



March 19, 2025

Company name TACHI-S Co., Ltd.
 Representative Yuichiro Yamamoto, Representative Director & President, CEO & COO
 Stock listing Tokyo Stock Exchange - Prime Market
 Code number 7239
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Notice Regarding Completion of Payment for First Series of Share Subscription Rights issued through Third Party Allotment and Second Series of Unsecured Convertible Bonds with Share Subscription Rights through Third Party Allotment

TACHI-S Co., Ltd. (the “Company” or “we”), resolved at a meeting of the Board of Directors meeting held on February 27, 2025, confirmed the payment was completed today for the First Series of Share Subscription Rights (the "Share Subscription Rights") and the Second Series of Unsecured Convertible Bonds with Share Subscription Rights (the "Bonds with Share Subscription Rights"; the bond portion is referred to as the “Bonds” and the share subscription right portion is referred to as the “Convertible Bonds with Share Subscription Rights”) that was issued through third party allotment.

See “Notice on Issuance of First Series of Share Subscription Rights through Third Party Allotment and Solicitation for Second Series of Unsecured Convertible Bonds with Share Subscription Rights through Third Party Allotment” that was to be released on February 27, 2025, for details of the Subscription Agreement.

1. Overview of First Series of Share Subscription Rights

(1)	Date of allotment	March 19, 2025
(2)	Total number of share subscription rights	33,112 acquisition rights
(3)	Issuance value of share subscription rights	6,125,720 yen in total (185 yen per each of the Share Subscription Rights)
(4)	Number of dilutive shares stemming from the issuance	Number of dilutive shares: 3,311,200 shares (100 shares per each of the Share Subscription Rights) Since the exercise price for the Share Subscription Rights will not be revised, and there is no maximum or minimum exercise price.
(5)	Amount of cash to be raised	6,006,020,120 yen (Note) Breakdown From the issuance of the Share Subscription Rights: 6,125,720 yen From the exercise of the Share Subscription Rights: 5,999,894,400 yen
(6)	Exercise price	1,812 yen per share
(7)	Method of solicitation or allotment	The third-party allotment method will be used.
(8)	Planned allottee	AAGS S12, L.P. (the “Planned Allottee”)

(9) Others	<p>The Subscription Agreement for the Share Subscription Rights and the Bonds with Share Subscription Rights was concluded on February 27 by and between TACHI-S Co., Ltd. and the planned allottee.</p> <p>(See “Notice on Issuance of First Series of Share Subscription Rights through Third Party Allotment and Solicitation for Second Series of Unsecured Convertible Bonds with Share Subscription Rights through Third Party Allotment” that was to be released on February 27, 2025, for details of the Subscription Agreement.)</p>
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(Note) The value of cash to be raised shall be the combined total issuance value of the Share Subscription Rights and an exercise value computed as if all of the Share Subscription Rights were exercised at the initial exercise price. The value of cash to be raised shall decrease in the event of: i) the exercise price of the Share Subscription Rights being adjusted; ii) the Rights not being exercised within their exercise period; or iii) the Company retiring share subscription rights it has acquired.

2. Overview of Second Series of Unsecured Convertible Bonds with Share Subscription Rights

(1) Date of payment	March 19, 2025
(2) Total number of share subscription rights	40 acquisition rights
(3) Issuance price of the Unsecured Convertible Bonds with Share Subscription Rights	100.3 yen per 100 yen of the Bonds However, no cash shall be required to be paid in exchange for the Convertible Bonds with Share Subscription Rights
(4) Number of dilutive shares stemming from the issuance	2,204,000 shares Since the exercise price for the Share Subscription Rights will not be revised, and there is no maximum or minimum exercise price.
(5) Amount of cash to be raised	4,012,000,000 yen
(6) Conversion price	1,812 yen per share
(7) Method of solicitation or allotment	The third-party allotment method will be used.
(8) Planned allottee	AAGS S12, L.P.
(9) Others	<p>The Subscription Agreement for the Share Subscription Rights and the Bonds with Share Subscription Rights was concluded on February 27 by and between TACHI-S Co., Ltd. and the planned allottee.</p> <p>(See “Notice on Issuance of First Series of Share Subscription Rights through Third Party Allotment and Solicitation for Second Series of Unsecured Convertible Bonds with Share Subscription Rights through Third Party Allotment” that was to be released on February 27, 2025, for details of the Subscription Agreement.)</p>