

July 9, 2025

To whom it may concern

|                 |  |
|-----------------|--|
| Company name:   | MedPeer, Inc.  |
| Representative: | Naoki Goto,<br>Representative Director & President,<br>CEO (Code 6095, TSE Prime Market) |
| Contact person: | Toshio Hirabayashi<br>Director & Executive Officer, CFO                                  |
| Tel:            | 03-4405-4905   |
| Company name:   | NMT, Inc.  |
| Representative: | Yo Iwami<br>Representative Director  |

**(Amendment) Partial Amendment to Notice Concerning Implementation of MBO and Recommendation to Tender**

Regarding the press release published by MedPeer, Inc. (the “Company”) on May 14, 2025, “Notice Concerning Implementation of MBO and Recommendation to Tender” (including revisions according to “(Amendment) Partial Amendment to “Notice Concerning Implementation of MBO and Recommendation to Tender” published by the Company on May 15, 2025 and amendment according to “(Amendment) Partial Amendment to Notice Concerning Implementation of MBO and Recommendation to Tender” published by the Company on June 25, 2025”), certain matters requiring partial amendment have arisen (such amendments, the “Amendments”); accordingly, the Company gives notice as follows.

As discussed in the press release “(Amendment) Notice Concerning Partial Correction of “Notice Concerning Commencement of Tender Offer by NMT, Inc. for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095) by NMT, Inc.” Following the Submission of the Amendment to Tender Offer Registration Statement”, published by the Company today upon the request of NMT, Inc. (the “Tender Offeror”) pursuant to Article 30, Paragraph 1, Item (4) of the Financial Instruments and Exchange Act, the Amendments have arisen in conjunction with the extension of the period for the tender, etc. in the Tender Offer by the Tender Offeror of the common shares (“Company Shares”) and Stock Acquisition Rights (Note) issued by the Company.

Underlining indicates amendments.

(Note) “Stock Acquisition Rights” refers collectively to the Stock Acquisition Rights of (1) and (2) below.

- (1) The Stock Acquisition Rights issued pursuant to a resolution of the Board of Directors of the Company on March 15, 2018
- (2) The Stock Acquisition Rights issued pursuant to a resolution of the Board of Directors of the Company on February 13, 2019

3. Details of and basis and reason for the opinion regarding the Tender Offer

(2) Basis and reason for the opinion

(i) Overview of the Tender Offer

(Before Amendment)

[Omitted]

On the other hand, no maximum number of shares to be purchased will be set since the purpose of the Tender Offer

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<sup>1</sup> 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.

is to delist the Company Shares, and if the total number of Tendered Share Certificates, etc. is equal to or exceeds the minimum number of shares to be purchased, all Tendered Share Certificates, etc. will be purchased.

In the event that the Tender Offeror is unable to acquire all of the Company Shares (including any Company Shares which may be issued upon the exercise of the Stock Acquisition Rights, but excluding any treasury shares owned by the Company and the Shares Agreed Not to be Tendered) through the Tender Offer, then the Tender Offeror will perform certain procedures after the successful completion of the Tender Offer to make Mr. Yo Iwami, BOZO and the Tender Offeror the only shareholders of the Company and delist the Company Shares (the “Squeeze-Out Procedures”), as described in “(5) Policy on the organizational restructuring after the Tender Offer (matters concerning a so-called two-step acquisition)” below.

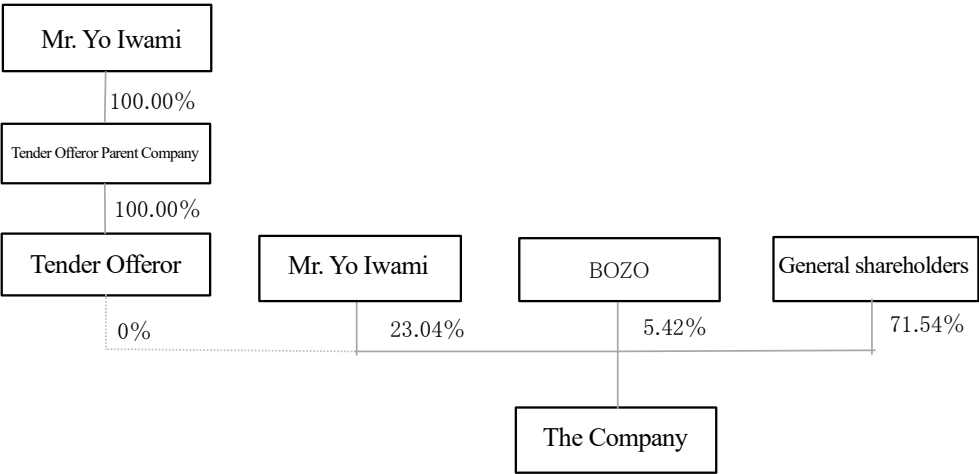
Subsequently, the Tender Offer commenced the Tender Offer on May 15, 2025, but after giving serious consideration, taking into account all factors, including the state of tendering of shares by Company shareholders following the commencement of the Tender Offer and the prospects for tendering going forward, the Tender Offeror decided on June 25, 2025, that in order to provide Company shareholders with an extended opportunity to make judgment regarding whether to tender their shares in the Tender Offer and to increase the likelihood of a successful conclusion to the Tender Offer, the Tender Offer Period would be extended until July 9, 2025, making the period a total of 40 business days (the “Extended Tender Offer Period”). As of Today, Tender Offeror has not changed the tender price for the Tender Offer (the “Tender Offer Price”), but whether or not the Tender Offer Price will be changed after the Extended Tender Offer Period remains undecided.

[Omitted]

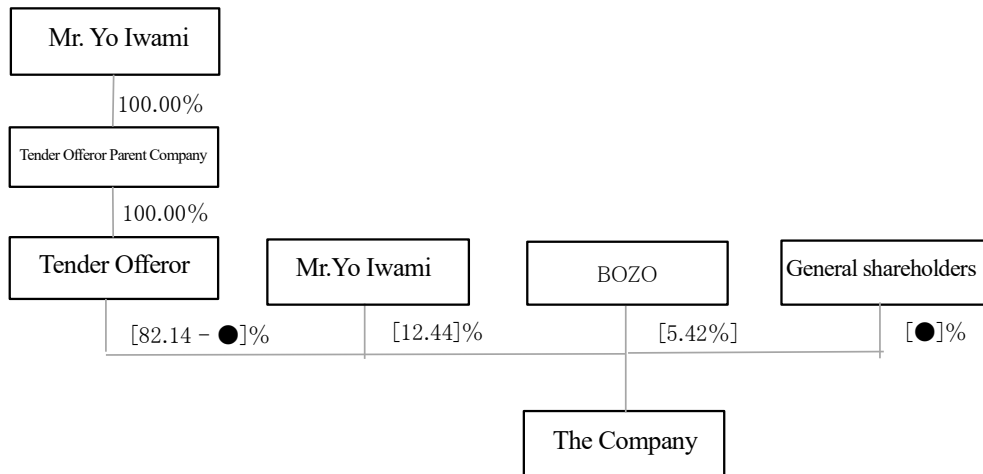
<Structural diagrams of the Tender Offer and subsequent procedures expected to be carried out>

The diagrams below indicate overviews of structures of the Tender Offer and subsequent procedures expected to be carried out.

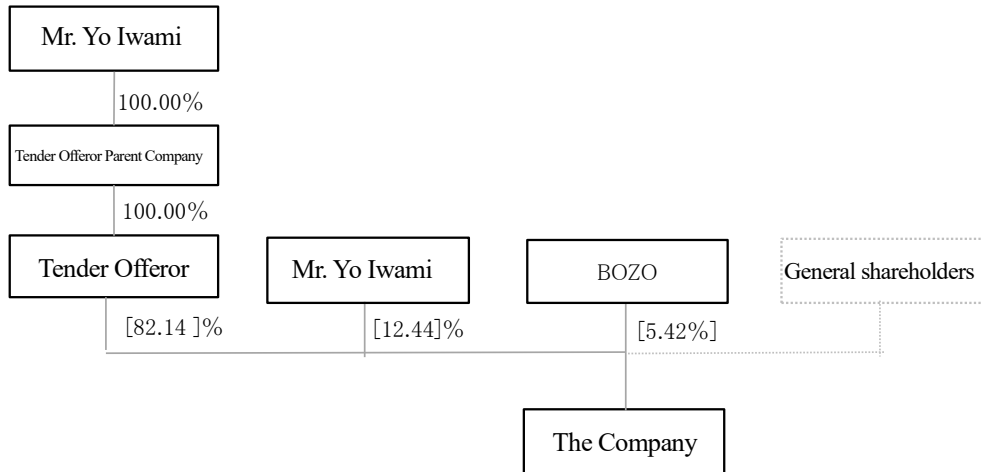
(a) Status Quo



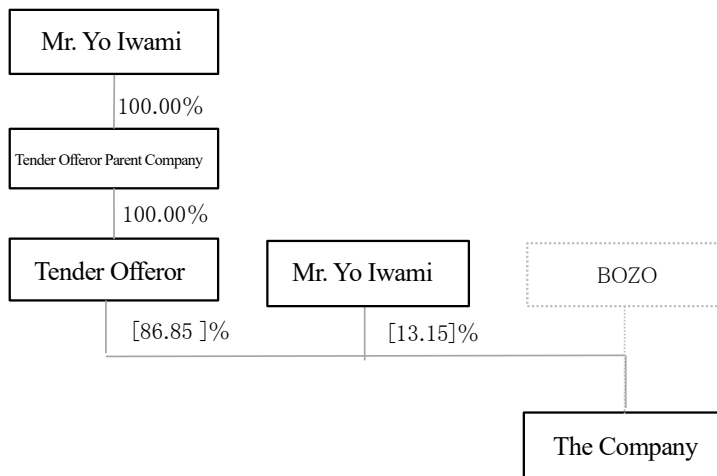
(b) After the completion of the Tender Offer and the Equity Investment (I) and the Equity Investment (II) (early July, 2025)



(c) After the Squeeze-Out Procedures (late September, 2025)



(d) After the Share Repurchase (late September, 2025)



[Omitted]

(After Amendment)

[Omitted]

On the other hand, no maximum number of shares to be purchased will be set since the purpose of the Tender Offer is to delist the Company Shares, and if the total number of Tendered Share Certificates, etc. is equal to or exceeds the minimum number of shares to be purchased, all Tendered Share Certificates, etc. will be purchased.

In the event that the Tender Offeror is unable to acquire all of the Company Shares (including any Company Shares which may be issued upon the exercise of the Stock Acquisition Rights, but excluding any treasury shares owned by the Company and the Shares Agreed Not to be Tendered) through the Tender Offer, then the Tender Offeror will perform certain procedures after the successful completion of the Tender Offer to make Mr. Yo Iwami, BOZO and the Tender Offeror the only shareholders of the Company and delist the Company Shares (the “Squeeze-Out Procedures”), as described in “(5) Policy on the organizational restructuring after the Tender Offer (matters concerning a so-called two-step acquisition)” below.

Subsequently, the Tender Offer commenced the Tender Offer on May 15, 2025, but after giving serious consideration, taking into account all factors, including the state of tendering of shares by Company shareholders following the commencement of the Tender Offer and the prospects for tendering going forward, the Tender Offeror decided on June 25, 2025, that in order to provide Company shareholders with an extended opportunity to make judgment regarding whether to tender their shares in the Tender Offer and to increase the likelihood of a successful conclusion to the Tender Offer, the Tender Offer Period would be extended until July 9, 2025, making the period a total of 40 business days (the “Extended Tender Offer Period”). As of Today, Tender Offeror has not changed the tender price for the Tender Offer (the “Tender Offer Price”), but whether or not the Tender Offer Price will be changed after the Extended Tender Offer Period remains undecided.

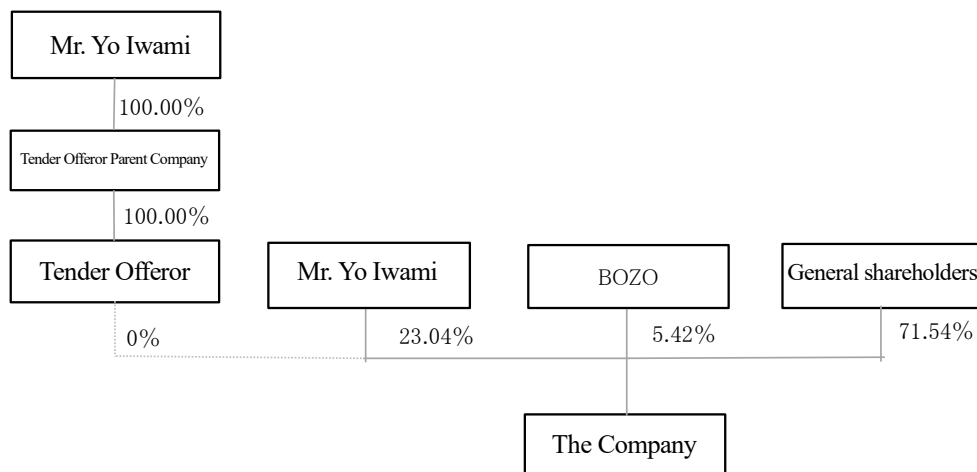
Subsequently, after giving serious consideration, taking into account all factors, including the state of tendering of shares by Company shareholders following the commencement of the Tender Offer, the prospects for tendering going forward and the necessity of ensuring the smooth achievement of the objectives of the Tender Offer, the Tender Offeror decided on July 9, 2025, that in order to provide Company shareholders with an extended opportunity to make judgment regarding whether to tender their shares in the Tender Offer and to increase the likelihood of a successful conclusion to the Tender Offer, the Tender Offer Period would be extended until July 24, 2025, making the period a total of 50 business days (the “Extended Tender Offer Period II”). As of Today, Tender Offeror has not changed the tender price for the Tender Offer (the “Tender Offer Price”), but whether or not the Tender Offer Price will be changed after the Extended Tender Offer Period II remains undecided.

[Omitted]

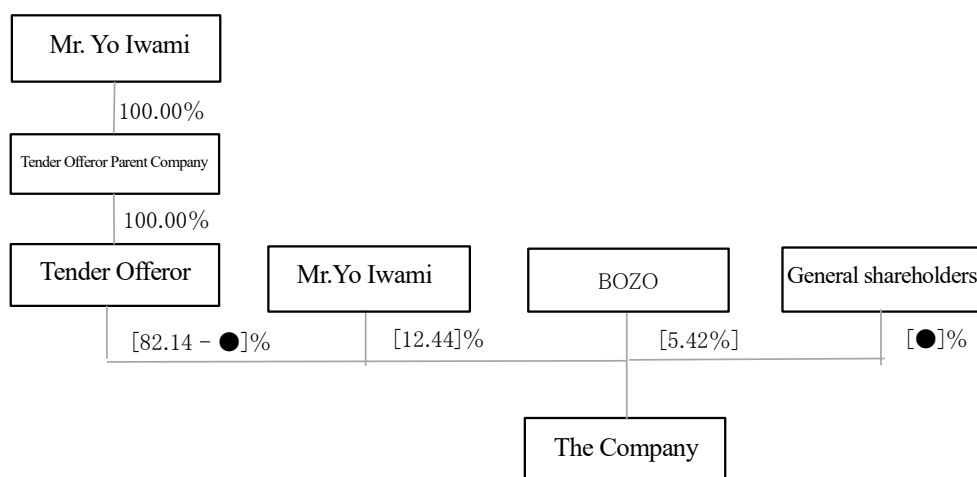
<Structural diagrams of the Tender Offer and subsequent procedures expected to be carried out>

The diagrams below indicate overviews of structures of the Tender Offer and subsequent procedures expected to be carried out.

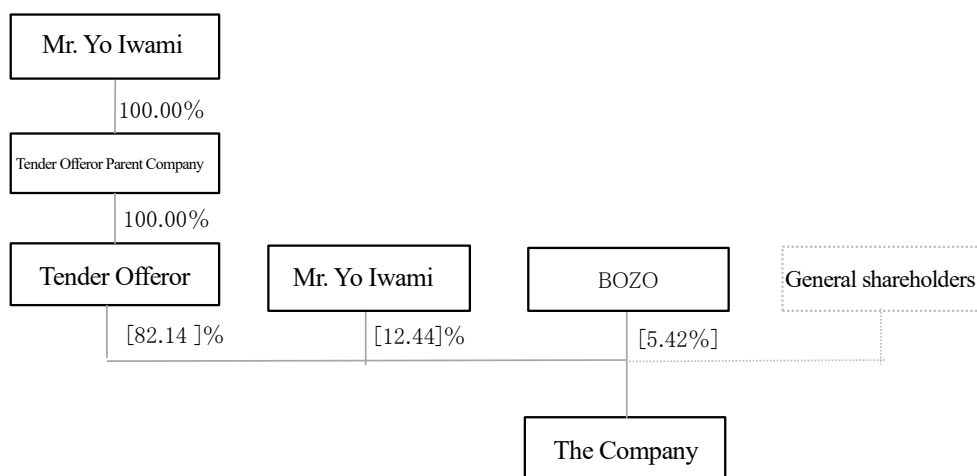
(a) Status Quo



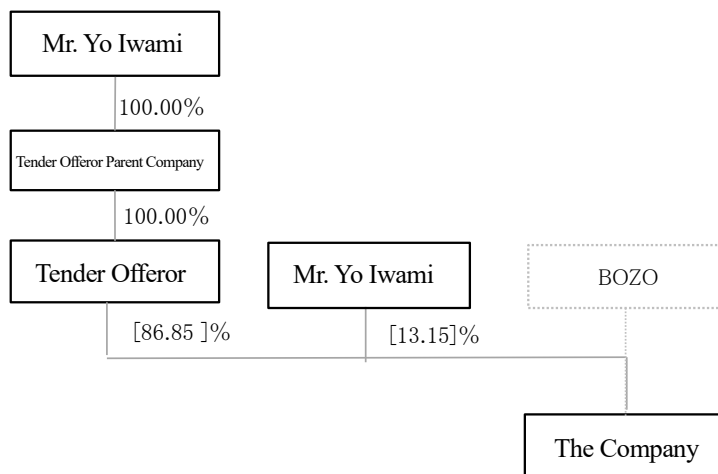
(b) After the completion of the Tender Offer and the Equity Investment (I) and the Equity Investment (II) (late July, 2025)



(c) After the Squeeze-Out Procedures (late October, 2025)



(d) After the Share Repurchase (late October, 2025)



[Omitted]

(5) Policy on the organizational restructuring after the Tender Offer (matters concerning a so-called two-step acquisition)  
(Before Amendment)

[Omitted]

As described in “(ii) Overview of the Tender Offer” in “(2) Basis and reason for the opinion” above, if the Tender Offeror is unable to acquire all of the Company Shares (including any Company Shares which may be issued upon the exercise of the Share Acquisition Rights, but excluding any treasury shares owned by the Company and the Shares Agreed Not to be Tendered) through the Tender Offer, the Tender Offeror intends to implement the Squeeze-Out Procedures after the successful consummation of the Tender Offer in the manner described below.

More specifically, the Tender Offeror intends to request after the successful consummation of the Tender Offer that the Company hold an extraordinary general meeting of shareholders (the “Extraordinary General Meeting of Shareholders”) to which proposals for the Share Consolidation, partial amendment to the articles of incorporation, subject to the entry into force of the Share Consolidation, to abolish the provisions for the number of shares per unit, and any other matters considered reasonably required for the implementation of the Squeeze-Out Procedures will be submitted. The Tender Offeror considers it desirable to hold the Extraordinary General Meeting of Shareholders as soon as possible from the viewpoint of enhancing the corporate value of the Company, and the Tender Offeror therefore intends to request the Company that a date falling on or shortly after the date of commencement of the settlement of the Tender Offer be designated as the record date for the Extraordinary General Meeting of Shareholders. If the Company receives such requests from the Tender Offeror, the Company intends to meet such requests. The Tender Offeror, Mr. Yo Iwami and BOZO plan to vote in favor of each of the proposals described above at the Extraordinary General Meeting of Shareholders. As of today, the Extraordinary General Meeting of Shareholders is scheduled to be held in late August, 2025.

[Omitted]

(After Amendment)

[Omitted]

As described in “(ii) Overview of the Tender Offer” in “(2) Basis and reason for the opinion” above, if the Tender Offeror is unable to acquire all of the Company Shares (including any Company Shares which may be issued upon the exercise of the Share Acquisition Rights, but excluding any treasury shares owned by the Company and the Shares Agreed Not to be Tendered) through the Tender Offer, the Tender Offeror intends to implement the Squeeze-Out Procedures after the successful consummation of the Tender Offer in the manner described below.

More specifically, the Tender Offeror intends to request after the successful consummation of the Tender Offer that the Company hold an extraordinary general meeting of shareholders (the “Extraordinary General Meeting of Shareholders”) to which proposals for the Share Consolidation, partial amendment to the articles of incorporation, subject to the entry into force of the Share Consolidation, to abolish the provisions for the number of shares per unit, and any other matters considered reasonably required for the implementation of the Squeeze-Out Procedures will be submitted. The Tender Offeror considers it desirable to hold the Extraordinary General Meeting of Shareholders as soon as possible from the viewpoint of enhancing the corporate value of the Company, and the Tender Offeror therefore intends to request the Company that a date falling on or shortly after the date of commencement of the settlement of the Tender Offer be designated as the record date for the Extraordinary General Meeting of Shareholders. If the Company receives such requests from the Tender Offeror, the Company intends to meet such requests. The Tender Offeror, Mr. Yo Iwami and BOZO plan to vote in favor of each of the proposals described above at the Extraordinary General Meeting of Shareholders. As of today, the Extraordinary General Meeting of Shareholders is scheduled to be held in late September, 2025.

If the Squeeze-Out Procedures are projected to be completed by December 31, 2025, the Tender Offeror plans to request that the Company, subject to the completion of the Squeeze-Out Procedures, partially amend its articles of incorporation, eliminating the provisions for the record date for annual general meetings of shareholders, so that the only shareholders who can exercise rights at the Annual General Meeting of Shareholders of the Company for the Term Ending in September 2025 (“Annual General Meeting of Shareholders”) are the shareholders as of the time of the Annual General Meeting of Shareholders following completion of the Squeeze-Out Procedures. For this reason, even shareholders whose names were entered or recorded on the Company’s shareholder registry as of September 30, 2025, may not be able to exercise their rights at the Annual General Meeting of Shareholders.

[Omitted]

- (6) Measures to ensure fairness of the Transactions including the Tender Offer such as measures to ensure fairness of the Price of Purchase, etc. and measures to avoid conflicts of interest
- (vi) Objective conditions for ensuring fairness of the Tender Offer
- (Before Amendment)

The shortest tender offer period allowed under law is 20 business days; the Tender Offeror has set a tender offer period of 40 business days. By setting a tender offer period longer than the shortest period allowed under law, the Tender Offeror aims to ensure that the Company’s shareholders and Share Acquisition Right Holders have the opportunity to properly determine whether to tender their shares etc. in the Tender Offer as well as to ensure that persons other than the Tender Offeror have an opportunity to make competing purchases etc. (“Persons Making Competing Acquisition Proposals”), thereby ensuring fairness of the Tender Offer Price. The Company and the Tender Offeror have not executed any agreement including transaction protection provisions prohibiting the Company from contacting Persons Making Competing Acquisition Proposals, or formed any other agreement restricting Persons Making Competing Acquisition Proposals from contacting the Company. In this way, the Tender Offeror gave consideration to ensuring the fairness of the Tender Offer by setting the tender offer period as explained above, and ensuring that there is an opportunity to make competing purchases etc.

(After Amendment)

The shortest tender offer period allowed under law is 20 business days; the Tender Offeror has set a tender offer period of 50 business days. By setting a tender offer period longer than the shortest period allowed under law, the Tender Offeror aims to ensure that the Company’s shareholders and Share Acquisition Right Holders have the opportunity to

properly determine whether to tender their shares etc. in the Tender Offer as well as to ensure that persons other than the Tender Offeror have an opportunity to make competing purchases etc. (“Persons Making Competing Acquisition Proposals”), thereby ensuring fairness of the Tender Offer Price. The Company and the Tender Offeror have not executed any agreement including transaction protection provisions prohibiting the Company from contacting Persons Making Competing Acquisition Proposals, or formed any other agreement restricting Persons Making Competing Acquisition Proposals from contacting the Company. In this way, the Tender Offeror gave consideration to ensuring the fairness of the Tender Offer by setting the tender offer period as explained above, and ensuring that there is an opportunity to make competing purchases etc.

(Reference) “(Amendment) Notice Concerning Partial Correction of “Notice Concerning Commencement of Tender Offer by NMT, Inc. for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095) by NMT, Inc.” Following the Submission of the Amendment to Tender Offer Registration Statement” (Attached)

End.



[translation<sup>1</sup>]

July 9, 2025

To whom it may concern

|                 |  |
|-----------------|--|
| Company name:   | MedPeer, Inc.  |
| Representative: | Naoki Goto,<br>Representative Director & President,<br>CEO (Code 6095, TSE Prime Market) |
| Contact person: | Toshio Hirabayashi<br>Director & Executive Officer, CFO                                  |
| Tel:            | 03-4405-4905   |
| Company name:   | NMT, Inc.  |
| Representative: | Yo Iwami<br>Representative Director  |

**(Amendment) Notice Concerning Partial Correction of “Notice Concerning Commencement of Tender Offer by NMT, Inc. for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095) by NMT, Inc.” Following the Submission of the Amendment to Tender Offer Registration Statement**

MedPeer, Inc. (the “**Company**”) received notice from NMT, Inc. that it will submit the Amendment to Tender Offer Registration Statement regarding the Tender Offer for the Share Certificates, Etc. of the Company, which it has been conducting since May 15, 2025, to the Kanto Local Finance Bureau on July 9, 2025. In accordance with its request, the Company hereby notifies of the details as set forth in the attached document.

End.

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| This notice is published by MedPeer, Inc. (the Target Company in the Tender Offer) pursuant to Article 30, Paragraph 1, Item 4 of the Order for Enforcement of the Financial Instruments and Exchange Act based on the request from NMT, Inc. (the Tender Offeror). |
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(Attachment)

“(Amendment) Notice Concerning Partial Correction of “Notice Concerning Commencement of Tender Offer for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)” Following the Submission of the Amendment to Tender Offer Registration Statement” dated July 9, 2025

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<sup>1</sup> 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.

July 9, 2025

To whom it may concern

Company name: NMT, Inc.  
Representative: Yo Iwami  
Representative Director

**(Amendment) Partial Correction of “Notice Concerning Commencement of Tender Offer  
for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)” Following the Submission of the  
Amendment to Tender Offer Registration Statement**

NMT, Inc. (the “**Tender Offeror**”) has decided, on 14 May, 2025, to acquire the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095, Prime Market of the Tokyo Stock Exchange, Inc. (the “**Prime Market**”), the “**Target Company**”) through a tender offer (the “**Tender Offer**”) pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “**Act**”). The Tender Offer commenced on May 15, 2025; however, in light of the current status of tender in the Tender Offer by the shareholders of the Target Company, Tender Offeror have decided to extend the period for the tender, etc., in the Tender Offer (the “**Tender Offer Period**”), until July 24, 2025 (the “**Extended Tender Offer Period**”), thereby extending the total period to 50 business days, in order to provide the shareholders of the Target Company with an additional opportunity to consider their tender in the Tender Offer and to enhance the likelihood of the Tender Offer's completion. In connection with this, Tender Offeror have submitted the an amendment to Tender Offer Registration Statement (the “**Amendment to Tender Offer Registration Statement**”) to the Kanto Local Finance Bureau pursuant to Article 27-8, Paragraph 2 of the Act, and Tender Offeror hereby notifies of certain amendments to the “Notice Concerning Commencement of Tender Offer for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)” disclosed on May 14, 2025 (including the matters amended by the “(Amendment) Partial Correction of “Notice Concerning Commencement of Tender Offer for the Share Certificates, Etc. of MedPeer, Inc. (Securities Code: 6095)” Following the Submission of the Amendment to Tender Offer Registration Statement” disclosed on June 25, 2025).

The underlined portions are the portions corrected.

(3) Tender Offer Period

(Before Correction)

From May 15, 2025 (Thursday) to July 9, 2025 (Wednesday) (40 Business Days)

(After Correction)

From May 15, 2025 (Thursday) to July 24, 2025 (Thursday) (50 Business Days)

(6) Commencement Date of Settlement

(Before Correction)

July 16, 2025 (Wednesday)

(After Correction)

July 31, 2025 (Thursday)

For details of the above, please refer to the Amendment to Tender Offer Registration Statement submitted by the Tender Offeror on July 9, 2025. As of Today, Tender Offeror has not changed the tender price for the Tender Offer (the “**Tender Offer Price**”), but whether or not the Tender Offer Price will be changed after the Extended Tender Offer Period remains undecided.

End.