

The following statement is prepared based on the original Japanese-language document as an English-language translation and is provided for your convenience purpose only. In the event there is any discrepancy between the Japanese and English versions, the Japanese version prevails.



December 25, 2023

To All Stakeholders

Company	USS Co., Ltd.
Representative	Yukihiro Ando Chairman and Representative Director
Stock Code	4732
Listings	Prime Market, Tokyo Stock Exchange Premier Market, Nagoya Stock Exchange
Contact	Masafumi Yamanaka Executive Vice President, Officer, Supervisory Office (Tel +81-52-689-1129)

**Notice regarding the Completion of Adjustment Transaction of Share Repurchase  
through a Facility Share Repurchase (Japanese ASR)**

USS Co., Ltd (the “Company”) hereby announces that, in relation to the Facility Share Repurchase (Japanese ASR) announced on June 20, 2023, SMBC Nikko Securities Inc. (“SMBC Nikko”) exercised 20th Series Warrants today, and therefore the results of the Adjustment Transaction of the Facility Share Repurchase (Japanese ASR) have been finalized.

Since 20th Series Warrants were exercised, 21st Series Warrants have been waived by SMBC Nikko and extinguished, and would not be exercised.

For details of the Facility Share Repurchase (Japanese ASR) and the Adjustment Transaction, please refer to the Company’s IR information entitled “Notice regarding Share Repurchase through the Off-Auction Own Share Repurchase Trading (ToSTNeT-3) System (Share Repurchase through a Facility Share Repurchase (Japanese ASR))” dated June 20, 2023, and “(Progress regarding the previous disclosure) Notice regarding Share Repurchase through the Off-Auction Own Share Repurchase Trading (ToSTNeT-3) System (through a Facility Share Repurchase (Japanese ASR))” dated June 21, 2023.

<Final results led by exercising 20th Series Warrants>

(1) Exercised Warrants	20th Series Warrants
(2) Exercise Price	1 yen
(3) Number of shares to be delivered	451,600 shares *Number of Shares Sold (Nikko) – Number of Purchasable Shares (Average VWAP) (as detailed below)

<Reference Information>

This document is a press release of public announcement regarding the Completion of Adjustment Transaction of Share Repurchase through a Facility Share Repurchase (Japanese ASR).

This document does not constitute an offer of securities for sale in the United States. The securities referred herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States.

Number of Shares Sold (Nikko)	5,000,000 shares *The number above is the number of shares that SMBC Nikko sold to the Company on its own account through the Share Repurchase (ToSTNeT-3) on June 21, 2023
Number of Purchasable Shares (Average VWAP)	4,548,400 shares * The number of shares calculated by dividing the total cash amount that SMBC Nikko received from the Company by selling the shares to it through the Share Repurchase (ToSTNeT-3) on June 21, 2023 (11,817,500,000 yen) by Average VWAP (as defined below) (the number of shares shall be rounded up to the nearest 100 shares)
Average VWAP	2,598.2109 yen * The price calculated by multiplying the simple arithmetic average of the volume weighted average price ("VWAP") of the Company's stock in ordinary trading on the Tokyo Stock Exchange for each trading day during the period from and including June 22, 2023 and ending on and including December 22, 2023 by 99.90% (calculated to the fifth decimal place and rounded off to the fourth decimal place). Such period shall not include the period from the day five trading days prior to the last trading day of each quarterly accounting period of the Company to such last trading day nor trading days without VWAP.

As a result of the Adjustment Transaction above, the substantive number of own shares that the Company repurchased through a series of transactions in the Facility Share Repurchase (Japanese ASR) is 4,548,400 shares, which are the number of shares the Company repurchased through the Share Repurchase (ToSTNeT-3) on June 21, 2023 (5,000,000 shares) less the number of shares to be delivered. Further, the substantive total purchase price for the share repurchase remains unchanged from the total purchase price in the Share Repurchase (ToSTNeT-3) on June 21, 2023 (11,817,500,000 yen).

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