To whom it may concern

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# Notice Regarding Completion of Payment for the 4th and 5th Unsecured Straight Bonds (Private Placement)

Es Science Co., Ltd. (the "Company") hereby announces that, with respect to the issuance of the Company's 4th and 5th unsecured straight bonds (private placement; collectively, the "Bonds") to Long Corridor Alpha Opportunities Master Fund, MAP246 Segregated Portfolio, a segregated portfolio of LMA SPC, and BEMAP Master Fund Ltd., as resolved at the Board of Directors meeting held on September 26, 2025, the Company has today confirmed completion of payment in the amounts of JPY 950,000,000 for the 4th Bonds and JPY 950,000,000 for the 5th Bonds, respectively.

For details of the issuance terms, please refer to the "Notice Regarding the Issuance of the 4th and 5th Unsecured Straight Bonds (Private Placement)" released on September 26, 2025.

#### Details

#### A. 4th Unsecured Straight Bonds (Private Placement)

1. Name

Es Science Co., Ltd. 4th Unsecured Straight Bonds

- 2. Total Issue Amount JPY 1,000,000,000
- 3. Face Amount per Bond JPY 25,000,000
- 4. Payment Date September 30, 2025
- 5. Maturity Date September 30, 2026
- 6. Coupon Rate 0.0% (zero-coupon)
- 7. Issue Price

JPY 95 per face value JPY 100

8. Redemption Price

JPY 100 per face value JPY 100

#### 9. Redemption Method

The Company shall redeem the total principal on **September 30, 2026** (maturity) at JPY 100 per JPY 100 face. However, in the case of early redemption, the amount shall be as defined in Item 10 below.

#### 10. Early Redemption

#### (i) Early redemption upon organizational restructuring

If an "Organizational Restructuring Action" (as defined below) is approved at a shareholders' meeting of the Company (or, if shareholder approval is unnecessary, resolved by the Board; the date of such approval or resolution, the "Restructuring Approval Date") and if, in connection therewith, the ordinary shares of the successor company, etc. (as defined below) will not be listed on any financial instruments exchange, then, by giving notice to the bondholders ("Bondholders") at least 30 days prior to the redemption date (which shall be a date prior to the effective date of the restructuring), the Company shall redeem in full (no partial redemption) all outstanding Bonds at JPY 100 per JPY 100 face. After giving such notice, the Company may not withdraw or cancel it.

## (ii) Early redemption in connection with delisting due to a tender offer

If a tender offer for the Company's common shares under the Financial Instruments and Exchange Act is made, the Company expresses its support, and it is announced or accepted by the Company or the offeror that, as a result, the Company's common shares may be delisted from all Japanese exchanges (except where it is publicly stated that efforts will be made to maintain listing after the offer), and the offeror actually acquires the Company's shares through the tender offer, then the Company shall, by giving notice to Bondholders within 15 days from the acquisition date (start date of settlement) and designating as the redemption date a day **30–60 days** after the notice, redeem in full (no partial) all outstanding Bonds at an amount calculated *mutatis mutandis* by the method in (i). If both (i) and (ii) would require redemption, (i) applies; provided that if notice under (ii) is given before the terms (including consideration) payable to shareholders in the restructuring are made public, then (ii) applies.

#### (iii) Early redemption upon a squeeze-out event

If, after an amendment to the Articles makes all common shares Class Shares with Call for All Acquisition, (A) a shareholders' meeting resolves that all common shares be acquired for consideration, (B) the Board approves a Share Cash-Out Demand by a Special Controlling Shareholder (Companies Act Art.179(1)), or (C) a reverse split that entails delisting is approved at a shareholders' meeting (collectively, the "Squeeze-Out Events"), then the Company shall, as promptly as practicable and in any case within 14 days of the occurrence, notify Bondholders and, on a redemption date specified in the notice (a day prior to the acquisition date/effective date of the squeeze-out, and 14–30 business days after the notice), redeem in full (no partial) all outstanding Bonds at an amount calculated *mutatis mutandis* by the method in (i).

## (iv) Early redemption upon delisting grounds or designation as Securities Under Supervision

If, with respect to the Company's common shares, "Delisting Grounds, etc." occur or are reasonably expected to occur, or the shares are designated (or are reasonably expected to be designated) as Securities Under Supervision by the Tokyo Stock Exchange, then a Bondholder may, at its option, by giving at least **10 business days'** prior notice before the redemption date, require the Company to redeem all or part of the Bonds it holds at JPY 100 per JPY 100 face on such early redemption date. "Delisting Grounds, etc." means:

- Any event set forth in TSE Listing Rules Art.601(1) occurs with respect to the Company or its corporate group (provided that where item (1) applies, this excludes cases where the Company has applied to change market segment to TSE Standard and such application is reasonably expected to be approved); or
- If, as of the end of a fiscal year after the payment date, the Company's (consolidated or non-consolidated) financial statements show excess liabilities, and such condition is not cured by the day that is six months from the day following such fiscal year end.

#### (v) Early redemption at the Company's option

The Company may, at its option, by giving prior notice and designating an early redemption date prior to maturity, redeem all or part of the outstanding Bonds at JPY 100 per JPY 100 face.

## (vi) Early redemption at the Bondholder's option (price trigger)

If, after the payment date, the TSE closing price of the Company's common shares falls below **JPY 68** (note: the floor exercise price of the new share subscription rights; subject to fair and reasonable adjustments for splits, consolidations, or share allotments without consideration) for a cumulative five trading days, then, at any time thereafter, a Bondholder may, upon at least **two weeks'** prior notice, require the Company to redeem all or part of the

Bonds it holds at JPY 100 per JPY 100 face on the specified early redemption date.

#### 11. Underwriters

Long Corridor Alpha Opportunities Master Fund; MAP246 Segregated Portfolio, a segregated portfolio of LMA SPC; and BEMAP Master Fund Ltd.

## **B. 5th Unsecured Straight Bonds (Private Placement)**

#### 1. Name

Es Science Co., Ltd. 5th Unsecured Straight Bonds

#### 2. Total Issue Amount

JPY 1,000,000,000

#### 3. Face Amount per Bond

JPY **25,000,000** 

#### 4. Payment Date

**September 30, 2025** 

#### 5. Maturity Date

**September 30, 2026** 

## 6. Coupon Rate

0.0% (zero-coupon)

#### 7. Issue Price

JPY 95 per face value JPY 100

## 8. Redemption Price

JPY 100 per face value JPY 100

## 9. Redemption Method

The Company shall redeem the total principal on **September 30, 2026** (maturity) at JPY 100 per JPY 100 face. However, in the case of early redemption, the amount shall be as defined in Item 10 below.

#### 10. Early Redemption

(i)—(vi) Same terms as set forth for the 4th Bonds above, including organizational restructuring, tender offer—related delisting, squeeze-out events, delisting grounds/Securities Under Supervision (bondholder option), the Company's optional redemption, and a bondholder price-triggered option if the TSE closing price falls below JPY 68 for a cumulative five trading days (subject to fair and reasonable adjustments).

#### 11. Underwriters

Long Corridor Alpha Opportunities Master Fund; MAP246 Segregated Portfolio, a segregated portfolio of LMA SPC; and BEMAP Master Fund Ltd.