

[translation<sup>1</sup>]

August 8, 2025

To whom it may concern

Company name	MedPeer, Inc.
Representative	Representative Director & President, CEO Naoki Goto (Code: 6095, TSE Prime Market)
Inquiries	Director & Executive Officer, CFO Toshio Hirabayashi (TEL. 03-4405-4905)

**Notice Concerning Results of the Tender Offer by NMT, Inc. for Company Share Certificates, etc. and Change of Parent Company and Largest Major Shareholder**

MedPeer, Inc. (the “Company”) announces as follows that the tender offer (the “Tender Offer”) implemented by NMT, Inc. (the “Tender Offeror”), commencing on May 15, 2025, for the common shares of the Company (the “Company Shares”) and Stock Acquisition Rights (Note 1) (Company Shares and Stock Acquisition Rights are referred to collectively as “Company Share Certificates, etc.”), has been concluded on August 7, 2025.

The Company also gives notice that as a result of the Tender Offer, as of August 15, 2025 (the date of commencement of settlement for the Tender Offer), the changes indicated below concerning the Company’s parent company and largest major shareholder are expected

(Note) “Stock Acquisition Rights” refers collectively to the Stock Acquisition Rights of (1) and (2) below.

- (1) The Stock Acquisition Rights issued pursuant to a resolution of the Board of Directors of the Company on March 15, 2018 (The exercise period is from January 1, 2020, until March 29, 2028.)
- (2) The Stock Acquisition Rights issued pursuant to a resolution of the Board of Directors of the Company on February 13, 2019 (The exercise period is from March 11, 2019, until March 8, 2029.)

**1. Results of the Tender Offer**

Today, the Company received a report on the result of Tender Offer, which are as set forth in the attached press release, “Notice Concerning Results of Tender Offer for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)”.

The total number of Company Share Certificates, etc. tendered in the Tender Offer surpassed the lower limit of shares to be purchased in the Tender Offer (11,262,835 shares); accordingly, the Tender Offer was successfully completed.

**2. Change of Parent Company and Largest Major Shareholder**

**(1) Planned date of change**

August 15, 2025 (the commencement date of settlement of the Tender Offer)

**(2) Background to the Change**

Today, the Company received a report from the Tender Offeror regarding the results of the Tender Offer, namely,

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<sup>1</sup> This document is an excerpt translation of the original Japanese document and is only for reference purposes. In the event of any discrepancy between this translated document and the original Japanese document, the latter shall prevail.

that 13,679,282 shares were tendered and the total number of tendered share certificates, etc. exceeded the lower limit of shares to be purchased (11,262,835 shares) and the Tender Offer was successfully completed; accordingly, all tendered share certificates, etc. will be purchased.

As a result, when the Tender Offer is settled, as of August 15, 2025 (the commencement date of settlement of the Tender Offer), the percentage that the number of voting rights possessed by the Tender Offeror represents of the total number of voting rights of all shareholders of the Company will exceed 50%, meaning that the Tender Offeror will become the Company's new parent company and largest major shareholder. In conjunction with this, KKH, Co., Ltd. , the Tender Offeror's parent company, will also own Company Shares indirectly through the Tender Offeror, and thus will also become the Company's parent company.

### 3. Overview of Shareholders Subject to Changes

#### (1) Overview of the shareholder becoming the parent company and largest major shareholder (Tender Offeror)

(1) Name	NMT, Inc.	
(2) Location	Sanno Park Tower 5th Floor, Trustee's Consulting LLP, 2-11-1 Nagatacho, Chiyoda-ku, Tokyo	
(3) Job title and name of representative	Yo Iwami, Representative Director	
(4) Description of business	Acquisition and holding of Company Shares	
(5) Stated capital	100,000 yen	
(6) Date of incorporation	May 2, 2025	
(7) Large shareholders and their shareholding ratios	KKH Co., Ltd.	100.00%
(8) Relationship between the Company and the Tender Offeror		
Capital relationship	Not applicable	
Personal relationship	Mr. Yo Iwami, the Company's Director and Chairman, also serves as the Representative Director of the Tender Offeror.	
Business relationship	Not applicable	
Relationship as a related party	KKH Co., Ltd., the sole shareholder of which is Mr. Yo Iwami, the Company's Director and Chairman, holds 100.00% of the voting rights of the Tender Offeror, which thus falls under the category of a related party of the Company.	

#### (2) Overview of shareholder becoming parent company

(1) Name	KKH, Co., Ltd.	
(2) Location	Sanno Park Tower 5th Floor, Trustee's Consulting LLP, 2-11-1 Nagatacho, Chiyoda-ku, Tokyo	
(3) Job title and name of representative	Yo Iwami, Representative Director	
(4) Description of business	Holding, trading and management of stocks and securities	
(5) Stated capital	100,000 yen	
(6) Date of incorporation	May 2, 2025	
(7) Large shareholders and their shareholding ratios	Yo Iwami	100.00%
(8) Relationship between the Company and the Tender Offeror		
Capital relationship	Not applicable	

Personal relationship	Mr. Yo Iwami, the Company's Director and Chairman, also serves as the Representative Director of KKH, Co., Ltd.
Business relationship	Not applicable
Relationship as a related party	Mr. Yo Iwami, the Company's Director and Chairman, holds 100.00% of the voting rights of KKH Co., Ltd., which thus falls under the category of a related party of the Company.

#### 4. Number of Voting Rights and Voting Rights Percentage of Shareholders Subject to Changes Before and After Change

##### (1) NMT, Inc. (Tender Offeror)

	Attribute	Number of Voting Rights (Voting Rights Ownership Ratio) (Note 2)			Major Shareholder Ranking
		Directly Owned	Indirectly Owned	Total	
Before Change	—	—	—	—	—
After Change	Parent company and largest major shareholder	136,792 shares (59.28%)	—	136,792 shares (59.28%)	First

(Note 2) "Voting Rights Ownership Ratio" means the ratio with respect to the number of voting rights (230,748) attached to 23,074,889 shares, which is the total number of issued shares as of March 31, 2025 (22,010,330 shares) as set forth in the "21st Semi-Annual Securities Report" ("Company Semi-Annual Securities Report") released by the Company on May 15, 2025, *plus* the total number of Company Shares underlying the Stock Acquisition Rights currently existing and exercisable (374 of 12<sup>th</sup> Stock Acquisition Rights and 6,354 of 16<sup>th</sup> Stock Acquisition Rights; number of underlying shares: 1,345,600) (resulting in 23,355,930 shares) *minus* the number of treasury shares possessed by the Company as of the day set forth in the Company Semi-Annual Securities Report (281,041 shares); results have been rounded off to the second decimal place.

##### (2) KKH Co., Ltd.

	Attribute	Number of Voting Rights (Voting Rights Ownership Ratio)			Major Shareholder Ranking
		Directly Owned	Indirectly Owned	Total	
Before Change	—	—	—	—	—
After Change	Parent company (through indirect ownership of Company Shares)	—	136,792 shares (59.28%)	136,792 shares (59.28%)	—

#### 5. Whether There Is a Change to the Unlisted Parent Company etc. Subject to Disclosure

As a result of the Tender Offer, both the Tender Offeror and KKH Co., Ltd. will become unlisted parent companies of the Company; the Tender Offeror, which by directly owning Company Shares, will be in a position to exercise influence and is expected to have the greatest impact on decision-making and business activities, and will become the Company's unlisted parent company subject to disclosure.

#### 6. Prospects Going Forward

As discussed above, while 13,679,282 Company Share Certificates, etc. were tendered in the Tender Offer, the Tender

Offeror was not able to acquire all Company Shares (including the Company Shares delivered through exercise of Stock Acquisition Rights, and excluding the Company Shares owned by BOZO Co., Ltd. (“BOZO”), the asset management company all the shares of which are owned by Mr. Yo Iwami and his three children, four in total, which BOZO agreed not to tender in the Tender Offer, and the treasury shares the Company possesses), or all Stock Acquisition Rights through the Tender Offer ; accordingly, pursuant to the series of procedures described in “(5) Policy on the organizational restructuring after the Tender Offer (matters concerning a so-called two-step acquisition)” in “3. Details of and basis and reason for the opinion regarding the Tender Offer” in the Company’s May 14, 2025 Press Release, “Notice Concerning Implementation of MBO and Recommendation to Tender” (including revisions according to “(Amendment) Partial Amendment to “Notice Concerning Implementation of MBO and Recommendation to Tender” published by the Company on May 16, 2025, amendment according to “(Amendment) Partial Amendment to Notice Concerning Implementation of MBO and Recommendation to Tender” published by the Company on June 25, 2025, amendment according to “(Amendment) Partial Amendment to Notice Concerning Implementation of MBO and Recommendation to Tender” published by the Company on July 9, 2025, and amendment according to “(Amendment) Partial Amendment to Notice Concerning Implementation of MBO and Recommendation to Tender” published by the Company on July 24, 2025), the Company plans to make Mr. Yo Iwami, BOZO and the Tender Offeror the only shareholders of the Company.

As a result, it is planned that the Company Shares will be delisted after the implementation of prescribed procedures, in accordance with the delisting standards of the Tokyo Stock Exchange, Inc. (“TSE”). After the delisting, it will not be possible to trade Company Shares on the TSE Prime Market. Regarding the specific procedures and the timing of their implementation, the Company will discuss the matter with the Tender Offeror and make announcement as soon as the decisions are made.

End

(Reference) August 8, 2025, “Notice Concerning Results of Tender Offer for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)” (attached)

August 8, 2025

To whom it may concern:

Company name: NMT, Inc.  
Representative: Yo Iwami  
Representative Director

**Notice Concerning Results of Tender Offer  
for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)**

NMT, Inc. (the "Tender Offeror") has decided on May 14, 2025 to acquire the common shares of MedPeer, Inc. (Securities Code: 6095, Prime Market (the "Prime Market") of the Tokyo Stock Exchange, Inc. (the "TSE"), hereinafter the "Target Company") (the "Target Company Shares") and the Stock Acquisition Rights (as defined in "(3) Class of Shares, Etc. to be Purchased" of "1. Outline of the Tender Offer" below) through a tender offer (the "Tender Offer") pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the "Act") and commenced the Tender Offer on May 15, 2025. Since the Tender Offer has been concluded on August 7, 2025, the Tender Offeror hereby announces the result of the Tender Offer as described below.

1. Outline of the Tender Offer

(1) Name and address of the Tender Offeror

NMT, Inc.  
Trustees Consulting LLP, 5th Floor, Sanno Park Tower, 1-11-1 Nagata-cho, Chiyoda-ku, Tokyo

(2) Name of the Target Company

MedPeer, Inc.

(3) Class of Shares, Etc. to be purchased

- i Common shares
- ii Stock Acquisition Rights
  - (i) stock acquisition rights issued based on a resolution of the Board of Directors of the Target Company held on March (the exercise period is from January 1, 2020 to March 29, 2028; "Series 12 Stock Acquisition Rights")
  - (ii) stock acquisition rights issued based on a resolution of the Board of Directors of the Target Company held on February (the exercise period is from March 11, 2019 to March 8, 2029; "Series 16 Stock Acquisition Rights", and collectively with Series 12 Stock Acquisition Rights, the "Stock Acquisition Rights")

(4) Number of Shares, Etc. to be purchased

Class of Shares, Etc.	Number of tendered shares to be purchased	Minimum number of tendered shares to be purchased	Maximum number of tendered shares to be purchased
Common Stock	18,954,524 shares	11,262,835 shares	- shares
Total	18,954,524 shares	11,262,835 shares	- shares

(Note 1) If the total number of the Shares, Etc. tendered in the Tender Offer (the "Tendered Shares") is less than the minimum number of tendered shares to be purchased in the Tender Offer (11,262,835 shares), the Tender Offeror will purchase etc. none of the Tendered Shares. If the total number of the Tendered Shares is no less than the minimum number of tendered shares to be purchased in the Tender Offer (11,262,835

shares), the Tender Offeror will purchase all of the Tendered Shares.

(Note 2) Shares less than one unit are also subject to the Tender Offer. If a shareholder exercises the right to demand purchase of shares which is less than one unit pursuant to the Companies Act (Act No. 86 of 2005, as amended), the Target Company may purchase its shares during the period of the Tender Offer (the "**Tender Offer Period**") in accordance with statutory procedures.

(Note 3) The treasury shares held by the Target Company are not scheduled to be acquired through the Tender Offer.

(Note 4) Since the maximum number of tendered shares to be purchased in the Tender Offer has not been set, the maximum number of the Target Company Shares that the Tender Offeror shall purchase in the Tender Offer (18,954,524 shares) is described as the number of tendered shares to be purchased. Such maximum number is the total number of issued shares of the Target Company as of March 31, 2025 (22,010,330 shares), as stated in the Semiannual Report of the 21nd Fiscal Year filed by the Target Company on May 15, 2025 (the "**Target Company's Semiannual Report**"), plus the total number of shares of the outstanding and exercisable the Stock Acquisition Rights (1,345,600 shares) as of the same date (according to the Target Company, 374 units of the 12 Stock Acquisition Rights and 6,354 units of the 16 Stock Acquisition Rights) (23,355,930 shares) minus the number of the treasury shares held by the Target Company as of the same date (1,345,600 shares) and the total number of Target Company Shares held by Yo Iwami and BOZO Co., Ltd., who have agreed not to accept the Tender Offer (4,120,365 shares) is the number of shares (18,954,524 shares).

(5) Period of tender offer

i Initial period of tender offer set at the time of submission of the tender offer registration statement  
From May 15, 2025 (Thursday) to August 7, 2025 (Thursday) (60 business days)

ii Possibility of extension upon request by the Target Company  
N/A

(6) Purchase price

i JPY 700 per common share

ii Stock Acquisition Rights

(i) 1 yen per Series 12 Stock Acquisition Right

(ii) 1 yen per Series 16 Stock Acquisition Right

2. Results of tender offer

(1) Outcome of tender offer

In the Tender Offer, the Tender Offeror set conditions that if the total number of the Tendered Shares is less than the minimum number of tendered shares to be purchased in the Tender Offer (11,262,835 shares), the Tender Offeror will purchase none of the Tendered Shares. However, the total number of the Tendered Shares (13,679,282 shares) was no less than the minimum number of tendered shares to be purchased in the Tender Offer (11,262,835 shares), and the Tender Offeror will purchase all of the Tendered Shares as described in the public notice of the commencement of the Tender Offer and the Tender Offer Registration Statement (including the amendments made by the Amendment to the Tender Offer Registration Statement subsequently submitted. The same applies hereinafter.).

(2) Date of public notice of the results of the tender offer and the name of the newspaper publishing such notice

Pursuant to the provisions of Article 27-13, Paragraph 1 of the Act, the results of the Tender Offer were announced to the press on August 8, 2025 at the TSE in accordance with the procedures prescribed in Article 9-4 of the Order for Enforcement 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 of Tender Offer for Shares, Etc. by Non-Issuers (Ministry of Finance Order No. 38 of 1990, as amended; the "TOB Order").

(3) Number of purchased shares etc.

Class of Shares	Number of Subscription Converted into Shares	Number of Purchases Converted into Shares
Shares Certificates	13,679,282 shares	13,679,282 shares
Certificate of stock acquisition rights	- shares	- shares
Certificate of corporate bonds with stock acquisition rights	- shares	- shares
Beneficiary certificate of trust of shares ( )	- shares	- shares
Depository receipt for shares ( )	- shares	- shares
Total	13,679,282 shares	13,679,282 shares
(Total number of dilutive shares, etc.)	(- shares)	(- shares)

(4) Percentage of ownership ratio of Shares, Etc. after Tender Offer

Number of voting rights pertaining to the Shares, Etc. held by the Tender Offeror prior to the tender offer	- units	(Ownership ratio of Shares, Etc. prior to the tender offer: - %)
Number of voting rights pertaining to the Shares, Etc. held by special related parties prior to the tender offer	126,931 units	(Ownership ratio of Shares, Etc. prior to the tender offer: 55.01%)
Number of voting rights pertaining to the Shares, Etc. held by the Tender Offeror after the tender offer	136,792 units	(Ownership ratio of Shares, Etc. after the tender offer: 59.28%)
Number of voting rights pertaining to the Shares, Etc. held by special related parties after the tender offer	41,203 units	(Ownership ratio of Shares, Etc. after the tender offer: 17.86%)
Total number of voting rights of all shareholders, etc. of the Target Company	217,006 units	

(Note 1) Each of "Number of voting rights pertaining to the Shares, Etc. held by special related parties prior to the tender offer" and "Number of voting rights pertaining to the Shares, Etc. held by special related parties after the tender offer" is the total number of voting rights pertaining to the Shares, Etc. held by special related parties (excluding those who are excluded from special related parties pursuant to Article 3, Paragraph 2, Item 1 of the TOB Order for the purpose of calculating the ownership ratio of the Shares, Etc. under each item of Article 27-2, Paragraph 1 of the Act).

(Note 2) "Total number of voting rights of all shareholders of the Target Company" is the number of voting rights held by all shareholders as of March 31, 2025, as stated in the Target Company's Semiannual Report. In the Tender Offer, however, since shares less than one unit and Target Company Shares that are issued through the exercise of the Stock Acquisition Rights were also subject to the Tender Offer, the calculation of the

"Ownership ratio of Shares, Etc. after the tender offer" is based on the total number of issued shares of the Target Company as of March 31, 2025, as stated in the Target Company's Semiannual Report (22,010,330 shares), minus the number of treasury shares (281,041 shares) held by the Target Company as of the same date (21,729,289 shares), plus the number of Target Company shares underlying the exercisable Stock Acquisition Rights (1,345,600 shares), resulting in a total of 23,074,889 shares, and the number of voting rights (230,748 units) associated with such shares as the denominator.

(Note 3) "Ownership ratio of Shares, Etc. prior to the tender offer" and "Ownership ratio of Shares, Etc. after the tender offer" are indicated by rounding off to the second decimal place.

(5) Calculation when tender offer is conducted by the pro rata method

N/A

(6) Method of settlement

(i) Name and address of the head office of financial instruments business operators or banks etc. in charge of the settlement of purchase

(hereinafter, the "Tender Offer Agent")

SBI Securities Co., Ltd

1-6-1 Roppongi, Minato-ku, Tokyo

(ii) Commencement date of settlement

August 15, 2025 (Friday)

(iii) Method of settlement

The notice of the Tender Offer shall be mailed to the address or locations of the shareholders who tendered shares in the Tender Offer (the "Tendering Shareholders") (or in the case of shareholders who are residents of foreign countries (including corporate shareholders; "Foreign Shareholders", their standing proxies) without delay after the expiration of the Tender Offer Period. The purchase will be made in cash. The price for the sale of the shares shall be transferred by the Tender Offer Agent to the place designated by the Tendering Shareholders (or in the case of Foreign Shareholders, their standing proxies), or paid into the bank account of Tendering Shareholders without delay after the settlement commencement date in accordance with the instructions of the Tendering Shareholders (or in the case of Foreign Shareholders, their standing proxies).

### 3. Policies after the Tender Offer and Future Prospects

There have been no changes to the management policy and future outlook after the Tender Offer from the details stated in the Tender Offer Registration Statement.

In response to the results of the Tender Offer, the Tender Offeror intends to follow a series of procedures to make the Tender Offeror the sole shareholder of the Target Company (the "Squeeze-Out Procedures"). As of the date of this release, the Target Company Shares are listed on the Prime Market. If the Squeeze-Out Procedures are followed, the Target Company Shares will be delisted through the prescribed procedures in accordance with the Tokyo Stock Exchange's delisting criteria. After being delisted, the Target Company Shares will no longer be tradable on the Prime Market. The specific procedures to be followed in the future and when they are to take place will be announced by the Target Company promptly once decided.

### 4. Places where copy of the tender offer report is to be made available for public inspection

NMT, Inc.

(Trustees Consulting LLP, 5th Floor, Sanno Park Tower, 1-11-1 Nagata-cho, Chiyoda-ku, Tokyo)

Tokyo Stock Exchange, Inc.

(2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

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