

### **Announcement Concerning the Borrowing of Capital**

BELLSYSTEM24 Holdings, Inc. (Headquarters: Chuo Ward, Tokyo; Representative Director, President, CEO: Tsuge Ichiro; referred to below as "BS24"), for the purpose of changing its borrowing conditions, borrowed capital on November 30<sup>th</sup>, 2017 based on: a.) a loan agreement and commitment line agreement with Mizuho Bank, Ltd. acting as the agent for these agreements and b.) credit agreements with each of the seven domestic financial institutions. Also, on the same day, BS24 made a prepayment of debt based on an existing senior facility agreement.

#### **(1) Loan and Commitment Line Agreements with Mizuho Bank, Ltd. Acting as the Agent**

##### **1. Agreement Partners**

Mizuho Bank, Ltd., The Bank of Tokyo-Mitsubishi UFJ, Ltd, Sumitomo Mitsui Banking Corporation, Mizuho Trust & Banking Co., Ltd.

##### **2. Loan Amount and Borrowing Limit**

Loan A: 13,750 million yen

Loan B: 20,875 million yen

Borrowing Limit: 6,500 million yen (Loan Amount as of November 30<sup>th</sup>, 2017: 2,000 million yen)

##### **3. Repayment Deadline**

Loan A: Repayment of 687.5 million yen every three months (final repayment day Sept. 30<sup>th</sup>, 2022)

Loan B: Lump sum repayment on November 30<sup>th</sup>, 2022

##### **4. Interest Rate**

TIBOR (Tokyo Interbank Offered Rate) plus spread

##### **5. Main Obligations of the Debtor**

Provision of security cannot be provided to a third-party without written permission in advance.

Complying with financial conditions, of which the main conditions are below.

- a) Consolidated net assets must continue to be higher than 75% of that at the time of the end of the fiscal year ending February 2017 or 75% of that at that the end of the previous fiscal year, whichever is higher
- b) There is no consolidated loss two fiscal years in a row

#### **(2) Credit Agreements with Each of the Seven Domestic Financial Institutions**

##### **1. Agreement Partners**

Shinkin Central Bank, The Norinchukin Bank, The Bank of Yokohama, Ltd., The Chiba Bank, Ltd., THE DAISHI BANK, Ltd., The Bank of Kyoto, Ltd., and The Nanto Bank, Ltd.

##### **2. Loan Total**

14,000 million yen

##### **3. Repayment Deadline**

November 30, 2022

##### **4. Interest Rate**

TIBOR (Tokyo Interbank Offered Rate) plus spread

5. Main Obligations of the Debtor (to Some Agreement Partners)

Complying with financial conditions, of which the main conditions are below.

a) Consolidated net assets must continue to be higher than 75% of that at the time of the end of the fiscal year ending February 2017 or 75% of that at that the end of the previous fiscal year, whichever is higher

b) There is no consolidated operating loss, consolidated pre-tax loss, or consolidated loss two fiscal years in a row

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**Inquiries**

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