



[Translation]

September 24, 2025

To Whom It May Concern:

Company Name	Paramount Bed Holdings Co., Ltd.
Representative	Tomohiko Kimura Representative Director and President (Securities code 7817 (Prime Market of the Tokyo Stock Exchange))
Contact	Toshiyuki Hatta Director (TEL: 03-3648-1100)

Company Name	TMKR Co., Ltd.
Representative	Tomohiko Kimura Representative Director

**Notice Concerning Commencement of Tender Offer
for the Common Shares of Paramount Bed Holdings Co., Ltd. (Securities Code: 7817) by TMKR Co., Ltd.**

TMKR Co., Ltd. announces that it has decided today to acquire the common shares of Paramount Bed Holdings Co., Ltd. through a tender offer as attached.

END

This disclosed material is published pursuant to Article 30, Paragraph 1, Item 4 of the Enforcement Order of the Financial Instruments and Exchange Act at the request of TMKR Co., Ltd. (offeror) to Paramount Bed Holdings Co., Ltd. (target of the tender offer).

(Attachment)

“Notice Concerning Commencement of Tender Offer for the Common Shares of Paramount Bed Holdings Co., Ltd. (Securities Code: 7817)” dated September 24, 2025

September 24, 2025

To whom it may concern:

Company Name	TMKR Co., Ltd.
Representative	Tomohiko Kimura Representative Director

**Notice Concerning Commencement of Tender Offer
for the Common Shares of Paramount Bed Holdings Co., Ltd. (Securities Code: 7817)**

On September 24, 2025, TMKR Co., Ltd. (the “Offeror”) announces that it has decided to acquire the common shares (the “Company Shares”) of Paramount Bed Holdings Co., Ltd. (securities code: 7817, a company listed on the Prime Market of the Tokyo Stock Exchange, Inc. (the “TSE”); the “Company”) through a tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “Act”) as described below.

The Offeror is a stock company established on August 29, 2025 by Mr. Tomohiko Kimura, the Company’s President and Chief Executive Officer (number of shares held (Note 1): 1,780,701 shares, Shareholding Ratio (Note 2): 3.17%, fifth largest shareholder of the Company; “Mr. Tomohiko Kimura”), for the principal purpose of obtaining and holding the Company Shares listed on the Prime Market of the TSE. As of today, Mr. Tomohiko Kimura’s asset management company, CTOK Co., LTD. (number of shares held 4,266,300 shares, Shareholding Ratio: 7.61%, second largest shareholder of the Company; “CTOK”) owns all of the shares of the Offeror, and Mr. Tomohiko Kimura is the President and Chief Executive Officer of the Company. As of today, the Offeror does not hold any share of the Company Shares.

(Note 1) The 1,780,701 Company Shares held by Mr. Tomohiko Kimura includes 31,803 Restricted Shares for the Officers and Employees (as defined below). Further, as of today, Mr. Tomohiko Kimura indirectly holds 208 Company Shares (rounded down to the nearest whole number), which corresponds to Mr. Tomohiko Kimura’s interest held through the shareholding association of the Company’s officers (the “Shareholding Association of the Company Officers”), but such Company Shares are not included in the number of shares held by Mr. Tomohiko Kimura, as they are not directly held by him; hereinafter the same applies with respect to Mr. Tomohiko Kimura’s shares.

(Note 2) “Shareholding Ratio” refers to the ratio (rounded to the second decimal place; hereinafter the same applies in the calculation of the Shareholding Ratio) calculated by dividing the number of shares (56,088,912 shares; the “Standard Number of Shares”) obtained by deducting the number of treasury shares held by the Company as of June 30, 2025 (1,533,017 shares; hereinafter the same applies to treasury shares held by the Company) from the total number of issued and outstanding shares as of June 30, 2025 (57,598,692 shares), both as stated in the “Summary of Consolidated Financial Results for the First Quarter Ended March 2026 (Based on Japanese GAAP)” published by the Company on July 30, 2025, and adding the number of the restricted shares (consideration) (23,237 shares) related to the disposal of treasury shares conducted by the Company on July 25, 2025.

The Offeror decided to implement the Tender Offer on September 24, 2025 as part of a series of transactions (the “Transaction”) with the purpose of privatizing the Company Shares listed on the Prime Market of TSE by acquiring all of the Company Shares (including the Company’s restricted shares issued to the Company and the officers and employees of its subsidiaries as restricted shares (consideration) (the “Restricted Shares for the Officers and Employees”) and the Company’s restricted shares issued as the Company’s restricted share incentives to the employee shareholding association of the Company, but excluding the treasury shares held by the Company and Non-Tendered Shares (as defined below).

This Transaction constitutes a so-called management buyout (“MBO”) (Note 3). Mr. Tomohiko Kimura and his relative, Mr. Yosuke Kimura, who is the Executive Vice President of the Company (“Mr. Yosuke Kimura”) plan to continue managing the Company after the Transaction. As of today, the Offeror has not entered into any agreement with any other officers of the Company regarding their appointments as officers after the Tender Offer. The details of the Company’s management structure, including the composition of its officers after this Transaction, will be determined through discussions with the Company following the consummation of this Transaction.

(Note 3) A “management buyout (MBO)” generally refers to a transaction in which the management of a target company, by contributing all or part of the acquisition funds, acquires shares of the target company, on the premise that the

business of the target company will be continued.

Upon carrying out the Tender Offer, the Offeror entered into non-tender agreements (the “Non-Tender Agreements”) dated September 24, 2025, with each of (i) Mr. Tomohiko Kimura (number of shares held: 1,780,701 shares; Ownership Ratio: 3.17%; the fifth largest shareholder of the Company), (ii) CTOK (number of shares held: 4,266,300 shares; Ownership Ratio: 7.61%; the second largest shareholder of the Company), (iii) WISE LIGHT Co., Ltd., an asset management company of Mr. Tomohiko Kimura (number of shares held: 1,375,700 shares; Ownership Ratio: 2.45%; “WISE LIGHT”), (iv) LAPIS LAZULI Co., Ltd., an asset management company of Mr. Tomohiko Kimura (number of shares held: 1,375,700 shares; Ownership Ratio: 2.45%; “LAPIS LAZULI”), (v) Mr. Kenji Kimura, a relative of Mr. Tomohiko Kimura (number of shares held (Note 4): 1,728,512 shares; Ownership Ratio: 3.08%; the sixth largest shareholder of the Company; “Mr. Kenji Kimura”), (vi) LLAGGE WOOD Co., an asset management company of Mr. Yosuke Kimura (number of shares held: 4,146,000 shares; Ownership Ratio: 7.39%; the third largest shareholder of the Company; “LLAGE WOOD”), and (vii) SION Co., Ltd., an asset management company of Mr. Yosuke Kimura (number of shares held: 1,375,700 shares; Ownership Ratio: 2.45%; “SION”) and each of the foregoing parties has agreed not to tender any of their Company Shares (total number of shares held: 16,048,613 shares; Ownership Ratio: 28.61%) in the Tender Offer, and, in the event that the Tender Offer is successfully consummated, at the Shareholders’ Meeting (Note 5), all proposals related to the series of procedures to privatize the Company Shares (the “Squeeze-Out Procedures”), such that only the Offeror, Mr. Tomohiko Kimura, CTOK, WISE LIGHT, LAPIS LAZULI and Mr. Kenji Kimura will remain as shareholders of the Company. In addition, under the Non-Tender Agreement with Mr. Tomohiko Kimura, it has been agreed that, following the completion of settlement of the Tender Offer, Mr. Tomohiko Kimura will make a capital investment in the Offeror and acquire the Offeror’s common shares (Note 6), and under the Non-Tender Agreement with Mr. Kenji Kimura, it has been agreed that, following the completion of settlement of the Tender Offer, Mr. Kenji Kimura will make a capital investment in the Offeror and acquire the Offeror’s Class A preferred shares (Note 7) (collectively, the “Investment”). Further, under the Non-Tender Agreements with CTOK, WISE LIGHT, LAPIS LAZULI, Mr. Kenji Kimura, LLAGGE WOOD, and SION, it has been agreed that, upon request of the Offeror prior to the effective date of the share consolidation of Company Shares to be conducted as part of the Squeeze-Out Procedures pursuant to Article 180 of the Companies Act (Act No. 86 of 2005, as amended; the “Companies Act”) (the “Share Consolidation”), they will lend all of their Company Shares to Mr. Tomohiko Kimura without consideration (the “Stock Lending Transaction”). Moreover, under the Non-Tender Agreements with LLAGGE WOOD and SION, as well as with CTOK, WISE LIGHT, and LAPIS LAZULI, it has been agreed that, if the Stock Lending Transaction is executed, the Stock Lending Transaction will be terminated after the Share Consolidation becomes effective, and the Company will acquire (i) all of the Company Shares held by LLAGGE WOOD and SION, (ii) from among the Company Shares held by CTOK, the number of Company Shares that would be equivalent to 1,088,930 shares as of immediately prior to the effectiveness of the Share Consolidation, (iii) from among the Company Shares held by WISE LIGHT, the number of Company Shares that would be equivalent to 980,037 shares as of immediately prior to the effectiveness of the Share Consolidation, and (iv) from among the Company Shares held by LAPIS LAZULI, the number of Company Shares that would be equivalent to 1,161,525 shares as of immediately prior to the effectiveness of the Share Consolidation (the “Company Shares Repurchase”, and the price for such Company Shares Repurchase, the “Company Shares Repurchase Price”) (Note 8).

(Note 4) The 1,728,512 Company Shares held by Mr. Kenji Kimura includes 12,118 Restricted Shares for the Officers and Employees, and will be included the Non-Tendered Shares (as defined below), but due to the transfer restrictions attached to those shares, such shares are not subject to the Stock Lending Transaction agreement. Further, as of today, Mr. Kenji Kimura indirectly holds 31 Company Shares (rounded down to the nearest whole number), which corresponds to Mr. Kenji Kimura’s interest held through the Shareholding Association of the Company Officers, but such Company Shares are not included in the number of shares held by Mr. Kenji Kimura, as they are not directly held by him; hereinafter the same applies with respect to Mr. Kenji Kimura’s shares.

(Note 5) The “Shareholders’ Meeting” refers to the extraordinary shareholders’ meeting of the Company, which the Offeror intends to request the Company to convene after the completion of the Tender Offer, the agenda of which will include a proposal for a partial amendment of the Articles of Incorporation to abolish the provision regarding the number of shares constituting one unit, subject to the implementation of the Share Consolidation pertaining to the Company Shares based on Article 180 of the Companies Act and the effectiveness of such Share Consolidation; hereinafter the same.

(Note 6) The valuation of the Company Shares, which will serve as the basis for determining the per-share subscription price of the common shares to be acquired by Mr. Tomohiko Kimura through the Investment, is planned to be set at 3,530 yen per share (however, in the case that a share consolidation is implemented as part of the Squeeze-Out Procedures, a formal adjustment is planned to be made based on the consolidation ratio for the Company Shares in the share consolidation), which is the same price as the per-share purchase price, etc. for the Company Shares

in the Tender Offer (the “Tender Offer Price”), and there is no intention to issue shares at a discounted price. Since the subscription price per the Offeror’s common shares by Mr. Tomohiko Kimura will not be set on terms that are substantially more favorable than the Tender Offer Price, it is considered that this does not contravene the purpose of the single set of conditions regulations (Article 27-2, Paragraph 3 of the Act; hereinafter the same).

- (Note 7) The Class A preferred shares that Mr. Kenji Kimura is scheduled to acquire through the Investment are class shares that are defined as non-voting shares which are also entitled to receive dividends on surplus in priority over common shares. Furthermore, the Offeror believes that since (i) although the Class A preferred shares are scheduled to be prescribed to receive dividends on surplus in priority over common shares, whether such dividends will be paid or not is expected to be determined at each occasion based on the Company’s management and financial condition after the Transaction as well as on market trends, and (ii) the evaluation of the Company Shares, which will serve as the basis for determining the per-share subscription price of the Class A preferred shares, is planned to be set at 3,530 yen per share (however, in the case that a share consolidation is implemented as part of the Squeeze-Out Procedures, a formal adjustment is planned to be made based on the consolidation ratio for the Company Shares in the share consolidation), which is the same price as the Tender Offer Price, and there is no plan to issue shares at a discounted price, and the subscription price per share of the Offeror’s Class A preferred shares by Mr. Kenji Kimura will not be set on terms that are substantially more favorable than the Tender Offer Price, this does not contravene the purpose of the single set of conditions regulations.
- (Note 8) There is a possibility that the Company Shares Repurchase will be carried out after the Share Consolidation becomes effective and before approval for exemption from the obligation to submit a securities report. However, since it will be after the Company Shares have been delisted and shares after delisting does not fall under “listed share certificates, etc.” (as defined under Article 24-6, Paragraph (1) of the Act, Article 4-3 of the Enforcement Order of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended)) which falls under the target scope of self-tender offer (meaning a tender offer as defined under Article 27-22-2; hereinafter the same), the Offeror does not plan on conducting a self-tender offer. Furthermore, the Company Shares Repurchase Price is expected to be 2,755 yen per Company Share before the Share Consolidation becomes effective. This price is set so that after-tax proceeds which may be obtained if the Company Shares Repurchase is conducted, is the same or lower than the after-tax proceeds if LLAGE WOOD, SION, CTOK, WISE LIGHT and LAPIS LAZULI had tendered in the Tender Offer, taking into account the application of the regulation for excluding deemed dividend from gross profits. The Company Shares Repurchase was proposed by the Offeror to LLAGE WOOD, SION, CTOK, WISE LIGHT and LAPIS LAZULI from the perspective of balancing both the maximization of the tender offer price and the fairness among shareholders.

The Offeror entered into tender agreements (the “Tender Agreement (Founding Family Agreed Tendering Shareholders)”) dated September 24, 2025, with each of (i) Mr. Yosuke Kimura (number of shares held (Note 9): 753,378 shares, Ownership Ratio: 1.34%), (ii) Mr. Kyosuke Kimura, who is a relative of Mr. Tomohiko Kimura (number of shares held (Note 10): 1,724,802 shares, Ownership Ratio: 3.08%, seventh largest shareholder of the Company, “Mr. Kyosuke Kimura”), (iii) Ms. Chieko Kimura, who is a relative of Mr. Tomohiko Kimura (number of shares held: 67,698 shares, Ownership Ratio: 0.12%), (iv) Ms. Kazue Kimura, who is a relative of Mr. Tomohiko Kimura (number of shares held: 67,684 shares, Ownership Ratio: 0.12%), (v) Ms. Maiko Koga, who is a relative of Mr. Tomohiko Kimura (number of shares held: 234,800 shares, Ownership Ratio: 0.42%), and (vi) Mr. Shigenori Koga (number of shares held: 18,000 shares, Ownership Ratio: 0.03%) (collectively, the “Founding Family Agreed Tendering Shareholders”) and each of the foregoing parties has agreed to tender all of their Company Shares (total number of shares held: 2,866,362 shares; Ownership Ratio: 5.11%) in the Tender Offer.

Further, the Offeror respectively entered into a tender/non-tender agreement dated September 24, 2025 with (i) Mr. Michihide Kimura, who is the special advisor of the Company (number of shares held: 1,718,232 shares, Ownership Ratio: 3.06%, the eighth largest shareholder of the Company; “Mr. Michihide Kimura”) and (ii) RAMOON Co., Ltd., which is the asset management company of Mr. Michihide Kimura (number of shares held: 6,704 shares, Ownership Ratio: 0.01%; “RAMOON” and collectively with Mr. Michihide Kimura, “Mr. Michihide Kimura Related Shareholders”) whereby it has been agreed that, of the 1,724,936 Company Shares Mr. Michihide Kimura Related Shareholders owns, 904,484 shares (Note 11) (Ownership Ratio: 1.61%) will be tendered in the Tender Offer, and the remaining 820,452 shares (Note 12) (Ownership Ratio: 1.46%; the “Mr. Michihide Kimura Related Shareholders’ Non-Tendered Shares”) will not be tendered in the Tender Offer and in the event the Tender Offer is successfully consummated, to vote in favor of each proposal relating to the Squeeze-Out Procedures at the Shareholders’ Meeting. Mr. Michihide Kimura Related Shareholders’ Non-Tendered Shares are expected to be a fraction of less than one share as a result of the Share Consolidation to be implemented as part of the Squeeze-Out Procedures.

In addition, the Offeror entered into a tender agreement (the “Tender Agreement (Kimura Nursing Foundation)”) dated September 24, 2025 with the Kimura Foundation for Nursing Education (Note 13) (number of shares held: 701,200 shares, Ownership Ratio: 1.25%; the “Kimura Nursing Foundation”) whereby it was agreed that the Kimura Nursing Foundation will tender all of the Company Shares it owns in the Tender Offer and after the settlement of the Tender Offer, the Kimura Nursing Foundation will reinvest in the Offeror the entire amount of consideration (except for any amounts payable for taxes and expenses applicable to the Kimura Nursing Foundation) which it will receive for tendering the Nursing Foundation Agreed Tendered Shares in the Tender Offer and subscribe to the Offeror’s subordinated bonds (Note 14) (the “Foundation Reinvestment”).

(Note 9) Of the 775,022 Company Shares held by Mr. Yosuke Kimura (Ownership Ratio: 1.38%), 21,644 Restricted Shares for the Officers and Employees (Ownership Ratio: 0.04%) are not included in the number of shares 753,378 shares (Ownership Ratio: 1.34 %) since such shares have transfer restrictions attached and cannot be tendered in the Tender Offer, and are not included in the Founding Family Agreed Tendered Shares. Further, as of today, Mr. Yosuke Kimura indirectly holds 72 Company Shares (rounded down to the nearest whole number), which corresponds to Mr. Yosuke Kimura’s interest held through the Shareholding Association of the Company Officers, but such Company Shares are not included in the number of shares held by Mr. Yosuke Kimura, as they are not directly held by him.

(Note 10) As of today, Mr. Kyosuke Kimura indirectly holds 31 Company Shares (rounded down to the nearest whole number), which corresponds to Mr. Kyosuke Kimura’s interest held through the Shareholding Association of the Company Officers, but such Company Shares are not included in the number of shares held by Mr. Kyosuke Kimura, as they are not directly held by him.

(Note 11) 904,484 shares include 897,832 shares (Ownership Ratio: 1.60%) held by Mr. Michihide Kimura and 6,652 shares (Ownership Ratio: 0.01%) held by RAMOON.

(Note 12) 820,452 shares include 820,400 shares (Ownership Ratio: 1.46%) held by Mr. Michihide Kimura and 52 shares (Ownership Ratio: 0.00%) held by RAMOON.

(Note 13) The Kimura Foundation for Nursing Education was established by Mr. Ryusuke Kimura, who is a relative of Mr. Tomohiko Kimura, in March 1991 and was reorganized as a public interest incorporated foundation in April 2011. As of today, Mr. Kenji Kimura serves as its representative. Its purpose is to contribute to the development of nursing professionals by providing necessary grants to enhance and improve nursing education and practice in line with the advancement of medicine and healthcare in Japan. Its activities include providing grants for overseas nursing training, nursing research, and scholarships for certified nurse specialists, as well as hosting lectures related to nursing.

(Note 14) The terms of the subordinated bonds that the Kimura Nursing Foundation is scheduled to acquire through the Foundation Reinvestment are expected to be determined by the Offeror, in consultation with the Kimura Nursing Foundation, based on a level that enables the Kimura Nursing Foundation to receive annual interest payments equivalent to the annual dividend amount it previously received from the Company.

As described above, with respect to the Tender Offer, the Offeror has agreed (A) with Mr. Tomohiko Kimura, CTOK, WISE LIGHT, LAPIS LAZULI, Mr. Kenji Kimura, LLAGE WOOD, SION, and Mr. Michihide Kimura Related Shareholders to not tender the total of 16,869,065 Company Shares (Ownership Ratio: 30.08%; the “Non-Tendered Shares”) which they own and (B) with the Founding Family Agreed Tendering Shareholders, Mr. Michihide Kimura Related Shareholders, and the Kimura Nursing Foundation, to tender the total of 4,472,046 Company Shares (Ownership Ratio: Total 7.97%) which they own in the Tender Offer.

The outline of the Tender Offer is as follows:

(1) Name of the Company

Paramount Bed Holdings Co., Ltd.

(2) Type of share certificates, etc. to be purchased

Common shares

(3) Period for the purchase, etc.

From Thursday, September 25, 2025 to Monday, November 17, 2025 (36 business days)

(4) Price for the purchase, etc.

3,530 yen per common share

(5) Number of tendered shares to be purchased

Class of share	Number of tendered shares to be purchased	Minimum number of tendered shares to be purchased	Maximum number of tendered shares to be purchased
Common Shares	39,219,847 (shares)	20,486,500 (shares)	- shares
Total	39,219,847 (shares)	20,486,500 (shares)	- shares

(Note 1) If the total number of the share certificates, 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 (20,486,500 shares), the 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 (20,486,500 shares), the Offeror will purchase etc. all of the Tendered Shares.

(Note 2) Since the Offeror has not set the maximum number of tendered shares to be purchased in the Tender Offer, the number of tendered shares to be purchased (39,219,847 shares) is the maximum number of the Shares, Etc. of the Company that the Offeror may possibly purchase in the Tender Offer. This is the number of shares (39,219,847 shares) calculated by deducting the number of the Non-Tendered Shares (16,869,065 shares) from the Standard Number of Shares.

(Note 3) Shares less than one unit are also subject to the Tender Offer. If a shareholder exercises the right to demand purchase of shares amounting to less than one unit pursuant to the Companies Act, the Company may purchase its shares during the period for the purchase, etc., in the Tender Offer in accordance with statutory procedures.

(Note 4) The treasury shares held by the Company are not scheduled to be acquired through the Tender Offer.

(6) Tender Offer Agent

Daiwa Securities Co. Ltd.

9-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo

(7) Commencement date of settlement

November 25, 2025 (Tuesday)

For the specific details of the Tender Offer, please refer to the Tender Offer Registration Statement to be filed by the Offeror on September 25, 2025, in connection with the Tender Offer.

END

Restrictions on Solicitation

This press release is to announce to the public the Tender Offer and has not been prepared for the purpose of soliciting an offer to sell shares or share options. If shareholders wish to make an offer to sell their shares or share options, they should first be sure to carefully read the Tender Offer Explanatory Statement for the Tender Offer and make their own independent decision. This press release and documents it incorporates by reference thereto do not constitute, nor form part of, any offer to sell, solicitation of a sale of, or any solicitation of any offer to buy, any securities. In addition, neither this press release nor documents it incorporates by reference thereto (or any part of them) nor the fact of their distribution shall form the basis of any agreement pertaining to the Tender Offer or be relied upon in the event of the execution of any such agreement.

U.S. Regulations

The Tender Offer will be conducted in accordance with the procedures and disclosure standards set forth under the Act, which are not necessarily the same as the procedures and standards applied in the U.S. In particular, the provisions of Section 13(e) or Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended; hereinafter the same) and the related rules stipulated thereunder do not apply to the Tender Offer, and the Tender Offer is not carried out in compliance with these procedures and standards. All financial information included in this press release and documents it incorporates by reference thereto are created based on accounting principles in Japan, and the contents thereof are not necessarily the same as the financial statements of U.S. companies. In addition, since the Offeror and the Company are corporations incorporated outside the U.S. and all or some of their directors and officers are not U.S. residents, it may be difficult to exercise rights or make claims which may be asserted under U.S. securities related laws. Further, it may not be possible to commence legal proceedings against a non-U.S. entity or its directors and officers in a court outside of the U.S. for violation of U.S. securities related laws. Furthermore, non-U.S. entities and their affiliates, directors or officers may not be subject to U.S. jurisdiction.

The Offeror and the Company's financial advisors, tender offer agents, and their affiliates may, in their normal course of business, to the extent permitted by the Act and other applicable laws and regulations, and in accordance with the requirements of Rule 14e-5(b) under the Securities Exchange Act of 1934, purchase, or otherwise take steps towards the purchase of, the Company Shares outside of the Tender Offer on their own account or on behalf of their clients during the period for the purchase, etc., in the Tender Offer. Such purchases may be conducted at market prices through market transactions, or at prices determined through negotiations off-market. If information pertaining to such purchases are disclosed in Japan, disclosures will be made in the same method in the U.S.

Unless otherwise specified, procedures relating to the Tender Offer are to be conducted entirely in Japanese. While some or all of the documents related to the Tender Offer are prepared in the English language, if there is any inconsistency between the English-language documentation and the Japanese-language documentation, the Japanese-language documentation shall prevail.

This press release and documents it incorporates by reference thereto include "forward-looking statements" as defined under Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the Securities Exchange Act of 1934. The results may significantly differ from those explicitly or implicitly indicated as "forward-looking statements" due to known or unknown risks, or uncertainties, or other causes. Neither the Offeror, the Company, nor any of their affiliates can provide assurance that such results explicitly or implicitly indicated as "forward-looking statements" will be realized. The "forward-looking statements" in this press release and documents it incorporates by reference thereto were prepared based on the information held by the Offeror as of the day of submission of this press release, and unless required by laws and regulations, the Offeror, the Company or their affiliates are not obliged to change and/or modify such statements in order to reflect any event or condition in the future.

Other Countries

In some countries or regions, the announcement, issuance, or distribution of this press release may be subject to legal restrictions. In such cases, please be aware of and comply with such restrictions. The announcement, issuance, or distribution of this press release shall not constitute a solicitation of an offer to purchase or a solicitation of an offer to sell share certificates, etc. relating to the Tender Offer, and shall be regarded solely as the distribution of information for informational purposes.