



[Translation<sup>1</sup>]

April 23, 2026

To whom it may concern:

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Name of Representative: President, Director

Shotaro Miyazaki

(Securities Code: 6135 (the Prime Market of the Tokyo Stock Exchange, Inc.))

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**Notice Regarding Update on Progress Toward Implementation of Tender  
Offer for Company Shares by MM Holdings K.K.**

The Company announced in its press release “Notice Regarding Expression of Endorsement and Recommendation to Tender Shares in Relation to the Plan to Commence a Tender Offer for Company Shares by MM Holdings LLC” dated June 3, 2025 (the “June 3, 2025 Company Press Release”) that, MM Holdings LLC (currently MM Holdings K.K.; the “Tender Offeror”) plans to commence a tender offer (the “Tender Offer”) for the purpose of acquiring all of the common shares of the Company (however, excluding treasury shares held by the Company) subject to certain conditions precedent, such as the completion of necessary procedures and responses pursuant to competition laws in Japan and other countries and domestic and international laws and regulations regulating investment.

The Tender Offeror announced in its press release “Notice of Update on Progress Toward Implementation of Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code: 6135) by MM Holdings K.K.” dated April 10, 2026 that, as of that date, clearance pursuant to the Foreign Exchange and Foreign Trade Act of Japan (the “FEFTA”) had not yet been obtained, and the Tender Offeror expects that the timing of the completion of

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<sup>1</sup> This document has been translated from the Japanese original for reference purposes. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

acquisition of clearance pursuant to the FEFTA and the commencement of the Tender Offer would be in late June 2026.

However, according to the press release published by the Tender Offeror “Notice of Update on Progress Toward Implementation of Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code: 6135)” dated April 23, 2026 (the “April 23 Press Release”), the Tender Offeror continued discussions with the authorities regarding the acquisition of clearance; however, on April 22, 2026, the Tender Offeror received a recommendation (the “Recommendation”) from the Minister of Finance and the Minister of Economy, Trade and Industry, pursuant to Article 27, Paragraph 5 of the FEFTA, to discontinue the Tender Offer and the acquisition of the Company’s shares in connection with the subsequent series of procedures intended to make the Tender Offeror the sole shareholder of the Company (the “Share Acquisition”).

According to the Recommendation, the Minister of Finance and the Minister of Economy, Trade and Industry have determined that the Share Acquisition constitutes “inward direct investment or an equivalent action that is a matter of national security or a similar concern” as defined in Article 27, Paragraph 3 of the FEFTA, based on the grounds that include: the Company manufactures high-performance machine tools that are classified as sensitive goods with a particularly high possibility of being diverted for military use and thus require the permission of the Minister of Economy, Trade and Industry for export; it also possesses technologies and information related to such machine tools, which are widely utilized by manufacturers of defense equipment in Japan; the information held by the Company includes information that, while not necessarily deemed sensitive on its own, could become sensitive information relating to national security when combined with other information; such information also includes procurement and business information necessary for the formulation and execution of measures to enhance corporate value; and in order to address concerns regarding the Tender Offeror’s access to sensitive information, access to information necessary for enhancing corporate value would also become difficult, which is incompatible with the Tender Offeror’s investment objectives. Apart from the fact that a fund registered in the Cayman Islands to which MBK Partners K.K. and its group companies (the “MBKP Group”) provide services owns all of the Tender Offeror’s shares, the Recommendation makes no mention whatsoever, as reasons for the aforementioned determination, of the attributes and capital structure of the MBKP Group, including the Tender Offeror.

In light of the Recommendation, the Tender Offeror plans to notify the Minister of Finance and the Minister of Economy, Trade and Industry by May 1, 2026, of its decision to accept or reject the Recommendation, pursuant to Article 27, Paragraph 7 of the FEFTA. The Tender Offeror is currently considering its future course of action regarding the Tender Offer, including whether to accept the Recommendation. If any matters that need to be disclosed arise going forward, they will be promptly announced.

As announced in the Company's press release "Notice Regarding Update on Progress Toward Implementation of Tender Offer for Company Shares by MM Holdings K.K." dated January 16, 2026, the agreement for the Tender Offer entered into by and between the Company and the Tender Offeror on June 3, 2025 (the "Tender Offer Agreement") sets forth a case where if the Tender Offer fails to be commenced by January 16, 2026, for reasons not attributable to such party, such failure constitutes one of the grounds for termination; however, as of today, neither the Tender Offeror nor the Company has terminated the Tender Offer Agreement, and the Tender Offer Agreement remains in full force and effect.

In light of the April 23 Press Release, the Company is proceeding with the consideration of all possible options aimed at maximizing its corporate value and the common interests of its shareholders, including measures to enhance corporate value as well as the strengthening of shareholder returns through increased dividends and the acquisition of treasury shares.

Although the environment in which the Company finds itself has changed significantly since the time of the June 3, 2025 Company Press Release, which may be a cause for concern, if any matters that need to be disclosed arise going forward, they will be promptly announced.

[Solicitation Regulations]

These announcement materials are intended to generally announce the Tender Offer, and were not prepared for the purpose of soliciting offers to sell. If making an offer to sell, please make sure to read the Tender Offer Explanation regarding the Tender Offer before making an offer at your own judgment. These announcement materials do not constitute an offer to sell, a solicitation of an offer to sell, or a solicitation of an offer to purchase any securities, nor does they constitute a part thereof, and these announcement materials (or any part hereof) or the fact of their distribution shall not serve as the basis for any contract related to the Tender Offer, and may not be relied upon when executing any such contract.

[U.S. Regulations]

The Tender Offer is to be conducted in accordance with the procedures and information disclosure standards stipulated by the Financial Instruments and Exchange Act of Japan, and the procedures and standards therefor are not necessarily the same as those applicable in the United States. Specifically, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended; the “Securities Exchange Act of 1934”) and rules based on those provisions do not apply to the Tender Offer, and the Tender Offer is not necessarily in compliance with the procedures and standards thereunder. All financial information contained in these announcement materials has been prepared based on accounting standards in Japan, not U.S. accounting standards, and is not necessarily comparable to the financial information prepared based on U.S. accounting standards. Further, it may be difficult to enforce any right or claim arising under U.S. securities laws, because the Tender Offeror and the Company are incorporated outside the United States and all or some of their officers are not U.S. residents. It may also be impossible to take legal action against a non-U.S. corporation or its officers in a non-U.S. court for a violation of U.S. securities laws. Furthermore, it may not be possible for a U.S. court to subject any non-U.S. corporation or its officers to its jurisdiction.

Unless specifically noted, all procedures relating to the Tender Offer will be carried out in the Japanese language. All or part of the documents relating to the Tender Offer may be prepared in English, but the Japanese documents shall prevail in the event of any inconsistency between those English documents and the Japanese documents.

Statements in these announcement materials include “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the Securities Exchange Act of 1934. The actual results may significantly differ from the projections, etc. implied or expressly stated in these forward-looking statements due to known or unknown risks, uncertainties, or other factors. Neither the Tender Offeror, the Company, nor their affiliates guarantee that projections, etc. expressed or implied in these forward-looking statements will ultimately be achieved. The forward-looking statements contained in these announcement materials have been prepared based on the information available to the Tender Offeror as of the date of these announcement materials, and unless required by laws and regulations, neither the Tender Offeror, the Company, nor their affiliates are obligated to change or correct the statements made herein in order to reflect future events or circumstances

There is a possibility that, in the ordinary course of business, the Tender Offeror and its affiliates or affiliates of the financial advisors to the Tender Offeror or the Company may, to the extent permitted by financial instruments and exchange-related laws and other applicable laws and regulations in Japan, and in accordance with the requirements of Rule

14e-5(b) of the Securities Exchange Act of 1934, on their own or their customers' account, purchase or take action for the purchase of common shares of the Company before the commencement of the Tender Offer or during the Tender Offer Period. In such cases, the purchase and sale may be conducted at the market price through market transactions, or the purchase and sale may be conducted at a price decided through negotiations outside of the market. If information regarding such a purchase is disclosed in Japan, it will also be disclosed in English on the website of the party that made the purchase.