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For immediate release



Name of Listed Company:	<b>Gurunavi, Inc.</b>
Listed Stock Exchanges:	Tokyo Stock Exchange
Stock Code:	2440
Representative:	Akio Sugihara, President

## **Notice Regarding Conclusion of a Monetary Loan Agreement with Financial Covenants**

**October 29, 2025** – Gurunavi, Inc. (the "Company") announces that it has resolved, at the Executive Committee held on August 28, 2025, to conclude a monetary loan agreement with financial covenants as described below.

### **1. Reason for conclusion of a monetary loan agreement with financial covenants**

The Company completed the acquisition and cancellation of all of Class A Preferred Shares in February 2025, which had been issued in December 2021 to reduce the preferred burden of dividend payments. As the repayment date for the short-term loan used to fund this acquisition approached, the Company converted the short-term loan into a long-term loan.

### **2. Details of monetary loan agreement**

(1) Date of conclusion of monetary loan agreement	September 30, 2025
(2) Counterparty attributes	Two major Japanese commercial banks
(3) Principal of debt	JPY 1,200 million
(4) Term of Agreement	From September 30, 2025 to September 30, 2028
(5) Details of collateral	Unsecured

### **3. Details of financial covenants included in monetary loan agreement**

- (1) Maintain the amount of Net Assets on the consolidated balance sheet as of the last day of the fiscal period for each fiscal year at not less than 75% of the greater of the amount of Net Assets on the consolidated balance sheet as of the end of the fiscal period for March 2025 or the end of the immediately preceding fiscal period.
- (2) Ensure that Operating Income (as presented on the consolidated statement of income for each fiscal year) does not result in a loss for two consecutive fiscal years.

### **4. Future outlook**

Although the Company expects the impact of this matter on its financial results to be immaterial, the Company will promptly disclose any matters that require disclosure in the future.

### **5. Reason for the delay in timely disclosure**

The Company should have made a timely disclosure immediately following the resolution at the Executive Committee held on August 28, 2025. However, due to an insufficient understanding of the disclosure standards, the disclosure has been made today.

Going forward, we will ensure that decisions made and events that have occurred at the Company are fully and appropriately reviewed, verified, and checked against the disclosure criteria before information is released.

We sincerely apologize for the delay in timely disclosure on this occasion.