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June 30, 2026

To whom it may concern:

Company name TESS Holdings Co., Ltd.
Representative Kazuki Yamamoto,
Representative Director and President
(Code: 5074,
Prime Market, Tokyo Stock Exchange)
Inquiries Masaaki Hirakura,
Executive Officer, General Manager of the
Administration Department
(Tel: +81-6-6308-2794)

Notice Concerning Government Ordinance-prescribed Stock Accumulation Action that is Equivalent to A Tender Offer by Y Co., Ltd. with respect to the Stock of TESS Holdings Co., Ltd. (Code: 5074)

TESS Holdings Co., Ltd. ("the Company") has received a notice from Y Co., Ltd. (Representative Director and President: Kazuki Yamamoto) that it acquired TESS Holdings stock from K Co., Ltd. (Representative Director and President: Kazuki Yamamoto).

The transfer of this stock involved 5% or more of all TESS Holdings stock voting rights. As a result, TESS Holdings is announcing this action as follows because the transfer falls under the "government ordinance-prescribed stock accumulation action that is equivalent to a tender offer" as prescribed in Article 167, Paragraph 1 of the Financial Instruments and Exchange Act and in Article 31 of the Enforcement Order of the same Act.

In accordance with a request received today from Y Co., Ltd. (the acquirer of the stock) by the Company (the company subject to the stock accumulation action), this press release is made as a public announcement pursuant to Article 30, Paragraph 1, Item 4 of the Enforcement Order of the Financial Instruments and Exchange Act.

Details

(1) Stock code	5074
(2) Trade name	TESS Holdings Co., Ltd.
(3) Number of shares acquired	4,303,300 shares
(4) Date of acquisition	June 22, 2026
(5) Percentage of total voting rights	6.10%
(6) Remarks	Y Co., Ltd. is the asset management company of Kazuki Yamamoto, the Representative Director and President of the Company, and aims to be a stable shareholder of the Company and hold the shares for the long term.

Notes:

1. The percentage of total voting rights is based on the total number of voting rights of 704,933 calculated by deducting 155,830 shares with no voting rights from the total number of issued shares of 70,649,130 shares as of December 31, 2025.
2. The number of shares per unit is 100 shares.

End

June 30, 2026

To whom it may concern:

Y Co., Ltd.
Kazuki Yamamoto, Representative Director

Notice Concerning Acquisition of Shares of TESS Holdings Co., Ltd.

Y Co., Ltd. acquired TESS Holdings stock on June 22, 2026 from K Co., Ltd. (Representative Director and President: Kazuki Yamamoto), a shareholder of TESS Holdings Co., Ltd., as follows.

The transfer of this stock involved 5% or more of all TESS Holdings voting rights and falls under the "government ordinance-prescribed stock accumulation action that is equivalent to a tender offer" as prescribed in Article 167, Paragraph 1 of the Financial Instruments and Exchange Act and in Article 31 of the Enforcement Order of the same Act.

Details

(1) Stock code	5074
(2) Trade name	TESS Holdings Co., Ltd.
(3) Number of shares acquired	4,303,300 shares
(4) Date of acquisition	June 22, 2026
(5) Percentage of total voting rights	6.10%
(6) Remarks	Aims to be a stable shareholder of TESS Holdings Co., Ltd., and hold the shares for the long term.

Notes:

1. The percentage of total voting rights is based on the total number of voting rights of 704,933 calculated by deducting 155,830 shares with no voting rights from the total number of issued shares of 70,649,130 shares as of December 31, 2025.
2. The number of shares per unit is 100 shares.

End