

May 23, 2025

Notice Regarding Issuance Terms of Social Bonds - Social bonds for the acquisition of FANCL Corporation -

TOKYO, Friday May 23, 2025 - Kirin Holdings Company, Limited ("Kirin Holdings") hereby announce that we have determined the terms and conditions for the issuance of domestic Social Bonds ("Issuance") to raise funds for the acquisition of shares in FANCL Corporation ("FANCL")^{*1}, as previously disclosed in the news release titled ["Notice Regarding Issuance of Social Bonds"](#) on April 24, 2025, as follows. This Issuance is based on the "Kirin Social Finance Framework"^{*2}.

1. **Background and Rationale of the Issuance**

Under its Long-Term Management Vision, "the Kirin Group Vision 2027", the Kirin Group is aiming at becoming a global leader in CSV^{*3}, creating value across our world of Food & Beverages to Pharmaceuticals. Backed by the same philosophy and direction of aiming for our own growth through solving social issues of health, Kirin Holdings and FANCL formed the capital and business alliance agreement in 2019, and Kirin Holdings has made FANCL a wholly-owned subsidiary in 2024 to work closely together to promote the business in order to grow it into one of the largest health science businesses in the Asia-Pacific region.

We are issuing Social Bonds to partially fund the acquisition of shares in the company. Kirin Group positions fundraising through social finance as a means to achieve sustainable growth together with society. We believe this is an opportunity to communicate to our stakeholders about our CSV management efforts, which simultaneously create social and economic value.

We consider this Issuance as an opportunity to enhance stakeholders' understanding of the Kirin Group's commitment to its growth strategies and our Health Science Domain as our priority domains and have published "Kirin Social Finance Framework," on February 14, 2025. We have obtained a second party opinion^{*4} from DNV BUSINESS ASSURANCE JAPAN K.K. ("DNV"), an independent external reviewer, that this Framework is aligned with Social Bond Principles 2023 (SBP) set by the International Capital Market Association ("ICMA"), the Social Loan Principles 2023 (SLP) set by the Loan Market Association ("LMA") and others, and Social Bond Guidelines 2021 (SBGL) set by the Financial Services Agency of Japan.

By executing Kirin Sustainable Finance based on this Framework and acquiring shares in FANCL, we create a wide range of synergies, such as integration of domestic and overseas sales channel and strengthening customer relationship management in the Health Science business and advancing joint research. We aim to solve social issues related to foundational and individual health, by leveraging the strengths of Kirin and FANCL, and achieve the continued growth of the Health Science business.

KIRIN brings joy to society by crafting food and healthcare products inspired by the blessings of nature and the insights of our customers.

*1: Please refer to the following attached file for further information about the acquisition of the shares in FANCL.
https://www.kirinholdings.com/en/newsroom/release/2024/0912_02.html

*2: Please refer to the following attached file for further information about the Kirin Social Finance Framework.
https://www.kirinholdings.com/en/impact/files/pdf/social_finance_framework_en.pdf

*3: Creating Shared Value: combined added value for consumers as well as for society at large.

*4: For details on the Second Party Opinion, please refer to our company's website.
https://www.kirinholdings.com/en/impact/files/pdf/social_second_party_opinion_en.pdf

<Reference>

- ☐ For more information on the "Kirin Group Vision 2027", a long-term management plan, please refer to the following.
https://www.kirinholdings.com/en/purpose/management_plan/
- ☐ For more information on our "CSV Purpose," please refer to the following.
https://www.kirinholdings.com/en/purpose/csv_purpose/

2. Issuance Terms of Social Bonds

The terms and conditions of the Social Bonds have been determined as follows.

1. Name	Kirin Holdings Company, Limited 25th unsecured straight bonds (Social bond)	Kirin Holdings Company, Limited 26th unsecured straight bonds (Social bond)	Kirin Holdings Company, Limited 27th unsecured straight bonds (Social bond)
2. Maturity	3-years	5-years	7-years
3. Total issue amount	JPY 20.0 billion	JPY 30.0 billion	JPY 15.0 billion
4. Coupon Rate	1.182%	1.412%	1.665%
5. Issue date	May 29, 2025		
6. Maturity date	May 29, 2028	May 29, 2030	May 28, 2032
7. Interest payment date	May 29 and November 29 of each year		
8. Credit rating	A+ (Rating and Investment Information, Inc.)		
9. Lead managers	Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., Mizuho Securities Co., Ltd., Nomura Securities Co., Ltd., and SMBC Nikko Securities Inc.		
10. Use of proceeds	Acquisition of the shares in FANCL Corporation		
11. Eligibility review of the Framework ^{*2}	Kirin Holdings has obtained a second party opinion from DNV BUSINESS ASSURANCE JAPAN K.K. ("DNV"), an independent external reviewer, that this Framework is aligned with Social Bond Principles 2023 set by ICMA and the Social Loan Principles 2023 set by LMA and others.		
12. Structuring agent	Mizuho Securities Co., Ltd.		
13. Trustee	MUFG Bank, Ltd.		

At the same time, the following terms and conditions of issuance have been determined for the non-labeled 10-year bonds.

1. Name	Kirin Holdings Company, Limited 28th unsecured straight bonds
2. Maturity	10-years
3. Total issue amount	JPY 35.0 billion
4. Coupon Rate	2.075%
5. Issue date	May 29, 2025
6. Maturity date	May 29, 2035
7. Interest payment date	May 29 and November 29 of each year
8. Credit rating	A+ (Rating and Investment Information, Inc.)
9. Lead managers	Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., Mizuho Securities Co., Ltd., Nomura Securities Co., Ltd., and SMBC Nikko Securities Inc.
10. Trustee	MUFG Bank, Ltd.

3. Investors Committing to Investing in Kirin Social Bond

Listed below are investors to date who declared their intention to invest in Kirin Social Bond and agreed to disclose their names.

<The list of Investors Committing to Investing > (Japanese alphabetical order)

The Aichikenchuo Credit cooperative	Danyo Shinkumi Bank
Aichimikawa Japan Agricultural Co-operatives	The Chikugo Shinkin Bank
Asset Management One Co., Ltd.	CHIKUHO BANK Ltd.
AMAMI SHINKUMI	Chita Shinkin Bank
ALUPUSCHUO SHINKIN BANK	The Chiba Bank, Ltd.
IIDA SHINKIN BANK	Chiba Shinkin Bank
IZAWA METAL CO., LTD.	Choshi Shoko Shinkumi
The Ibaraki-ken Credit Cooperative	Tsu Shinkin Bank
Ibaraki Prefectural Credit Federations of Agricultural Cooperatives	THE TSURUGA SHINKIN BANK
JA Iwai	Tokio Marine Asset Managemant Co., Ltd.
The Bank of Iwate, Ltd.	Tokyosankyo Shinkin Bank
NST Niigata SogoTelevision,Co.,Ltd.	The Tokyotoshokuin Credit Cooperative
The Ohkawa Shinkin Bank	Tono Shinkin Bank
Osaka Shoko Shinkin Bank	TOHOKU LABOR BANK
The Osaka Shinkin Bank	Toyota Shinkin Bank
OSAKA DOCTORS CREDIT UNION	Nagano Shinkin Bank
OHTAWARA SHINKIN BANK	Niigata-ken Labour Bank
OTEC CORPORATION	JA Nishikasugai
Omuta Yanagawa Shinkin Bank	Nissay Asset Management Corporation
Kanagawa Prefectural Credit Federation of Agricultural Cooperatives	Japan Earthquake Reinsurance Co.,Ltd.
JA kanagawaseisho	The Neo First Life Insurance Company, Limited.
The Kawaguchi Shinkin Bank	The Nomura Trust and Banking Co., Ltd.
JAPAN POST INSURANCE Co., LTD.	HAGIYAMAGUCHI SHINKINBANK
The Kita Osaka Shinkin Bank	The Higashi-Nippon Bank, Limited
Kitakawachi Agricultural Cooperatives	The Bizen Hinase Shinkin Bank
THE KINOKUNI SHINKIN BANK	JA Hida
Kihoku Shinkin Bank	Himeji Shinkin Bank
Kyoei Shinkumi Bank	The HYOGOKEN SHINKUMI BANK
KURE Shinkin Bank	Hyogo Shinkin Bank
GUNMAMIRAI Shinkumi Bank.	HIRAKATA SHINKIN BANK
KEISHICHO-SHOKUIN CREDIT COOPERATIVE	Fukuoka-ken credit union
Kesennuma Shinkin Bank	THE FUJI SHINKIN BANK
THE KOFU SHINKIN BANK	BlackRock Japan Co., Ltd.
Kobeshi Shokuin Shinkumi Bank	The Prudential Gibraltar Financial Life Insurance Co., Ltd.
The Kobe Shinkin Bank	Hekikai Shinkin Bank
Cognivision Inc.	jahokusai

Saikatsu Agricultural Cooperative
THE SAGA KYOEI BANK,LTD.
JA Sagami
SANO EDUCATIONAL FOUNDATION
The Sawayaka Shinkin Bank
SANJO SHINKIN BANK
Shikoku Labour Bank
SHINONOME SHINKIN BANK

The Juroku Bank, Ltd.

THE JOHOKU SHINKIN BANK

Shinkin Central Bank
The Sugamo Shinkin Bank
SUMITOMO LIFE INSURANCE COMPANY
Suwa Shinkin Bank
THE SEIBU SHINKIN BANK
Seki Shinkin Bank

Seto Shinkin Bank

Sony Bank Inc.
DaitokyoShinkumi Credit Cooperative
Takaoka Shinkin Bank
Takagi Gakuen
The TAKAMATSU SHINKIN BANK
The Takinogawa Shinkin Bank
Date Shinkin Bank
The Tatebayashi Shinkin Bank

North Pacific Bank,Ltd.
The Hokuriku Bank, Ltd.
Hokkaido Credit Federation of Agricultural
Cooperatives
Hokkaido Labour Bank
Matsumoto Shinkin Bank
The Mishima Shinkin Bank
Mitsui Sumitomo Insurance Company, Limited
Sumitomo Mitsui DS Asset Management Company,
Limited
SUMITOMO MITSUI TRUST ASSET
MANAGEMENT CO., LTD.

Mitsui Direct General Insurance Company, Limited

Mitsubishi UFJ Asset Management Co., Ltd.
Mitsubishi UFJ Trust and Banking Corporation
The Musashino Bank,Ltd.
Meiji Yasuda Asset Management Company Ltd.
Meiji Yasuda Life Insurance Company
Moka Credit Union
YAMAGUCHI PREFECTURAL CREDIT
FEDERATION OF AGRICULTURAL CO-
OPERATIVES
Yamaguchi Credit Guarantee Association
Yuki Shinkin Bank
JA Yokohama
YONAGO SHINKIN BANK
LIFENET INSURANCE COMPANY
Rakuten Life Insurance Co., Ltd.
The Rokinren Bank

Press Contact
Corporate Communication Department
Kirin Holdings Company, Limited
Nakano Central Park South, 4-10-2 Nakano, Nakano-ku, Tokyo
+81-3-6837-7028
<https://www.kirinholdings.com/en/>
kirin-cc@kirin.co.jp

About Kirin Holdings

Kirin Holdings Company, Limited is an international company that operates in the Food & Beverages domain (Food & Beverages businesses), Pharmaceuticals domain (Pharmaceuticals businesses), and Health Science domain (Health Science business), both in Japan and across the globe.

Kirin Holdings can trace its roots to Japan Brewery which was established in 1885. Japan Brewery became Kirin Brewery in 1907. Since then, the company expanded its business with fermentation and biotechnology as its core technologies, and entered the pharmaceutical business in the 1980s, all of which continue to be global growth centers. In 2007, Kirin Holdings was established as a pure holding company and is currently focusing on boosting its Health Science domain.

Under the [*Kirin Group Vision 2027*](#) (KV 2027), a long-term management plan launched in 2019, the Kirin Group aims to become “A global leader in CSV*, creating value across our world of Food & Beverages to Pharmaceuticals.” Going forward, the Kirin Group will continue to leverage its strengths to create both social and economic value through its businesses, with the aim of achieving sustainable growth in corporate value.

* Creating Shared Value: combined added value for consumers as well as for society at large.

-END-