

May 8, 2025
SoftBank Corp.

Notice Concerning Results of Tender Offer by a Subsidiary (LY Corporation, Securities Code: 4689) for Shares of BEENOS Inc. (Securities Code: 3328)

At its Board of Directors meeting held on March 21, 2025, LY Corporation (Securities code: 4689, Prime Market of the Tokyo Stock Exchange), a consolidated subsidiary of SoftBank Corp. (hereinafter the “Company”), decided to commence a tender offer (hereinafter the “Tender Offer”) for the common shares and stock acquisition rights of BEENOS Inc. (Securities code: 3328, Prime Market of the Tokyo Stock Exchange) under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended) and relevant laws and regulations, and commenced the Tender Offer on March 24, 2025. Having completed the Tender Offer on May 7, 2025, the Company hereby announces the results of the Tender Offer. Details are provided in the attached document.

May 8, 2025

To whom it may concern:

Company:	LY Corporation
Representative:	President and Representative Director, CEO Takeshi Idezawa (Code: 4689 TSE Prime)
Contact:	Senior Executive Officer CFO (Chief Financial Officer) Ryosuke Sakaue (Tel.: 03-6779-4900)

Notice Concerning Results of Tender Offer for the Shares of BEENOS Inc. (Securities Code: 3328)

LY Corporation (the “Tender Offeror”) resolved in its board of directors’ meeting held on March 21, 2025 to acquire the common shares (the “Target Company Shares”) and the share options (“Share Options”; as defined in the section titled “1. Outline of the Tender Offer.”, “(3) Class of Share Certificates, etc. to be Purchased.”, “② Share Options” below; hereinafter the same) of BEENOS Inc. (Securities Code: 3328, listed on the Tokyo Stock Exchange Inc. (the “Tokyo Stock Exchange”) Prime Market; the “Target Company”) through a tender offer (the “Tender Offer”) pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; hereinafter referred to as the “Act”) and related laws and regulations, and been conducting the Tender Offer since March 24, 2025. This is to notify you that the Tender Offer was completed on May 7, 2025, as detailed below.

1. Outline of the Tender Offer

(1) Name and Location of the Tender Offeror

LY Corporation
1-3 Kioicho, Chiyoda-ku, Tokyo

(2) Name of the Target Company

BEENOS Inc.

(3) Class of Share Certificates, etc. to be Purchased

- ① Common shares
- ② Share options
 - (a) Share options issued by resolution of the board of directors meeting held on March 15, 2018 (the “Series 11 Share Options”) (exercise period is from April 1, 2020 to March 14, 2028)
 - (b) Share options issued by resolution of the board of directors meeting held on February 6, 2020 (the “Series 12 Share Options”) (exercise period is from February 25, 2020 to February 24, 2030)
 - (c) Share options issued by resolution of the board of directors meeting held on February 6, 2020 (the “Series 13 Share Options”) (exercise period is from February 7, 2022 to February 6, 2030)
 - (d) Share options issued by resolution of the board of directors meeting held on May 27, 2021 (the “Series 14 Share Options”) (exercise period is from May 28, 2023 to May 27, 2031)
 - (e) Share options issued by resolution of the board of directors meeting held on August 4, 2022 (the

- “Series 15 Share Options”) (exercise period is from August 5, 2024 to August 4, 2032)
- (f) Share options issued by resolution of the board of directors meeting held on June 20, 2024 (the “Series 16 Share Options”; Series 11 Share Options, Series 12 Share Options, Series 13 Share Options, Series 14 Share Options, Series 15 Share Options and Series 16 Share Options are hereinafter collectively referred to as the “Share Options”) (exercise period is from July 8, 2024 to July 7, 2034)

(4) Number of Share Certificates, etc. to be Purchased

Class of share certificates, etc.	Number of shares to be purchased	Minimum number of shares to be purchased	Maximum number of shares to be purchased
Common Shares	13,444,343 shares	8,876,800 shares	— shares
Total	13,444,343 shares	8,876,800 shares	— shares

(Note 1) If the total number of share certificates that were tendered in the Tender Offer (the “Tendered Share Certificates, etc.”) falls short of the minimum number of shares to be purchased (8,876,800 shares), all of the Tendered Share Certificates, etc. will not be purchased by the Tender Offeror. If the total number of Tendered Share Certificates, etc. is equal to or greater than the minimum number of shares to be purchased (8,876,800 shares), the Tender Offeror will purchase all of the Tendered Share Certificates, etc.

(Note 2) Because the maximum number of shares to be purchased has not been set in the Tender Offer, the “number of shares to be purchased” above is indicated as the maximum number of shares (13,444,343 shares) of the Target Company Shares to be acquired by the Tender Offeror. This number (13,444,343 shares) is calculated by adding the total number of issued shares (13,608,995 shares) as of December 31, 2024, as stated in the “Consolidated First Quarter Financial Results for the Fiscal Year Ending September 2025 (Japanese GAAP)” published by the Target Company on February 12, 2025, to the number of Target Company Shares (560,810 shares) that are the object of the 7,256 Share Options reported by the Target Company to be remaining as of the same date (14,169,805 shares), minus the number of treasury shares held by the Target Company as of the same date (725,462 shares) (hereinafter referred to as the “Total Number of Shares after Taking the Target Company’s Potential Shares into Account”).

(Note 3) Shares constituting less than a unit will also be subject to purchase through the Tender Offer. The Target Company may purchase its own shares in accordance with the procedures stipulated by law during the tender offer period in the Tender Offer (the “Tender Offer Period”) from any shareholder who exercises the right to require the Target Company to purchase shares constituting less than a unit under the Companies Act (Act No. 86 of 2005; as amended).

(Note 4) The Tender Offeror does not intend to acquire, through the Tender Offer, any treasury shares held by the Target Company.

(5) Tender Offer Period

- ① Initial tender offer period set at time of filing

From March 24, 2025 (Monday) to May 7, 2025 (Wednesday) (30 business days)

- ② Whether or not the period may be extended at the Target Company's request
Not applicable.

(6) Tender Offer Price

- ① 4,000 yen per share of the Target Company Shares
② Share options
226,300 yen per share option of the Series 11 Share Options
292,900 yen per share option of the Series 12 Share Options
292,900 yen per share option of the Series 13 Share Options
27,000 yen per share option of the Series 14 Share Options
14,740 yen per share option of the Series 15 Share Options
166,100 yen per share option of the Series 16 Share Options

2. Results of the Tender Offer

(1) Success or failure of the Tender Offer

The Tender Offer had a condition that if the total number of Tendered Share Certificates, etc. was less than the minimum number of shares to be purchased (8,876,800 shares), none of the Tendered Share Certificates, etc. would be purchased. However, since the total number of Tendered Share Certificates, etc. (11,335,722 shares) has reached or exceeded the minimum number of shares to be purchased (8,876,800 shares), the Tender Offeror will purchase all of the Tendered Share Certificates, etc. as described in the Public Notice of Commencement of Tender Offer and the Tender Offer Statement.

(2) Date of announcement of the results of the Tender Offer and name of the newspaper in which the announcement was published

Pursuant to Article 27-13, Paragraph 1 of the Act, the results of the Tender Offer were announced to the press on May 8, 2025 at Tokyo Stock Exchange, Inc. in the manner provided for in Article 9-4 of the Enforcement Order of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Shares, etc. by Persons Other than Issuers (Ministry of Finance Ordinance No. 38 of 1990, as amended; hereinafter referred to as the "Cabinet Office Ordinance").

(3) Number of Share Certificates, etc. purchased, etc.

Class of Share Certificates, etc.	① Number of tenders converted into shares	② Number of purchases converted into shares
Share certificates	10,918,182 shares	10,918,182 shares
Share option certificates	417,540 shares	417,540 shares

Bonds with share options	— shares	— shares
Shares and other trust beneficiary certificates ()	— shares	— shares
Depository receipts for share certificates, etc. ()	— shares	— shares
Total	11,335,722 shares	11,335,722 shares
(Total number of potential share certificates, etc.)	(417,540 shares)	(417,540 shares)

(4) Shareholding ratio of Share Certificates, etc. after Purchase, etc.

Number of voting rights pertaining to Share Certificates, etc. held by Tender Offeror before purchase, etc.	—	(Shareholding ratio of Share Certificates, etc. before Purchase, etc. — %)
Number of voting rights pertaining to Share Certificates, etc. held by special interested parties before purchase, etc.	800	(Shareholding ratio of Share Certificates, etc. before Purchase, etc. 0.60%)
Number of voting rights pertaining to Share Certificates, etc. held by Tender Offeror after purchase, etc.	113,357	(Shareholding ratio of Share Certificates, etc. after Purchase, etc. 84.32%)
Number of voting rights pertaining to Share Certificates, etc. held by special interested parties after purchase, etc.	—	(Shareholding ratio of Share Certificates, etc. after Purchase, etc. — %)
Total number of voting rights of all shareholders, etc. of the Target Company	128,266	

(Note 1) “Number of voting rights pertaining to Share Certificates, etc. held by special interested parties before purchase” represents the total number of voting rights pertaining to the Share Certificates, etc. held by each special interested party (excluding those who are excluded from special related parties pursuant to Article 3, Paragraph 2, Item 1 of the Cabinet Office Ordinance in the calculation of the ownership ratio of Share Certificates, etc. under each item of Article 27-2, Paragraph 1 of the Act).

(Note 2) “Total number of voting rights of all shareholders, etc. of the Target Company” represents the number of voting rights of all shareholders, etc. as of September 30, 2024 as set forth in the Target Company’s 25th Annual Securities Report (based on the number of shares in one unit being 100 shares) submitted by the Target Company on December 20, 2024. However, since shares less than one unit (excluding treasury shares less than one unit held by the Target Company) and the Target Company Shares that may be issued or transferred upon exercise of the Share Options are also subject to the Tender Offer, in calculating the “Shareholding ratio of Share Certificates, etc. before Purchase, etc.” and “Shareholding ratio of Share Certificates, etc. after Purchase, etc.”, the number of voting rights (134,443 voting rights) represented by the Total Number of Shares after Taking the Target Company’s Potential Shares into Account (13,444,343 shares) is used as the denominator.

(Note 3) “Shareholding ratio of Share Certificates, etc. before Purchase, etc.” and “Shareholding ratio of

Share Certificates, etc. after Purchase, etc.” are rounded to two decimal places.

(5) Calculation when purchases are made using the pro rata method

Not applicable.

(6) Method of settlement

- ① Name and address of the head office of the financial instruments business operators / banks in charge of settlement for purchase, etc.

Mizuho Securities Co., Ltd.; 1-5-1 Otemachi, Chiyoda-ku, Tokyo

- ② Settlement commencement date

May 14, 2025 (Wednesday)

- ③ Method of settlement

A notice of purchase by way of the Tender Offer will be mailed to the address or location of each shareholder that tendered its shares in the Tender Offer (the “Tendering Shareholder, etc.”) (or the standing proxy in the case of a shareholder residing in a foreign country (including a corporate shareholder; the “Foreign Shareholder”)) promptly after the end of the Tender Offer Period. Payment of the purchase price will be made in cash. The sales price of the Share Certificates, etc. that were purchased shall be remitted by the tender offer agent to the place designated by the Tendering Shareholder, etc. (or the standing proxy in the case of a Foreign Shareholder), or paid into the account of the Tendering Shareholders, etc. whose applications have been accepted by the tender offer agent, promptly on or after the commencement date of settlement according to the instructions given by the Tendering Shareholder, etc. (or the standing proxy in the case of a Foreign Shareholder).

3. Post-Tender Offer Policy and Future Outlook

There are no changes to the information contained in the “Notice Concerning Commencement of Tender Offer for the Shares of BEENOS Inc. (Securities Code: 3328)” issued by the Tender offer on March 21, 2025.

Following the results of the Tender Offer, the Tender Offeror plans to implement procedures aimed at acquiring all of the Target Company Shares (including the Target Company’s restricted stock granted to the Target Company’s directors and employees and the Target Company’s subsidiaries’ directors and employees as restricted stock compensation and the Target Company Shares to be delivered upon the exercise of the Share Options, but excluding treasury shares held by the Target Company). As of today, the Target Company Shares are listed on the Prime Market of the Tokyo Stock Exchange, but if the procedures are implemented, the Target Company Shares will be delisted after going through the prescribed procedures in accordance with the Tokyo Stock Exchange’s delisting criteria. After delisting, the Target Company Shares will no longer be traded on the Tokyo Stock Exchange. The Target Company plans to promptly announce future procedures once they have been decided in consultation with the Target Company.

4. Place where a copy of the Tender Offer Report is made available for public inspection

LY Corporation

(1-3 Kioicho, Chiyoda-ku, Tokyo)

Tokyo Stock Exchange Inc.

(2-1 Kabuto-cho, Nihonbashi, Chuo-ku, Tokyo)

[Disclaimer]

[Soliciting Regulations]

This press release is a news statement intended for the announcement of the Tender Offer to the general public and is not intended for soliciting an offer to sell the shares in connection with the Tender Offer. If anyone desires to sell his or her shares, a shareholder should, at his or her own responsibility, carefully read the tender offer explanatory statement for the Tender Offer and accept the Tender Offer in his or her own discretion. This press release is not considered as an offer or solicitation of sale of securities or offer of purchase of securities and does not constitute any such part. This press release (or any part of it) or the fact of its distribution does not provide a basis for any kind of agreement pertaining to the Tender Offer, and it may not be relied upon when executing any such agreement.

[Regulations of the United States]

Although the Tender Offer will be conducted in compliance with the procedures and disclosure standards prescribed in the Financial Instruments and Exchange Act in Japan, such procedures and standards are not necessarily identical to those applicable in the United States. In particular, Sections 13(e) and 14(d) of the U.S. Securities Exchange Act of 1934 (as amended), and the rules prescribed thereunder do not apply to the Tender Offer, and the Tender Offer is not intended to comply with the procedures or standards set forth in any such provisions. All financial information contained or referenced in this press release and the reference documents of this press release is based on the International Financial Reporting Standards (IFRS) and generally accepted accounting principles in Japan, not the U.S. accounting standards, may not be equivalent or comparable to the financial information prepared in accordance with U.S. accounting standards. In addition, because the Tender Offeror is a legal entity incorporated outside of the United States and some or all of its officers are not U.S. residents, it may be difficult to enforce any rights or make claims arising under the U.S. securities laws. Shareholders may not be able to commence legal proceedings against legal entities outside the United States and their officers in non-U.S. courts for violations of the U.S. securities laws. Furthermore, U.S. courts do not necessarily have jurisdiction over legal entities and their respective subsidiaries and affiliates outside the United States.

Unless otherwise provided for herein, all procedures related to the Tender Offer shall be conducted entirely in the Japanese language. All or any part of the documents related to the Tender Offer is prepared in the English language. If there is any inconsistency between the English documentation and the Japanese documentation including this announcement, the Japanese documentation shall prevail.

[Forward-Looking Statements]

This information, including the information concerning the future business of the Tender Offeror, the Target Company and other companies may include the forward-looking expression such as “look for,” “expect,” “aim at,” “schedule,” “convinced of,” and “anticipate.” These expressions are based on the outlook for the business of the Tender Offeror at this point, and may change depending on the situation going forward. In respect of the information, the Tender Offeror undertakes no obligation to change forward-looking expressions to current state in order to reflect the actual performance, various circumstances and change of conditions.

This press release includes “forward-looking statements” as defined in Section 27A of the U.S. Securities Act

of 1933 (as amended) and Section 21E of the U.S. Securities Exchange Act of 1934. Actual results may differ substantially from future expectations or other express or implicit forward-looking statements due to known or unknown risks, uncertainties or other factors. Neither the Tender Offeror nor any of its affiliates promise that the projections, etc. expressed or implied as “forward-looking statements” will ultimately be accurate. The “forward-looking statements” in this press release have been prepared based on information available to the Tender Offeror as of the date hereof, and unless otherwise required by law or regulation, neither the Tender Offeror nor the Target Company (including their affiliates) will be responsible for updating or otherwise revising such forward-looking statements in order to reflect any future event or circumstances.

[Other Countries]

In certain countries or regions, the announcement, issue or distribution of this press release may be restricted by laws or regulations. In such cases, you are required to be aware of such restrictions and comply with the laws and regulations of such countries or regions. The announcement, issuance or distribution of this press release does not constitute any solicitation of an offer to sell or offer to purchase shares in relation to the Tender Offer, and shall be considered as a mere distribution of informative materials.