

April 30, 2026

To whom it may concern:

Name of Company: Makino Milling Machine Co., Ltd.
Name of Representative: President, Director
Shotaro Miyazaki
(Securities Code: 6135 (the Prime Market of the Tokyo Stock Exchange, Inc.))
Inquiries: Executive Vice President, Director
Executive Manager of Corporate Service Division
Toshiyuki Nagano
Tel: +81 46-284-1439

Name of Company: MM Holdings K.K.
Name of Representative: Representative Director
Daisuke Ikeda

Notice Regarding the Decision Not to Commence a Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code: 6135) by MM Holdings K.K.

MM Holdings K.K. hereby gives notice that it has released the attached “Notice Regarding the Decision Not to Commence a Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code: 6135)” on April 30, 2026.

End

This document is an announcement pursuant to Article 30(1)(iv) of the Enforcement Order of the Financial Instruments and Exchange Act based on the request by MM Holdings K.K. (the tender offeror) to Makino Milling Machine Co., Ltd. (the target of the tender offer).

(Attached material)

“Notice Regarding the Decision Not to Commence a Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code: 6135)” dated April 30, 2026.

April 30, 2026

To whom it may concern:

Name of Company: MM Holdings K.K.
Name of Representative: Representative Director
Daisuke Ikeda

Notice Regarding the Decision Not to Commence a Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code: 6135)

MM Holdings K.K. (the “Tender Offeror”) announced in the “Notice of Update on Progress Toward Implementation of Tender Offer for Shares of Makino Milling Machine Co., Ltd. (Securities Code:6135)” dated April 23, 2026 (the “Press Release Dated April 23, 2026”) that it received on April 22, 2026 a recommendation (the “Recommendation”) from the Minister of Finance and the Minister of Economy, Trade and Industry, pursuant to Article 27, Paragraph 5 of the Foreign Exchange and Foreign Trade Act (Act No. 228 of 1949, as amended, the “FEFTA”), to discontinue a tender offer (the “Tender Offer”) for the purpose of acquiring all of the common shares of Makino Milling Machine Co., Ltd. (the “Target Company”) (however, excluding treasury shares held by the Target Company) and the acquisition of the Target Company’s shares in connection with the subsequent series of procedures intended to make the Tender Offeror the sole shareholder of the Target Company (the “Share Acquisition”), and that the Tender Offeror was considering its future course of action regarding the Tender Offer, including whether to accept the Recommendation.

Subsequently, on April 30, 2026, the Tender Offeror notified the Minister of Finance and the Minister of Economy, Trade and Industry of its acceptance of the Recommendation pursuant to Article 27, Paragraph 7 of the FEFTA. In addition, the Tender Offeror and the Target Company entered into a termination agreement on April 30, 2026, to mutually agree to terminate the tender offer agreement executed on June 3, 2025, effective as of April 30, 2026. In light of these circumstances, the Tender Offeror hereby announces that it has decided not to commence the Tender Offer.

With the aim of enhancing the Target Company’s corporate value and realizing the common interests of shareholders through the Tender Offer, and seeking to make the transaction beneficial for all stakeholders, including the Target Company’s shareholders, business partners, and employees, the Tender Offeror held discussions and took appropriate measures with the relevant authorities over the past approximately 10 months since announcing the Tender Offer on June 3, 2025, in order to obtain regulatory clearance, and responded in good faith, including by proposing risk mitigation measures sufficient to dispel the national security concerns raised by the authorities, while also referencing the latest practices of the Committee on Foreign Investment in the United States (CFIUS). However, as stated in the Press Release Dated April 23, 2026, the Tender Offeror received the Recommendation on the grounds that the Share Acquisition constitutes “inward direct investment or an equivalent action that is a matter of national security or a similar concern” as defined in Article 27, Paragraph 3 of the FEFTA due to facts such as the Target Company manufacturing high-performance machine tools which are widely utilized by manufacturers of defense equipment in Japan as well as possessing technologies and information related to such machine tools, and the information held by the Target Company including information that, while not necessarily deemed sensitive on its own, could become sensitive information relating to national security when combined with other information.

In the course of repeated discussions with the Target Company on measures to improve its corporate value after taking it private that took place in parallel with discussions and steps toward obtaining clearance, the Tender Offeror reaffirmed its belief in the high growth potential of the Target Company, but ultimately the decision was made not to commence the Tender Offer, which the Tender Offeror finds most unfortunate. The Tender Offeror wishes the Target Company continued growth in the future.

End

[Solicitation Regulations]

These announcement materials are intended to generally announce the Tender Offer, and were not prepared for the purpose of soliciting offers to sell. If making an offer to sell, please make sure to read the Tender Offer Explanation regarding the Tender Offer before making an offer at your own judgment. These announcement materials do 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 they constitute a part thereof, and these announcement materials (or any part hereof) or the fact of their distribution shall not serve as the basis for any contract related to the Tender Offer, and may not be relied upon when executing any such contract.

[U.S. Regulations]

The Tender Offer is to be conducted in accordance with the procedures and information disclosure standards stipulated by the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended; the “Act”), and the procedures and standards therefor 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; the “Securities Exchange Act of 1934”) and rules based on those provisions do not apply to the Tender Offer, and the Tender Offer is not necessarily in compliance with the procedures and standards thereunder. All financial information contained in these announcement materials has been prepared based on accounting standards in Japan, not U.S. accounting standards, and is not necessarily comparable to the financial information prepared based on U.S. accounting standards. Further, it may be difficult to enforce any right or claim arising under U.S. securities laws, because the Tender Offeror and the Target Company are incorporated outside the United States and all or some of their officers are not U.S. residents. It may also be impossible to take legal action against a non-U.S. corporation or its officers in a non-U.S. court for a violation of U.S. securities laws. Furthermore, it may not be possible for a U.S. court to subject any non-U.S. corporation or its officers to its jurisdiction.

Unless specifically noted, all procedures relating to the Tender Offer will be carried out in the Japanese language. All or part of the documents relating to the Tender Offer may be prepared in English, but the Japanese documents shall prevail in the event of any inconsistency between those English documents and the Japanese documents.

Statements in these announcement materials 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, etc. implied or expressly stated in these forward-looking statements due to known or unknown risks, uncertainties, or other factors. Neither the Tender Offeror, the Target Company, nor their affiliates guarantee that projections, etc. expressed or implied in these forward-looking statements will ultimately be achieved. The forward-looking statements contained in these announcement materials have been prepared based on the information available to the Tender Offeror as of the date of these announcement materials, and unless required by laws and regulations, neither the Tender Offeror, the Target Company, nor their affiliates are obligated to change or correct the statements made herein in order to reflect future events or circumstances

There is a possibility that, in the ordinary course of business, the Tender Offeror, the financial advisors to the Tender Offeror (including its affiliates) or the Target Company, or the tender offer agent (including their affiliates) may, to the extent permitted by financial instruments and exchange-related laws and other applicable laws and regulations in Japan, and in accordance with the requirements of Rule 14e-5(b) of the Securities Exchange Act of 1934, on their own or their customers’ account, purchase or take action for the purchase of common shares of the Target Company before the commencement of the Tender Offer or during the Tender Offer Period. In such cases, the purchase and sale may be conducted at the market price through market transactions, or the purchase and sale may be conducted at a price decided through negotiations outside of the market. If information regarding such a purchase is disclosed in Japan, it will also be disclosed in English on the website of the party that made the purchase (or also in the United

States by some other means of disclosure).