

August 28, 2026

To whom it may concern

Company Name: Kakaku.com, Inc.

Representative: Atsuhiro Murakami,
President
(Prime Market of Tokyo Stock
Exchange, Securities Code
2371)

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(Amendment) Notice regarding Partial Amendment to “Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.”

Kakaku.com, Inc. (the “Company”) hereby announces as follows that there are matters to be amended with regard to portions of its press release published on May 12, 2026 and titled “Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.” (including the matters corrected or amended by the “(Amendment) Notice regarding Partial Amendment to ‘Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.’” published on July 2, 2026, the “(Amendment) Notice regarding Partial Amendment to ‘Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.’” published on July 3, 2026, the “(Amendment) Notice regarding Partial Amendment to ‘Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.’” published on July 8, 2026, the “(Amendment) Notice regarding Partial Amendment to ‘Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.’” published on July 17, 2026, the “(Amendment) Notice regarding Partial Amendment to ‘Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.’” published on August 3, 2026, and the “(Amendment) Notice regarding Partial Amendment to ‘Notice regarding Expression of Opinion in favor of the Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.’” published on August 14, 2026 (the “August 14 Press Release”)).

As described in the August 14 Press Release, on August 13, 2026, Kamgras 1 K.K. (the “Offeror”) changed the tender offer price (the “Tender Offer Price”) in the tender offer by the Offeror for the Company’s common stock and share acquisition rights (the “Tender Offer”) to 3,570 yen and the Share Buyback Price (as defined in the “Notice regarding Expression of Opinion in favor of the

Tender Offer for the Share Certificates, Etc. of the Company by Kamgras 1 K.K. and Recommendation to Tender Share Certificates, Etc.” announced by the Company on May 12, 2026) to 2,902 yen.

In addition, as described in the press release published by the Company on August 21, 2026 and titled “Notice on Developments regarding the “Notice regarding the Scheduled Commencement of a Tender Offer for the Share Certificates, Etc. of the Company by BCPE Blitz Cayman, L.P.,” the Company has received a notice dated August 19, 2026 from the investment funds advised by Bain Capital Private Equity, LP and their group (“Bain Capital”) and LY Corporation (“LY Corporation”) stating to the effect that, with respect to the scheduled implementation of the tender offer for the Company’s common stock and share acquisition rights by BCPE Blitz Cayman, L.P., a limited partnership formed by Bain Capital in which LY Corporation is expected to make an indirect investment, Bain Capital and LY Corporation did not, as of August 19, 2026, intend to propose any increase in the tender offer price during the tender offer period for the Tender Offer (which lasted until August 27, 2026).

Subsequently, the Offeror decided to change the Tender Offer Price to 3,571 yen and the Share Buyback Price to 2,903 yen, and on August 27, 2026, filed an Amendment to Tender Offer Statement filed on May 13, 2026 (including the matters amended by the Amendment to Tender Offer Statement dated May 19, 2026, May 27, 2026, June 4, 2026, June 17, 2026, July 2, 2026, July 7, 2026, July 17, 2026, July 31, 2026, and August 13, 2026) and, in connection therewith, decided to extend the Tender Offer Period to September 10, 2026, which is the day falling 10 business days from August 27, 2026, the date of filing of the Amendment to Tender Offer Statement, for a total of 85 business days.

As of today, there have been no changes to the content of the report of the special committee of the Company established for the examination of the transactions for taking the Company’s common stock private, nor has there been any change to the Company’s opinion dated July 2, 2026, which is in favor of the Tender Offer, and leaves the decision on whether to tender shares in the Tender Offer to the discretion of each shareholder, and leaves the decision on whether to tender the Share Acquisition Rights in the Tender Offer to the discretion of each holder of the Share Acquisition Rights of the Company.

If any matters requiring disclosure arise in the future, the Company will promptly disclose such matters.

The amended portions are underlined.

Description

2. Overview of the Tender Offer, etc.

(Before amendment)

Purpose of the tender offer	Privatization
Tender offer period	From May 13, 2026 to <u>August 27, 2026</u> (<u>75</u> business days)
Tender offer price	<u>3,570</u> yen per share of the Company Shares

	(I)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on August 17, 2016 (the "Eighth Series of Share Acquisition Rights") (the exercise period is from September 2, 2016 to September 1, 2046)
	(II)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 19, 2017 (the "Tenth Series of Share Acquisition Rights") (the exercise period is from August 4, 2017 to August 3, 2047)
	(III)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on August 15, 2018 (the "Eleventh Series of Share Acquisition Rights") (the exercise period is from September 4, 2018 to September 3, 2048)
	(IV)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 17, 2019 (the "Thirteenth Series of Share Acquisition Rights") (the exercise period is from August 5, 2019 to August 4, 2049)
	(V)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 15, 2020 (the "Fourteenth Series of Share Acquisition Rights") (the exercise period is from August 5, 2020 to August 4, 2050)
	(VI)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 21, 2021 (the "Fifteenth Series of Share Acquisition Rights") (the exercise period is from August 6, 2021 to August 4, 2051)
	(VII)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on November 17, 2021 (the "Sixteenth Series of Share Acquisition Rights") (the exercise period is from December 4, 2023 to December 1, 2028)
	(VIII)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 20, 2022 (the "Seventeenth Series of Share Acquisition Rights") (the exercise period is from August 5, 2022 to August 2, 2052)
	(IX)	1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 19, 2023 (the "Eighteenth Series of Share Acquisition Rights") (the exercise period is from August 7, 2023 to August 6, 2053)
	(X)	1 yen per share acquisition right issued pursuant to the

	resolution approved at the meeting of the Company's board of directors held on May 21, 2025 (the "Nineteenth Series of Share Acquisition Rights") (the exercise period is from June 1, 2029 to September 30, 2033) (XI) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on June 18, 2025 (the "Twentieth Series of Share Acquisition Rights") (the exercise period is from July 24, 2027 to June 17, 2035) (the share acquisition rights in (I) through (XI) above are collectively referred to as the "Share Acquisition Rights")
Minimum number of share certificates, etc. to be purchased	34,941,000 shares (Note 1)
Maximum number of share certificates, etc. to be purchased	- shares

(Omitted)

(After amendment)

Purpose of the tender offer	Privatization
Tender offer period	From May 13, 2026 to <u>September 10, 2026</u> (85 business days)
Tender offer price	<u>3,571</u> yen per share of the Company Shares (I) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on August 17, 2016 (the "Eighth Series of Share Acquisition Rights") (the exercise period is from September 2, 2016 to September 1, 2046) (II) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 19, 2017 (the "Tenth Series of Share Acquisition Rights") (the exercise period is from August 4, 2017 to August 3, 2047) (III) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on August 15, 2018 (the "Eleventh Series of Share Acquisition Rights") (the exercise period is from September 4, 2018 to September 3, 2048) (IV) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's board of directors held on July 17, 2019 (the "Thirteenth Series of Share Acquisition Rights") (the exercise period is from August 5, 2019 to August 4, 2049) (V) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company's

	board of directors held on July 15, 2020 (the “Fourteenth Series of Share Acquisition Rights”) (the exercise period is from August 5, 2020 to August 4, 2050) (VI) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company’s board of directors held on July 21, 2021 (the “Fifteenth Series of Share Acquisition Rights”) (the exercise period is from August 6, 2021 to August 4, 2051) (VII) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company’s board of directors held on November 17, 2021 (the “Sixteenth Series of Share Acquisition Rights”) (the exercise period is from December 4, 2023 to December 1, 2028) (VIII) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company’s board of directors held on July 20, 2022 (the “Seventeenth Series of Share Acquisition Rights”) (the exercise period is from August 5, 2022 to August 2, 2052) (IX) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company’s board of directors held on July 19, 2023 (the “Eighteenth Series of Share Acquisition Rights”) (the exercise period is from August 7, 2023 to August 6, 2053) (X) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company’s board of directors held on May 21, 2025 (the “Nineteenth Series of Share Acquisition Rights”) (the exercise period is from June 1, 2029 to September 30, 2033) (XI) 1 yen per share acquisition right issued pursuant to the resolution approved at the meeting of the Company’s board of directors held on June 18, 2025 (the “Twentieth Series of Share Acquisition Rights”) (the exercise period is from July 24, 2027 to June 17, 2035) (the share acquisition rights in (I) through (XI) above are collectively referred to as the “Share Acquisition Rights”)
Minimum number of share certificates, etc. to be purchased	34,941,000 shares (Note 1)
Maximum number of share certificates, etc. to be purchased	- shares

(Omitted)

3. Details of and grounds and reasons for opinions on the Tender Offer
- (2) Grounds and reasons for opinions on the Tender Offer

(I) Overview of the Tender Offer

(Before amendment)

(Omitted)

Subsequently, on July 29, 2026, BCPE Blitz Cayman, L.P. as the SPV published the “Notice Concerning Scheduled Commencement of Tender Offer for Kakaku.com, Inc. (Securities Code: 2371).” Accordingly, the Company announced that it received from the Proposer a proposal for increasing the tender offer price as an updated version of the July 1 Proposal (the “July 29 Proposal”) in the “Notice regarding the Scheduled Commencement of a Tender Offer for the Share Certificates, Etc. of the Company by BCPE Blitz Cayman, L.P.” dated July 30, 2026 (the “July 29 Proposer’s Press Release”). In addition, as described in “(II) Background, purpose, and decision-making process leading to the Offeror’s decision to implement the Tender Offer, and management policy after the Tender Offer” below, on July 29, 2026, the Consortium received a request from the Company for discussions regarding a change to the Tender Offer Price (the “July 29 Request for Discussions”).

The Offeror decided to file an Amendment to Tender Offer Statement on July 31, 2026, pursuant to Article 27-8, paragraph (2) of the FIEA, in order to provide the Company’s shareholders and the Share Acquisition Rights Holders with sufficient information regarding status of these public announcements made by the Proposer and the Company, as well as the Consortium’s stated intention to consider the July 29 Request for Discussions from the Company. As a result of the filing of such amendment, the Tender Offer Period had been extended until August 17, 2026, effective as of July 31, 2026, pursuant to Article 13, paragraph (2), item (ii), (a) of the Order for Enforcement of the Financial Instruments and Exchange Act, resulting in a total Tender Offer Period of 67 business days.

Thereafter, the Offeror comprehensively considered factors such as the July 29 Proposer’s Press Release, the subsequent market price of the Company Shares, the status of tenders in the Tender Offer by the shareholders of the Company and the Share Acquisition Rights Holders, and the outlook for future tenders, and also taking into account the July 29 Request for Discussions, sincerely considered the matter and, as a result, decided to change the Tender Offer Price from 3,450 yen to 3,570 yen. On August 13, 2026, the Offeror filed an Amendment to the Tender Offer Statement and, in connection therewith, pursuant to applicable laws and regulations, decided to extend the Tender Offer Period to August 27, 2026, which is the day falling 10 business days from August 13, 2026, the date of filing of such amendment, resulting in a total of 75 business days (the change to the Tender Offer Price and the extension of the Tender Offer Period are collectively referred to as the “August 13 Changes to Terms”). The Consortium, as described in “(ii) Background, purpose, and decision-making process leading to the Offeror’s decision to implement the Tender Offer” in “(II) Background, purpose, and decision-making process leading to the Offeror’s decision to implement the Tender Offer, and management policy after the Tender Offer” below, understands that the price of 3,640 yen in the July 29 Proposal, which is premised on the execution of a non-tender agreement between the Proposer and KDDI, is a price that cannot be realized, and that, in addition to the fact that the Tender Offer Price after the August 13 Changes to Terms, 3,570 yen, is the highest realizable price exceeding the realizable tender offer price of 3,520 yen in the July 29 Proposal, the Tender Offer is considered to be superior to the July 29 Proposal from the perspectives of likelihood and timing of realization of the

tender offer. Accordingly, the Consortium considers that the August 13 Changes to Terms will make it sufficiently possible for the Tender Offer to be successfully completed.

(Omitted)

The Offeror plans that following the Squeeze-out Procedures, the Company will acquire all Non-Tendered Shares (“Share Buyback”; the price per share for the acquisition of treasury shares in the Share Buyback, on a basis prior to the Share Consolidation, is referred to as the “Share Buyback Price”). The Share Buyback may be implemented following the Share Consolidation and before the securities report submission exemption is approved, but it will be after Company Shares are delisted, and since the delisted shares do not fall under “Listed Share Certificates, Etc.” (Article 24-6, Paragraph 1 of Financial Instruments and Exchange Act (hereinafter “FIEA”); Article 4-3 of the Order for Enforcement of the Financial Instruments and Exchange Act) subject to a tender offer for own shares (the tender offer set forth in Article 27-22-2 of FIEA; hereinafter the same), the Offeror will not implement a tender offer for own shares. Taking into account the fact that the provisions for non-inclusion of deemed dividends in taxable income will apply, the Share Buyback Price will be set at 2,902 yen per Company Share prior to the Share Consolidation so that the amount of post-tax proceeds obtained in the case where the Non-Tendering Shareholders sell their shares in the Share Buyback will be substantially equivalent to the post-tax proceeds that the Non-Tendering Shareholders would obtain were they to tender their shares in the Tender Offer. The Share Buyback was proposed by EQT to the Non-Tendering Shareholders aiming to maximize the Tender Offer Price while giving consideration to fairness among shareholders.

Further, DG will reinvest some of the proceeds from the Share Buyback in the Offeror Parent Company or another wholly owning parent company of the Offeror designated by the Offeror and acquire common shares of such company (the “Reinvestment”). In the Reinvestment, the valuation of Company Shares, which will be the basis for deciding the consideration per common share of the Offeror Parent Company or another wholly owning parent company of the Offeror designated by the Offeror, will be 3,570 yen (however, reasonable adjustments will be made in accordance with the ratio of consolidation for Company Shares in the Share Consolidation to be executed as part of the Squeeze-out Procedures and other changes, etc. in the total number of issued and outstanding shares of the Company), which is the same price as the Tender Offer Price, so that there will be no conflict with the principle of the uniformity of tender offer price (Article 27-2, Paragraph 3 of FIEA), and as a result of such transaction, DG is expected to hold approximately 20% (planned) of the ownership percentage of voting rights of the Offeror Parent Company or another wholly owning parent company of the Offeror designated by the Offeror (Note 10).

(Omitted)

The following diagrams show the structure of the Transactions.

(Omitted)

II. After the Tender Offer (September 3, 2026 (scheduled))

(Omitted)

III. After the Squeeze-out Procedures (mid-November 2026 (scheduled))

(Omitted)

IV. Funding for Share Buyback and Capital Reduction (late November 2026 (scheduled))

(Omitted)

V. After the Share Buyback (late November 2026 (scheduled))

(Omitted)

VI. After the Reinvestment (after late November 2026 (scheduled))

(Omitted)

(After amendment)

Subsequently, on July 29, 2026, BCPE Blitz Cayman, L.P. as the SPV (as defined in “(iv) Background to the review and negotiations up to the meeting of the Company’s board of directors held on July 1, 2026, and details of the determination” in “(III) Decision-making process leading to the Company’s decision to support the Tender Offer and the reasons therefor” below; the same applies hereinafter) published the “Notice Concerning Scheduled Commencement of Tender Offer for Kakaku.com, Inc. (Securities Code: 2371).” Accordingly, the Company announced that it received from the Proposer a proposal for increasing the tender offer price as an updated version of the July 1 Proposal (the “July 29 Proposal”) in the “Notice regarding the Scheduled Commencement of a Tender Offer for the Share Certificates, Etc. of the Company by BCPE Blitz Cayman, L.P” dated July 30, 2026 (the “July 29 Proposer’s Press Release”). In addition, as described in “(II) Background, purpose, and decision-making process leading to the Offeror’s decision to implement the Tender Offer, and management policy after the Tender Offer” below, on July 29, 2026, the Consortium received a request from the Company for discussions regarding a change to the Tender Offer Price (the “July 29 Request for Discussions”).

The Offeror decided to file an Amendment to Tender Offer Statement on July 31, 2026, pursuant to Article 27-8, paragraph (2) of the FIEA, in order to provide the Company’s shareholders and the Share Acquisition Rights Holders with sufficient information regarding status of these public announcements made by the Proposer and the Company, as well as the Consortium’s stated intention to consider the July 29 Request for Discussions from the Company. As a result of the filing of such amendment, the Tender Offer Period had been extended until August 17, 2026, effective as of July 31, 2026, pursuant to Article 13, paragraph (2), item (ii), (a) of the Order for Enforcement of the Financial Instruments and Exchange Act, resulting in a total Tender Offer Period of 67 business days.

Thereafter, the Offeror comprehensively considered factors such as the July 29 Proposer’s Press Release, the subsequent market price of the Company Shares, the status of tenders in the Tender Offer by the shareholders of the Company and the Share Acquisition Rights Holders, and the outlook for future tenders, and also taking into account the July 29 Request for Discussions, sincerely considered the matter and, as a result, decided to change the Tender Offer Price from 3,450 yen to 3,570 yen. On August 13, 2026, the Offeror filed an Amendment to the Tender Offer Statement and, in connection therewith, pursuant to applicable laws and regulations, decided to extend the Tender Offer Period to August 27, 2026, which is the day falling 10 business days from August 13, 2026, the date of filing of such amendment, resulting in a total of 75 business days (the change to the Tender Offer Price and the extension of the Tender Offer Period are collectively referred to as the “August

13 Changes to Terms”). The Consortium, as described in “(ii) Background, purpose, and decision-making process leading to the Offeror’s decision to implement the Tender Offer” in “(II) Background, purpose, and decision-making process leading to the Offeror’s decision to implement the Tender Offer, and management policy after the Tender Offer” below, understands that the price of 3,640 yen in the July 29 Proposal, which is premised on the execution of a non-tender agreement between the Proposer and KDDI, is a price that cannot be realized, and that, in addition to the fact that the Tender Offer Price after the August 13 Changes to Terms, 3,570 yen, is the highest realizable price exceeding the realizable tender offer price of 3,520 yen in the July 29 Proposal, the Tender Offer is considered to be superior to the July 29 Proposal from the perspectives of likelihood and timing of realization of the tender offer. Accordingly, the Consortium considers that the August 13 Changes to Terms will make it sufficiently possible for the Tender Offer to be successfully completed.

Thereafter, the Offeror comprehensively considered factors such as the changes in the market price of the Company Shares since the publication of the August 21 Proposer’s Press Release (as defined below), the status of tenders in the Tender Offer by the shareholders of the Company and the Share Acquisition Rights Holders, and the outlook for future tenders, and decided to change the Tender Offer Price from 3,570 yen to 3,571 yen in order to provide the shareholders of the Company with an opportunity to sell their shares on more attractive terms and to increase the likelihood of the successful completion of the Tender Offer. On August 27, 2026, the Offeror filed an Amendment to the Tender Offer Statement and, in connection therewith, pursuant to applicable laws and regulations, decided to extend the Tender Offer Period to September 10, 2026, which is the day falling 10 business days from August 27, 2026, the date of filing of such amendment, resulting in a total of 85 business days (the change to the Tender Offer Price and the extension of the Tender Offer Period are collectively referred to as the “August 27 Changes to Terms”).

The Proposer, in the name of BCPE Blitz Cayman, L.P., the SPV, published the “Notice regarding Updates on ‘Notice Concerning Scheduled Commencement of Tender Offer for Kakaku.com, Inc. (Securities Code: 2371)’” dated August 21, 2026 (the “August 21 Proposer’s Press Release”). In response, the Company announced in its “Notice on Developments regarding the ‘Notice regarding the Scheduled Commencement of a Tender Offer for the Share Certificates, Etc. of the Company by BCPE Blitz Cayman, L.P.’” dated the same date that it had received a communication from the Proposer on August 19, 2026 stating that, as of that date, the Proposer did not intend to propose an increase in the tender offer price during the Tender Offer Period (through August 27, 2026). According to the August 21 Proposer’s Press Release, in the Tender Agreement (Oasis) (as defined in “(iv) Background to the review and negotiations up to the meeting of the Company’s board of directors held on July 1, 2026, and details of the determination” in “(III) Decision-making process leading to the Company’s decision to support the Tender Offer and the reasons therefor” below; the same applies hereinafter) entered into between the Proposer and Oasis (as defined in “(iv) Background to the review and negotiations up to the meeting of the Company’s board of directors held on July 1, 2026, and details of the determination” in “(III) Decision-making process leading to the Company’s decision to support the Tender Offer and the reasons therefor” below; the same applies hereinafter), it is stipulated that if a third party commences a tender offer at a tender offer price at least 1% higher than the tender offer price under the Proposer’s tender offer and Oasis requests the Proposer to change the tender offer price, and the Proposer does not change the tender offer price to an amount

equal to or greater than the tender offer price proposed by the third party by the earlier of (i) the day falling five business days after the date of such request or (ii) the day falling two business days before the last day of the tender offer period for such competing tender offer (provided that if the date of such request falls after the day falling two business days before the last day of such tender offer period, the last day thereof), Oasis will not be obligated to tender its shares and the Tender Agreement (Oasis) will terminate. However, after the August 13 Changes to Terms, the Proposer did not propose to Oasis any change to the tender offer price during the period of five business days for changing the price (which expired on August 20, 2026) under the Tender Agreement (Oasis), and therefore the Tender Agreement (Oasis) terminated as of the end of August 20, 2026. The Consortium has been holding discussions with Oasis, including requesting that Oasis tender its shares in the Tender Offer, but no matters have been determined as of this time.

(Omitted)

The Offeror plans that following the Squeeze-out Procedures, the Company will acquire all Non-Tendered Shares (“Share Buyback”; the price per share for the acquisition of treasury shares in the Share Buyback, on a basis prior to the Share Consolidation, is referred to as the “Share Buyback Price”). The Share Buyback may be implemented following the Share Consolidation and before the securities report submission exemption is approved, but it will be after Company Shares are delisted, and since the delisted shares do not fall under “Listed Share Certificates, Etc.” (Article 24-6, Paragraph 1 of Financial Instruments and Exchange Act (hereinafter “FIEA”); Article 4-3 of the Order for Enforcement of the Financial Instruments and Exchange Act) subject to a tender offer for own shares (the tender offer set forth in Article 27-22-2 of FIEA; hereinafter the same), the Offeror will not implement a tender offer for own shares. Taking into account the fact that the provisions for non-inclusion of deemed dividends in taxable income will apply, the Share Buyback Price will be set at 2,903 yen per Company Share prior to the Share Consolidation so that the amount of post-tax proceeds obtained in the case where the Non-Tendering Shareholders sell their shares in the Share Buyback will be substantially equivalent to the post-tax proceeds that the Non-Tendering Shareholders would obtain were they to tender their shares in the Tender Offer. The Share Buyback was proposed by EQT to the Non-Tendering Shareholders aiming to maximize the Tender Offer Price while giving consideration to fairness among shareholders.

Further, DG will reinvest some of the proceeds from the Share Buyback in the Offeror Parent Company or another wholly owning parent company of the Offeror designated by the Offeror and acquire common shares of such company (the “Reinvestment”). In the Reinvestment, the valuation of Company Shares, which will be the basis for deciding the consideration per common share of the Offeror Parent Company or another wholly owning parent company of the Offeror designated by the Offeror, will be 3,571 yen (however, reasonable adjustments will be made in accordance with the ratio of consolidation for Company Shares in the Share Consolidation to be executed as part of the Squeeze-out Procedures and other changes, etc. in the total number of issued and outstanding shares of the Company), which is the same price as the Tender Offer Price, so that there will be no conflict with the principle of the uniformity of tender offer price (Article 27-2, Paragraph 3 of FIEA), and as a result of such transaction, DG is expected to hold approximately 20% (planned) of the ownership percentage of voting rights of the Offeror Parent Company or another wholly owning parent company of the Offeror designated by the Offeror (Note 10).

(Omitted)

The following diagrams show the structure of the Transactions.

(Omitted)

II. After the Tender Offer (September 17, 2026 (scheduled))

(Omitted)

III. After the Squeeze-out Procedures (late November 2026 (scheduled))

(Omitted)

IV. Funding for Share Buyback and Capital Reduction (mid-December 2026 (scheduled))

(Omitted)

V. After the Share Buyback (mid-December 2026 (scheduled))

(Omitted)

VI. After the Reinvestment (after mid-December 2026 (scheduled))

(Omitted)

- (II) Background, purpose, and decision-making process leading to the Offeror's decision to implement the Tender Offer, and management policy after the Tender Offer
 - (ii) Background, purpose, and decision-making process leading to the Offeror's decision to implement the Tender Offer
- (Before amendment)

(Omitted)

- (IV) The Tender Offer Price after the July 17 Changes to Terms (3,450 yen) satisfies the price condition under the Tender Agreement (Oasis) (as defined in “(iv) Background to the review and negotiations up to the meeting of the Company’s board of directors held on July 1, 2026, and details of the determination” in “(III) Decision-making process leading to the Company’s decision to support the Tender Offer and the reasons therefor” below; the same applies hereinafter) entered into between the Proposer and Oasis (as defined in “(iv) Background to the review and negotiations up to the meeting of the Company’s board of directors held on July 1, 2026, and details of the determination” in “(III) Decision-making process leading to the Company’s decision to support the Tender Offer and the reasons therefor” below; the same applies hereinafter) that would release Oasis from its obligation to tender

According to the July 1 Proposal, the SPV (as defined in “(iv) Background to the review and negotiations up to the meeting of the Company’s board of directors held on July 1, 2026, and details of the determination” in “(III) Decision-making process leading to the Company’s decision to support the Tender Offer and the reasons therefor” below) entered into the Tender Agreement (Oasis) with Oasis, in which it is stipulated that if a third party commences a tender offer at a tender offer price at least 1% higher than the tender offer price under the Proposer’s tender offer and Oasis requests the Proposer to change the tender offer price, and the Proposer does not

change the tender offer price to an amount equal to or greater than the tender offer price proposed by the third party by the earlier of (i) the day falling five business days after the date of such request or (ii) the day falling two business days before the last day of the tender offer period for such competing tender offer (provided that if the date of such request falls after the day falling two business days before the last day of such tender offer period, the last day thereof), Oasis will not be obligated to tender its shares. Given that the tender offer price under the Proposer's tender offer in the July 1 Proposal is 3,384 yen, the Tender Offer Price after the July 17 Changes to Terms (3,450 yen) satisfies the above price condition.

(Omitted)

The Consortium, following the July 29 Proposal and the July 29 Request for Discussions, considered a change to the Tender Offer Price in light of the fact that the market price of the Company Shares had been trading above the Tender Offer Price prior to the August 13 Changes to Terms of 3,450 yen. Although the Consortium considers that the Tender Offer Price prior to the August 13 Changes to Terms already sufficiently reflected the intrinsic value of the Company and represented a sufficiently reasonable premium over the market price of the Company Shares prior to the announcement of the Tender Offer, the Consortium considered that a situation in which repeated proposals for changes to terms are made by the Proposer and the Transactions are exposed to a prolonged period of instability would increase uncertainty regarding the Company's future management policy, could impair the Company's corporate value, and would also be undesirable from the perspective of the interests of the Company's shareholders, employees, business partners and other stakeholders. With the view that it is an urgent matter to complete the Transactions as early as possible and to work on measures to enhance the Company's corporate value, the Consortium considered that the Tender Offer could be successfully completed by changing the Tender Offer Price to 3,570 yen, and on August 10, 2026, proposed the August 13 Changes to Terms to the Company and the Special Committee (the "August 10 Changes to Terms Proposal"). The Offeror believes that the considerations set forth in (I) through (IV) above continue to apply with respect to the July 29 Proposal and the Tender Offer Price following the August 13 Changes to Terms (3,570 yen). Specifically, the Offeror understands that the price of 3,640 yen in the July 29 Proposal, which is premised on the execution of the Proposer Non-Tender Agreement (KDDI), is a price that cannot be realized so long as the Proposer maintains the condition that such Proposer Non-Tender Agreement (KDDI) can be executed. (The Offeror has entered into the Non-Tender Agreement (KDDI) with KDDI, and, pursuant to such agreement, in order for the Proposer to satisfy the condition that the Proposer Non-Tender Agreement (KDDI) can be executed, it would be necessary, at a minimum, to commence a tender offer for all Company Shares for the purpose of privatizing the Company at a purchase price exceeding the Tender Offer Price by 2% or more (3,642 yen as of August 13, 2026). For details, please refer to "(III) The Non-Tender Agreement (KDDI)" in "(6) Matters relating to material agreements regarding the Tender Offer" below.) In addition to the fact that the Tender Offer Price following the August 13 Changes to Terms (3,570 yen) is the highest realizable price and exceeds the realizable tender offer price of 3,520 yen under the July 29 Proposal (from the perspective described in (I) above), the Offeror believes that the Tender Offer is

superior to the July 29 Proposal from the perspectives of the likelihood and timing of completion of the tender offer (from the perspective described in (II) above). In addition, the Tender Offer Price following the August 13 Changes to Terms (3,570 yen) may be regarded as a price level at which the interests of the Company's shareholders have been sufficiently maximized through the competing proposal from the Proposer (from the perspective described in (III) above). Furthermore, the Tender Offer Price following the August 13 Changes to Terms (3,570 yen) satisfies the price condition under the Tender Agreement (Oasis) that relieves Oasis of its obligation to tender (from the perspective described in (IV) above), and the Consortium intends to continue discussions going forward, including requesting Oasis to tender in the Tender Offer.

As of August 13, 2026, there have been no changes to the content of the Special Committee's report, nor has there been any change to the Company's opinion dated July 2, 2026, which is in favor of the Tender Offer, leaves the decision on whether to tender shares in the Tender Offer to the discretion of each shareholder, and leaves the decision on whether to tender the Share Acquisition Rights in the Tender Offer to the discretion of each Share Acquisition Rights Holder.

Following the above deliberations, on August 13, 2026, the Consortium decided to change the Tender Offer Price to 3,570 yen and the Share Buyback Price to 2,902 yen.

(Omitted)

(After amendment)

(Omitted)

- (IV) The Tender Offer Price after the July 17 Changes to Terms (3,450 yen) satisfies the price condition under the Tender Agreement (Oasis) entered into between the Proposer and Oasis that would release Oasis from its obligation to tender

According to the July 1 Proposal, the SPV (as defined in "(iv) Background to the review and negotiations up to the meeting of the Company's board of directors held on July 1, 2026, and details of the determination" in "(III) Decision-making process leading to the Company's decision to support the Tender Offer and the reasons therefor" below) entered into the Tender Agreement (Oasis) with Oasis, in which it is stipulated that if a third party commences a tender offer at a tender offer price at least 1% higher than the tender offer price under the Proposer's tender offer and Oasis requests the Proposer to change the tender offer price, and the Proposer does not change the tender offer price to an amount equal to or greater than the tender offer price proposed by the third party by the earlier of (i) the day falling five business days after the date of such request or (ii) the day falling two business days before the last day of the tender offer period for such competing tender offer (provided that if the date of such request falls after the day falling two business days before the last day of such tender offer period, the last day thereof), Oasis will not be obligated to tender its shares. Given that the tender offer price under the Proposer's tender offer in the July 1 Proposal is 3,384 yen, the Tender Offer Price after the July 17 Changes to Terms (3,450 yen) satisfies the above price condition.

(Omitted)

The Consortium, following the July 29 Proposal and the July 29 Request for Discussions, considered a change to the Tender Offer Price in light of the fact that the market price of the Company Shares had been trading above the Tender Offer Price prior to the August 13 Changes to Terms of 3,450 yen. Although the Consortium considers that the Tender Offer Price prior to the August 13 Changes to Terms already sufficiently reflected the intrinsic value of the Company and represented a sufficiently reasonable premium over the market price of the Company Shares prior to the announcement of the Tender Offer, the Consortium considered that a situation in which repeated proposals for changes to terms are made by the Proposer and the Transactions are exposed to a prolonged period of instability would increase uncertainty regarding the Company's future management policy, could impair the Company's corporate value, and would also be undesirable from the perspective of the interests of the Company's shareholders, employees, business partners and other stakeholders. With the view that it is an urgent matter to complete the Transactions as early as possible and to work on measures to enhance the Company's corporate value, the Consortium considered that the Tender Offer could be successfully completed by changing the Tender Offer Price to 3,570 yen, and on August 10, 2026, proposed the August 13 Changes to Terms to the Company and the Special Committee (the "August 10 Changes to Terms Proposal"). The Offeror believes that the considerations set forth in (I) through (IV) above continue to apply with respect to the July 29 Proposal and the Tender Offer Price following the August 13 Changes to Terms (3,570 yen). Specifically, the Offeror understands that the price of 3,640 yen in the July 29 Proposal, which is premised on the execution of the Proposer Non-Tender Agreement (KDDI), is a price that cannot be realized so long as the Proposer maintains the condition that such Proposer Non-Tender Agreement (KDDI) can be executed. (The Offeror has entered into the Non-Tender Agreement (KDDI) with KDDI, and, pursuant to such agreement, in order for the Proposer to satisfy the condition that the Proposer Non-Tender Agreement (KDDI) can be executed, it would be necessary, at a minimum, to commence a tender offer for all Company Shares for the purpose of privatizing the Company at a purchase price exceeding the Tender Offer Price by 2% or more (3,642 yen as of August 13, 2026). For details, please refer to "(III) The Non-Tender Agreement (KDDI)" in "(6) Matters relating to material agreements regarding the Tender Offer" below.) In addition to the fact that the Tender Offer Price following the August 13 Changes to Terms (3,570 yen) is the highest realizable price and exceeds the realizable tender offer price of 3,520 yen under the July 29 Proposal (from the perspective described in (I) above), the Offeror believes that the Tender Offer is superior to the July 29 Proposal from the perspectives of the likelihood and timing of completion of the tender offer (from the perspective described in (II) above). In addition, the Tender Offer Price following the August 13 Changes to Terms (3,570 yen) may be regarded as a price level at which the interests of the Company's shareholders have been sufficiently maximized through the competing proposal from the Proposer (from the perspective described in (III) above). Furthermore, the Tender Offer Price following the August 13 Changes to Terms (3,570 yen) satisfies the price condition under the Tender Agreement (Oasis) that relieves Oasis of its obligation to tender (from the perspective described in (IV) above).

As of August 13, 2026, there have been no changes to the content of the Special

Committee's report, nor has there been any change to the Company's opinion dated July 2, 2026, which is in favor of the Tender Offer, leaves the decision on whether to tender shares in the Tender Offer to the discretion of each shareholder, and leaves the decision on whether to tender the Share Acquisition Rights in the Tender Offer to the discretion of each Share Acquisition Rights Holder.

Following the above deliberations, on August 13, 2026, the Consortium decided to change the Tender Offer Price to 3,570 yen and the Share Buyback Price to 2,902 yen.

Thereafter, the Offeror comprehensively considered factors such as the changes in the market price of the Company Shares since the publication of the August 21 Proposer's Press Release, the status of tenders in the Tender Offer by the shareholders of the Company and the Share Acquisition Rights Holders, and the outlook for future tenders, and decided to change the Tender Offer Price to 3,571 yen and the Share Buyback Price to 2,903 yen in order to provide the shareholders of the Company with an opportunity to sell their shares on more attractive terms and to increase the likelihood of the successful completion of the Tender Offer.

The Proposer, in the name of BCPE Blitz Cayman, L.P., the SPV, published the August 21 Proposer's Press Release. In response, the Company announced in its "Notice on Developments regarding the 'Notice regarding the Scheduled Commencement of a Tender Offer for the Share Certificates, Etc. of the Company by BCPE Blitz Cayman, L.P.'" dated the same date that it had received a communication from the Proposer on August 19, 2026 stating that, as of that date, the Proposer did not intend to propose an increase in the tender offer price during the Tender Offer Period (through August 27, 2026). According to the August 21 Proposer's Press Release, in the Tender Agreement (Oasis) entered into between the Proposer and Oasis, it is stipulated that if a third party commences a tender offer at a tender offer price at least 1% higher than the tender offer price under the Proposer's tender offer and Oasis requests the Proposer to change the tender offer price, and the Proposer does not change the tender offer price to an amount equal to or greater than the tender offer price proposed by the third party by the earlier of (i) the day falling five business days after the date of such request or (ii) the day falling two business days before the last day of the tender offer period for such competing tender offer (provided that if the date of such request falls after the day falling two business days before the last day of such tender offer period, the last day thereof), Oasis will not be obligated to tender its shares and the Tender Agreement (Oasis) will terminate. However, after the August 13 Changes to Terms, the Proposer did not propose to Oasis any change to the tender offer price during the period of five business days for changing the price (which expired on August 20, 2026) under the Tender Agreement (Oasis), and therefore the Tender Agreement (Oasis) terminated as of the end of August 20, 2026. The Consortium has been holding discussions with Oasis, including requesting that Oasis tender its shares in the Tender Offer, but no matters have been determined as of this time.

(Omitted)

- (iii) Background to and basis for calculation of the tender offer price by the Offeror

B. Basis for calculation of the tender offer price

(a) Common shares

(Before amendment)

Thereafter, on August 13, 2026, the Offeror, taking into account that, since the July 29 Proposal, the market price of the Company Shares had been trading above the then-current Tender Offer Price, and that repeated conditions amendment proposals by the Proposer and the Transactions being exposed to a prolonged period of instability would increase uncertainty regarding the Company's future management policy and could impair the Company's corporate value, decided to change the Tender Offer Price from 3,450 yen to 3,570 yen, with the intention of enhancing the likelihood of successful completion of the Tender Offer and resolving the current uncertain situation.

The Tender Offer Price after the August 13 Changes to Terms (3,570 yen) represents a premium of 68.32% over the closing price of the Company Shares of 2,121 yen on the Prime Market of the Tokyo Stock Exchange on April 22, 2026, which is considered to be unaffected by the Speculative Reports, a premium of 69.76% over the simple average closing price of 2,103 yen for the one-month period up to such date, a premium of 83.17% over the simple average closing price of 1,949 yen for the three-month period up to such date, and a premium of 64.82% over the simple average closing price of 2,166 yen for the six-month period up to such date.

In addition, the Tender Offer Price after the August 13 Changes to Terms (3,570 yen) represents a premium of 28.70% over the closing price of the Company Shares of 2,774 yen on the Prime Market of the Tokyo Stock Exchange on May 11, 2026, the business day immediately preceding the date of the announcement of the Tender Offer, a premium of 47.40% over the simple average closing price of 2,422 yen for the one-month period up to such date, a premium of 74.57% over the simple average closing price of 2,045 yen for the three-month period up to such date, and a premium of 65.82% over the simple average closing price of 2,153 yen for the six-month period up to such date. Furthermore, the Tender Offer Price after the August 13 Changes to Terms (3,570 yen) represents a premium of 22.05% over the closing price of the Company Shares of 2,925 yen on May 12, 2026.

(After amendment)

Thereafter, on August 13, 2026, the Offeror, taking into account that, since the July 29 Proposal, the market price of the Company Shares had been trading above the then-current Tender Offer Price, and that repeated conditions amendment proposals by the Proposer and the Transactions being exposed to a prolonged period of instability would increase uncertainty regarding the Company's future management policy and could impair the Company's corporate value, decided to change the Tender Offer Price from 3,450 yen to 3,570 yen, with the intention of enhancing the likelihood of successful completion of the Tender Offer and resolving the current uncertain situation.

Thereafter, on August 27, 2026, the Offeror comprehensively considered factors such

as the changes in the market price of the Company Shares, the status of tenders in the Tender Offer by the shareholders of the Company and the Share Acquisition Rights Holders, and the outlook for future tenders, and decided to change the Tender Offer Price from 3,570 yen to 3,571 yen.

The Tender Offer Price after the August 27 Changes to Terms (3,571 yen) represents a premium of 68.36% over the closing price of the Company Shares of 2,121 yen on the Prime Market of the Tokyo Stock Exchange on April 22, 2026, which is considered to be unaffected by the Speculative Reports, a premium of 69.81% over the simple average closing price of 2,103 yen for the one-month period up to such date, a premium of 83.22% over the simple average closing price of 1,949 yen for the three-month period up to such date, and a premium of 64.87% over the simple average closing price of 2,166 yen for the six-month period up to such date.

In addition, the Tender Offer Price after the August 27 Changes to Terms (3,571 yen) represents a premium of 28.73% over the closing price of the Company Shares of 2,774 yen on the Prime Market of the Tokyo Stock Exchange on May 11, 2026, the business day immediately preceding the date of the announcement of the Tender Offer, a premium of 47.44% over the simple average closing price of 2,422 yen for the one-month period up to such date, a premium of 74.62% over the simple average closing price of 2,045 yen for the three-month period up to such date, and a premium of 65.86% over the simple average closing price of 2,153 yen for the six-month period up to such date. Furthermore, the Tender Offer Price after the August 27 Changes to Terms (3,571 yen) represents a premium of 22.09% over the closing price of the Company Shares of 2,925 yen on May 12, 2026.

(III) Decision-making process leading to the Company's decision to support the Tender Offer and the reasons therefor

(Before amendment)

(Omitted)

(vii) Background to the review following the proposal made by Kamgras 1 on August 10, 2026

(Omitted)

In addition, as of August 14, 2026, there have been no changes to the content of the Special Committee's report, nor has there been any change to the Company's opinion dated July 2, 2026, which is in favor of the Tender Offer, leaves the decision on whether to tender shares in the Tender Offer to the discretion of each shareholder, and leaves the decision on whether to tender the Share Acquisition Rights in the Tender Offer to the discretion of each Share Acquisition Rights Holder.

(After amendment)

(Omitted)

(vii) Background to the review following the proposal made by Kamgras 1 on August 10, 2026

(Omitted)

In addition, as of August 14, 2026, there have been no changes to the content of the Special Committee's report, nor has there been any change to the Company's opinion dated July 2, 2026, which is in favor of the Tender Offer, leaves the decision on whether to tender shares in the Tender Offer to the discretion of each shareholder, and leaves the decision on whether to tender the Share Acquisition Rights in the Tender Offer to the discretion of each Share Acquisition Rights Holder.

(viii) Background to the review following the proposal made by Kamgras 1 on August 27, 2026

On August 27, 2026, the Offeror filed an Amendment to Tender Offer Statement to amend the Tender Offer Price from 3,570 yen to 3,571 yen (the "August 27 Amendment to Tender Offer Statement (Consortium)") (which includes a premium of 28.73% over the closing price of 2,774 yen on May 11, 2026, the business day immediately preceding the announcement date of the Tender Offer, 47.44% over the simple average closing price of 2,422 yen for the one month up to such date, 74.62% over the simple average closing price of 2,045 yen for the three months up to such date, and 65.86% over the simple average closing price of 2,153 yen for the six months up to such date; and also includes a premium of 68.36% over the closing price of 2,121 yen on April 22, 2026, the business day immediately preceding April 23, 2026, the date of the Speculative Reports, 69.81% over the simple average closing price of 2,103 yen for the one month up to April 22, 2026, 83.22% over the simple average closing price of 1,949 yen for the three months up to April 22, 2026, and 64.87% over the simple average closing price of 2,166 yen for the six months up to April 22, 2026) and the Share Buyback Price from 2,902 yen to 2,903 yen. The Share Buyback Price in the August 27 Amendment to Tender Offer Statement (Consortium) is set on the premise that both DG and KDDI would participate in the Share Buyback.

In addition, as of August 28, 2026, there have been no changes to the content of the Special Committee's report, nor has there been any change to the Company's opinion dated July 2, 2026, which is in favor of the Tender Offer, leaves the decision on whether to tender shares in the Tender Offer to the discretion of each shareholder, and leaves the decision on whether to tender the Share Acquisition Rights in the Tender Offer to the discretion of each Share Acquisition Rights Holder.

(3) Measures to ensure fairness of the Tender Offer

(VIII) Measures to ensure opportunities for purchase from other purchasers

(Before amendment)

(Omitted)

The Offeror has set the period for tender offer, etc. in the Tender Offer (the "Tender Offer Period") at 75 business days, while the shortest statutory period is 20 business days. By setting the Tender Offer Period relatively longer compared to the shortest period stipulated under laws and regulations, the Offeror ensures that the Company's shareholders and the Share Acquisition Rights Holders will be provided with an appropriate opportunity to make

a decision on whether to tender their share certificates, etc. in the Tender Offer and ensures opportunities for competing offerors to make a competing tender offer, etc. to the Company Shares, thereby intending to ensure the fairness of the Tender Offer Price.

(Omitted)

(After amendment)

(Omitted)

The Offeror has set the period for tender offer, etc. in the Tender Offer (the “Tender Offer Period”) at 85 business days, while the shortest statutory period is 20 business days. By setting the Tender Offer Period relatively longer compared to the shortest period stipulated under laws and regulations, the Offeror ensures that the Company’s shareholders and the Share Acquisition Rights Holders will be provided with an appropriate opportunity to make a decision on whether to tender their share certificates, etc. in the Tender Offer and ensures opportunities for competing offerors to make a competing tender offer, etc. to the Company Shares, thereby intending to ensure the fairness of the Tender Offer Price.

(Omitted)

(4) Policies on reorganization, etc. after the Tender Offer

(Before amendment)

(Omitted)

Specifically, after the Tender Offer is completed, pursuant to Article 180 of the Companies Act, the Offeror plans to request that the Company hold an extraordinary general meeting of shareholders (“Extraordinary General Meeting of Shareholders”) which will include among its agenda items proposals for consolidation of the Company Shares (“Share Consolidation”) and, subject to the Share Consolidation coming into effect, for partial amendment of the articles of incorporation eliminating the provisions for the number of shares in one unit. The timing of the Extraordinary General Meeting of Shareholders is subject to change depending on when the Tender Offer is completed, but it is currently scheduled for mid-October 2026. If the Offeror makes such request, the Company will comply with such request. The Offeror and the Non-Tendering Shareholders will support the above proposals at the Extraordinary General Meeting of Shareholders.

(Omitted)

(After amendment)

(Omitted)

Specifically, after the Tender Offer is completed, pursuant to Article 180 of the Companies Act, the Offeror plans to request that the Company hold an extraordinary general meeting of shareholders (“Extraordinary General Meeting of Shareholders”) which will include among its agenda items proposals for consolidation of the Company Shares (“Share Consolidation”) and, subject to the Share Consolidation coming into effect, for partial amendment of the articles of incorporation eliminating the provisions for the number of shares in one unit. The timing of the Extraordinary General Meeting of Shareholders is subject to change depending on when the Tender Offer is completed, but it is currently

scheduled for late October 2026. If the Offeror makes such request, the Company will comply with such request. The Offeror and the Non-Tendering Shareholders will support the above proposals at the Extraordinary General Meeting of Shareholders.

(Omitted)

End