



April 8, 2026

Company name: MCJ Co., Ltd.
Representative: President and COO Motoyasu Yasui
(TSE Standard Market Code Number: 6670)
Contact: PR&IR Representative,
Management Planning Department
ir-otoiwase@mcj.jp

Notice Regarding the Results of the Tender Offer for Company Shares by BCPE Meta Cayman, L.P., and Changes to Parent Company and the Major Shareholder That Is the Largest Shareholder

MCJ Co., Ltd. (the “Company”) hereby announces as follows that a tender offer (the “Tender Offer”) for the common shares of the Company (the “Company Shares”) by BCPE Meta Cayman, L.P. (“Tender Offeror”), which commenced on February 6, 2026, has completed as of April 7, 2026.

The Company also gives notice as follows that as a result of the Tender Offer, it is expected that on April 14, 2026 (the commencement date of settlement of the Tender Offer), changes will occur to the Company’s parent company and the major shareholder that is the largest shareholder.

1. Results of the Tender Offer

As described in the attached “Notice Concerning Results of Tender Offer for Shares of MCJ Co., Ltd. (Securities Code: 6670)”, the Company was informed today by Tender Offeror of the results of the Tender Offer.

It should be noted that because the total number of Company Shares tendered in the Tender Offer is greater than the minimum number of shares to be purchased (62,785,300 shares), the Tender Offer has been successfully completed.

2. Changes to Parent Company and the Major Shareholder That Is the Largest Shareholder

(1) Scheduled Date for Changes

April 14, 2026 (the commencement date of settlement of the Tender Offer)

(2) Background Leading to the Changes

Regarding the results of the Tender Offer, the Company was informed today by Tender Offeror that 70,792,445 Company Shares were tendered, the total number of tendered shares reached the minimum number of shares to be purchased (62,785,300 shares), the Tender Offer was successfully completed, and Tender Offeror, would purchase all of the shares.

Consequently, on April 14, 2026 (the commencement date of settlement of the Tender Offer), the ratio of the number of voting rights owned by Tender Offeror to the number of voting rights of all of the Company’s shareholders will be greater than 50%, resulting in Tender Offeror becoming the Company’s new parent company as well as the major shareholder that is the largest shareholder. As a result, BCPE Meta GP, LLC, the parent company of Tender Offeror, by indirectly owning Company Shares via Tender Offeror, will now also fall under the category of the Company’s parent company.

(3) Summary of Changing Shareholders etc.

[i] Summary of Shareholder to Become the New Parent Company and Major Shareholder That Is the Largest Shareholder

(1) Name	BCPE Meta Cayman, L.P.	
(2) Address	P.O. Box 309, Ugland House, KY1-1104, Grand Cayman, Cayman Islands	
(3) Basis etc. of Establishment	Tender Offeror is a limited partnership formed and registered under Cayman Island law.	
(4) Overview of General Partner		
Name	BCPE Meta GP, LLC (BCPE Meta GP, LLC)	
Address	4001 Kennett Pike, Suite 302, Wilmington, New Castle County, Delaware 19807, United States of America	
Name and Title of Representative	Member: Bain Capital Japan Middle Market Fund, L.P. General Partner: Bain Capital JMM General Partner, LLC Manager: Bain Capital Investors, LLC Chairman: John Connaughton	
Description of Business	Operation of the partnership as general partner	
Capital	N/A (Note 1)	
(5) Overview of Domestic Agent	Name	Anderson Mori & Tomotsune Gaikokuho Kyodogijyo Attorney Satoshi Inoue
	Address	Otemachi Park Building, 1-1-1 Otemachi, Chiyoda-ku, Tokyo
(6) Relationship between the Company and the shareholder		
Capital Contributions between the Company and the shareholder	N/A	
Relationship between the Company and General Partner,	N/A	
Relationship among the Company and Domestic Agent	N/A	

(Note 1) The Company received the explanation from BCPE Meta GP, LLC that capital is not applicable because it is a limited liability company, which does not have the equivalent of capital.

[ii] Summary of Shareholder to Become New Parent Company

(1) Name	BCPE Meta GP, LLC
(2) Address	4001 Kennett Pike, Suite 302, Wilmington, New Castle County, Delaware 19807, United States of America
(3) Name and Title of Representative	Member: Bain Capital Japan Middle Market Fund, L.P. General Partner: Bain Capital JMM General Partner, LLC Manager: Bain Capital Investors, LLC Co-Managing Partner: John Connaughton
(4) Description of business	Operation of the partnership as general partner
(5) Capital	N/A (Note 2)
(6) Date of incorporation	January 13, 2026
(7) Net assets	N/A (Note 3)
(8) Gross assets	N/A (Note 3)
(9) Principal shareholder and shareholding ratio	N/A

(10)	Relationship between the Company and the shareholder	
	Capital relationship	N/A
	Personnel relationship	N/A
	Transactional relationship	N/A

(Note 2) As described above, the Company received the explanation from BCPE Meta GP, LLC that capital is not applicable because it is a limited liability company, which does not have the equivalent of capital.

(Note 3) The Company received the explanation from BCPE Meta GP, LLC that it is not required to prepare any statement that is equivalent to the financial statements, etc. required under the Companies Act (Law No. 86 of 2005, as amended; hereinafter the same) by the laws and regulations of or customary practices in the State of Delaware in which it is incorporated.

[iii] Summary of Shareholder Ceasing to be a Major Shareholder That Is the Largest Shareholder

(1)	Name	Yuji Takashima
(2)	Address	Chiyoda-ku, Tokyo

(4) Voting Rights Owned by the Relevant Shareholders and Voting Rights Ownership Ratio Before and After Changes

[i] BCPE Meta Cayman, L.P. (Tender Offeror)

	Attribute	Number of voting rights (Voting Rights Ownership Ratio (Note 4))			Ranking among principal shareholders
		Directly owned	Owned in combination	Total	
Before change	—	—	—	—	—
After change	Parent company and the major shareholder that is the largest shareholder	707,924 voting rights (74.91%)	—	707,924 voting rights (74.91%)	First

(Note 4) “Voting Rights Ownership Ratio” refers to the percentage (rounded to the second decimal place) that the number of voting rights (707,924 rights) pertaining to the number of shares (94,507,941 shares) obtained by subtracting from (x) the total number of issued shares of the Company as of December 31, 2025 (101,774,700 shares) as stated in the “Summary of Consolidated Financial Statements for the Third Quarter of the Fiscal Year Ending March 2026 Japanese GAAP” announced by the Company on February 5, 2026 (the “Company’s Third Quarter Earnings Report”) (y) the number of treasury shares possessed by the Company as of said date (7,266,759 shares; this does not include the 330,000 Company Shares possessed by the Custody Bank of Japan, Ltd. (Trust E account) as the trust property of the Company’s Board Benefit Trust (BBT) (“BBT-Owned Shares”)); hereinafter the same shall apply in calculating the Voting Rights Ownership Ratio.

[ii] BCPE Meta GP, LLC

	Attribute	Number of voting rights (Voting Rights Ownership Ratio)			Ranking among principal shareholders
		Directly owned	Owned in combination	Total	
Before change	—	—	—	—	—
After change	Parent company (indirect holding)	—	707,924 voting rights	707,924 voting rights	—

			(74.91%)	(74.91%)	
--	--	--	----------	----------	--

[iii] Yuji Takashima

	Attribute	Number of voting rights (Voting Rights Ownership Ratio)			Ranking among principal shareholders
		Directly owned	Owned in combination	Total	
Before change	Major shareholder that is the largest shareholder	324,693 voting rights (34.36%)	—	—	First
After change	—	—	—	—	—

(5) Changes etc. to Unlisted Parent Company etc. Subject to Disclosure

As a result of the these changes, Tender Offeror is expected to be subject to disclosure as the Company’s unlisted parent company etc.

(6) Future Outlook

As described above, although 70,792,445 Company Shares were tendered in the Tender Offer, Tender Offeror was unable to acquire all Company Shares (excluding treasury shares (excluding BBT-Owned Shares) owned by the Company) through the Tender Offer; therefore, as announced in “Notice Regarding Expression of Opinion in Support of Implementation of MBO and Recommendation to Tender” (“Press Release Stating the Company’s Opinion”) published by the Company on February 5, 2026, Tender Offeror plans to implement a series of procedures as described in “(5) Post-Tender Offer Reorganization Policy (Matters Concerning so-called Two-Step Acquisition)” in “3. Details of the Opinion Regarding the Tender Offer, and Its Basis and Reasons” in the Press Release Stating the Company’s Opinion to make Tender Offeror the only shareholders of the Company going forward. As a result of implementaton of such procedures, in accordance with the delisting standards of the Tokyo Stock Exchange, Inc. (“TSE”), the Company Shares will be delisted following prescribed procedures. Once the Company Shares are delisted, they cannot be traded on the TSE Standard Market.

The specific procedures and timing of implementation thereof going forward will be announced promptly after decisions are made through consultations with Tender Offeror.

End

(Attached Document)

“Notice Concerning Results of Tender Offer for Shares of MCJ Co., Ltd. (Securities Code: 6670)” dated April 8, 2026

[Translation]

April 8, 2026

To Whom It May Concern:

Company Name	BCPE Meta Cayman, L.P.
Representative	BCPE Meta Cayman, G.P., LLC (General Partner)

Notice Concerning Results of Tender Offer for Shares of MCJ Co., Ltd. (Securities Code: 6670)

BCPE Meta Cayman, L.P. ("Tender Offeror") hereby announces that the tender offer ("Tender Offer") under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; "Act"), which was decided on February 5, 2026 to be conducted for the purpose of acquiring the common shares ("Target Company Shares") of MCJ Co., Ltd. (listed on the Tokyo Stock Exchange, Inc. ("TSE") Standard Market, Securities Code: 6670; "Target Company") has been conducted since February 6, 2026 and ended on April 7, 2026, as described below.

1. Overview of the purchase, etc.

(1) Name and address of the Tender Offeror

BCPE Meta Cayman, L.P.
PO Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands

(2) Name of the Target Company

MCJ Co., Ltd.

(3) Class of share certificates, etc. to be purchased, etc.

Common shares

(4) Number of share certificates, etc. to be purchased

Class of share certificates, etc.	Number of shares to be purchased	Minimum number of shares to be purchased	Maximum number of shares to be purchased
Common shares	94,507,941 (shares)	62,785,300 (shares)	— (shares)

(Note 1) If the total number of share certificates, etc. tendered in the Tender Offer ("Tendered Share Certificates") fails to reach the minimum number of shares to be purchased (62,785,300 shares), the Tender Offeror will not purchase any of the Tendered Share Certificates. If the total number of the Tendered Share Certificates equals or exceeds the minimum number of shares to be purchased (62,785,300 shares), the Tender Offeror will purchase all the Tendered Share Certificates.

(Note 2) As the Tender Offeror has set no maximum number of shares to be purchased in the Tender Offer, the number of shares to be purchased is the maximum number of share certificates, etc. of the Target Company that the Tender Offeror will acquire through the Tender Offer (94,507,941 shares). This maximum number (94,507,941 shares) is obtained by deducting the number of treasury shares held by the Target Company as of December 31, 2025 (7,266,759 shares, which excludes 330,000 shares of the Target Company Shares held by the Custody Bank of Japan, Ltd. (Trust E account) as the trust property of the Target Company's Board Benefit Trust (BBT)); the same applies hereinafter regarding the treasury shares held by the Target Company) from the total number of issued shares as of the same date (101,774,700 shares) as indicated in the Consolidated Financial Results for the Third Quarter Ended December 31, 2025 (under Japanese GAAP) announced by the Target Company on February 5, 2026 .

(Note 3) Shares constituting less than one unit are also subject to the Tender Offer. If any Target Company's shareholders, pursuant to the Companies Act (Act No. 86 of 2005, as amended), exercise their statutory rights to demand purchase of shares constituting less than one unit, the Target Company may, pursuant to the juridical procedures, purchase their shares during the tender offer period for the Tender Offer ("Tender Offer Period").

(Note 4) There is no plan to acquire the treasury shares owned by the Target Company in the Tender Offer.

(5) Period of the purchase, etc.

(i) Period of the purchase, etc.

From February 6, 2026 (Friday) through April 7, 2026 (Tuesday) (40 business days)

(ii) Possibility of extension of the period of purchase at the request of the Target Company

N/A

(6) Price of the purchase, etc.

JPY 2,200 per share of common shares

2. Results of the Tender Offer

(1) Success/failure of the tender offer

The Tender Offer was subject to the condition that if the total number of the Tendered Share Certificates fails to reach the minimum number of shares to be purchased (62,785,300 shares), the Tender Offeror will not purchase any of the Tendered Share Certificates. However, since the total number of the Tendered Share Certificates (70,792,445 shares) equaled or exceeded the minimum number of shares to be purchased (62,785,300 shares), the Tender Offeror will purchase all the Tendered Share Certificates as stated in the public notice for the commencement of tender offer, and the Tender Offer Registration Statement (including matters amended by the Revision to Terms and Conditions of Tender Offer and the Amendment to Tender Offer Registration Statement submitted thereafter).

(2) Date of public notice of the results of the tender offer and the name of the newspaper where the public notice was posted

In accordance with Article 27-13, Paragraph 1 of the Act, the results of the Tender Offer have been publicly announced to the media on April 8, 2026 by the method set forth in Article 9-4 of the Enforcement Order of the Financial Instruments and Exchange Act (Government Ordinance No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Ordinance on Disclosure of Takeover Bids of Shares Conducted by Non-Issuers (Ministry of Finance Japan Ordinance No. 38 of 1990, as amended; "TOB Order").

(3) Number of share certificates, etc. purchased

Class of share certificates, etc.	(i) Number of tenders converted into shares	(ii) Number of purchases converted into shares
Share certificates	70,792,445 shares	70,792,445 shares
Certificates of share option	—	—
Certificates of corporate bonds with share option	—	—
Beneficiary certificates of trust of share certificates ()	—	—
Depository receipts for share certificates ()	—	—
Total	70,792,445 shares	70,792,445 shares

Total number of potential share certificates, etc.	(—)	(—)
--	-----	-----

(4) Percentage of ownership of share certificates, etc. after the purchase, etc.

Number of voting rights represented by share certificates, etc. held by the Tender Offeror before the purchase, etc.	—	(Percentage of ownership of share certificates, etc. before the purchase, etc. — %)
Number of voting rights represented by share certificates, etc. held by special related parties before the purchase, etc.	324,693	(Percentage of ownership of share certificates, etc. before the purchase, etc. 34.36 %)
Number of voting rights represented by share certificates, etc. held by the Tender Offeror after the purchase, etc.	707,924	(Percentage of ownership of share certificates, etc. after the purchase, etc. 74.91 %)
Number of voting rights represented by share certificates, etc. held by special related parties after the purchase, etc.	—	(Percentage of ownership of share certificates, etc. after the purchase, etc. — %)
Number of voting rights of all shareholders, etc. of the Target Company	958,241	

(Note 1) The "number of voting rights represented by share certificates, etc. held by special related parties before the purchase, etc." and the "number of voting rights represented by share certificates, etc. held by special related parties after the purchase, etc." are the total number of voting rights represented by share certificates, etc. held by each special related party (excluding persons excluded from special related parties in accordance with Article 3, Paragraph 2, Item 1 of the TOB Order in calculating the percentage of ownership of share certificates, etc. in each item of Article 27-2, Paragraph 1 of the Act).

(Note 2) The "number of voting rights of all shareholders of the Target Company" is the number of voting rights of all shareholders as of September 30, 2025 stated in the Interim Report for the 28th Business Term submitted by the Target Company on November 14, 2025. Provided, however, that since shares constituting less than one unit were also subject to purchase, etc. in the Tender Offer, in the calculation of the "percentage of ownership of share certificates, etc. before the purchase, etc." and "percentage of ownership of share certificates, etc. after the purchase, etc.," the number of voting rights (945,079 units) represented by the number of shares (94,507,941 shares), which is the total number of issued shares of the Target Company as of December 31, 2025 (101,774,700 shares) as set out in the Target Company's Consolidated Financial Results for the Third Quarter Ended December 31, 2025 (under Japanese GAAP) announced by the Target Company on February 5, 2026, less the number of treasury shares held by the Target Company as of the same date (7,266,759 shares) was used as the denominator.

(Note 3) The "percentage of ownership of share certificates, etc. before the purchase, etc." and the "percentage of ownership of share certificates, etc. after the purchase, etc." are rounded to two decimal places.

(5) Calculation in the case where the purchase, etc. is conducted by pro rata proportion method

N/A

(6) Method of settlement

(i) Name and address of head office of financial instruments business operators, banks, etc. in charge of settlement of the purchase, etc.

SMBC Nikko Securities Inc.3-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo

(ii) Commencement date of settlement

April 14, 2026 (Tuesday)

(iii) Method of settlement

A notice of purchase, etc. by the Tender Offer will be mailed to the addresses or locations of the persons who accepted or applied to tender their shares towards the offer to purchase, etc. the shares pertaining to the Tender Offer ("Tendering Shareholders, etc.") (or their standing proxies in Japan ("Standing Proxies") in the case of shareholders, etc. residing abroad (including corporate shareholders ("Foreign Shareholders, etc.")) without delay after the expiry of the Tender Offer Period. For applications made through online trade (<https://trade.smbcnikko.co.jp/>), the notice will be delivered through electronic or magnetic means.

The purchase will be made in cash. At the instructions of the Tendering Shareholders, etc. (or their Standing Proxies in the case of Foreign Shareholders, etc.), the purchase price pertaining to the purchased share certificates, etc. will be remitted without delay on or after the commencement date of settlement from the tender offer agent to a place designated by the Tendering Shareholders, etc. (or their Standing Proxies in the case of Foreign Shareholders, etc.).

3. Post-tender offer policy and future prospects

There are no changes to the details set out in "Notice Concerning Commencement of Tender Offer for Common Shares of MCJ Co., Ltd. (Securities Code: 6670) by BCPE Meta Cayman, L.P." announced by the Tender Offeror on February 5, 2026.

Upon the results of the Tender Offer, the Tender Offeror intends to implement a series of procedures to make the Tender Offeror the sole shareholder of the Target Company and to delist the Target Company Shares. Therefore, once such procedures are carried out, the Target Company Shares will be delisted through prescribed procedures in accordance with the delisting standards of the TSE.

The future procedures will be promptly disclosed by the Target Company once decided.

4. Place where a copy of the Tender Offer Report is kept for public inspection

Tokyo Stock Exchange, Inc. 2-1, Nihonbashi Kabuto-cho, Chuo-ku, Tokyo

END

[Restrictions on Solicitation]

The purpose of this press release is to announce the Tender Offer publicly, and the press release was not prepared for the purpose of soliciting an offer to sell shares. If shareholders wish to make an offer to sell their shares, they should first be sure to read the Tender Offer explanatory statement and make their own independent decision. This press release and the documents referenced herein do not constitute, or form part of, any offer or solicitation to sell or solicitation of any offer to buy, any securities. In addition, neither this press release nor the documents referenced herein (or any part thereof) nor the fact of its distribution shall form the basis of any agreement pertaining to the Tender Offer or be relied upon in the event of the execution of any such agreement.

[U.S. Regulations]

The Tender Offer shall be implemented in accordance with the procedures and information disclosure standards prescribed under the Japanese Financial Instruments and Exchange Act, and such procedures and standards may not be the same as procedures and information disclosure standards applicable in the United States. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended; hereinafter the same shall apply), as well as the regulations thereunder, do not apply to the Tender Offer, and the Tender Offer will not be conducted in accordance with the procedures and standards prescribed thereby. The financial information contained in this press release and the documents referenced herein is based on Japanese accounting standards and might not necessarily be equivalent to financial information prepared by U.S. companies. In addition, since Tender Offeror and the Company are each a corporation incorporated outside the United States and all or some of their directors and officers are not residents of the United States, it may be difficult to exercise or claim any rights that can be asserted on the basis of U.S. securities-related laws. In addition, it may not be possible to commence legal proceedings against a non-U.S. corporation as well as its directors and officers in a non-U.S. court on the basis of a violation of U.S. securities-related laws. Furthermore, U.S. courts may not assert jurisdiction over a non-U.S. corporation and its affiliates or its directors and officers.

During the tender offer period in the Tender Offer, the financial advisors of each of Tender Offeror and the Company and the tender offer agent, and their affiliates, in the ordinary course of their business or otherwise to the extent permitted by the Japanese Financial Instruments and Exchange Act and other applicable laws and regulations, as well as in accordance with the requirements of Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934, may acquire Company Shares by means other than the Tender Offer or may conduct acts towards such acquisitions, for their own account or the account of their clients. Such acquisitions may be made at market prices through market transactions or at prices determined through off-market negotiations. If information regarding such acquisitions is disclosed in Japan, that information will also be disclosed in the United States in the same manner.

Unless otherwise specified, all procedures relating to the Tender Offer will be conducted in Japanese. All or a portion of the documents relating to the Tender Offer will be prepared in English, but in the case of any discrepancy between a document in English and that in Japanese, the Japanese document shall prevail.

This press release and the documents referenced herein include statements that fall under “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 known or unknown risks, uncertainties or other factors, actual results may differ significantly from the predictions indicated by the statements that are implicitly or explicitly forward-looking. Tender Offeror, the Company, and their affiliates make no guarantee that the predictions indicated by such implicit and explicit forward-looking statements will materialize. The “forward-looking statements” in this press release and the documents referenced herein were prepared based on information held by Tender Offeror as of the date of this press release, and unless required by laws and regulations, Tender Offeror, the Company, and their affiliates are not obligated to amend or revise such forward-looking statements to reflect future incidents or situations.

[Other Countries]

In certain countries or regions, the announcement, issuance or distribution of this press release may be subject to legal restrictions. Recipients of this press release are requested to be mindful of and comply with any such restrictions. The announcement, issuance or distribution of this press release shall not be deemed to constitute a solicitation of an offer to buy or an offer to sell share certificates relating to the Tender Offer and shall be deemed a distribution of materials for information purposes only.