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November 10, 2022

Company name: Morinaga & Co., Ltd.  
 Name of representative: Eijiro Ota, Representative Director,  
 President  
 (Securities code: 2201; Prime Market  
 of the Tokyo Stock Exchange)  
 Inquiries: Natsuko Okamoto, General Manager,  
 Corporate Communication Division  
 (Telephone: +81-3-3456-0150)

## Notice Regarding Issuance of Morinaga&Co., Ltd., Limited 15th Unsecured Straight Bonds (Sustainability Bond with specific inter-bond pari passu clause for short)

Morinaga&Co., Ltd. (the "Company") resolved at a meeting of its Board of Directors held on November 10, 2022 to issue its 15th unsecured straight bonds (Sustainability Bond with specific inter-bond pari passu clause for short) (the "Issuance") submitted today an amended shelf registration statement for the Issue to the Director General of the Kanto Finance Bureau. Details are as follows.

### 1. Purpose and Background of the Issuance

In May 2021, the Morinaga Group adopted a new corporate philosophy, "Delicious, Fun, and Healthy" as its corporate message and "The Morinaga Group will continue to create healthy foods that can be enjoyed beyond generations, thereby bringing smiles to the faces of people announced now and in the future" as our Purpose. Since its founding in 1899, the Morinaga Group has been consistently providing customers with new value and inspiration, while responding to changes of the times and those in the lifestyles of customers. As a sustainable company that keeps growing, the Group will continue to make food that contributes to keep people's mind and body healthy toward the creation of a sustainable society, where everyone can lead happy lives. From today to tomorrow and from one generation to the next, we will continue to bring smiles to the faces of people around the world.



### Corporate Philosophy

Also in May 2021, the Company also set its long-term business plan for 2030, the "2030 Business Plan,"with 2030 Vision" The Morinaga Group will be reborn as a wellness company in 2030". As one of the ongoing initiatives in line with this Vision, we are promoting green projects and social projects.

In order to realize these initiatives, we will issue Sustainability Bonds, and the net proceeds from the issuance will be used for the reconstruction of the Morinaga Shibaura Building (tentative name) which is expected to receive "ZEB Ready" certification. We will create a better workplace to cater for different needs from diverse workforce.

We will also contribute to disaster prevention and mitigation for local residents setting up with an evacuation site created in the building and open for local community in the event of disaster. After the reconstruction, we plan to relocate our head office functions to the Morinaga Shibaura Building (tentative name).



## 2. Outline of the Issuance

Issuer	Morinaga&Co., Ltd.
Tenor	5 years(expected)
Timing	December 2022 (expected)
Size	9 billion yen (expected)
Use of proceeds	Expenditure for rebuilding the Morinaga Shibaura Building (tentative name)
Lead manager	Mitsubishi UFJ Morgan Stanley Securities Co.,Ltd., Mizuho Securities Co., Ltd.

External Review	<p>We have obtained a second-party opinion from Japan Credit Rating Agency, Ltd., an independent external reviewer, on the alignment of the Sustainable Finance Framework with the following principles and guidelines;</p> <ul style="list-style-type: none"> <li>- Green Bond Principles 2021(ICMA)</li> <li>- Green Loan Principles 2021(LMA)(APLMA)(LSTA)</li> <li>- Green Bond and Sustainability-Linked bond Guidelines2022(Ministry of the Environment, Japan)</li> <li>- Green Loan and Sustainability-Linked Loan Guidelines2022(Ministry of the Environment, Japan)</li> <li>- Social Bond Principles 2021(ICMA)</li> <li>- Social Loan Principles 2021(LMA)(APLMA)(LSTA)</li> <li>- Social Bond Guidelines(October 2021, Financial Services Agency of Japan)</li> <li>- Sustainability Bond Guidelines 2021(ICMA)</li> </ul>
Structuring Agent	Mitsubishi UFJ Morgan Stanley Securities Co.,Ltd.

Note: ICMA: International Capital Markets Association; LMA: Loan Market Association; APLMA: Asia Pacific Loan Market Association; LSTA: Loan Syndication and Trading Association

### 3. Use of Proceeds

The funds raised from the issuance will be used for the reconstruction of the Morinaga Shibaura Building (tentative name). Aiming at CO<sub>2</sub> emissions reductions and other environmental benefits, the Company plans to construct a new environmentally-friendly, co-creation-oriented office building which is expected to receive “ZEB Ready” Certification. In addition, the building will be equipped with barrier-free facilities, gender-free SOGI restrooms, prayer rooms and nursing rooms for a better workplace and different needs from diverse workforce, and an evacuation space for neighboring companies and local residents in the event of a disaster. We will orient our offices to embody our corporate philosophy and 2030 Vision.



Exterior view of Morinaga Shibaura Building (tentative name)

※For more information on the Sustainable Finance Framework, please refer to our website.

<https://www.morinaga.co.jp/company/english/sustainability/>

※For details of the third-party opinion, please refer to the JCR website.

<https://www.jcr.co.jp/en/greenfinance/>