



February 3, 2025

To whom it may concern

Company Name: Macromill, Inc.  
Name of Representative Toru Sasaki  
Representative: Executive Officer, CEO  
(Securities Code: 3978 TSE Price)  
Telephone: 03-6716-0700

Company Name: TJ1 Co., Ltd.  
Name of Representative Director Atsushi Akaike  
Representative:

**Notice of Extension of Tender Offer Period for Tender Offer for Shares, etc.,  
of Macromill, Inc. (Securities Code: 3978) by TJ1 Co., Ltd.**

TJ1 Co., Ltd. hereby announces that it has decided as of today to extend the purchase period of the tender offer for the shares, etc., of Macromill, Inc. that it commenced on November 15, 2024, to February 17, 2025, for a total of 60 business days.

End

This material is being made public in accordance with Article 30, Paragraph 1, Item 4 of the Enforcement Order of the Financial Instruments and Exchange Act pursuant to the request made by TJ1 Co., Ltd. (the Tender Offeror) to Macromill, Inc (the Target Company of the Tender Offer).

(Attachment)

“Notice of Extension of Tender Offer Period for Tender Offer for Shares, etc., of Macromill, Inc. (Securities Code: 3978)” dated February 3, 2025.

February 3, 2025

To whom it may concern

Company Name: TJ1 Co., Ltd.  
Name of Representative: Atsushi Akaike, Representative  
Director

**Notice of Extension of Tender Offer Period for Tender Offer  
for Shares, etc., of Macromill, Inc. (Securities Code: 3978)**

TJ1 Co., Ltd. (the “Tender Offeror”) decided, on November 14, 2024, to acquire the common shares (the “Target Company Shares”) of Macromill, Inc. (the “Target Company”), a company listed on the Prime Market of the Tokyo Stock Exchange, Inc., and the Fourth Series Stock Acquisition Rights issued based on the resolution of the board of directors of the Target Company held on September 30, 2015 through a tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended) and commenced the Tender Offer on November 15, 2024. Comprehensively taking into account the market price of the Target Company Shares since the commencement of the Tender Offer, the status of shares tendered in the Tender Offer by the shareholders of the Target Company, and the outlook for tenders in the future, the Tender Offeror decided today to extend the purchase period of the Tender Offer to February 17, 2025, for a total period of 60 business days, in order to provide the shareholders of the Target Company with more of an opportunity to make a decision on whether to tender their shares and to increase the likelihood of the successful completion of the Tender Offer.

In accordance therewith, the content of the “Notice regarding Commencement of Tender Offer for Shares, etc. of Macromill, Inc. (Securities Code: 3978)” dated November 14, 2024 (including changed matters described in the “Notice of Extension of Tender Offer Period for Tender Offer for Shares, etc., of Macromill, Inc. (Securities Code: 3978)” dated December 26, 2024 and changed matters described in the “Notice of Amendments to Conditions of Tender Offer for Shares, etc., of Macromill, Inc. (Securities Code: 3978)” dated January 17, 2025), will be changed as follows:

The changed portions are underlined.

**1. Details of the Tender Offer**

(3) Period of Purchase

(Before the Change)

From November 15, 2024 (Friday) through February 3, 2025 (Monday) (51 business days)

(Note) In accordance with Article 8, Paragraph 1 of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended) and Article 1, Paragraph 1, Item 3 of the Act on Holidays of Administrative Organs (Act No. 91 of 1988, as amended), the Tender Offer Period does not include December 30, 2024, which is a holiday of the administrative organs. However, the Tender

Offer Agent will accept tenders from shareholders who tender their shares under the Tender Offer, even on December 30, 2024, which is not included in the Tender Offer Period.

(After the Change)

From November 15, 2024 (Friday) through February 17, 2025 (Monday) (60 business days)

(Note) In accordance with Article 8, Paragraph 1 of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended) and Article 1, Paragraph 1, Item 3 of the Act on Holidays of Administrative Organs (Act No. 91 of 1988, as amended), the Tender Offer Period does not include December 30, 2024, which is a holiday of the administrative organs. However, the Tender Offer Agent will accept tenders from shareholders who tender their shares under the Tender Offer, even on December 30, 2024, which is not included in the Tender Offer Period.

(6) Commencement Date of Settlement

(Before the Change)

February 10, 2025 (Monday)

(After the Change)

February 25, 2025 (Tuesday)

**2. Overview of the Tender Offer**

(Before the Change)

<Omitted>

Furthermore, in order to increase the likelihood of the success of the Tender Offer, the Tender Offeror is holding, as of today, discussions with Oasis Management Company Ltd., and Will Field Capital Pte. Ltd. with a view toward the execution of tender offer agreements for the tendering at the Tender Offer Price (JPY 1,250) after the Tender Offer Price Change, and the Tender Offeror will make another announcement if formal agreements are reached.

(After the Change)

<Omitted>

Furthermore, in order to increase the likelihood of the success of the Tender Offer, the Tender Offeror is holding, as of today, discussions with Oasis Management Company Ltd., and Will Field Capital Pte. Ltd. with a view toward the execution of tender offer agreements for the tendering at the Tender Offer Price (JPY 1,250) after the Tender Offer Price Change, and the Tender Offeror will make another announcement if formal agreements are reached.

Thereafter, comprehensively taking into account the market price of the Target Company Shares since the commencement of the Tender Offer, the status of shares tendered in the Tender Offer by the shareholders of the Target Company, and the outlook for tenders in the future, the Tender Offeror decided, on February 3, 2025, to extend the Tender Offeror Period to February 17, 2025, for a total period of 60 business days, in order to provide

the shareholders of the Target Company with more of an opportunity to make a decision on whether to tender their shares and to increase the likelihood of the successful completion of the Tender Offer.

In addition, as there is a possibility that the shareholder composition may have changed to some extent as a result of the extension of the Tender Offer Period, the Tender Offeror plans to review the shareholder composition and take measures, such as sending letters and engaging in dialogue through interviews, to encourage nominee shareholders and beneficial shareholders (including fund providers that are deemed to be asset owners of beneficial shareholders) to tender their shares in the Tender Offer.

**3. Policy Regarding Reorganization, etc., Following Completion of the Tender Offer (So-Called “Two-Step Acquisition”)**

(ii) Share Consolidation

(Before the Change)

<Omitted>

Although the timing of the Extraordinary Shareholders’ Meeting will depend on the timing of completion of the Tender Offer, it is currently planned to be held in or around March 2025.

<Omitted>

(After the Change)

<Omitted>

Although the timing of the Extraordinary Shareholders’ Meeting will depend on the timing of completion of the Tender Offer, it is currently planned to be held in or around April 2025.

<Omitted>

For details, please refer to the Amendment Statement to Tender Offer Registration Statement concerning the Tender Offer filed by the Tender Offeror to the Director-General of the Kanto Local Finance Bureau on February 3, 2025.

End

**[Solicitation Regulations]**

This press release is intended to announce the Tender Offer to the public and has not been prepared for the purpose of soliciting an offer to sell shares. If shareholders wish to make an offer to sell their shares, they should first read the Tender Offer Explanation Statement concerning the Tender Offer and make an offer to sell their shares at their sole discretion. This Press Release shall neither be, nor constitute a part of, an offer or solicitation to sell, or solicitation of an offer to purchase, any securities, and neither this Press Release (or any part of this Press Release) nor its distribution shall be interpreted to constitute the basis of any agreement in relation to the Tender Offer, and this Press Release may not be relied upon at the time of entering into any such agreement.

**[Forward-Looking Statements]**

This Press Release contains “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the U.S. Securities Exchange Act of 1934. It is possible that actual results may substantially differ from the projections, etc. as expressly or implicitly indicated in any “forward-looking statements” due to any known or unknown risks, uncertainties, or any other factors. Neither the Tender Offeror nor any of its affiliates gives any assurance that such projections, etc. expressly or implicitly indicated in any “forward-looking statements” will ultimately be accurate. The “forward-looking statements” included in this Press Release have been prepared based on the information available to the Tender Offeror as of this date, and unless otherwise required by applicable laws and regulations or Rules of Financial Instruments and Exchange, neither the Tender Offeror nor any of its affiliates is obliged to update or modify such statements in order to reflect any future events or circumstances.

**[U.S. Regulations]**

The Tender Offer will be conducted in accordance with the procedures and information disclosure standards prescribed in the Japanese law. However, these procedures and information disclosure standards are not necessarily the same as the procedures and information disclosure standards in the U.S. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended) (the “U.S. Securities Exchange Act of 1934”) and the rules prescribed thereunder do not apply to the Tender Offer; therefore, the Tender Offer will not be conducted in accordance with those procedures or standards. The financial statements contained or referred to in this Press Release and reference materials thereof have not been prepared in accordance with the U.S. accounting standards. Accordingly, such financial information may not necessarily be equivalent or comparable to those prepared in accordance with the U.S. accounting standards. Moreover, as the Tender Offeror is a company incorporated outside of the U.S. and a part of or all of its directors are non-U.S. residents, it may be difficult to enforce any rights or claims arising under the U.S. federal securities laws. It may also be impossible to commence legal actions against a non-U.S. company or its directors in a non-U.S. court on the grounds of a violation of the U.S. securities laws. Furthermore, there is no guarantee that a corporation that is based outside of the U.S. or its subsidiaries or affiliated companies may be compelled to submit themselves to the jurisdiction of a U.S. court. Unless otherwise provided, all procedures for the Tender Offer shall be conducted entirely in the Japanese language. Some or all of the documents relating to the Tender Offer are or will be prepared in the English language. However, if there is any inconsistency between the document in English and the document in Japanese, the Japanese document shall prevail.

The Tender Offeror and its affiliate (including the Target Company) and their respective financial advisors and the affiliates of the Tender Offer Agent may, within their ordinary course of business and to the extent permitted under the related Japanese financial instruments and exchange laws and regulations, purchase or take actions to purchase the Target Company Shares for their own account or for their customers’ accounts other than through the Tender Offer prior to the commencement of, or during the Tender Offer Period in accordance with the requirements of Rule 14e-5(b) under the U.S. Securities Exchange Act of 1934. If any information concerning such purchase, etc. is disclosed in Japan, disclosure of such information in English will be made by the person who conducted such purchase, etc. on the website of such person.

**[Other Countries]**

The announcement, issuance, or distribution of this Press Release may be legally restricted in some countries or territories. In such case, shareholders should be aware of and comply with such restriction. The announcement, issuance, or distribution of this Press Release shall not be interpreted as an offer to purchase or solicitation of an offer to sell share certificates concerning the Tender Offer, but shall be interpreted simply as a distribution of information.