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In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.*

July 18, 2025

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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

Sodick Co., Ltd. (hereinafter the “Company” or “we”) hereby announces that, at a meeting of its Board of Directors held on July 18, 2025, resolved to solicit for the First Series of Share Subscription Rights (hereinafter the “Share Subscription Rights”) and the Second Series of Unsecured Convertible Bonds with Share Subscription Rights (hereinafter 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 “Share Subscription Rights”) that will be issued through third party allotment as described below.

Please also refer to the “Notice Concerning Business Alliance” released as of today’s date.

1. Outline of the solicitation

First Series of Share Subscription Rights

(1) Date of allotment	August 4, 2025 In the Subscription Agreement (as defined below), the Planned Allottee consents to pay the total issuance value on the date of payment, subject to the fulfillment of the conditions set forth in the Subscription Agreement.
(2) Total number of share subscription rights	21,482 (¥882 per each of the Share Subscription Rights)
(3) Issuance value of share subscription rights	¥18,947,124 in total
(4) Number of dilutive shares stemming from the issuance	2,148,200 shares The exercise price of the Share Subscription Rights will not be revised, and therefore there is no maximum or minimum exercise price.
(5) Amount of funds to be raised	¥2,018,921,324 (Estimated net proceeds: ¥2,014,011,324) (Note) (Breakdown) From the issuance of the Share Subscription Rights: ¥18,947,124 From the exercise of the Share Subscription Rights: ¥1,999,974,200
(6) Exercise price	¥931 per share
(7) Method of solicitation or allotment	The third-party allotment method will be used.
(8) Planned allottee	AAGS S14, L.P.

This document has been prepared for the purpose of publicly announcing the issuance by the Company of share subscription rights and convertible bonds with share subscription rights by way of third-party allotment, and not for the purpose of soliciting investment or engaging in any other similar activities. The forecasts, estimations, prospects, and other information pertaining to future outcomes included in this press release are based on the information available to the Company as of today and certain conditions or assumptions, and the actual operating results, etc. may differ significantly from the information pertaining to future outcomes included in this press release due to domestic and foreign financial conditions, foreign exchange trends, or other risk factors.

(9) Others	<p>The Company plans to execute a subscription agreement regarding the Share Subscription Rights and the Bonds with Share Subscription Rights (hereinafter the “Subscription Agreement”) with AAGS S14, L.P. (hereinafter the “Planned allottee”) as of today’s date. The Company plans for the Subscription Agreement to provide for the following. In addition, the allotment date of the Share Subscription Rights to the Planned allottee is scheduled for August 4, 2025.</p> <p>(i) The Planned allottee shall not exercise any of the Share Subscription Rights during the period from August 5, 2025, to February 4, 2026.</p> <p>(ii) Notwithstanding item (i) above, the Planned allottee may exercise the Share Subscription Rights at any time subsequently in the event of any of the following cases: i) an early redemption event specified in the terms and conditions of the issuance of the Bonds with Share Subscription Rights applies; ii) any of the requirements set forth in the Subscription Agreement is found not to have been fulfilled on the payment date; iii) any of the acquisition conditions stipulated in 6. Reasons for Selection of Planned Allottee, (6) Claim to the Share Subscription Rights are met; iv) the Company consents to the Planned allottee exercising the Share Subscription Rights; v) trading of shares of the Company's common stock on the Tokyo Stock Exchange is suspended for a period of five (5) days or more; vi) the Company has breached any duty and representation and warranty under the Subscription Agreement, except for any minor breaches; vii) the Company does not submit annual securities reports or interim reports pursuant to laws; viii) an announcement is made regarding the commencement or planned commencement of a take-over bid of the Company’s common shares pursuant to the Financial Instruments and Exchange Act (including announcements made by the take-over bidder or the target company, and including, but not limited to, timely disclosure under the rules of the Tokyo Stock Exchange, filings under the Financial Instruments and Exchange Act, and public notices of the commencement of the take-over bid), and only if (i) the Company’s Board of Directors has expressed, or is expected or likely to express, an opinion in support of or recommending acceptance of the take-over bid, or (ii) the take-over bid price is, or is expected or likely to be, set at an amount equal to or greater than 1.2 times the conversion price, the Planned allottee may exercise the Stock Subscription Rights at any time thereafter.</p> <p>(iii) The Planned allottee shall not, without the prior written consent of the Company, transfer the Company’s shares delivered upon exercise of the Stock Subscription Rights and the Bonds with Stock Subscription Rights to any activists or similar parties designated by the Company through off-exchange transactions (excluding (i) tendering in a take-over bid, except for take-over bid to which the Company has expressed an opposing opinion, (ii) sales in a squeeze-out following a take-over bid, and (iii) transactions such as PTS and off-floor trading where the transferee cannot be identified); provided, however, that these restrictions shall not apply if the Planned allottee is legally obligated to transfer such shares pursuant to applicable laws or regulations.</p>
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	<p>(iv) In the event that the Planned allottee intends to transfer the Company's shares delivered upon exercise of the Stock Subscription Rights and the Bonds with Stock Subscription Rights through off-exchange transactions (excluding (i) tendering in a take-over bid, except for take-over bid to which the Company has expressed an opposing opinion, (ii) sales in a squeeze-out following a take-over bid, and (iii) transactions such as PTS and off-floor trading where the transferee cannot be identified), the Planned allottee shall, to the extent practicable, engage in good faith discussions with the Company regarding the transferee, and shall make the final decision at its own discretion; provided, however, that these restrictions shall not apply if the Planned allottee is legally obligated to transfer such shares pursuant to applicable laws or regulations.</p> <p>(v) From the date on which an announcement is made regarding the commencement or planned commencement of a take-over bid for the Company's shares pursuant to the Financial Instruments and Exchange Act (excluding take-over bid to which the Company has expressed its support; hereinafter the same in this item (v)), including announcements of acquisitions or capital/business alliances premised on a take-over bid, whether made by the take-over bidder or the Company, and including, but not limited to, timely disclosures under the rules of the Tokyo Stock Exchange, filings under the Financial Instruments and Exchange Act, and public notices of the commencement of the take-over bid, until the expiration of the take-over bid period, if the Planned allottee intends to sell the Company's shares delivered upon exercise of the Stock Subscription Rights and the Bonds with Stock Subscription Rights through exchange system, the Planned allottee shall engage in good faith discussions with the Company regarding such sale; provided, however, that if such discussions are held in good faith but no agreement is reached, the Planned allottee may proceed with the sale at its own discretion.</p> <p>(vi) The Subscription Agreement shall stipulate the following provisions. Details can be referred in the Japanese version section titled "6. Reasons for Selecting the Planned allottee", specifically under subsections "(5) Preferential Negotiation Rights" and "(6) Claim to the Share Subscription Rights".</p> <p>* Preferential negotiation rights</p> <p>* Claim to the Share Subscription Rights</p>
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(Note) The amount of funds to be raised is the sum of the total issue price of the Share Subscription Rights and the exercise price computed as if all of the Share Subscription Rights were exercised at the initial exercise price. The amount of funds to be raised will decrease if the Share Subscription Rights not being exercised within their exercise period or if the Company cancels Share Subscription Rights that it has acquired.

Second Series of Unsecured Convertible Bonds with Share Subscription Rights

(1) Date of payment	<p>August 4, 2025</p> <p>The allotment date of the Bonds with Share Subscription Rights shall be August 4, 2025.</p> <p>In the Subscription Agreement, the Planned allottee shall consent to pay the total issuance value on the date of payment, subject to the fulfillment of the conditions set forth in the Subscription Agreement.</p>
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(2) Total number of share subscription rights	40 subscription rights
(3) Issuance price of bonds with share subscription rights	¥100.2 per ¥100 of the face value of the Bonds However, no payment shall be required when exercising Share Subscription Rights
(4) Number of dilutive shares stemming from the issuance	8,592,000 shares The exercise price of the Share Subscription Rights will not be revised, and therefore there is no maximum or minimum exercise price.
(5) Amount of funds to be raised	¥8,016,000,000 (estimated net proceeds: ¥7,996,360,000)
(6) Exercise price or conversion price	¥931 per share
(7) Method of solicitation or allotment	The third-party allotment method will be used.
(8) Planned allottee	AAGS S14, L.P.
(9) Others	<p>The Company plans to execute a subscription agreement regarding the Share Subscription Rights and the Bonds with Share Subscription Rights (the “Subscription Agreement”) with the Planned allottee as of today’s date. The allotment date of the Convertible Bonds with Share Subscription Rights to the Planned allottee is scheduled for August 4, 2025.</p> <p>(i) The Planned allottee shall not exercise any of the Convertible Bonds with Share Subscription Rights during the period from August 5, 2025, to February 4, 2026.</p> <p>(ii) Notwithstanding item (i) above, the Planned allottee may exercise the Share Subscription Rights at any time subsequently in the event of any of the following cases: i) an early redemption event specified in the terms and conditions of the issuance of the Bonds with Share Subscription Rights applies; ii) any of the requirements set forth in the Subscription Agreement is found not to have been fulfilled on the payment date; iii) any of the acquisition conditions stipulated in 6. Reasons for Selection of Planned Allottee, (6) Claim to the Share Subscription Rights are met; iv) the Company consents to the Planned allottee exercising the Convertible Bonds with Share Subscription Rights; v) trading of shares of the Company’s common stock on the Tokyo Stock Exchange is suspended for a period of five (5) days or more; vi) the Company has breached any duty and representation and warranty under the Subscription Agreement, except for any minor breaches; vii) the Company does not submit securities reports or interim reports pursuant to laws; viii) an announcement is made regarding the commencement or planned commencement of a take-over bid for the Company’s common shares pursuant to the Financial Instruments and Exchange Act (including announcements made by the take-over bidder or the target company, and including, but not limited to, timely disclosure under the rules of the Tokyo Stock Exchange, filings under the Financial Instruments and Exchange Act, and public notices of the commencement of the take-over bid), and only if (i) the Company’s Board of Directors has expressed, or is expected or likely to express, an opinion in support of or recommending acceptance of the take-over bid, or (ii) the take-over bid price is, or is expected or likely to be, set at an amount equal to or greater than 1.2 times the conversion price, the Planned allottee may exercise the Convertible Bonds with Stock Subscription Rights at any time thereafter.</p> <p>(iii) The Planned allottee shall not, without the prior written consent of the Company, transfer the Company’s shares delivered upon exercise of the</p>

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	<p>Stock Subscription Rights and the Bonds with Stock Subscription Rights to any activists or similar parties designated by the Company through off-exchange transactions (excluding (i) tendering in a take-over bid, except for take-over bid to which the Company has expressed an opposing opinion, (ii) sales in a squeeze-out following a take-over bid, and (iii) transactions such as PTS and off-floor trading where the transferee cannot be identified); provided, however, that this restriction shall not apply if the Planned allottee is legally obligated to transfer such shares pursuant to applicable laws or regulations.</p> <p>(iv) In the event that the Planned allottee intends to transfer the Company's shares delivered upon exercise of the Stock Subscription Rights and the Bonds with Stock Subscription Rights through off-exchange transactions (excluding (i) tendering in a take-over bid, except for take-over bid to which the Company has expressed an opposing opinion, (ii) sales in a squeeze-out following a take-over bid, and (iii) transactions such as PTS and off-floor trading where the transferee cannot be identified), the Planned allottee shall, to the extent practicable, engage in good faith discussions with the Company regarding the transferee, and shall make the final decision at its own discretion; provided, however, that this restriction shall not apply if the Planned allottee is legally obligated to transfer such shares pursuant to applicable laws or regulations.</p> <p>(v) From the date on which an announcement is made regarding the commencement or planned commencement of a take-over bid for the Company's shares pursuant to the Financial Instruments and Exchange Act (excluding take-over bid to which the Company has expressed its support; hereinafter the same in this item (v)), including announcements of acquisitions or capital/business alliances premised on a take-over bid, whether made by the take-over bidder or the Company, and including, but not limited to, timely disclosures under the rules of the Tokyo Stock Exchange, filings under the Financial Instruments and Exchange Act, and public notices of the commencement of the take-over bid, until the expiration of the take-over bid period, if the Planned allottee intends to sell the Company's shares delivered upon exercise of the Stock Subscription Rights and the Bonds with Stock Subscription Rights through exchange system, the Planned allottee shall engage in good faith discussions with the Company regarding such sale; provided, however, that if such discussions are held in good faith but no agreement is reached, the Planned allottee may proceed with the sale at its own discretion.</p> <p>(vi) The Subscription Agreement shall stipulate the following provisions. Details can be referred in the Japanese version section titled "6. Reasons for Selecting the Planned allottee", specifically under subsections "(5) Preferential Negotiation Rights" and "(6) Claim to the Share Subscription Rights".</p> <ul style="list-style-type: none"> * Preferential negotiation rights * Claim to the Share Subscription Rights
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