



### [Translation]

This document is an English translation of the official Japanese version of the Press Release published on April 22, 2025 (the "Official Japanese Version"). This English translation was prepared for your reference, to help you understand what is stated in the Official Japanese Version. In the event of any discrepancy between the Official Japanese Version and the English translation, the Official Japanese Version will prevail.

April 22, 2025

To whom it may concern:

Company Name: MinebeaMitsumi Inc.

Representative: Representative Director, Chairman CEO

Yoshihisa Kainuma

(Code No. 6479, TSE Prime)

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# (Update on Disclosed Matter) Notice regarding Progress toward Commencement of Tender Offer of Shares of SHIBAURA ELECTRONICS CO., LTD. (Securities Code: 6957)

MinebeaMitsumi Inc. (the "Offeror"), in its press release "Notice regarding Scheduled Commencement of Tender Offer of Shares of SHIBAURA ELECTRONICS CO., LTD. (Securities Code: 6957)" on April 10, 2025 (as amended and corrected, the "Press Release Regarding the Offeror Scheduled Tender Offer"), announced that the Offeror resolved to acquire all of the shares of common stock in SHIBAURA ELECTRONICS CO., LTD. (Securities Code: 6957, listed on the Standard Market of the Tokyo Stock Exchange; the "Target Company") (such shares, the "Target Company Shares") (excluding treasury shares held by the Target Company) through a tender offer under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended) (the "Tender Offer") subject to the satisfaction or waiver by the Offeror of all of the Tender Offer Preconditions (as defined in the Press Release Regarding the Offeror Scheduled Tender Offer), and the Offeror intends to commence the Tender Offer on or around April 23, 2025.

The Offeror received confirmation from the Target Company regarding the Offeror's intention to change the terms and conditions of the Tender Offer since YAGEO Corporation issued its "Notice Regarding Changes to the Terms and Conditions of Tender Offer for the Shares of SHIBAURA ELECTRONICS CO., LTD. (Securities Code: 6957)" on April 17, 2025, and the Offeror has been reviewing them as of today. If any significant progress is made regarding the Tender Offer, the Offeror will make an announcement promptly.

In addition, since the announcement of the Press Release Regarding the Offeror Scheduled Tender Offer, in order to increase the likelihood of the Tender Offer being successful, the Offeror has been engaged in discussions with multiple shareholders of the Target Company, and the Offeror newly entered into (i) tender agreements with part of the founder's family of the Target Company concerning all 536,502 shares of the Target Company Shares (shareholding ratio (as defined in the Press Release Regarding the Offeror Scheduled Tender Offer; the same applies hereinafter): 3.56%) and (ii) a tender agreement with MUFG Bank, Ltd. ("MUFG") concerning all 425,640 shares of the Target Company Shares (shareholding ratio: 2.82%) (the "Tender Agreement (MUFG)") during

the period from the announcement of the Press Release Regarding the Offeror Scheduled Tender Offer to today. It is agreed under the Tender Agreement (MUFG) that in the event that any person other than the Offeror announces a scheduled tender offer at a price higher than the purchase price of the Tender Offer or commences such tender offer, if MUFG determines that there is a specific risk of breaching the duty of care of a good manager of a director of MUFG by tendering to the Tender Offer or not withdrawing the tender under the Tender Agreement (MUFG), MUFG shall not be obligated to tender to the Tender Offer or not to withdraw the tender.

Therefore, as of today, the Offeror hereby announces, as a progress regarding the Tender Offer that occurred following the announcement of the Press Release Regarding the Offeror Scheduled Tender Offer, that the Offeror agreed that, if the Tender Offer commences, each of the Tendering Shareholders (as defined in the Press Release Regarding the Offeror Scheduled Tender Offer), and part of the founder's family of the Target Company and MUFG will tender all of the Target Company Shares held by them (2,386,628 shares, shareholding ratio: 15.83%) in the Tender Offer and will not withdraw such tender.

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### [Soliciting Regulations]

This press release is an announcement for the purpose of announcing the Tender Offer to the general public and is not prepared for the purpose of solicitation of selling. If a shareholder tenders his/her shares for selling, the shareholder is required to tender on his/her own judgment after carefully reading the tender offer explanatory statement concerning the Tender Offer. This press release and the reference materials hereof are not, and do not constitute any part of, an offer or solicitation of selling, or a solicitation of purchase offer, of securities. This press release (or any part of it) or the fact of its distribution does not constitute a basis for any agreement pertaining to the Tender Offer, and it may not be relied upon when executing any such agreement.

#### [Regulations of the United States]

The Tender Offer is to be conducted in compliance with the procedures and information disclosure standards prescribed in Japanese law. Such procedures and information disclosure standards are not necessarily the same as the procedures and information disclosure standards in the United States. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended; the same applies hereinafter), and the regulations prescribed thereunder do not apply to the Tender Offer, and the Tender Offer does not conform to those procedures and standards. The financial information contained in this press release and the reference materials hereof have been prepared in accordance with Japanese accounting standards, not U.S. accounting standards, and such accounting standards may substantively vary from the general accounting regulations of other countries including the United States. Moreover, as the Offeror and the Target Company are corporations incorporated outside of the United States and all or some of their officers are non-U.S. residents, it may be difficult to enforce any rights or claims that may be asserted on the ground of U.S. securities-related laws. In addition, it may not be possible to commence legal actions against a non-U.S. company or individual in a non-U.S. court on the ground of a violation of the U.S. securities-related laws. Furthermore, a corporation or individual outside the United States and the subsidiaries and affiliates of such corporation (the "Affiliates") may not necessarily be compelled to submit to the jurisdiction of U.S. courts.

The Offeror, the financial advisors of the Offeror and the Target Company and the tender offer agent (including their respective Affiliates) might, before the commencement of the Tender Offer or during the Tender Offer Period, purchase by means other than the Tender Offer or conduct an act aimed at a purchase of the shares the Target Company on its own account or the account of its client, in addition to their ordinary business, to the extent permitted by Japanese laws related to financial instruments transactions or any other applicable laws and regulations and in accordance with the requirements of Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934. Such purchase could be carried out at the market price through market transactions or a price determined through negotiation outside the market. If information regarding such a purchase is disclosed in Japan, such information will also be disclosed in a similar way in the United States.

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 the reference materials hereof 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 contents expressly or implicitly indicated in such forward-looking statements. Neither the Offeror, Target Company nor any of their respective Affiliates gives any assurance that the results expressly or implicitly indicated in any "forward-looking statements" will be achieved. The "forward-looking statements" in this press release and the reference materials hereof have been prepared based on the information held by the Offeror as of the announcement date of this press release, and unless otherwise required by applicable laws and regulations or rules of a financial instruments exchange, neither the Offeror, the Target Company nor any of their

respective Affiliates is obliged to update or modify such statements in order to reflect any events or circumstances in the future.

## [Other Countries]

In certain countries or regions, the announcement, issue or distribution of this press release may be restricted under the laws thereof. The announcement, issue or distribution of this press release does not constitute any solicitation of an offer for selling, etc., or offer for purchase, etc., of share certificates concerning the Tender Offer, and is deemed to be the distribution of materials merely for information.

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