period covered by the consolidated financial statements.

### *Basis for the Opinion*

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's Responsibility for the Audit of the Consolidated Financial Statements." We are independent of the Company and its consolidated subsidiaries in accordance with the provisions related to professional ethics in Japan (including those applied to financial statement audits for public interest entities), and are fulfilling other ethical responsibilities as an auditor. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our audit opinion.

### *Emphasis of Matter*

As stated in "Notes to material subsequent events," the Company resolved at the Board of Directors meeting held on February 12, 2026 on the cancellation of treasury shares.

This matter does not affect our opinion.

### *Other information*

Other information comprises the business report and the accompanying supplemental schedules. Management is responsible for preparation and disclosure of the other information. And the Audit and Supervisory Committee is responsible for supervising the execution of duties by directors with regard to design and operation of reporting process of the other information.

Our audit opinion on the consolidated financial statements does not cover the other information, and we do not express an opinion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

*Responsibility of Management and the Audit and Supervisory Committee for the Consolidated Financial Statements*

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the provisions of Article 120, the second sentence of Paragraph 1 of the Regulation on Corporate Accounting which permits preparation of the consolidated financial statements in accordance with accounting standards that omit certain disclosure items required under the designated international accounting standards. It includes design and operation of internal control that management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements based on the premise of a going concern, and for disclosing matters relating to going concern when it is required to do so in accordance with the provision of Article 120, the second sentence of Paragraph 1 of the Regulation on Corporate Accounting which permits preparation of the consolidated financial statements in accordance with accounting standards that omit certain disclosure items required under the designated international accounting standards.

The Audit and Supervisory Committee is responsible for supervising the execution of directors' duties related to design and operation of the financial reporting process.

*Auditor's Responsibility for the Audit of the Consolidated Financial Statements*

Our responsibility is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to express an opinion on the consolidated financial statements from an independent standpoint in an audit report, based on our audit. Misstatements can occur as a result of fraud or error, and are deemed material if they can be reasonably expected to, either individually or collectively, influence the decisions of users taken on the basis of the consolidated financial statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement, whether due to fraud or error, design and perform audit procedures to address the risks of material misstatement, select and apply audit procedures based on our judgment, and obtain sufficient and appropriate audit evidence to provide a basis for our audit opinion.
- Consider internal control relevant to the entity's audit when assessing risks in order to design audit procedures that are appropriate in the circumstances although the purpose of our audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity's internal control.
- Assess the appropriateness of accounting policies adopted by management and the method of their application, as well as the reasonableness of accounting estimates made by management and the adequacy of related notes.
- Determine whether it is appropriate for management to prepare the consolidated financial statements on the premise of a going concern and, based on the audit evidence obtained, determine whether there is a significant uncertainty in regard to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If there is a significant uncertainty concerning the premise of a going concern, we are required to draw attention to the notes to the consolidated financial statements in our audit report, or if the notes to the consolidated financial statements pertaining to the significant uncertainty are inappropriate, we are required to issue a modified opinion on the consolidated financial statements. While our conclusions are based on the audit evidence obtained up to the date of our audit report, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate whether the presentation of and notes to the consolidated financial statements are in accordance with the provision of Article 120, the second sentence of Paragraph 1 of the Regulation on Corporate Accounting which permits preparation of the consolidated financial statements in accordance with accounting standards that omit certain disclosure items required under the designated international accounting standards, the overall presentation, structure, and content of the consolidated financial statements including related notes, and whether the consolidated financial statements fairly present the underlying transactions and accounting events.
- Plan and perform an audit of the consolidated financial statements to obtain sufficient and appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries to provide basis for our opinion on the consolidated financial statements. We are responsible for directing, supervising, and reviewing the audit of the consolidated financial statements. We are solely responsible for our audit opinion.

We communicate with the Audit and Supervisory Committee regarding the planned scope and timing of the audit, material audit findings including material weaknesses in internal control identified during the course of our audit, and other matters required under the auditing standards.

We also provide the Audit and Supervisory Committee with a statement that we have complied with professional ethical provision regarding independence in Japan, and communicate with them regarding matters that are reasonably considered to have an impact on our independence as well as any measures to eliminate obstacles or any safeguards to mitigate obstacles to an acceptable level, where applicable.

*Interest*

Our firm and the engagement partners do not have any interest in the Company or its consolidated subsidiaries for which disclosure is required under the provisions of the Certified Public Accountants Act.

The above represents a translation, for convenience only, of the original report issued in the Japanese language.

**Independent Auditors' Report**

February 19, 2026

To the Board of Directors of  
NEXON Co., Ltd.

PricewaterhouseCoopers Japan LLC

Tokyo Office

Designated Partner  
Engagement Partner

Certified Public Accountant    Soichiro Hayashi

Designated Partner  
Engagement Partner

Certified Public Accountant    Shizue Takashima

*Audit Opinion*

Pursuant to Article 436, Paragraph 2, Item 1 of the Companies Act, we have audited the non-consolidated financial statements, namely, the non-consolidated balance sheet as of December 31, 2025 of NEXON Co., Ltd. (the "Company"), and the related non-consolidated statements of profit or loss and changes in net assets, and the related notes for the 24<sup>th</sup> fiscal year from January 1, 2025 to December 31, 2025, and the accompanying supplemental schedules (the "Non-consolidated Financial Statements, etc.>").

In our opinion, the Non-consolidated Financial Statements, etc. referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and the results of its operations for the year then ended in conformity with accounting principles generally accepted in Japan.

*Basis for the Opinion*

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's Responsibility for the Audit of the Non-consolidated Financial Statements, etc.>" We are independent of the Company in accordance with the provisions related to professional ethics in Japan (including those applied to financial statement audits for public interest entities), and are fulfilling other ethical responsibilities as an auditor. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our audit opinion.

*Emphasis of Matter*

As stated in "Notes to material subsequent events," the Company resolved at the Board of Directors meeting held on February 12, 2026 on the cancellation of treasury shares.

This matter does not affect our opinion.

*Other information*

Other information comprises the business report and the accompanying supplemental schedules. Management is responsible for preparation and disclosure of the other information. And the Audit and Supervisory Committee is responsible for supervising the execution of duties by directors with regard to design and operation of reporting process of the other information.

Our audit opinion on the Non-consolidated Financial Statements, etc. does not cover the other information, and we do not express an opinion thereon.

In connection with our audit of the Non-consolidated Financial Statements, etc., our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Non-consolidated Financial Statements, etc. or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

*Responsibility of Management and the Audit and Supervisory Committee for the Non-consolidated Financial Statements, etc.*

Management is responsible for the preparation and fair presentation of the Non-consolidated Financial Statements, etc. in accordance with accounting principles generally accepted in Japan. It includes design and operation of internal control that management determines is necessary to enable the preparation and fair presentation of the Non-consolidated Financial Statements, etc. that are free from material misstatement, whether due to fraud or error.

In preparing the Non-consolidated Financial Statements, etc., management is responsible for assessing whether it is appropriate to prepare the Non-consolidated Financial Statements, etc. based on the premise of a going concern, and for disclosing matters relating to going concern when it is required to do so in accordance with accounting principles generally accepted in Japan.

The Audit and Supervisory Committee is responsible for supervising the execution of directors' duties related to design and operation of the financial reporting process.

*Auditor's Responsibility for the Audit of the Non-consolidated Financial Statements, etc.*

Our responsibility is to obtain reasonable assurance about whether the Non-consolidated Financial Statements, etc. as a whole are free from material misstatement, whether due to fraud or error, and to express an opinion on the Non-consolidated Financial Statements, etc. from an independent standpoint in an audit report, based on our audit. Misstatements can occur as a result of fraud or error, and are deemed material if they can be reasonably expected to, either individually or collectively, influence the decisions of users taken on the basis of the Non-consolidated Financial Statements, etc.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement, whether due to fraud or error, design and perform audit procedures to address the risks of material misstatement, select and apply audit procedures based on our judgment, and obtain sufficient and appropriate audit evidence to provide a basis for our audit opinion.
- Consider internal control relevant to the entity's audit when assessing risks in order to design audit procedures that are appropriate in the circumstances although the purpose of our audit of the Non-consolidated Financial Statements, etc. is not to express an opinion on the effectiveness of the entity's internal control.
- Assess the appropriateness of accounting policies adopted by management and the method of their application, as well as the reasonableness of accounting estimates made by management and the adequacy of related notes.
- Determine whether it is appropriate for management to prepare the Non-consolidated Financial Statements, etc. on the premise of a going concern and, based on the audit evidence obtained, determine whether there is a significant uncertainty in regard to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If there is a significant uncertainty concerning the premise of a going concern, we are required to draw attention to the notes to the Non-consolidated Financial Statements, etc. in our audit report, or if the notes to the Non-consolidated Financial Statements, etc. pertaining to the significant uncertainty are inappropriate, we are required to issue a modified opinion on the Non-consolidated Financial Statements, etc. While our conclusions are based on the audit evidence obtained up to the date of our audit report, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate whether the presentation of and notes to the Non-consolidated Financial Statements, etc. are in accordance with the accounting principles generally accepted in Japan, the overall presentation, structure, and content of the Non-consolidated Financial Statements, etc. including related notes, and whether the Non-consolidated Financial Statements, etc. fairly present the underlying transactions and accounting events.

We communicate with the Audit and Supervisory Committee regarding the planned scope and timing of the audit, material audit findings including material weaknesses in internal control identified during the course of our audit, and other matters required under the auditing standards.

We also provide the Audit and Supervisory Committee with a statement that we have complied with professional ethical provision regarding independence in Japan, and communicate with them regarding matters that are reasonably considered to have an impact on our independence as well as any measures to eliminate obstacles or any safeguards to mitigate obstacles to an acceptable level, where applicable.

*Interest*

Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

The above represents a translation, for convenience only, of the original report issued in the Japanese language.

(Translation)

Audit Report of the Audit and Supervisory Committee

### Audit Report

We, as the Company's Audit and Supervisory Committee, have performed audit regarding the performance of duties of the Company's directors during the Company's 24<sup>th</sup> fiscal year from January 1, 2025 to December 31, 2025. We hereby report its method and results as follows:

1. Auditing Method and Details Thereof

The Audit and Supervisory Committee expressed an opinion on the contents of the resolutions of the Board of Directors regarding the matters stipulated in Article 399-13, Paragraph 1, Item 1 (b) and (c) of the Companies Act and the status of the system (internal control systems) established based on such resolutions, by receiving reports from directors and employees on its establishment and operating status on a regular basis and requesting explanations when necessary, and also performed audit by the following method.

- (1) In accordance with the auditing policy and job assignment established by the Audit and Supervisory Committee and in coordination with the internal control departments of the company, each Audit and Supervisory Committee member attended meetings of the Board of Directors and other important meetings, received from directors, employees and other related persons reports on the performance of their duties, requested explanations regarding such reports when necessary, inspected the documents related to important decisions, and examined the status of the Company's business and properties at the head office and major business facilities. With regard to the Company's subsidiaries, the Audit and Supervisory Committee endeavored to communicate and exchange information with directors and statutory auditors of subsidiaries, and, when necessary, received reports from subsidiaries on their respective businesses;
- (2) The Audit and Supervisory Committee expressed an opinion on the content of resolutions by the Board of Directors regarding the establishment of systems, which is described in the Business Report, to ensure that the directors' performance of their duties is in compliance with relevant laws and regulations and with the Company's Articles of Incorporation and other systems to ensure that business operation of a corporate group consisting of the Company and its subsidiaries is conducted appropriately as provided in Article 110-4, Paragraphs 1 and 2 of the Enforcement Regulations of the Companies Act, and on the status of the systems established based on such resolutions (internal control systems), by receiving reports from directors and employees on the establishment and operating status on a regular basis and requesting explanations when necessary; and
- (3) The Audit and Supervisory Committee also monitored and examined whether the Independent Auditors maintained their independence and conducted their audit in an appropriate manner, and received from the Independent Auditors reports on the performance of their duties and requested explanations regarding those reports when necessary. The Audit and Supervisory Committee also received notification from the Independent Auditors that they have established the "System to ensure appropriate execution of its duties" (as stipulated in Article 131 of the Regulation on Corporate Accounting) in compliance with the "Quality Control Standards Relating to Auditing" and other applicable standards, and requested explanations on such notification when necessary.

Based on the foregoing method, the Audit and Supervisory Committee reviewed the Business Report and the accompanying supplemental schedules for the fiscal year from January 1, 2025 to December 31, 2025, the non-consolidated financial statements, namely, the balance sheet as of December 31, 2025, and the related statements of profit or loss and changes in net assets and the related notes for the year then ended, and the accompanying supplemental schedules, and the consolidated financial statements, namely, the consolidated statement of financial position as of December 31, 2025, and the related consolidated statements of profit or loss and changes in equity and the related notes for the year then ended.

2. Results of Audit

(1) Results of Audit of the Business Report, etc.

- A. In our opinion, the Business Report and the accompanying supplemental schedules present fairly the conditions of the Company in conformity with the applicable laws and regulations of Japan as well as the Articles of Incorporation of the Company.
- B. In our opinion, there are no fraudulent acts or material facts that violated the applicable laws and regulations or the Articles of Incorporation of the Company in the course of the directors' performance of their duties.
- C. In our opinion, the details of the resolutions of the Board of Directors regarding the internal control systems are appropriate. Furthermore, we believe that no material issues have been raised concerning items described in the Business Report as well as the performance of the directors' duties regarding the internal control systems.

(2) Results of Audit of the Non-Consolidated Financial Statements and the Accompanying Supplemental Schedules

In our opinion, the method and the results of the audit conducted by PricewaterhouseCoopers Japan LLC, the Independent Auditors, are appropriate.

(3) Results of Audit of the Consolidated Financial Statements

In our opinion, the method and the results of the audit conducted by PricewaterhouseCoopers Japan LLC, the Independent Auditors, are appropriate.

February 20, 2026

Audit and Supervisory Committee of NEXON Co., Ltd.

Audit and Supervisory Committee member

Alexander Iosilevich

Audit and Supervisory Committee member

Satoshi Honda

Audit and Supervisory Committee member

Shiro Kuniya

(Note) Mr. Alexander Iosilevich, Mr. Satoshi Honda and Mr. Shiro Kuniya, Audit and Supervisory Committee members, are external directors stipulated in Article 2, Item 15 and Article 331, Paragraph 6 of the Companies Act.

The above represents a translation, for convenience only, of the original report issued in the Japanese language.

## Map for Venue of the Annual General Meeting of Shareholders

Location: BELLESALLE Roppongi Grand Conference Center ROOM-H  
At Sumitomo Fudosan Roppongi Grand Tower on 9<sup>th</sup> Floor  
3-2-1 Roppongi, Minato-ku, Tokyo  
TEL 03-6629-5318



### Transportation:

Directly connected from Roppongi 1-chome Station of Tokyo Metro Namboku Line

Exit from West ticket gate and proceed straight ahead until you arrive at the entrance of Sumitomo Fudosan Roppongi Grand Tower.

Use the entrance on your left and take the elevator to the 9<sup>th</sup> floor.

\*Kindly note that only limited parking space is available and using public transportation is recommended.

\*Kindly note that you shall pay the parking fee.

\*Please be careful not to confuse the venue with a conference room "BELLESALLE Roppongi" located in Roppongi 7-chome.