



December 9, 2025

Dear all,

Company Name      TBK Co., Ltd.  
President & CEO    Kaoru Ogata  
(Code No. : 7277 Tokyo Stock Exchange Standard)  
Contact Person  
Position / Name    Director of Corporate Strategy  
                         Keisuke Shinozaki  
Tel:042-739-1471

**Notice Regarding Completion of Payment for Issuance of New Shares through Third-Party Allotment and Changes in Major Shareholders and the Largest Major Shareholder**

We hereby announce that, with respect to the issuance of new shares through a third-party allotment to Brakes India Private Limited (hereinafter referred to as the “Third-Party Allotment”), which was resolved at the Board of Directors meeting held on November 21, 2025, we have confirmed that payment was completed today (December 9, 2025) as follows.

In addition, as a result of the Third-Party Allotment, changes in our major shareholders and the largest major shareholder occurred today (December 9, 2025), as detailed below.

For further details of the Third-Party Allotment, please refer to the “Notice Regarding Capital and Business Alliance, Issuance of New Shares through Third-Party Allotment, and Changes in Major Shareholders and the Largest Major Shareholder” published on November 21, 2025.

**I. Overview of This Third-Party Allotment of Shares**

( 1 )	Due date of payment	From December 8, 2025 to December 12, 2025
( 2 )	Number of new shares to be issued	Common stock: 3,269,500 shares
( 3 )	Amount to be paid in per share	JPY 348 per share
( 4 )	Amount of funds to be procured	JPY 1,137,786,000
( 5 )	Method of offering or allotment (Allottee)	By way of third-party allotment Brakes India Private Limited– 3,269,500 shares

## II.Changes in the Total Number of Issued Shares and Capital Stock as a Result of This Third-Party Allotment

Overview	Number of Issued Shares and Amount of Capital Stock
Total Number of Issued Shares Before the Capital Increase	29,424,635 shares ( Amount of Capital Stock Before the Capital Increase JPY 4,617,309,545 )
Number of New Shares to be Issued	3,269,500 shares ( Amount of Capital Stock to Be Increased JPY 568,893,000 )
Total Number of Issued Shares After the Capital Increase	32,694,135 shares ( Amount of Capital Stock After the Increase JPY 5,186,202,545 )

(Note)

1. The “Number of Issued Shares” and “Amount of Capital Stock” before the capital increase are based on information as of September 30, 2025.
2. The “Number of Issued Shares” and “Amount of Capital Stock” after the capital increase are calculated by adding the “Number of Newly Issued Shares” and “Amount of Capital Stock to Be Increased” to the “Number of Issued Shares” and “Amount of Capital Stock” prior to the allocation.

## III.Changes in Major Shareholders and the Largest Major Shareholder

( 1 ) Background to the Change

Today, upon completion of the payment procedures of the Third-Party Allotment, the shareholding ratio changed, and as a result, Brakes India Private Limited, the allottee, became a major shareholder and the largest major shareholder of our company.

( 2 ) Overview of the changed shareholders

Name	Brakes India Private Limited
Location	No. 21, Patullos Road, Chennai, Tamil Nadu, 600 002, India
Job title and name of representative	Managing Director Sriram Viji
Description of business	Manufacture and sale of automotive brakes and automotive castings
Share capital	174,642,400 rupees

( 3 ) Number of Voting Rights (Number of Shares) Held by Said Shareholder and its Ratio to the Voting Rights Held by All Shareholders before and after the Change

	Number of voting rights (Number of shares held)	Ratio of voting rights held	Ranking among major shareholders
Before the change (as of September 30,2025)	—	—	—
After the change	32,695 units (3,269,500 shares)	10.05%	1st

(Note)

1. The percentage is calculated based on the total number of voting rights as of September 30, 2025 (292,513 voting rights) plus the increase in voting rights resulting from this Third-Party Allotment (32,695 voting rights), totaling 325,208 voting rights.
2. Fractions in the percentage of total voting rights have been rounded down to the third decimal place.

#### **IV.Future Outlook**

We are currently examining the impact of this matter, and if we determine that disclosure is required, we will promptly provide an update.

(END)