



April 1, 2026

To whom it may concern:

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(Securities code: 7088; TSE Prime Market)  
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### **Notice of Results of Tender Offer for Own Shares, Completion of Acquisition of Own Shares and Change in Major Shareholder**

Forum Engineering Inc. (the “Company”) hereby announces that, on March 31, 2026, it completed a tender offer for its own shares (the “Tender Offer for Own Shares”), which it began to conduct on March 3, 2026 as the specific method for acquiring its own shares in line with a resolution passed at the Board of Directors meeting held on March 2, 2026, pursuant to Article 156, Paragraph 1 of the Companies Act (Act No. 86 of 2005, as amended; the “Companies Act,” hereafter) as applied *mutatis mutandis* pursuant to Article 165, Paragraph 3 of the same Act and the Company’s Articles of Incorporation. Details are as follows.

With the conclusion of the Tender Offer for Own Shares, the acquisition of the Company’s own shares pursuant to the resolution of the Board of Directors passed at the meeting held on March 2, 2026 was completed.

The Company also announces that, as of April 22, 2026 (the commencement date of settlement of the Tender Offer for Own Shares), there will be a change in the Company’s major shareholder as detailed below as a result of the Tender Offer for Own Shares.

As the Tender Offer for Own Shares was completed, the share consolidation approved at the extraordinary general shareholders meeting held on February 25, 2026, will take effect on May 15, 2026, resulting in the common shares of the Company (the “Company’s Stock”) falling under the delisting standards set out in the securities listing regulations of Tokyo Stock Exchange, Inc. (“TSE”). As a result, it is expected that the Company’s Stock will be designated as a security to be delisted from today until May 12, 2026, and it will be delisted on May 13, 2026. Please note that after the delisting, the Company’s Stock will not be able to be traded on the TSE Prime Market.

#### I. Result of the Tender Offer for Own Shares

##### 1. Outline of Purchase

###### (1) Name and Address of Tender Offeror

Forum Engineering Inc. 2-10-4, Toranomom, Minato-ku, Tokyo

###### (2) Class of Listed Share Certificates, etc. Subject to Purchase

Common shares

###### (3) Purchase Period

###### (i) Period of purchase (the “Tender Offer Period”)

From Tuesday, March 3, 2026 to Tuesday, March 31, 2026 (20 business days)

###### (ii) Date of public notice of commencement of the tender offer

Tuesday, March 3, 2026

(4) Purchase Price

1,530 yen per common share

(5) Method of Settlement

(i) Name and location of the head office of the financial instruments business operator or bank, etc. in charge of settlement of purchases

Mizuho Securities Co., Ltd. 1-5-1 Otemachi, Chiyoda-ku, Tokyo

(ii) Settlement commencement date

Wednesday, April 22, 2026

(iii) Method of settlement

As soon as the Tender Offer Period ends, the Company will send a notice of purchase via the Tender Offer for Own Shares by postal service to the addresses of those shareholders who tendered their shares in the Tender Offer for Own Shares (“Applying Shareholders”). For shareholders with addresses outside Japan (including corporate shareholders, “Foreign Shareholders,” hereafter), the notices will be sent to the addresses of their standing proxies. Purchases will be made in cash, and the amount obtained by deducting withholding tax on deemed dividends (Note) from the purchase price will, in accordance with the instructions of the Applying Shareholders (or their standing proxies in the case of Foreign Shareholders), be remitted from the tender offer agent to the locations specified by the Applying Shareholders (or their standing proxies in the case of Foreign Shareholders) without delay following the settlement commencement date, or paid into the accounts of the Applying Shareholders whose tenders have been accepted by the tender offer agent.

(Note) Taxation on shares purchased through the Tender Offer for Own Shares (\*)

(a) For individual shareholders

When the monetary amount delivered when shares are tendered in the Tender Offer for Own Shares exceeds the portion of the stated capital amount (or consolidated individual stated capital amount in the case of a consolidated corporation) of the issuing company (the tender offeror) that corresponds to the shares that have caused the delivery, the excess amount (“Deemed Dividend Amount”) will be the amount of income pertaining to dividend income. In addition, the amount of the portion that remains after the Deemed Dividend Amount has been deducted from the amount delivered will be deemed the income amount pertaining to capital gains on the transfer of shares, etc.

In addition, if no Deemed Dividend Amount arises, the entire monetary amount delivered will be the income amount pertaining to capital gains on the transfer of shares, etc.

With respect to the Deemed Dividend Amount, in principle, an amount equivalent to 20.315% will be withheld as tax, with 15.315% comprising income tax and the special income tax for reconstruction (special income tax for reconstruction pursuant to the Act on Special Measures for Securing Financial Resources Necessary to Implement Measures for Reconstruction following the Great East Japan Earthquake (Act No. 117 of 2011, as amended; “Special Income Tax for Reconstruction,” hereinafter), and 5% as resident tax (not levied on non-residents). However, when an individual shareholder constitutes a large shareholder, etc. specified in Article 4-6-2, Paragraph 38 of the Order for Enforcement of the Act on Special Measures Concerning Taxation (Cabinet Order No. 43 of 1957, as amended), the amount equivalent to 20.42% (income tax and Special Income Tax for Reconstruction only) will be withheld at source. Additionally, the amount obtained by deducting acquisition costs, etc. related to the shares from the income amount pertaining to capital gains on the transfer of shares, etc., in principle, is subject to separate self-assessment taxation (as a general rule, non-residents who own no permanent facilities in Japan are not subject to such taxation). In addition, in the case where shares, etc. held in a tax-exempt account as defined in Article 37-14 (Non-Taxation of Transfer Income, etc. on Listed Shares

with Small Amounts of Dividend Income Held in Tax-Exempt Accounts) of the Act on Special Measures Concerning Taxation (Act No. 26 of 1957, as amended) are tendered in the Tender Offer for Own Shares, if the financial instruments business operator, etc. with which such tax-exempt account is opened is Mizuho Securities Co., Ltd., transfer income, etc. arising from the Tender Offer for Own Shares will be exempt from tax, as a general rule. Also note that when a tax-exempt account is opened with a financial instruments business operator, etc. other than Mizuho Securities Co., Ltd., the treatment above may differ.

(b) For corporate shareholders

The Deemed Dividend Amount is treated as the amount of dividends, etc., and in principle, an amount equivalent to 15.315% of that amount (income tax and Special Income Tax for Reconstruction) is withheld at the source. However, withholding tax does not apply to corporate shareholders (limited to corporations whose head office or principal office is located in Japan; “domestic corporations”) that directly hold more than one-third of the total issued shares of the tender offeror (excluding treasury shares) as of the record date associated with payment of the Deemed Dividend Amount. In addition, of the amount delivered, any amount other than the Deemed Dividend Amount is treated as consideration associated with the transfer of securities.

(\*) For specific questions regarding taxation matters, please consult a certified tax accountant or other professional to make the appropriate individual determinations.

## 2. Result of Purchase

### (1) Number of Shares Purchased

Because the total number of shares and other securities tendered in the Tender Offer for Own Shares (the “Tendered Share Certificates, Etc.”) did not exceed the number of shares to be purchased (23,484,273 shares), all of the Tendered Share Certificates, Etc. will be purchased.

| Type of shares, etc. | Number of shares to be purchased | Expected number of excess shares | Number of tendered shares | Number of purchased shares |
|----------------------|----------------------------------|----------------------------------|---------------------------|----------------------------|
| Common shares        | 23,484,273 shares                | - shares                         | 19,737,500 shares         | 19,737,500 shares          |

### (2) Calculation for Purchase Using the Pro-rata Method

Not applicable.

## 3. Locations for Public Inspection of Copies of the Tender Offer Report

Forum Engineering Inc.

2-10-4, Toranomom, Minato-ku, Tokyo

Tokyo Stock Exchange, Inc.

2-1, Nihonbashi-Kabutocho, Chuo-ku, Tokyo

## II. Completion of Acquisition of Own Shares

### 1. Details of the Acquisition

#### (1) Type of Shares Acquired

Common shares

#### (2) Total Number of Shares Acquired

19,737,500 shares

(Note) Ratio to total number of issued shares 36.95% (rounded to the nearest two decimal places)

#### (3) Total Price of Shares Acquired

30,198,375,000 yen

(Note) The above figure does not include fees to be paid to the tender offer agent and other miscellaneous expenses.

(4) Acquisition Period

From Tuesday, March 3, 2026 to Tuesday, March 31, 2026

(5) Method of Acquisition

Tender offer

With the completion of the Tender Offer for Own Shares, the acquisition of own shares authorized by the resolution of the Board of Directors meeting held on March 2, 2026 pursuant to the provisions of Article 156, Paragraph 1 of the Companies Act, as applied *mutatis mutandis* pursuant to Article 165, Paragraph 3 of the same Act and the Company's Articles of Incorporation has been completed.

(Reference)

Details of the Resolution Regarding Acquisition of the Company's Own Shares Adopted at the Board of Directors Meeting Held on March 2, 2026

(1) Type of Shares to Be Acquired

Common shares

(2) Total Number of Shares to Be Acquired

23,484,373 shares (maximum)

(Note) 43.96% of the total number of issued shares (rounded to the nearest two decimal places)

(3) Total Price of Shares to Be Acquired

35,931,090,690 yen (maximum)

(4) Acquisition Period

From Tuesday, March 3, 2026 to Tuesday, May 12, 2026

III. Change in Major Shareholder

1. Scheduled Date of the Change

April 22, 2026 (Settlement commencement date of the tender offer)

2. Background of the Change

The Company implemented the Tender Offer for Own Shares during the Tender Offer Period from March 3, 2026 to March 31, 2026. The Tender Offer for Own Shares was completed as of March 31, 2026.

In the Tender Offer for Own Shares, all 19,735,800 shares of the Company's Stock held by La Terre Holdings Co., Ltd. ("La Terre Holdings"), which is the major shareholder, were tendered. As a result of the Tender Offer for Own Shares, the Company decided to acquire all of the shares that were tendered by La Terre Holdings.

As a result, if settlement of the Tender Offer for Own Shares is made, La Terre Holdings will no longer be classified as the Company's major shareholder as of April 22, 2026, which is the settlement commencement date of the Tender Offer for Own Shares.

3. Overview of the Shareholder Subject to the Change

Outline of the shareholder who will no longer be classified as a major shareholder

|             |                                       |
|-------------|---------------------------------------|
| (1) Name    | La Terre Holdings Co., Ltd.           |
| (2) Address | 3-2-4 Kandakajicho, Chiyoda-ku, Tokyo |

|  |   |
|--|---|
| (3) Job title and name of representative | Izumi Okubo, Representative Director  |
| (4) Business                             | Purchase, sale, leasing and management of real estate, and holding and investment of securities |
| (5) Share capital                        | 52,000,000 yen (as of April 1, 2026)  |

#### 4. Number of Voting Rights and Ownership Ratio of Voting Rights (Before and After the Change)

|   | Status            | Number of voting rights (Ownership ratio of voting rights) (Note 1) |                              |                     | Rank among major shareholders (Note 3) |
|---|-------------------|---|------------------------------|---------------------|--|
|   |                   | Those directly held   | Those subject to aggregation | Total               |  |
| Before Change (as of December 31, 2025) | Major shareholder | 197,358<br>(37.07%)   | —                            | 197,358<br>(37.07%) | 2nd                                    |
| After Change                            | —                 | —   | —                            | —                   | —                                      |

(Note 1) “Voting Rights Ownership Ratio” before change is the percentage (figures are rounded to the nearest two decimal places) calculated using, as the denominator, the number of voting rights (532,455) corresponding to the number of shares (53,245,531 shares), obtained by the total number of issued shares of the Company as of December 31, 2025 (53,419,200 shares) as stated in the Financial Results for the First Nine Months of the Fiscal Year Ending March 31, 2026 (Japanese Accounting Standards) announced by the Company on February 5, 2026, less the number of treasury shares owned by the Company as of December 31, 2025 (279,269 shares) (such amount being 53,139,931 shares), adding the number of the Company’s Stock (105,600 shares) subject to the Share Options (176 units (Note 2)) remaining as of the same date.

(Note 2) A breakdown of the Share Options (as defined in (Note 1) in “5. Outlook” below) remaining as of December 31, 2025 is as follows. For the First Series Share Options, the Second Series Share Options, and the Third Series Share Options (The names of each Share Options are defined in (Note 1) in “5. Outlook” below), the number of the Company’s Stock subject to each Share Option is 600 shares per unit. Furthermore, on October 18, 2018, the Company conducted a share split at a ratio of 300 shares for each share of common stock, and, on December 1, 2023, another share split, at a ratio of two shares for each share of common stock. Accordingly, the number of the Company’s Stock subject to the First Share Options, the Second Share Options, and the Third Share Options is the number after adjustment for such share splits. As of today, all of the Share Options that remained as of December 31, 2025 have been exercised, and no Share Options remain.

| Name of Share Options       | Number   | Number of the Company’s Stock subject to the Share Options |
|-----------------------------|----------|--|
| First Series Share Options  | 91 units | 54,600 shares  |
| Second Series Share Options | 32 units | 19,200 shares  |

|                            |          |               |
|----------------------------|----------|---------------|
| Third Series Share Options | 53 units | 31,800 shares |
|----------------------------|----------|---------------|

(Note 3) The rank among major shareholders is based on the shareholder register as of December 31, 2025.

## 5. Outlook

As stated in the “Notice of Acquisition of Own Shares and Tender Offer for Own Shares” (the “Tender Offer for Own Shares Commencement Press Release”) announced by the Company on March 2, 2026, the policy of KJ003 Co., Ltd. is to take the Company’s Stock private, and because KJ003 Co., Ltd. was unable to acquire all of the Company’s Stock (including the Company’s Stock to be delivered upon exercise of Share Options, but excluding the treasury shares held by the Company) through the tender offer for the Company’s Stock and the Share Options (Note 1) and through the Tender Offer for Own Shares, KJ003 Co., Ltd. intends to be the only shareholder of the Company (except the Company) by taking the series of procedures, including the share consolidation, described in “(6) Policy for reorganization after the Two Tender Offers (matters concerning “two-step acquisition”)” under “1. Purpose of Purchase” of the Tender Offer for Own Shares Commencement Press Release.

As a result, the Company’s Stock will be delisted through the prescribed procedures in accordance with the delisting criteria of TSE. After the delisting, the Company’s Stock will not be able to be traded on the TSE Prime Market.

(Note 1) “Share Options” collectively refer to the following share options.

- (i) The first series of share options issued based on the resolution of the Company’s Board of Directors meeting held on March 22, 2017 (“First Series Share Options”) (the exercise period is from March 24, 2019 to March 22, 2027)
- (ii) The second series of share options issued based on the resolution of the Company’s Board of Directors meeting held on June 26, 2018 (“Second Series Share Options”) (the exercise period is from June 28, 2020 to June 26, 2028)
- (iii) The third series of share options issued based on the resolution of the Company’s Board of Directors meeting held on June 25, 2019 (“Third Series Share Options”) (the exercise period is from June 27, 2021 to June 25, 2029)

## IV. Schedule of Share Consolidation

|     |  |                        |
|-----|--|------------------------|
| (1) | Date of extraordinary general shareholders meeting | February 25, 2026      |
| (2) | Date of designation as stock to be delisted        | April 1, 2026          |
| (3) | Final date of trading of the Company’s Stock       | May 12, 2026 (planned) |
| (4) | Date of delisting of the Company’s Stock           | May 13, 2026 (planned) |
| (5) | Effective date of share consolidation              | May 15, 2026 (planned) |

End