

Translation

Notice: This document is an excerpt translation of the original Japanese document and is only for reference purposes. In the event of any discrepancy between this translated document and the original Japanese document, the latter shall prevail.



November 26, 2025

To whom it may concern:

Company name: Sumitomo Riko Company Limited
Name of representative: Kazushi Shimizu, CEO
(Securities code: 5191; TSE Prime Market and
NSE Premier Market)
Inquiries: Shinya Hibino, General Manager of the Legal
Department and Public Relations and Investor
Relations Department (concurrent)
(TEL. +81-52-571-0280)

(Amendment) Partial Amendment to the "Notice Concerning Opinion in Favor of Tender Offer for the Company's Stock by Sumitomo Electric Industries, Ltd., the Controlling Shareholder of the Company and Recommendation to Tender"

Sumitomo Riko Company Limited (the "Company") hereby announces that some matters described in the "Notice Concerning Opinion in Favor of Tender Offer for the Company's Stock by Sumitomo Electric Industries, Ltd., the Controlling Shareholder of the Company and Recommendation to Tender," announced by the Company on October 30, 2025, has been amended as follows. Amendments are underlined.

In addition, the Company hereby announces that the contents of the "(Reference) "Notice Regarding Commencement of Tender Offer for Shares of Sumitomo Riko Company Limited. (Securities Code: 5191)" dated October 30, 2025 (Attachment 2)" have been amended as described in the attached document.

1. Overview of the Offeror

(8) Relationship between the Company and the Offeror

(Before Amendment)

<Omitted>

Capital relationship	The Offeror Group (Note 2) holds <u>52,755,324</u> shares of the Company's Stock (Shareholding Ratio: 50.81%) (Note 3) as of today.
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<Omitted>

(After Amendment)

<Omitted>

Capital relationship	The Offeror Group (Note 2) holds <u>52,755,370</u> shares of the Company's Stock (Shareholding Ratio: 50.81%) (Note 3) as of today.
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<Omitted>

3. Details of, and Grounds and Reasons for the Opinion on the Tender Offer

(2) Grounds and reasons for the opinion

(I) Outline of the Tender Offer

(Before Amendment)

According to the Offeror, as of today, the Offeror directly owns 51,534,901 shares of the Company's Stock (ownership ratio (Note 1): 49.64%) listed on the Prime Market of the Tokyo Stock Exchange (the "TSE") and the Premier Market of the Nagoya Stock Exchange (the "NSE"). According to the Offeror, together with 1,220,423 shares (ownership ratio: 1.18%) of the Company's Stock indirectly owned by the Offeror's subsidiaries and affiliates, the Offeror owns 52,755,324 shares (ownership ratio: 50.81%) of the Company's Stock, making the Company a consolidated subsidiary. According to the Offeror, a breakdown of the Company's Stock owned by the Offeror's subsidiaries and affiliates is as follows: the Offeror's subsidiaries, A.L.M.T. Corp. owns 206,650 shares (ownership ratio: 0.20%), Sumitomo Electric Sintered Alloy, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Kyushu Sumiden Seimitsu, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Sumiden Shoji Co., Ltd. owns 142,056 shares (Note 4) (ownership ratio: 0.14%), Nissin Electric Co., Ltd. owns 138,153 shares (ownership ratio: 0.13%), TECHNO ASSOCIE Co., Ltd. owns 100,266 shares (ownership ratio: 0.10%), Sumiden Transmission and Distribution System Products, Ltd. owns 92,500 shares (ownership ratio: 0.09%), and Sumitomo Electric Tool Net, Inc. owns 92,038 shares (ownership ratio: 0.09%) (among these companies, seven companies, other than Sumiden Shoji Co., Ltd., are wholly owned subsidiaries of the Offeror (the "Wholly Owned Subsidiaries") and 999,397 shares (ownership ratio: 0.96%) of the Company's Stock owned by those seven companies are hereinafter referred to as the "Shares Owned by Wholly Owned Subsidiaries"), and other subsidiaries and affiliates of the Offeror own 78,970 shares (ownership ratio: 0.08%). According to the Offeror, at the board of directors meeting held today, the Offeror passed a resolution to execute a Tender Offer for all of the Company's Stock (excluding Company's Stock directly owned by the Offeror and treasury shares owned by the Company), as part of a transaction aimed at making the Company a wholly owned subsidiary of the Offeror (the "Transaction").

(Note 4) This figure includes 31,246 shares (rounded down to the nearest whole number) of Company's Stock indirectly owned by Sumiden Shoji Co., Ltd. through the Company's Sumitomo Riko Kyoei Stock Ownership Association.

<Omitted>

(After Amendment)

According to the Offeror, as of today, the Offeror directly owns 51,534,901 shares of the Company's Stock (ownership ratio (Note 1): 49.64%) listed on the Prime Market of the Tokyo Stock Exchange (the "TSE") and the Premier Market of the Nagoya Stock Exchange (the "NSE"). According to the Offeror, together with 1,220,469 shares (ownership ratio: 1.18%) of the Company's Stock indirectly owned by the Offeror's subsidiaries and affiliates, the Offeror owns 52,755,370 shares (ownership ratio: 50.81%) of the Company's Stock, making the Company a consolidated subsidiary. According to the Offeror, a breakdown of the Company's Stock owned by the Offeror's subsidiaries and affiliates is as follows: the Offeror's subsidiaries, A.L.M.T. Corp. owns 206,650 shares (ownership ratio: 0.20%), Sumitomo Electric Sintered Alloy, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Kyushu Sumiden Seimitsu, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Sumiden Shoji Co., Ltd. owns 142,102 shares (Note 4) (ownership ratio: 0.14%), Nissin Electric Co., Ltd. owns 138,153 shares (ownership ratio: 0.13%), TECHNO ASSOCIE Co., Ltd. owns 100,266 shares (ownership ratio: 0.10%), Sumiden Transmission and Distribution System Products, Ltd. owns 92,500 shares (ownership ratio: 0.09%), and Sumitomo Electric Tool Net, Inc. owns 92,038 shares (ownership ratio: 0.09%) (among these companies, seven companies, other than Sumiden Shoji Co., Ltd., are wholly owned subsidiaries of the Offeror (the "Wholly Owned Subsidiaries") and 999,397 shares (ownership ratio: 0.96%) of the Company's Stock owned by those seven companies are hereinafter referred to as the "Shares Owned by Wholly Owned Subsidiaries"), and other subsidiaries and affiliates of the Offeror own 78,970 shares (ownership ratio: 0.08%). According to the Offeror, at the board of directors meeting held today, the Offeror passed a resolution to execute a Tender Offer for all of the Company's Stock (excluding Company's Stock directly owned by the Offeror and treasury shares owned by the Company), as part of a transaction aimed at making the Company a wholly owned subsidiary of the Offeror (the "Transaction").

(Note 4) This figure includes 31,292 shares (rounded down to the nearest whole number) of Company's Stock indirectly owned by Sumiden Shoji Co., Ltd. through the Company's Sumitomo Riko Kyoei Stock Ownership Association.

<Omitted>

(II) Background, purposes, and decision-making process leading to the implementation of the

Tender Offer by the Offeror

(i) Background of the Tender Offer

(Before Amendment)

<Omitted>

B. General Industrial Products Division and New Business Division

<Omitted>

According to the Offeror, the capital ties between the Offeror and the Company originate from the acquisition in October 1937 by the Offeror's predecessor Sumitomo Electric Wire & Cable Works Co., Ltd. of 6,000 shares in the Company (37.50% of the total number of shares in the Company issued at that time) through a share transfer, in accordance with a capital and business alliance agreement. According to the Offeror, since then, it has been acquiring the Company's Stock in stages by underwriting new share issues for the purpose of allocating working capital to, and making capital investments in, the Company and through other similar actions. According to the Offeror, in September 1942, the Offeror made the Company a consolidated subsidiary, holding 14,500 shares (51.79% of the total number of issued shares in the Company at that time). According to the Offeror, it has thereafter acquired the Company's Stock in stages and, as of today, the Offeror owns 52,755,324 shares (ownership ratio: 50.81%) of the Company's Stock, together with the 1,220,423 Company's Stock (ownership ratio: 1.18%) indirectly owned through its subsidiaries and affiliates.

<Omitted>

(After Amendment)

<Omitted>

B. General Industrial Products Division and New Business Division

<Omitted>

According to the Offeror, the capital ties between the Offeror and the Company originate from the acquisition in October 1937 by the Offeror's predecessor Sumitomo Electric Wire & Cable Works Co., Ltd. of 6,000 shares in the Company (37.50% of the total number of shares in the Company issued at that time) through a share transfer, in accordance with a capital and business alliance agreement. According to the Offeror, since then, it has been acquiring the Company's Stock in stages by underwriting new share issues for the purpose of allocating working capital to, and making capital investments in, the Company and through other similar actions. According to the Offeror, in September 1942, the Offeror made the Company a consolidated subsidiary, holding 14,500 shares (51.79% of the total number of issued shares in the Company at that time). According to the Offeror, it has thereafter acquired the Company's Stock in stages and, as of today, the Offeror owns 52,755,370 shares (ownership ratio: 50.81%) of the Company's Stock, together with the 1,220,469 Company's Stock (ownership ratio: 1.18%) indirectly owned through its subsidiaries and affiliates.

<Omitted>

(6) Measures to ensure fairness of the Tender Offer Price and to prevent conflict of interest and other measures to ensure fairness of the Tender Offer

(Before Amendment)

<Omitted>

According to the Offeror, as described in "(I) Outline of the Tender Offer" of "(2) Grounds and reasons for the opinion" above, as of today, the Offeror directly owns 51,534,901 shares of the Company's Stock (ownership ratio: 49.64%) and indirectly owns 1,220,423 shares of the Company's Stock (ownership ratio: 1.18%) through the Offeror's subsidiaries and related companies (in total, 52,755,324 shares of the Company's Stock (ownership ratio: 50.81%); therefore, the Offeror believes that if a minimum planned purchase quantity that would satisfy the "majority of minority" is set with respect to the Tender Offer, this would destabilize completion of the Tender Offer and actually undercut the interests of general shareholders who seek to participate in the Tender Offer. Thus, according to the Offeror, the Offeror has not set such a minimum planned purchase quantity that would satisfy the "majority of minority" in the Tender Offer. However, according to the Offeror, as both the Offeror and the Company have put in place the measures described below, the Offeror believes that sufficient consideration has been given to the interests of general shareholders of the Company.

<Omitted>

(After Amendment)

<Omitted>

According to the Offeror, as described in "(I) Outline of the Tender Offer" of "(2) Grounds and reasons for the opinion" above, as of today, the Offeror directly owns 51,534,901 shares of the Company's Stock (ownership ratio: 49.64%) and indirectly owns 1,220,469 shares of the Company's Stock (ownership ratio: 1.18%) through the Offeror's subsidiaries and related companies (in total, 52,755,370 shares of the Company's Stock (ownership ratio: 50.81%); therefore, the Offeror believes that if a minimum planned purchase quantity that would satisfy the "majority of minority" is set with respect to the Tender Offer, this would destabilize completion of the Tender Offer and actually undercut the interests of general shareholders who seek to participate in the Tender Offer. Thus, according to the Offeror, the Offeror has not set such a minimum planned purchase quantity that would satisfy the "majority of minority" in the Tender Offer. However, according to the Offeror, as both the Offeror and the Company have put in place the measures described below, the Offeror believes that sufficient consideration has been given to the interests of general shareholders of the Company.

<Omitted>

(Reference)

"(Amendment) Notice Concerning Partial Amendments to the "Notice Concerning Commencement of Tender Offer for Shares of Sumitomo Riko Company Limited. (Securities Code: 5191)" and the Public Notice of Commencement of Tender Offer due to Submission of the Amendment to Tender Offer

Registration Statement," which was published by the Offeror as of today (Attachment)

End of Document

[Soliciting Regulations]

This press release is a statement to publicly announce the Tender Offer and is not prepared for the purpose of soliciting an offer to sell. When making an offer for sale, please be sure to read the Tender Offer Explanation Statement regarding the Tender Offer and make the offer at your own discretion. This press release does 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 it constitute a part thereof, and this press release (or any part hereof) or the fact of its distribution shall not serve as the basis for any contract related to the Tender Offer, and may not be relied upon when executing any contract.

[Future Outlook]

This press release includes expressions regarding the future business of the Company or other companies, etc., and may include expressions regarding future outlooks such as "expect," "predict," "intend," "plan," "believe," or "anticipate." These expressions are based on the Company's current business outlook and may change depending on future circumstances. The Company is not obligated to update the information regarding future outlook to reflect actual business results, various circumstances, changes in conditions, etc.

[U.S. Regulations]

The Tender Offer is to be conducted in compliance with the procedures and information disclosure standards stipulated by the Financial Instruments and Exchange Act of Japan, and these procedures and standards 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; hereinafter the same) as well as the regulations promulgated thereunder do not apply to the Tender Offer, and the Tender Offer is not necessarily in compliance with the procedures and standards thereunder. Unless otherwise specified, all procedures related to the Tender Offer will be conducted in the Japanese language. While all or part of the documents in connection with the Tender Offer may be prepared in English, the Japanese documents shall prevail in the case of any discrepancy between the Japanese documents and the corresponding English documents.

Statements in this press release and the documents referenced herein 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 expressed or implied as the "forward-looking statements" due to known or unknown risks, uncertainties, or other factors. Neither the Offeror nor the Company nor any of their affiliates guarantee that the projections expressed or implied as the "forward-looking statements" will turn out to be accurate. The "forward-looking statements" contained in this press release and the documents referenced herein have been prepared based on the information available to the Offeror and the Company as of the date of this press release and the documents referenced herein, and unless required by laws and regulations, neither the Offeror nor the Company nor any of their affiliates are obligated to update or correct the statements made herein and therein in order to reflect future events or circumstances. The financial information contained in this press release and the documents referenced herein is based on the accounting standards applicable in Japan. Such accounting standards may be substantially different from accounting principles generally accepted in the United States or other countries. It may be difficult to exercise or

claim any right that may be asserted under U.S. federal securities laws, because both the Offeror and the Company are established outside the United States and all or part of their officers are non-U.S. residents. Further, it may be impossible to initiate legal proceedings in a non-U.S. court against a non-U.S. company or its officers for violations of U.S. federal securities laws. Additionally, non-U.S. entities and their subsidiaries and affiliates may not necessarily be subject to the jurisdiction of U.S. courts.

There is a possibility that, in the ordinary course of business, the Offeror and its affiliates, financial advisors of the Offeror and the Company, and the tender offer agent (including their affiliates) may, to the extent permitted by the laws and regulations relating to financial instruments transactions and other applicable laws and regulations of Japan and in accordance with the requirements of Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934, on their own or their customers' account, purchase or take action toward purchasing shares of the Company's Stock listed on the Prime Market of the TSE and the Premium Market of the NSE outside the Tender Offer prior to or during the tender offer period of the Tender Offer. Such a purchase may be made at a market price through market transactions or at a price determined through off-market negotiations. If information regarding such a purchase is disclosed in Japan, it will be disclosed in English on the website of the relevant purchaser or its affiliates (or by other disclosure methods).

[Other Countries]

Legal restrictions may be imposed on the announcement, publication, or distribution of this press release in certain countries or regions. In such cases, please be aware of and comply with such restrictions. This press release shall not constitute a solicitation of an offer to purchase or an offer to sell shares related to the Tender Offer, and shall be deemed to have been distributed for informative purposes only.

[Translation]



November 26, 2025

To whom it may concern,

Company: Sumitomo Electric Industries, Ltd.
Representative: Osamu Inoue, President and
COO
(Code: 5802, Tokyo Stock
Exchange, Nagoya Stock Exchange,
and Fukuoka Stock Exchange)
Contact: Maki Tanaka, General Manager,
Public Relations Department
Tel: +81-6-6220-4141

(Amendment) Notice Concerning Partial Amendments to the “Notice Concerning Commencement of Tender Offer for Shares of Sumitomo Riko Company Limited (Securities Code: 5191)” and the Public Notice of Commencement of Tender Offer due to Submission of the Amendment to Tender Offer Registration Statement

Sumitomo Electric Industries, Ltd. (the “Tender Offeror”) has commenced the tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended, the “Act”) for the common stock (the “Target Company Stock”) of Sumitomo Riko Company Limited (securities code: 5191, listed on the Prime Market of the Tokyo Stock Exchange, Inc. (the “Tokyo Stock Exchange”) and the Premier Market of the Nagoya Stock Exchange, Inc. (“Nagoya Stock Exchange”) (the “Target Company”) from October 31, 2025.

The Tender Offeror has filed an amendment to tender offer registration statement as of today with the Director-General of the Kanto Local Finance Bureau pursuant to Article 27-8, paragraph (1) and paragraph (2) of the Act in order to amend a portion of the descriptions included in the tender offer registration statement submitted on October 31, 2025 and the public notice of commencement of tender offer dated October 31, 2025 (the “Public Notice of Commencement of Tender Offer”) attached thereto, which became necessary as a result that the Target Company submitted the semi-annual securities report for the 138th Fiscal Term (from April 1, 2025 to September 30, 2025) on November 4, 2025 and an amendment report of that semi-annual securities report on November 26, 2025, the Tender Offeror submitted the semi-annual securities report for the 156th Fiscal Term (from April 1, 2025 to September 30, 2025) on November 5, 2025, and the Tender Offeror has confirmed the number of Shares of the Target Company that are owned by specially related parties.

As a result, the Tender Offeror hereby announces that the “Notice Concerning Commencement of Tender Offer for Shares of Sumitomo Riko Company Limited (Securities Code: 5191)” dated October 30, 2025 and the Public Notice of Commencement of Tender Offer are amended as below.

This amendment does not change the terms of purchase, etc. defined in Article 27-3, paragraph (2), item (i) of the Act. In addition, amended portions are underlined.

I. Amendment to the “Notice Concerning Commencement of Tender Offer for Shares of Sumitomo Riko Company Limited (Securities Code: 5191)” dated October 30, 2025

1. Purpose of the Purchase

(1) Overview of the Tender Offer

(Before Amendment)

As of today, the Tender Offeror directly owns 51,534,901 shares of the Target Company Stock (ownership ratio (Note 1): 49.64%) listed on the Prime Market of the Tokyo Stock Exchange and the Premier Market of the Nagoya Stock Exchange. Together with 1,220,423 shares (ownership ratio: 1.18%) of the Target Company Stock indirectly owned by the Tender Offeror’s subsidiaries and affiliates, the Tender Offeror owns 52,755,324 shares (ownership ratio: 50.81%) of the Target Company Stock, making the Target Company a consolidated subsidiary. A breakdown of the Target Company Stock owned by the Tender Offeror’s subsidiaries and affiliates is as follows: the Tender Offeror’s subsidiaries, A.L.M.T. Corp. owns 206,650 shares (ownership ratio: 0.20%), Sumitomo Electric Sintered Alloy, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Kyushu Sumiden Seimitsu, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Sumiden Shoji Co., Ltd. owns 142,056 shares (Note 2) (ownership ratio: 0.14%), Nissin Electric Co., Ltd. owns 138,153 shares (ownership ratio: 0.13%), TECHNO ASSOCIE Co., Ltd. owns 100,266 shares (ownership ratio: 0.10%), Sumiden Transmission and Distribution System Products, Ltd. owns 92,500 shares (ownership ratio: 0.09%), and Sumitomo Electric Tool Net, Inc. owns 92,038 shares (ownership ratio: 0.09%) (among these companies, seven companies, other than Sumiden Shoji Co., Ltd., are wholly owned subsidiaries of the Tender Offeror (the “Wholly Owned Subsidiaries”) and 999,397 shares (ownership ratio: 0.96%) of Target Company Stock owned by those seven companies are hereinafter referred to as the “Shares Owned by Wholly Owned Subsidiaries”), and other subsidiaries and affiliates of the Tender Offeror own 78,970 shares (ownership ratio: 0.08%). At the Board of Directors meeting held today, the Tender Offeror passed a resolution to execute a Tender Offer for all of the Target Company Stock (excluding Target Company Stock directly owned by the Tender Offeror and treasury shares owned by the Target Company), as part of a transaction aimed at making the Target Company a wholly owned subsidiary of the Tender Offeror (the “Transaction”).

<Omitted>

(Note 2) This figure includes 31,246 shares (rounded down to the nearest whole number) of Target Company Stock indirectly owned by Sumiden Shoji Co., Ltd. through the Target Company’s Sumitomo Riko Kyousei Stock Ownership Association.

<Omitted>

(After Amendment)

As of today, the Tender Offeror directly owns 51,534,901 shares of the Target Company Stock (ownership ratio (Note 1): 49.64%) listed on the Prime Market of the Tokyo Stock Exchange and the Premier Market of the Nagoya Stock Exchange. Together with 1,220,469 shares (ownership ratio: 1.18%) of the Target Company Stock indirectly owned by the Tender Offeror’s subsidiaries and affiliates, the Tender Offeror owns 52,755,370 shares (ownership ratio: 50.81%) of the Target Company Stock, making the Target Company a consolidated subsidiary. A breakdown of the Target Company Stock owned by the Tender Offeror’s subsidiaries and affiliates is as follows: the Tender Offeror’s subsidiaries, A.L.M.T. Corp. owns 206,650 shares (ownership ratio: 0.20%), Sumitomo Electric Sintered Alloy, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Kyushu Sumiden Seimitsu, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Sumiden Shoji Co., Ltd. owns 142,102 shares (Note 2) (ownership ratio: 0.14%), Nissin Electric Co., Ltd. owns 138,153 shares (ownership ratio: 0.13%), TECHNO ASSOCIE Co., Ltd. owns 100,266 shares (ownership ratio: 0.10%), Sumiden Transmission and Distribution System Products, Ltd. owns 92,500 shares (ownership ratio: 0.09%), and Sumitomo Electric Tool Net, Inc. owns 92,038 shares (ownership ratio: 0.09%) (among these companies, seven companies, other than Sumiden Shoji Co., Ltd., are wholly owned subsidiaries of the Tender Offeror (the “Wholly Owned Subsidiaries”) and 999,397 shares (ownership ratio: 0.96%) of Target Company Stock owned by those seven companies are hereinafter referred to as the “Shares

Owned by Wholly Owned Subsidiaries”), and other subsidiaries and affiliates of the Tender Offeror own 78,970 shares (ownership ratio: 0.08%). At the Board of Directors meeting held today, the Tender Offeror passed a resolution to execute a Tender Offer for all of the Target Company Stock (excluding Target Company Stock directly owned by the Tender Offeror and treasury shares owned by the Target Company), as part of a transaction aimed at making the Target Company a wholly owned subsidiary of the Tender Offeror (the “Transaction”).

<Omitted>

(Note 2) This figure includes 31,292 shares (rounded down to the nearest whole number) of Target Company Stock indirectly owned by Sumiden Shoji Co., Ltd. through the Target Company’s Sumitomo Riko Kyouei Stock Ownership Association.

<Omitted>

(2) Background, Purpose, and Decision-Making Process of the Decision to Implement the Tender Offer, and Post-Tender Offer Management Policy

A. Background, Purpose, and Decision-Making Process of the Decision to Implement the Tender Offer

(Before Amendment)

(i) Background to the Tender Offer

<Omitted>

b. General Industrial Products, New Businesses

<Omitted>

The capital ties between the Tender Offeror and the Target Company originate from the acquisition in October 1937 by the Tender Offeror’s predecessor Sumitomo Electric Wire & Cable Works Co., Ltd. of 6,000 shares in the Target Company (37.50% of the total number of shares in the Target Company issued at that time) through a share transfer, in accordance with a capital and business alliance agreement. Since then, the Tender Offeror has been acquiring the Target Company Stock in stages by underwriting new share issues for the purpose of allocating working capital to, and making capital investments in, the Target Company and through other similar actions. In September 1942, the Tender Offeror made the Target Company a consolidated subsidiary, holding 14,500 shares (51.79% of the total number of issued shares in the Target Company at that time). The Tender Offeror has thereafter acquired the Target Company Stock in stages and, as of today, the Tender Offeror owns 52,755,324 shares (ownership ratio: 50.81%) of the Target Company Stock, together with the 1,220,423 Target Company Stock (ownership ratio: 1.18%) indirectly owned through its subsidiaries and affiliates.

<Omitted>

(After Amendment)

(i) Background to the Tender Offer

<Omitted>

b. General Industrial Products, New Businesses

<Omitted>

The capital ties between the Tender Offeror and the Target Company originate from the acquisition in October 1937 by the Tender Offeror’s predecessor Sumitomo Electric Wire & Cable Works Co., Ltd. of 6,000 shares in the Target Company (37.50% of the total number of shares in the Target Company issued at that time) through a share transfer, in accordance with a capital and business alliance agreement. Since then, the Tender Offeror has been acquiring the Target Company Stock in stages by underwriting new share issues for the

purpose of allocating working capital to, and making capital investments in, the Target Company and through other similar actions. In September 1942, the Tender Offeror made the Target Company a consolidated subsidiary, holding 14,500 shares (51.79% of the total number of issued shares in the Target Company at that time). The Tender Offeror has thereafter acquired the Target Company Stock in stages and, as of today, the Tender Offeror owns 52,755,370 shares (ownership ratio: 50.81%) of the Target Company Stock, together with the 1,220,469 Target Company Stock (ownership ratio: 1.18%) indirectly owned through its subsidiaries and affiliates.

<Omitted>

(3) Measures to Ensure the Fairness of the Tender Offer, Such as the Measures to Ensure the Fairness of the Tender Offer Price and to Avoid Conflicts of Interest

(Before Amendment)

<Omitted>

As described in “(1) Overview of the Tender Offer” above, as of today, the Tender Offeror holds 51,534,901 shares of the Target Company Stock (ownership ratio: 49.64%) directly and 1,220,423 shares of the Target Company Stock (ownership ratio: 1.18%) indirectly through the subsidiaries and affiliates of the Tender Offeror, totaling 52,755,324 shares of the Target Company Stock (ownership ratio: 50.81%), the Tender Offeror believes that if a minimum number of shares to be purchased that would satisfy the “majority of minority” is set with respect to the Tender Offer, this would destabilize successful completion of the Tender Offer and actually undercut the interests of general shareholders who seek to participate in the Tender Offer. Thus, the Tender Offeror has not set such a minimum number of shares to be purchased that would satisfy the “majority of minority” in the Tender Offer. However, as both the Tender Offeror and the Target Company have put in place the measures described below, the Tender Offeror believes that sufficient consideration has been given to the interests of general shareholders of the Target Company. The Special Committee has decided in the Written Report that in light of the implementation status of other measures to ensure fairness, the mere fact that no conditions related to a majority of minority are set does not deny the fairness of the conditions of the Transaction. The Target Company has also reached this decision.

<Omitted>

(After Amendment)

<Omitted>

As described in “(1) Overview of the Tender Offer” above, as of today, the Tender Offeror holds 51,534,901 shares of the Target Company Stock (ownership ratio: 49.64%) directly and 1,220,469 shares of the Target Company Stock (ownership ratio: 1.18%) indirectly through the subsidiaries and affiliates of the Tender Offeror, totaling 52,755,370 shares of the Target Company Stock (ownership ratio: 50.81%), the Tender Offeror believes that if a minimum number of shares to be purchased that would satisfy the “majority of minority” is set with respect to the Tender Offer, this would destabilize successful completion of the Tender Offer and actually undercut the interests of general shareholders who seek to participate in the Tender Offer. Thus, the Tender Offeror has not set such a minimum number of shares to be purchased that would satisfy the “majority of minority” in the Tender Offer. However, as both the Tender Offeror and the Target Company have put in place the measures described below, the Tender Offeror believes that sufficient consideration has been given to the interests of general shareholders of the Target Company. The Special Committee has decided in the Written Report that in light of the implementation status of other measures to ensure fairness, the mere fact that no conditions related to a majority of minority are set does not deny the fairness of the conditions of the Transaction. The Target Company has also reached this decision.

<Omitted>

2. Overview of the Purchase

(1) Overview of the Target Company

(Before Amendment)

(i) Name	Sumitomo Riko Company Limited
(ii) Address	1, Higashi 3-chome, Komaki-shi, Aichi
(iii) Name and title of representative	Kazushi Shimizu, Representative Director and President & CEO
(iv) Business outline	Development, manufacture, and sale of products and rolling out of services in two business fields: automotive products and general industrial products.
(v) Capital stock	12,145 million yen (as of June 30, 2025)
(vi) Date of establishment	December 20, 1929
(vii) Major shareholders and shareholding ratios (ratio of number of shares owned to the total number of issued shares (excluding treasury shares) as of March 31, 2025 (%))	Sumitomo Electric Industries, Ltd. 49.64%
	MARUYASU INDUSTRIES CO., LTD. 8.57%
	The Master Trust Bank of Japan, Ltd. (trust account) 5.45%
	Sumitomo Riko Kyouei Stock Ownership Association 2.75%
	Sumitomo Riko Employee Stock Ownership Association 1.85%
	Custody Bank of Japan, Ltd. (trust account) 1.85%
	Fukoku Bussan Co., Ltd. 1.08%
	MSIP CLIENT SECURITIES (Morgan Stanley MUFG Securities as Standing Proxy) 1.00%
	STATE STREET BANK AND TRUST COMPANY 505223 0.90% (Mizuho Bank, Ltd. as Standing Proxy)
	BNP PARIBAS LUXEMBOURG/ 2S/JASDEC/FIM/LUXEMBOURG FUNDS/UCITS ASSETS 0.70% (The Hongkong & Shanghai Banking Corporation Limited, Tokyo Branch as Standing Proxy)
(viii) Relationship Between the Tender Offeror and the Target Company	
Capital relationship	As of today, the Tender Offeror directly holds 51,534,901 shares of the Target Company Stock (ownership ratio: 49.64%), and together with the <u>1,220,423</u> shares (ownership ratio: 1.18%) of the Target Company Stock it indirectly holds through its subsidiaries and affiliates, it holds <u>52,755,324</u> shares of the Target Company Stock (ownership ratio:

		50.81%), and the Target Company is the Tender Offeror's consolidated subsidiary.
	Personnel relationship	As of today, two out of eight directors of the Target Company (Kazushi Shimizu and Hideo Yamane) and one out of five audit and supervisory board members of the Target Company (Hirohisa Maeda) are from the Tender Offeror. Furthermore, as of today, five employees of the Tender Offeror are on secondment to the Target Company
	Business relationship	Not applicable.
	Status as related party	The Target Company is a consolidated subsidiary of the Tender Offeror, and therefore regarded as a related party of the Tender Offeror.

(Note) Information in “(vii) Major shareholders and shareholding ratios (ratio of number of shares owned to the total number of issued shares (excluding treasury shares) as of March 31, 2025 (%))” has been copied from the annual securities report of the 137th Fiscal Term submitted by the Target Company on June 20, 2025.

(After Amendment)

(i) Name	Sumitomo Riko Company Limited	
(ii) Address	1, Higashi 3-chome, Komaki-shi, Aichi	
(iii) Name and title of representative	Kazushi Shimizu, Representative Director and President & CEO	
(iv) Business outline	Development, manufacture, and sale of products and rolling out of services in two business fields: automotive products and general industrial products.	
(v) Capital stock	12,145 million yen (as of June 30, 2025)	
(vi) Date of establishment	December 20, 1929	
(vii) Major shareholders and shareholding ratios (ratio of number of shares owned to the total number of issued shares (excluding treasury shares) as of March 31, 2025 (%))	Sumitomo Electric Industries, Ltd.	49.64%
	MARUYASU INDUSTRIES CO., LTD.	8.57%
	The Master Trust Bank of Japan, Ltd. (trust account)	5.45%
	Sumitomo Riko Kyoei Stock Ownership Association	2.75%
	Sumitomo Riko Employee Stock Ownership Association	1.85%
	Custody Bank of Japan, Ltd. (trust account)	1.85%
	Fukoku Bussan Co., Ltd.	1.08%
	MSIP CLIENT SECURITIES (Morgan Stanley MUFG Securities as Standing Proxy)	1.00%

	STATE STREET BANK AND TRUST COMPANY 505223 (Mizuho Bank, Ltd. as Standing Proxy)	0.90%
	BNP PARIBAS LUXEMBOURG/ 2S/JASDEC/FIM/LUXEMBOURG FUNDS/UCITS ASSETS (The Hongkong & Shanghai Banking Corporation Limited, Tokyo Branch as Standing Proxy)	0.70%
(viii) Relationship Between the Tender Offeror and the Target Company		
Capital relationship	As of today, the Tender Offeror directly holds 51,534,901 shares of the Target Company Stock (ownership ratio: 49.64%), and together with the <u>1,220,469</u> shares (ownership ratio: 1.18%) of the Target Company Stock it indirectly holds through its subsidiaries and affiliates, it holds <u>52,755,370</u> shares of the Target Company Stock (ownership ratio: 50.81%), and the Target Company is the Tender Offeror’s consolidated subsidiary.	
Personnel relationship	As of today, two out of eight directors of the Target Company (Kazushi Shimizu and Hideo Yamane) and one out of five audit and supervisory board members of the Target Company (Hirohisa Maeda) are from the Tender Offeror. Furthermore, as of today, five employees of the Tender Offeror are on secondment to the Target Company	
Business relationship	Not applicable.	
Status as related party	The Target Company is a consolidated subsidiary of the Tender Offeror, and therefore regarded as a related party of the Tender Offeror.	

(Note) Information in “(vii) Major shareholders and shareholding ratios (ratio of number of shares owned to the total number of issued shares (excluding treasury shares) as of March 31, 2025 (%))” has been copied from the annual securities report of the 137th Fiscal Term submitted by the Target Company on June 20, 2025.

(4) Grounds for Calculation of Purchase Price

B. Background to Calculation

(Before Amendment)

<Omitted>

(Measures to Ensure the Fairness of the Tender Offer, Such as the Measures to Ensure the Fairness of the Tender Offer Price and to Avoid Conflicts of Interest)

<Omitted>

As described in “(1) Overview of the Tender Offer” of “1. Purpose of the Purchase” above, as of today, the Tender Offeror directly owns 51,534,901 shares of the Target Company Stock (ownership ratio: 49.64%) and indirectly owns 1,220,423 shares of the Target Company Stock (ownership ratio: 1.18%) through the Tender Offeror's subsidiaries and related companies (in total, 52,755,324 shares of the Target Company Stock (ownership ratio: 50.81%); therefore, the Tender Offeror believes that if a minimum planned purchase quantity that would satisfy the “majority of minority” is set with respect to the Tender Offer, this would destabilize completion of the Tender Offer and actually undercut the

interests of general shareholders who seek to participate in the Tender Offer. Thus, the Tender Offeror has not set such a minimum planned purchase quantity that would satisfy the “majority of minority” in the Tender Offer. However, as both the Tender Offeror and the Target Company have put in place the measures described below, the Tender Offeror believes that sufficient consideration has been given to the interests of general shareholders of the Target Company. The Special Committee has decided in the Written Report that given the status of implementation of other measures to ensure fairness, the absence of such a majority of minority conditions alone will not rule out the fairness of the conditions of the Transaction. The Target Company has also reached this decision.

<Omitted>

(After Amendment)

<Omitted>

(Measures to Ensure the Fairness of the Tender Offer, Such as the Measures to Ensure the Fairness of the Tender Offer Price and to Avoid Conflicts of Interest)

<Omitted>

As described in “(1) Overview of the Tender Offer” of “1. Purpose of the Purchase” above, as of today, the Tender Offeror directly owns 51,534,901 shares of the Target Company Stock (ownership ratio: 49.64%) and indirectly owns 1,220,469 shares of the Target Company Stock (ownership ratio: 1.18%) through the Tender Offeror’s subsidiaries and related companies (in total, 52,755,370 shares of the Target Company Stock (ownership ratio: 50.81%); therefore, the Tender Offeror believes that if a minimum planned purchase quantity that would satisfy the “majority of minority” is set with respect to the Tender Offer, this would destabilize completion of the Tender Offer and actually undercut the interests of general shareholders who seek to participate in the Tender Offer. Thus, the Tender Offeror has not set such a minimum planned purchase quantity that would satisfy the “majority of minority” in the Tender Offer. However, as both the Tender Offeror and the Target Company have put in place the measures described below, the Tender Offeror believes that sufficient consideration has been given to the interests of general shareholders of the Target Company. The Special Committee has decided in the Written Report that given the status of implementation of other measures to ensure fairness, the absence of such a majority of minority conditions alone will not rule out the fairness of the conditions of the Transaction. The Target Company has also reached this decision.

<Omitted>

(6) Changes in Ownership Ratio of Shares by the Purchase

(Before Amendment)

Number of voting rights attached to Shares owned by the Tender Offeror before the purchase	515,349 voting rights	(Ownership ratio of Shares before the purchase: 49.64 %)
Number of voting rights attached to Shares owned by specially related parties before the purchase	<u>8,563</u> voting rights	(Ownership ratio of Shares before the purchase: 0.82 %)
Number of voting rights attached to Shares owned by the Tender Offeror after the purchase	1,028,246 voting rights	(Ownership ratio of Shares after the purchase: 99.04 %)
Number of voting rights attached to Shares owned by specially related parties after the purchase	7,143 voting rights	(Ownership ratio of Shares after the purchase: 0.69 %)
Number of voting rights of all shareholders of the Target Company	1,037,671 voting rights	

(Note 1) The “number of voting rights attached to Shares owned by specially related parties before the purchase” is the total number of voting rights attached to Shares owned by each specially related party (excluding those specially related parties who are excluded from being a specially related party under Article 3, paragraph (2), item (i) of the Cabinet Office Order on Disclosure Required for Tender Offer for Share Certificates by Persons Other Than Issuers (Ministry of Finance Order No. 38 of 1990, as amended; the “Cabinet Office Order”) for the purpose of calculating the ownership ratio of Shares under the items of Article 27-2, paragraph (1) of the Act). Note that in the Tender Offer, 142,056 shares owned by Sumiden Shoji Co., Ltd. of the Shares owned by specially related parties (including 31,246 shares of Target Company Stock indirectly owned by Sumiden Shoji Co., Ltd. through Target Company’s Sumitomo Riko Kyoei Stock Ownership Association) are also targets of the purchase, and therefore, for the purpose of calculating “number of voting rights attached to Shares owned by specially related parties after the purchase,” the number of voting rights attached to 142,056 shares (1,420 voting rights) of the “number of voting rights attached to Shares owned by specially related parties before the purchase” is not added to the numerator. The Tender Offeror intends to review the number of Shares of the Target Company that are owned by specially related parties from today onward and, if any amendment is required, disclose the details of the amendment.

(Note 2) The “number of voting rights of all shareholders of the Target Company” is the total number of voting rights of all shareholders as of March 31, 2025, as stated in the Target Company’s annual securities report of the 137th Fiscal Term submitted by the Target Company on June 20, 2025 (one unit of shares is stated to consist of 100 shares). However, since shares in quantities of less than one unit are also subject to the Tender Offer, for the purpose of calculating the “ownership ratio of Shares before the purchase” and the “ownership ratio of Shares after the purchase,” the number of voting rights (1,038,239 voting rights) attached to the number of shares (103,823,998 shares) obtained by deducting (a) the number of treasury shares owned by the Target Company as of June 30, 2025 as stated in the Target Company Financial Results (218,808 shares) from (b) the total number of issued shares of the Target Company as of June 30, 2025 as stated in the Target Company Financial Results (104,042,806 shares), was used as the denominator.

<Omitted>

(After Amendment)

Number of voting rights attached to Shares owned by the Tender Offeror before the purchase	515,349 voting rights	(Ownership ratio of Shares before the purchase: 49.64 %)
Number of voting rights attached to Shares owned by specially related parties before the purchase	<u>8,564</u> voting rights	(Ownership ratio of Shares before the purchase: 0.82 %)
Number of voting rights attached to Shares owned by the Tender Offeror after the purchase	1,028,246 voting rights	(Ownership ratio of Shares after the purchase: 99.04 %)
Number of voting rights attached to Shares owned by specially related parties after the purchase	7,143 voting rights	(Ownership ratio of Shares after the purchase: 0.69 %)
Number of voting rights of all shareholders of the Target Company	1,037,671 voting rights	

(Note 1) The “number of voting rights attached to Shares owned by specially related parties before the purchase” is the total number of voting rights attached to Shares owned by each specially related party (excluding those specially related parties who are excluded from being a specially related party under Article 3, paragraph (2), item (i) of the Cabinet Office Order on Disclosure Required for Tender Offer for Share Certificates by Persons Other Than Issuers (Ministry of Finance Order No. 38

of 1990, as amended; the “Cabinet Office Order”) for the purpose of calculating the ownership ratio of Shares under the items of Article 27-2, paragraph (1) of the Act). Note that in the Tender Offer, 142,102 shares owned by Sumiden Shoji Co., Ltd. of the Shares owned by specially related parties (including 31,292 shares of Target Company Stock indirectly owned by Sumiden Shoji Co., Ltd. through Target Company’s Sumitomo Riko Kyouei Stock Ownership Association) are also targets of the purchase, and therefore, for the purpose of calculating “number of voting rights attached to Shares owned by specially related parties after the purchase,” the number of voting rights attached to 142,102 shares (1,421 voting rights) of the “number of voting rights attached to Shares owned by specially related parties before the purchase” is not added to the numerator.

(Note 2) The “number of voting rights of all shareholders of the Target Company” is the total number of voting rights of all shareholders as of March 31, 2025, as stated in the Target Company’s annual securities report of the 137th Fiscal Term submitted by the Target Company on June 20, 2025 (one unit of shares is stated to consist of 100 shares). However, since shares in quantities of less than one unit are also subject to the Tender Offer, for the purpose of calculating the “ownership ratio of Shares before the purchase” and the “ownership ratio of Shares after the purchase,” the number of voting rights (1,038,239 voting rights) attached to the number of shares (103,823,998 shares) obtained by deducting (a) the number of treasury shares owned by the Target Company as of September 30, 2025 as stated in the Target Company Financial Results (218,808 shares) from (b) the total number of issued shares of the Target Company as of September 30, 2025 as stated in the Target Company Financial Results (104,042,806 shares), was used as the denominator.

<Omitted>

II. Amendment to the Public Notice of Commencement of Tender Offer

1. Purpose of the Tender Offer

(Before Amendment)

As of the date of this public notice, the Tender Offeror directly owns 51,534,901 shares of the common stock (the “Target Company Stock”) of Sumitomo Riko Company Limited (the “Target Company”) (ownership ratio (Note 1): 49.64%) listed on the Prime Market of the Tokyo Stock Exchange, Inc. and the Premier Market of the Nagoya Stock Exchange, Inc. Together with 1,220,423 shares (ownership ratio: 1.18%) of the Target Company Stock indirectly owned by the Tender Offeror’s subsidiaries and affiliates, the Tender Offeror owns 52,755,324 shares (ownership ratio: 50.81%) of the Target Company Stock, making the Target Company a consolidated subsidiary. A breakdown of the Target Company Stock owned by the Tender Offeror’s subsidiaries and affiliates is as follows: the Tender Offeror’s subsidiaries, A.L.M.T. Corp. owns 206,650 shares (ownership ratio: 0.20%), Sumitomo Electric Sintered Alloy, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Kyushu Sumiden Seimitsu, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Sumiden Shoji Co., Ltd. owns 142,056 shares (Note 2) (ownership ratio: 0.14%), Nissin Electric Co., Ltd. owns 138,153 shares (ownership ratio: 0.13%), TECHNO ASSOCIE Co., Ltd. owns 100,266 shares (ownership ratio: 0.10%), Sumiden Transmission and Distribution System Products, Ltd. owns 92,500 shares (ownership ratio: 0.09%), and Sumitomo Electric Tool Net, Inc. owns 92,038 shares (ownership ratio: 0.09%) (among these companies, seven companies, other than Sumiden Shoji Co., Ltd., are wholly owned subsidiaries of the Tender Offeror (the “Wholly Owned Subsidiaries”) and 999,397 shares (ownership ratio: 0.96%) of Target Company Stock owned by those seven companies are hereinafter referred to as the “Shares Owned by Wholly Owned Subsidiaries”), and other subsidiaries and affiliates of the Tender Offeror own 78,970 shares (ownership ratio: 0.08%). At the Board of Directors meeting held on October 30, 2025, the Tender Offeror passed a resolution to execute a Tender Offer from October 31, 2025 for all of the Target Company Stock (excluding Target Company Stock directly owned by the Tender Offeror and treasury shares owned by the Target Company), as part of a transaction aimed at making the Target Company a wholly owned subsidiary of the Tender Offeror.

<Omitted>

(Note 2) This figure includes 31,246 shares (rounded down to the nearest whole number) of Target Company Stock indirectly owned by Sumiden Shoji Co., Ltd. through the Target Company’s Sumitomo Riko Kyouei Stock Ownership Association.

(After Amendment)

As of the date of this public notice, the Tender Offeror directly owns 51,534,901 shares of the common stock (the “Target Company Stock”) of Sumitomo Riko Company Limited (the “Target Company”) (ownership ratio (Note 1): 49.64%) listed on the Prime Market of the Tokyo Stock Exchange, Inc. and the Premier Market of the Nagoya Stock Exchange, Inc. Together with 1,220,469 shares (ownership ratio: 1.18%) of the Target Company Stock indirectly owned by the Tender Offeror’s subsidiaries and affiliates, the Tender Offeror owns 52,755,370 shares (ownership ratio: 50.81%) of the Target Company Stock, making the Target Company a consolidated subsidiary. A breakdown of the Target Company Stock owned by the Tender Offeror’s subsidiaries and affiliates is as follows: the Tender Offeror’s subsidiaries, A.L.M.T. Corp. owns 206,650 shares (ownership ratio: 0.20%), Sumitomo Electric Sintered Alloy, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Kyushu Sumiden Seimitsu, Ltd. owns 184,895 shares (ownership ratio: 0.18%), Sumiden Shoji Co., Ltd. owns 142,102 shares (Note 2) (ownership ratio: 0.14%), Nissin Electric Co., Ltd. owns 138,153 shares (ownership ratio: 0.13%), TECHNO ASSOCIE Co., Ltd. owns 100,266 shares (ownership ratio: 0.10%), Sumiden Transmission and Distribution System Products, Ltd. owns 92,500 shares (ownership ratio: 0.09%), and Sumitomo Electric Tool Net, Inc. owns 92,038 shares (ownership ratio: 0.09%) (among these companies, seven companies, other than Sumiden Shoji Co., Ltd., are wholly owned subsidiaries of the Tender Offeror (the “Wholly Owned Subsidiaries”) and 999,397 shares (ownership ratio: 0.96%) of Target Company Stock owned by those seven companies are hereinafter referred to as the “Shares Owned by Wholly Owned Subsidiaries”), and other subsidiaries and affiliates of the Tender Offeror own 78,970 shares (ownership ratio: 0.08%). At the Board of Directors

meeting held on October 30, 2025, the Tender Offeror passed a resolution to execute a Tender Offer from October 31, 2025 for all of the Target Company Stock (excluding Target Company Stock directly owned by the Tender Offeror and treasury shares owned by the Target Company), as part of a transaction aimed at making the Target Company a wholly owned subsidiary of the Tender Offeror.

<Omitted>

(Note 2) This figure includes 31,292 shares (rounded down to the nearest whole number) of Target Company Stock indirectly owned by Sumiden Shoji Co., Ltd. through the Target Company's Sumitomo Riko Kyouei Stock Ownership Association.

End

[Soliciting Regulations]

This press release is intended to announce the Tender Offer to the general public and is not intended to solicit an offer to sell any securities including share certificates, etc. If a shareholder wishes to tender his or her shares, each shareholder is requested to exercise his/her own judgment after carefully reading the explanatory statement concerning the Tender Offer. This press release is not, and does not constitute any part of, an offer or solicitation of sales, or a solicitation of purchase offer, of securities. This press release (or any part of it) or the fact of its distribution does not provide a basis for any agreement pertaining to the Tender Offer, and it may not be relied upon when executing any such agreement.

[Forward-Looking Statements]

This press release and its reference materials contain forward-looking statements concerning the outlook for business development based on the views of the Tender Offeror's management in case the Tender Offeror has acquired the Target Company Stock. This information, including the information concerning the future business of the Tender Offeror, other companies, etc., may include forward-looking expressions such as "look for," "expect," "aim at," "schedule," "convinced of," "predict," "intend," "plan," "believe," and "anticipate." Such statements are based on the Tender Offeror's current projections regarding future businesses and the actual results could differ significantly from these forward-looking statements due to many factors. The Tender Offeror, the Target Company, or their affiliates assume no obligation to update or modify these forward-looking statements in order to reflect any events or circumstances in the future.

[Regulations of the United States]

The Tender Offer is to be conducted in accordance with the procedures and information disclosure standards prescribed in the Financial Instruments and Exchange Act of Japan. However, such 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 (hereinafter the same), and the rules prescribed thereunder do not apply to the Tender Offer, and the Tender Offer does not conform to those procedures and standards.

Unless otherwise provided, all procedures for the Tender Offer shall be conducted entirely in the Japanese language. Some or all portion of the documents relating to the Tender Offer are or will be prepared in the English language. However, should there be any inconsistency between the document in English and that in Japanese, the Japanese document shall prevail.

This press release and its reference materials contain "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. Due to any known or unknown risks, uncertainties, or any other factors, it is possible that actual results may substantially differ from the projections, etc. as expressly or implicitly indicated in any "forward-looking statements." Neither of the Tender Offeror, the Target Company, nor their affiliates gives any assurance that such projections, etc. expressly or implicitly indicated in any "forward-looking statements" will result in being correct. The "forward-looking statements" in this press release and its reference materials have been prepared based on the information held by the Tender Offeror and the Target Company as of the date of this press release and its reference materials, and unless otherwise required by applicable laws and regulations, neither of the Tender Offeror, the Target Company, nor their affiliates is obligated to update or modify such statements in order to reflect any events or circumstances in the future. The financial statements contained in this press release and its reference materials have been prepared based on the Japanese accounting standards or the International Financial Reporting Standards (IFRS), which may substantially differ from the U.S. accounting standards or those of other countries. Moreover, as the Tender Offeror and the Target Company are companies incorporated outside the U.S. and all or some of their directors are non-U.S. residents, it may be difficult to enforce any rights or claims arising under the U.S. federal securities laws. In addition, it may not be possible 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, a company incorporated outside the U.S. and its subsidiaries and affiliates may not necessarily be compelled to submit to the jurisdiction of U.S. courts.

The Tender Offeror, its affiliates, the financial advisors to the Tender Offeror and the Target Company, and the tender offer agent, including their affiliates, may, within their ordinary course of business and to the extent permitted under the related Japanese financial instruments and exchange laws and regulations and other applicable laws and regulations, purchase or take actions to purchase the Target Company Stock listed on the Prime Market of the Tokyo Stock Exchange and the Premier Market of the Nagoya Stock Exchange for their own account or for their customers' accounts outside the Tender Offer before the commencement of, or during, the Tender Offer Period in accordance with the requirements under Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934. The purchase may be conducted at market prices through market transactions or at prices negotiated outside the market. If any information concerning such purchase is disclosed in Japan, disclosure of such information will also be made in the English language on the website (or by another disclosure method) of the party conducting such purchase or its affiliate.

[Other Countries]

In certain countries or regions, the announcement, issue, or distribution of this press release may be restricted by laws or regulations. In such cases, please note and comply with such restrictions. This press release does not constitute any

solicitation of an offer to sell or offer to purchase securities including share certificates concerning the Tender Offer, and is being distributed merely as informational material.