Company Name: Mandom Corporation

Representative: Ken Nishimura,

Representative Director and President Executive Officer (Prime Market of TSE,

Securities Code 4917)

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**CFO** 

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# Notice regarding the Company's Response to the Filing of Amendment Statement to Tender Offer Registration Statement by Kalon Holdings Co., Ltd. in relation to its Tender Offer for the Company's Share Certificates, Etc. (MBO)

Mandom Corporation (the "Company") hereby announces that in relation to the tender offer (the "Tender Offer") for the common shares of the Company (the "Company Shares") by Kalon Holdings Co., Ltd. (the "Tender Offeror"), the details of which were announced in the Company's press release published on September 25, 2025 and titled "Notice regarding Expression of Opinion in favor of Implementation of MBO and Recommendation to Tender Shares" (including matters that have been amended in the "(Amendment) Notice regarding partial amendment to the "Notice regarding Expression of Opinion in favor of Implementation of MBO and Recommendation to Tender Shares" published by the Company on November 4, 2025, matters that have been amended in the "(Amendment) Notice regarding partial amendment to the "Notice regarding Expression of Opinion in favor of Implementation of MBO and Recommendation to Tender Shares" published by the Company on November 6, 2025, and matters that have been amended in the "(Amendment) Notice regarding partial amendment to the "Notice regarding Expression of Opinion in favor of Implementation of MBO and Recommendation to Tender Shares" published by the Company on November 19, 2025), the Tender Offeror has filed an Amendment Statement (the "Amendment Statement") to Tender Offer Registration Statement (including the matters amended by the Amendment Statement to Tender Offer Registration Statement filed on October 6, 2025, the Amendment Statement to Tender Offer Registration Statement filed on October 10, 2025, the Amendment Statement to Tender Offer Registration Statement filed on November 5, 2025, and the Amendment Statement to Tender Offer Registration Statement filed on November 19, 2025) on November 27, 2025.

According to the Amendment Statement, in relation to the Tender Offer, the Tender Offeror has changed certain terms of purchase, etc. in the Tender Offer, including changing the price for purchase, etc. in the Tender Offer to 2,520 yen per Company Share (the "Changes to Purchase Terms").

On November 27, 2025, the Company received a written proposal from the Tender Offeror regarding the Changes to Purchase Terms. Accordingly, the Company intends to consider the details of the written proposal based on the details of the Amendment Statement and from multiple perspectives, including in terms of whether a series of transactions, including the Tender Offer, after the Changes to Purchase

Terms will contribute to the corporate value of the Company and, in turn, the common interests of its shareholders, and to express its board of directors' opinion on the Tender Offer after the Changes to Purchase Terms at an early date.

The Company will make an announcement again when it makes a decision on its opinion on the Tender Offer after the Changes to Purchase Terms.

End

# [Solicitation Regulations]

This Press Release is intended to announce the Tender Offer to the public and has not been 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 read the tender offer explanation statement concerning the Tender Offer and make an offer to sell their shares at their sole discretion. This Press Release shall neither be, nor constitute a part of, an offer or solicitation to sell, or solicitation of an offer to purchase, any securities, and neither this Press Release (or any part of this Press Release) nor its distribution shall be interpreted to constitute the basis of any agreement in relation to the Tender Offer, and this Press Release may not be relied upon at the time of entering into any such agreement.

### [Forward-Looking Statements]

This Press Release contains "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 (as amended) (the "U.S. Securities Exchange Act of 1934"). It is possible that actual results may substantially differ from the projections, etc. as expressly or implicitly indicated in any "forward-looking statements" due to any known or unknown risks, uncertainties, or any other factors. Neither the Tender Offeror nor any of its affiliates gives any assurance that such projections, etc. expressly or implicitly indicated in any "forward-looking statements" will ultimately be accurate. The "forward-looking statements" included in this Press Release have been prepared based on the information available to the Tender Offeror as of this date, and unless otherwise required by applicable laws and regulations or Financial Instruments and Exchange Act, neither the Tender Offeror nor any of its affiliates is obliged for updating or modifying such statements in order to reflect any future events or circumstances.

## [U.S. Regulations]

The Tender Offer will be conducted in accordance with the procedures and information disclosure standards prescribed in the Japanese law. However, these procedures and information disclosure standards are not necessarily the same as the procedures and information disclosure standards in the U.S. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 and the rules prescribed thereunder do not apply to the Tender Offer; therefore, the Tender Offer is not conducted in accordance with those procedures or standards. The financial statements contained in this Press Release and reference materials thereof have not been prepared in accordance with the U.S. accounting standards. Accordingly, such financial information may not necessarily be equivalent or comparable to those prepared in accordance with the U.S. accounting standards. Moreover, as the Tender Offeror is a company incorporated outside of the U.S. and a part of or all of its directors are non-U.S. residents, it may be difficult to enforce any rights or claims arising under the U.S. federal securities laws. It may also be impossible to commence legal actions against a non-U.S. company or its officers in a non-U.S. court on the grounds of a violation of the U.S. securities laws. Furthermore, there is no guarantee that a corporation that is based outside of the U.S. or its subsidiaries or affiliated companies may be compelled to submit themselves to the jurisdiction of a U.S. court. Unless otherwise provided, all procedures for the Tender Offer shall be conducted entirely in the Japanese language. Some or all of the documents relating to the Tender Offer are or will be prepared in the English language. However, if there is any inconsistency between the document in English and the document in Japanese, the Japanese document shall prevail.

The Tender Offeror and its affiliate (including the Company) and their respective financial advisors and the affiliates of the Tender Offer Agent may, within their ordinary course of business and to the extent permitted under the related Japanese financial instruments and exchange laws and regulations, purchase or take actions to purchase the Company Shares for their own account or for their customers' accounts other than through the Tender Offer prior to the commencement of, or during the Tender Offer Period in accordance with the requirements of Rule 14e-5(b) under the U.S. Securities Exchange Act of 1934. If any information concerning such purchase, etc. is disclosed in Japan, disclosure of such information in English will be made by the person conducing such purchase, etc. on the website of such person.

### [Other Countries]

The announcement, issuance, or distribution of this Press Release may be legally restricted in some countries or territories. In such case, shareholders should be aware of and comply with such restriction. The announcement, issuance, or distribution of this Press Release shall not be interpreted as an offer to purchase or solicitation of an offer to sell share certificates concerning the Tender Offer, but shall be interpreted simply as a distribution of information.