

February 9, 2026

To Whom It May Concern

Company Name:	Mandom Corporation
Representative:	Ken Nishimura, Representative Director and President Executive Officer (Prime Market of TSE, Securities Code 4917)
Contact:	Masanori Sawada, CFO
Phone:	+81-6-6767-5020
Company Name:	Kalon Holdings Co., Ltd.
Representative:	Yukinori Sugiyama, Representative Director

**(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917) by Kalon Holdings Co., Ltd.” Due to Filing of Amendment Statement to Tender Offer Registration Statement by Kalon Holdings Co., Ltd.**

With respect to the Tender Offer Registration Statement filed on September 26, 2025 (including 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, the Amendment Statement to Tender Offer Registration Statement filed on November 19, 2025, the Amendment Statement to Tender Offer Registration Statement filed on November 27, 2025, the Amendment Statement to Tender Offer Registration Statement filed on December 4, 2025, the Amendment Statement to Tender Offer Registration Statement filed on December 15, 2025, the Amendment Statement to Tender Offer Registration Statement filed on January 5, 2026, the Amendment Statement to Tender Offer Registration Statement filed on January 15, 2026 and the Amendment Statement to Tender Offer Registration Statement filed on January 28, 2026), concerning the tender offer for shares certificates, etc. of Mandom Corporation, it became necessary for Kalon Holdings Co., Ltd. to file an Amendment Statement to Tender Offer Registration Statement with the Director-General of the Kanto Local Finance Bureau on February 9, 2026, under Article 27-8, Paragraph 2 of the Financial Instruments and Exchange Act. Accordingly, the contents of the “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” dated September 25, 2025 (including matters amended by the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement

to Tender Offer Registration Statement” dated November 5, 2025, the “Notice of Extension of the Tender Offer Period for the Tender Offer for Share Certificates, etc., of Mandom Corporation (Securities Code: 4917)” dated November 19, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated November 27, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated December 4, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated December 15, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated January 5, 2026, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated January 15, 2026) and the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated January 28, 2026) will be changed as set forth in the attached document.

<p>This press release is released at the request to Mandom Corporation (the target company in the tender offer) from Kalon Holdings Co., Ltd. (the tender offeror) pursuant to Article 30, Paragraph 1, Item 4 of the Order for Enforcement of the Financial Instruments and Exchange Act.</p>
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(Attachment)

“(Amendment) Notice Regarding Amendment to ‘Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)’ Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated February 9, 2026

February 9, 2026

To whom it may concern

Company Name: Kalon Holdings Co., Ltd.  
Name of Representative: Yukinori Sugiyama,  
Representative Director

**(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement**

Kalon Holdings Co., Ltd. (the “Tender Offeror”) has commenced the tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “Act”) from September 26, 2025 as part of a series of transactions to take the common shares of Mandom Corporation (Securities Code: 4917, the “Target Company”) (the “Target Company Shares”), a company listed on the Prime Market of the Tokyo Stock Exchange, Inc., private.

(1) The Tender Offeror changed the price for purchase, etc. per share of the Target Company’s common shares in the Tender Offer on February 9, 2026, (2) due to the change in the structure of the Transactions, the Tender Offeror entered into an amendment agreement to the basic transaction agreement dated September 10, 2025, with Mr. Motonobu Nishimura, Mr. Ken Nishimura, Nishimura International Scholarship Foundation, Inc. and M•N Holdings Corporation (the “Nishimura Family Shareholders”) on February 9, 2026 and Lumina International Holdings Limited entered into an amendment agreement to the shareholders agreement dated September 10, 2025, with the Nishimura Family Shareholders on February 9, 2026 and (3) the Target Company announced the “(Amendment) Notice regarding partial amendment to the ‘Notice regarding Expression of Opinion in favor of Implementation of MBO and Recommendation to Tender Shares’” on February 9, 2026, and as a result, it became necessary for the Tender Offer Registration Statement filed on September 26, 2025 (including 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, the Amendment Statement to Tender Offer Registration Statement filed on November 19, 2025, the Amendment Statement to Tender Offer Registration Statement filed on November 27, 2025, the Amendment Statement to Tender Offer Registration Statement filed on December 4, 2025, the Amendment Statement to Tender Offer Registration Statement filed on December 15, 2025, the Amendment Statement to Tender Offer Registration Statement filed on January 5, 2026, the Amendment Statement to Tender Offer Registration Statement filed on January 15, 2026 and the Amendment Statement to Tender Offer Registration Statement filed on January 28, 2026) to be amended (including an amendment

to extend the Tender Offer Period from February 12, 2026, which is the last day of the Tender Offer Period after the extension under the Amendment Statement to Tender Offer Registration Statement filed on January 28, 2026, to February 25, 2026, which is 10 business days after today).

In accordance therewith, the content of the “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917) by Kalon Holdings Co., Ltd.” dated September 25, 2025 (including matters amended by the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated November 5, 2025, the “Notice of Extension of the Tender Offer Period for the Tender Offer for Share Certificates, etc., of Mandom Corporation (Securities Code: 4917)” dated November 19, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated November 27, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated December 4, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated December 15, 2025, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated January 5, 2026, the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated January 15, 2026 and the “(Amendment) Notice Regarding Amendment to “Notice Regarding Commencement of Tender Offer for Shares Certificates, Etc. of Mandom Corporation (Securities Code: 4917)” Due to Filing of Amendment Statement to Tender Offer Registration Statement” dated January 28, 2026) will be amended as follows. The amended portions are underlined.

## **1. Details of the Tender Offer**

### **(3) Period of Purchase, Etc.**

(Before Amendment)

From September 26, 2025 (Friday) through February 12, 2026 (Thursday) (90 business days)

(After Amendment)

From September 26, 2025 (Friday) through February 25, 2026 (Wednesday) (98 business days)

**(4) Price for Purchase, Etc.**

(Before Amendment)

JPY 2,600 per share of common shares

(After Amendment)

JPY 3,105 per share of common shares

**(6) Commencement Date of Settlement**

(Before Amendment)

February 19, 2026 (Thursday)

(After Amendment)

March 4, 2026 (Wednesday)

**2. Overview of the Tender Offer**

(Before Amendment)

<Omitted>

The Tender Offeror, on September 10, 2025, entered into a basic transaction agreement (including the amendments by the Amendment Agreement (Basic Transaction Agreement) (as defined below; the same shall apply hereinafter)) (the “Basic Transaction Agreement”) with Mr. Motonobu Nishimura, the Representative Director and Chairman of the Target Company and the sixth largest shareholder thereof (as of March 31, 2025; the same applies hereinafter with respect to the ranking of shareholders), Mr. Ken Nishimura, the Representative Director and President Executive Officer of the Target Company, Nishimura International Scholarship Foundation, Inc. (the “Nishimura International Scholarship Foundation”; please refer to Note 17 below for an overview of the Nishimura International Scholarship Foundation), in which Mr. Motonobu Nishimura serves as the Representative Director and which is the second largest shareholder of the Target Company, and M•N Holdings Corporation (“M•N Holdings”), which is the asset management company of Mr. Ken Nishimura and the fifth largest shareholder of the Target Company (Mr. Motonobu Nishimura, Mr. Ken Nishimura, the Nishimura International Scholarship Foundation, and M•N Holdings are hereinafter collectively referred to as the “Nishimura Family Shareholders”). In the Basic Transaction Agreement, it is agreed, among other things, that (1) (i) 887,500 shares excluding the Restricted Shares (45,500 shares) from all of the Target Company Shares held by Mr. Motonobu Nishimura (number of shares held: 933,000 shares (Note 10) ; shareholding ratio (Note 11): 2.07 %) and (ii) 52,290 shares excluding the Restricted Shares (47,800 shares) from all of the Target Company Shares

held by Mr. Ken Nishimura (number of shares held: 100,090 shares; shareholding ratio: 0.22 %) (total number of shares held: 939,790 shares; total shareholding ratio: 2.08 %; the “Shares Agreed to be Tendered” (Note 10)) (Mr. Motonobu Nishimura and Mr. Ken Nishimura are collectively referred to as the “Shareholders Who Agreed to Tender Their Shares”) shall be tendered in the Tender Offer, and (2) (i) all of the Target Company Shares held by the Nishimura International Scholarship Foundation (number of shares held: 3,600,000 shares; shareholding ratio: 7.98 %) and (ii) all of the Target Company Shares held by M•N Holdings (number of shares held: 1,070,000 shares; shareholding ratio: 2.37 %) (total number of shares held: 4,670,000 shares; total shareholding ratio: 10.35%; the “Shares Agreed Not to Be Tendered”) (the Nishimura International Scholarship Foundation and M•N Holdings are collectively referred to as the “Shareholders Who Agreed Not to Tender Their Shares”) shall not be tendered in the Tender Offer, and the procedures necessary to carry out the Squeeze-Out Procedures (as defined below; the same applies hereinafter) (including the exercise of voting rights in favor of the resolution at the Extraordinary Shareholders’ Meeting (as defined in “3. Policy Regarding Reorganization, etc., Following Completion of the Tender Offer (So-Called “Two-Step Acquisition”)” below) of the Shareholders Who Agreed Not to Tender Their Shares) shall be implemented.

<Omitted>

If the Tender Offer is successfully completed, the Tender Offeror will receive an investment of up to JPY 61 billion from the Offeror Parent Company by one (1) business day prior to the commencement date of settlement for the Tender Offer (the “Settlement Commencement Date”), and a loan up to JPY 60 billion (the “Bank Loan”) from MUFG Bank by the business day immediately preceding the Settlement Commencement Date, and the Tender Offer plans to use these funds to cover the settlement funds for the Tender Offer. The details of the loan terms for the Bank Loan will be determined in the loan agreement relating to the Bank Loan following separate discussions with MUFG Bank, but it is anticipated that the shares of the Tender Offeror held by the Offeror Parent Company and the Target Company Shares acquired by the Tender Offeror through the Tender Offer will be pledged as collateral in the loan agreement relating to the Bank Loan.

Furthermore, in the Basic Transaction Agreement, the Tender Offeror has confirmed, with the Nishimura Family Shareholders, that the Nishimura Family Shareholders will invest in the New SPC (Note 13) (the “Re-Investment”). The Re-Investment by the Shareholders Who Agreed to Tender Their Shares (the “Re-Investment (Shareholders Who Agreed to Tender Their Shares)”) is intended to be carried out after the Settlement Commencement Date and the Re-Investment by the Shareholders Who Agreed Not to Tender Their Shares (the “Re-Investment (Shareholders Who Agreed Not to Tender Their Shares)”) is intended to be carried out after the completion of the Squeeze-Out Procedures (in connection with the Structure Change (as defined below; the same shall apply hereinafter), and from the perspective of utilizing the funds for the Transactions at an early stage, the

Re-Investment (Shareholders Who Agreed to Tender Their Shares) is scheduled to be implemented after the Settlement Commencement Date, without awaiting the completion of the Squeeze-Out Procedures; however, with respect to the Re-Investment (Shareholders Who Agreed Not to Tender Their Shares), the minimum number of shares to be purchased cannot be raised due to the tender offer regulations. Therefore, in order to ensure the execution of the transactions, the Shares Agreed Not to Be Tendered will remain as non-tendered shares as is the case prior to the Structure Change, and the Re-Investment (Shareholders Who Agreed Not to Tender Their Shares) is scheduled to be implemented after the completion of the Squeeze-Out Procedures). However, from the perspective of operational efficiency concerning the share subscription process in the New SPC associated with the reinvestment, the Re-Investment (Shareholders Who Agreed to Tender Their Shares) may also be implemented, similar to the Re-Investment (Shareholders Who Agreed Not to Tender Their Shares), after the completion of the Squeeze-Out Procedures. Furthermore, it is anticipated that the aggregate percentage of voting rights of the New SPC to be held by the Nishimura Family Shareholders will be 21.8 % of the total voting rights at the time of completion of the Re-Investment (Shareholders Who Agreed to Tender Their Shares) and the Re-Investment (Shareholders Who Agreed Not to Tender Their Shares). The Nishimura International Scholarship Foundation will subscribe the class A preferred shares issued by the New SPC (the “Class A Preferred Shares”) (the “Class A Preferred Share Subscription”) (Note 14), and Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings will subscribe the common shares (the “Common Shares”) (the “Common Share Subscription”) (Note 15) and the class B preferred shares issued by the New SPC (the “Class B Preferred Shares”) (the “Class B Preferred Share Subscription”) (Note 16). Please refer to Note 17 below for the reason for implementing the Re-Investment .

The Tender Offeror had set the Tender Offer Period to be from September 26, 2025 to November 10, 2025 (30 business days); however, in accordance with the laws and regulations, the Tender Offer Period has been extended to November 19, 2025, which is 10 business days after the date of the filing of the relevant amendment statement. This extension is due to the filing of the Amendment Statement to Tender Offer Registration Statement accompanying the partial amendment to the Target Company’s opinion regarding the Tender Offer, as announced by the Target Company 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’” dated November 4, 2025 was filed. Subsequently, the Tender Offeror decided, on November 19, 2025, to extend the Tender Offer Period to December 4, 2025, in order to provide the shareholders of the Target Company with more of an opportunity to make a decision on whether to tender their shares and to increase the likelihood of the successful completion of the Tender Offer, comprehensively taking into account the market price of the Target Company Shares since the commencement of the Tender Offer, the status of shares tendered

in the Tender Offer by the shareholders of the Target Company, and the outlook for tenders in the future.

(Note 13) Subject to the successful completion of the Tender Offer and the settlement thereof, the Tender Offeror shall, to the extent reasonably practicable to promptly, cause Lumina International Holdings Limited (“Lumina International Holdings”) and the Offeror Parent Company to implement a share transfer, making the Offeror Parent Company a wholly-owned subsidiary through the share transfer (the wholly-owned parent company to be established through the Share Transfer shall hereinafter be referred to as the “New SPC”).

(Note 14) The Class A Preferred Shares shall be voting shares and are expected to include preferred dividend rights, the right to claim preferred distribution of residual assets, the right to request acquisition, and acquisition provisions. The valuation of the Target Company Shares, which serves as the basis for determining the consideration for the Class A Preferred Shares, will be set at 2,600 yen, which is equivalent to the price for purchase, etc. in the Tender Offer (the “Tender Offer Price”) after the Second Tender Offer Price Change (as defined below; the same shall apply hereinafter); however, a formal adjustment will be made based on the consolidation ratio of the Target Company Shares in the Share Consolidation, which is to be carried out as part of the Squeeze-Out Procedures. Furthermore, it will be designed to ensure that the economic value of the Common Shares and the Class A Preferred Shares is substantially the same, depending on the investment amount. The reason the Nishimura International Scholarship Foundation is implementing the Class A Preferred Share Subscription is to ensure that the Nishimura International Scholarship Foundation meets the following requirement and remains sustainable after the Re-Investment by implementing the Class A Preferred Shares Subscription in which the Class A Preferred Shares carry preferred dividend rights, given that (i) if a public interest corporation transfers property and acquires assets for an amount equivalent to the entire proceeds of that transfer, the public interest corporation is required to directly utilize the acquired replacement assets for public interest purposes within the period from the day following the property transfer until one year has elapsed, and (ii) if the Nishimura International Scholarship Foundation were to subscribe solely for common shares which are subject to restrictions on dividend payment for a certain period due to the borrowing of funds related to the Transactions, it would be deemed unable to meet the requirement as there would be no reliable prospect of dividend income. Therefore, we believe that the Class A Preferred Share Subscription does not conflict with the intent of the regulation on uniformity with respect to tender offer prices (Article 27-2, Paragraph 3 of the Act). With respect to the right to request acquisition and acquisition provisions, the listing of the Common Shares or the transfer of a majority of the Common Shares will



constitute an acquisition event, and the number of the Common Shares calculated by dividing the total paid-in amount in respect of the Class A Preferred Shares by the market value per share of the Common Shares at that time will be delivered as consideration for the acquisition.

- (Note 15) The valuation of the Target Company Shares, which serves as the basis for determining the per-share consideration to be paid for the Common Shares in the Common Share Subscription, will be set at 2,600 yen, which is equivalent to the Tender Offer Price after the Second Tender Offer Price Change, not to conflict with the intent of the regulation on uniformity with respect to tender offer prices (Article 27-2, Paragraph 3 of the Act); however, a formal adjustment will be made based on the consolidation ratio of the Target Company Shares in the Share Consolidation, which is to be carried out as part of the Squeeze-Out Procedures .
- (Note 16) The Class B Preferred Shares shall be non-voting shares and are expected to include the right to request acquisition and acquisition provisions, but not to include preferred dividend rights and the right to claim preferred distribution of residual assets. The valuation of the Target Company Shares, which serves as the basis for determining the consideration for the Class B Preferred Shares, will be set at 2,600 yen, which is equivalent to the Tender Offer Price after the Second Tender Offer Price Change; however, a formal adjustment will be made based on the consolidation ratio of the Target Company Shares in the Share Consolidation, which is to be carried out as part of the Squeeze-Out Procedures. Furthermore, it will be designed to ensure that the economic value of the Common Shares and the Class B Preferred Shares is substantially the same, depending on the investment amount. The reason Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings are implementing the Class B Preferred Share Subscription is to ensure that Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings have an incentive to enhance the corporate value of the Target Company after the Transactions by adopting a design whereby they may hold voting shares only when the corporate value increases to a certain level through the right to request acquisition and acquisition provisions, and to aim at maximizing the Tender Offer Price by increasing the percentage of voting rights held by Lumina International Holdings in the New SPC after the Re-Investment. Specifically, with respect to the right to request acquisition and acquisition provisions, the listing of the Common Shares or the transfer of a majority of the Common Shares will constitute an acquisition event, and until the corporate value increases to a certain level, no consideration will be payable for the acquisition; however, if the corporate value increases to a certain level or more, the proportion of the Common Shares to be delivered as consideration for the acquisition will increase progressively as the corporate value

increases. Therefore, we believe that the Class B Share Subscription does not conflict with the intent of the regulation on uniformity with respect to tender offer prices (Article 27-2, Paragraph 3 of the Act). The Tender Offeror believes that it is beneficial for Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings to hold voting rights even after the successful completion of the Tender Offer, as it ensures that Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings will continue to participate in the management of the Target Company with a high level of commitment towards enhancing its corporate value even after the Transactions; therefore, it has been decided that the Common Shares will be used for part of the Re-Investment to enable Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings to continue to hold voting rights.

<Omitted>

In response, it became necessary for the Tender Offeror to submit an Amendment Statement to Tender Offer Registration Statement due to the Second Tender Offer Price Change and the Target Company's announcement of the Financial Results Forecast Press Release Dated January 28, 2026. Therefore, as required by laws and regulations, the Tender Offer Period has been extended to February 12, 2026, which is 10 business days after January 28, 2026, the date of the filing of such amendment statement.

<Omitted>

(After Amendment)

<Omitted>

The Tender Offeror, on September 10, 2025, entered into a basic transaction agreement (including the amendments by the Amendment Agreement (Basic Transaction Agreement) (as defined below; the same shall apply hereinafter) and the Second Amendment Agreement (Basic Transaction Agreement) (as defined below; the same shall apply hereinafter) (the "Basic Transaction Agreement") with Mr. Motonobu Nishimura, the Representative Director and Chairman of the Target Company and the sixth largest shareholder thereof (as of March 31, 2025; the same applies hereinafter with respect to the ranking of shareholders), Mr. Ken Nishimura, the Representative Director and President Executive Officer of the Target Company, Nishimura International Scholarship Foundation, Inc. (the "Nishimura International Scholarship Foundation"; please refer to Note 17 below for an overview of the Nishimura International Scholarship Foundation), in which Mr. Motonobu Nishimura serves as the Representative Director and which is the second largest shareholder of the Target Company, and M·N Holdings Corporation ("M·N Holdings"), which is the asset management company of Mr. Ken Nishimura and the fifth largest shareholder of the Target Company (Mr. Motonobu Nishimura, Mr. Ken Nishimura, the Nishimura International Scholarship Foundation, and M·N Holdings are hereinafter collectively referred to as the "Nishimura Family Shareholders"). In the Basic Transaction Agreement, it is agreed, among other things, that (1) (i) 887,500 shares excluding the Restricted

Shares (45,500 shares) from all of the Target Company Shares held by Mr. Motonobu Nishimura (number of shares held: 933,000 shares (Note 10) ; shareholding ratio (Note 11): 2.07 %) and (ii) 52,290 shares excluding the Restricted Shares (47,800 shares) from all of the Target Company Shares held by Mr. Ken Nishimura (number of shares held: 100,090 shares; shareholding ratio: 0.22 %) (total number of shares held: 939,790 shares; total shareholding ratio: 2.08 %; the “Shares Agreed to be Tendered” (Note 10)) (Mr. Motonobu Nishimura and Mr. Ken Nishimura are collectively referred to as the “Shareholders Who Agreed to Tender Their Shares”) shall be tendered in the Tender Offer, and (2) (i) all of the Target Company Shares held by the Nishimura International Scholarship Foundation (number of shares held: 3,600,000 shares; shareholding ratio: 7.98 %) and (ii) all of the Target Company Shares held by M•N Holdings (number of shares held: 1,070,000 shares; shareholding ratio: 2.37 %) (total number of shares held: 4,670,000 shares; total shareholding ratio: 10.35%; the “Shares Agreed Not to Be Tendered”) (the Nishimura International Scholarship Foundation and M•N Holdings are collectively referred to as the “Shareholders Who Agreed Not to Tender Their Shares”) shall not be tendered in the Tender Offer, and the procedures necessary to carry out the Squeeze-Out Procedures (as defined below; the same applies hereinafter) (including the exercise of voting rights in favor of the resolution at the Extraordinary Shareholders’ Meeting (as defined in “3. Policy Regarding Reorganization, etc., Following Completion of the Tender Offer (So-Called “Two-Step Acquisition”)” below) of the Shareholders Who Agreed Not to Tender Their Shares) shall be implemented.

<Omitted>

If the Tender Offer is successfully completed, the Tender Offeror will receive an investment of up to JPY 89 billion from the Offeror Parent Company by one (1) business day prior to the commencement date of settlement for the Tender Offer (the “Settlement Commencement Date”), and a loan up to JPY 60 billion (the “Bank Loan”) from MUFG Bank by the business day immediately preceding the Settlement Commencement Date, and the Tender Offer plans to use these funds to cover the settlement funds for the Tender Offer. The details of the loan terms for the Bank Loan will be determined in the loan agreement relating to the Bank Loan following separate discussions with MUFG Bank, but it is anticipated that the shares of the Tender Offeror held by the Offeror Parent Company and the Target Company Shares acquired by the Tender Offeror through the Tender Offer will be pledged as collateral in the loan agreement relating to the Bank Loan. If the Tender Offer is successfully completed, the Tender Offeror plans to sell the real estate of the Target Company’s head office and Fukusaki factory owned by the Target Company (the “Real Estate Sale”) after the completion of the Squeeze-Out Procedures, as part of focusing management resources on the core business and reducing interest-bearing debt. After the sale of such real estate, the Tender Offeror intends to apply a portion of the sale proceeds to repay the Bank Loan.

Furthermore, in the Basic Transaction Agreement, the Tender Offeror has confirmed, with the Nishimura Family Shareholders, that the Nishimura Family Shareholders will invest in the Holding Company (prior to the effective date of the Third Share Transfer (as defined below; the same shall apply hereinafter), this refers to KLA HD (as defined below; the same applies hereinafter); after the effective date of the Third Share Transfer, this refers to the wholly-owning parent company to be established through the Third Share Transfer) (Note 13) (the “Re-Investment”). The Re-Investment is intended to be carried out after the completion of the Squeeze-Out Procedures (from the perspective of operational efficiency concerning the share subscription process in the Holding Company associated with the reinvestment, the Re-Investment is planned to be implemented in a single instance after the completion of the Squeeze-Out Procedures.) Furthermore, it is anticipated that the aggregate percentage of voting rights of the Holding Company to be held by the Nishimura Family Shareholders will be 20.2 % of the total voting rights at the time of completion of the Re-Investment. The Nishimura International Scholarship Foundation will subscribe the class A preferred shares issued by the Holding Company (the “Class A Preferred Shares”) (the “Class A Preferred Share Subscription”) (Note 14), and Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings will subscribe the common shares (the “Common Shares”) (the “Common Share Subscription”) (Note 15) and the class B preferred shares issued by the Holding Company (the “Class B Preferred Shares”) (the “Class B Preferred Share Subscription”) (Note 16). Please refer to Note 17 below for the reason for implementing the Re-Investment.

The Tender Offeror had set the Tender Offer Period to be from September 26, 2025 to November 10, 2025 (30 business days); however, in accordance with the laws and regulations, the Tender Offer Period has been extended to November 19, 2025, which is 10 business days after the date of the filing of the relevant amendment statement. This extension is due to the filing of the Amendment Statement to Tender Offer Registration Statement accompanying the partial amendment to the Target Company’s opinion regarding the Tender Offer, as announced by the Target Company 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’” dated November 4, 2025 was filed. Subsequently, the Tender Offeror decided, on November 19, 2025, to extend the Tender Offer Period to December 4, 2025, in order to provide the shareholders of the Target Company with more of an opportunity to make a decision on whether to tender their shares and to increase the likelihood of the successful completion of the Tender Offer, comprehensively taking into account the market price of the Target Company Shares since the commencement of the Tender Offer, the status of shares tendered in the Tender Offer by the shareholders of the Target Company, and the outlook for tenders in the future.

(Note 13) Subject to the successful completion of the Tender Offer and the settlement thereof, the Tender Offeror shall, to the extent reasonably practicable to promptly, cause Lumina

International Holdings Limited (“Lumina International Holdings”) and the Offeror Parent Company to implement a share transfer, making the Offeror Parent Company a wholly-owned subsidiary through the share transfer (the “First Share Transfer.” The wholly-owning parent company to be established through the First Share Transfer shall hereinafter be referred to as the “KLA HD”). Subject to the effectiveness of the First Share Transfer, the Tender Offeror shall, to the extent reasonably practicable to promptly, cause the Offeror Parent Company and the Tender Offeror to implement a share transfer, making the Tender Offeror a wholly-owned subsidiary through the share transfer (the “Second Share Transfer.” The wholly-owning parent company to be established through the Second Share Transfer shall be referred to as the “New SPC.”). Following the effective date of the Re-Investment, the Lumina International Holdings shall, to the extent reasonably practicable to promptly, cause the Holding Company, the Offeror Parent Company, the Tender Offeror and the Target Company to implement an absorption-type merger where the Tender Offer shall be the surviving company and the Target Company shall be the absorbed company and a share transfer that will make KLA HD a wholly-owned subsidiary through the share transfer (hereinafter referred to as the “Third Share Transfer”), as well as any other procedures necessary for the Real Estate Sale.

- (Note 14) The Class A Preferred Shares shall be voting shares and are expected to include preferred dividend rights, the right to claim preferred distribution of residual assets, the right to request acquisition, and acquisition provisions. The valuation of the Target Company Shares, which serves as the basis for determining the consideration for the Class A Preferred Shares, will be set at 3,105 yen, which is equivalent to the price for purchase, etc. in the Tender Offer (the “Tender Offer Price”) after the Third Tender Offer Price Change (as defined below; the same shall apply hereinafter); however, a formal adjustment will be made based on the consolidation ratio of the Target Company Shares in the Share Consolidation, which is to be carried out as part of the Squeeze-Out Procedures. Furthermore, it will be designed to ensure that the economic value of the Common Shares and the Class A Preferred Shares is substantially the same, depending on the investment amount. The reason the Nishimura International Scholarship Foundation is implementing the Class A Preferred Share Subscription is to ensure that the Nishimura International Scholarship Foundation meets the following requirement and remains sustainable after the Re-Investment by implementing the Class A Preferred Shares Subscription in which the Class A Preferred Shares carry preferred dividend rights, given that (i) if a public interest corporation transfers property and acquires assets for an amount equivalent to the entire proceeds of that transfer, the public interest corporation is required to directly utilize the acquired replacement assets for public interest purposes within the

period from the day following the property transfer until one year has elapsed, and (ii) if the Nishimura International Scholarship Foundation were to subscribe solely for common shares which are subject to restrictions on dividend payment for a certain period due to the borrowing of funds related to the Transactions, it would be deemed unable to meet the requirement as there would be no reliable prospect of dividend income. Therefore, we believe that the Class A Preferred Share Subscription does not conflict with the intent of the regulation on uniformity with respect to tender offer prices (Article 27-2, Paragraph 3 of the Act). With respect to the right to request acquisition and acquisition provisions, the listing of the Common Shares or the transfer of a majority of the Common Shares will constitute an acquisition event, and the number of the Common Shares calculated by dividing the total paid-in amount in respect of the Class A Preferred Shares by the market value per share of the Common Shares at that time will be delivered as consideration for the acquisition.

- (Note 15) The valuation of the Target Company Shares, which serves as the basis for determining the per-share consideration to be paid for the Common Shares in the Common Share Subscription, will be set at 3,105 yen, which is equivalent to the Tender Offer Price after the Third Tender Offer Price Change, not to conflict with the intent of the regulation on uniformity with respect to tender offer prices (Article 27-2, Paragraph 3 of the Act); however, a formal adjustment will be made based on the consolidation ratio of the Target Company Shares in the Share Consolidation, which is to be carried out as part of the Squeeze-Out Procedures .
- (Note 16) The Class B Preferred Shares shall be non-voting shares and are expected to include the right to request acquisition and acquisition provisions, but not to include preferred dividend rights and the right to claim preferred distribution of residual assets. The valuation of the Target Company Shares, which serves as the basis for determining the consideration for the Class B Preferred Shares, will be set at 3,105 yen, which is equivalent to the Tender Offer Price after the Third Tender Offer Price Change; however, a formal adjustment will be made based on the consolidation ratio of the Target Company Shares in the Share Consolidation, which is to be carried out as part of the Squeeze-Out Procedures. Furthermore, it will be designed to ensure that the economic value of the Common Shares and the Class B Preferred Shares is substantially the same, depending on the investment amount. The reason Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings are implementing the Class B Preferred Share Subscription is to ensure that Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings have an incentive to enhance the corporate value of the Target Company after the Transactions by adopting a design whereby they may hold voting shares only when the corporate value increases to a

certain level through the right to request acquisition and acquisition provisions, and to aim at maximizing the Tender Offer Price by increasing the percentage of voting rights held by Lumina International Holdings in the Holding Company after the Re-Investment. Specifically, with respect to the right to request acquisition and acquisition provisions, the listing of the Common Shares or the transfer of a majority of the Common Shares will constitute an acquisition event, and until the corporate value increases to a certain level, no consideration will be payable for the acquisition; however, if the corporate value increases to a certain level or more, the proportion of the Common Shares to be delivered as consideration for the acquisition will increase progressively as the corporate value increases. Therefore, we believe that the Class B Share Subscription does not conflict with the intent of the regulation on uniformity with respect to tender offer prices (Article 27-2, Paragraph 3 of the Act). The Tender Offeror believes that it is beneficial for Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings to hold voting rights even after the successful completion of the Tender Offer, as it ensures that Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings will continue to participate in the management of the Target Company with a high level of commitment towards enhancing its corporate value even after the Transactions; therefore, it has been decided that the Common Shares will be used for part of the Re-Investment to enable Mr. Motonobu Nishimura, Mr. Ken Nishimura and M·N Holdings to continue to hold voting rights.

<Omitted>

In response, it became necessary for the Tender Offeror to submit an Amendment Statement to Tender Offer Registration Statement due to the Second Tender Offer Price Change and the Target Company's announcement of the Financial Results Forecast Press Release Dated January 28, 2026. Therefore, as required by laws and regulations, the Tender Offer Period has been extended to February 12, 2026, which is 10 business days after January 28, 2026, the date of the filing of such amendment statement. Subsequently, the Tender Offeror provided further explanations to the Target Company and the Special Committee on February 2 and 3, 2026, regarding the measures the Tender Offeror considered to enhance the Target Company's corporate value, while continuing to consider the potential increase of the Tender Offer Price. As a result, the Tender Offeror determined that implementing a structural change to the Transactions (the "Second Structure Change"), including implementation of the Real Estate Sale, would enable an increase in the Tender Offer Price, and submitted a legally binding proposal to the Target Company on February 6, 2026, stating that it would change the Tender Offer Price to 3,105 yen, on the condition that the Target Company adopts a resolution of the board of directors expressing its opinion in favor of the Tender Offer and, subject to the raise of the Tender Offer Price to 3,105 yen, recommending that the shareholders of the Target Company tender their shares in the Tender Offer. Subsequently, the Tender Offeror received a notification from the Target

Company stating that, at the Target Company's board of directors meeting held on February 9, 2026, a resolution was adopted expressing its opinion in favor of the Tender Offer and, subject to the raise of the Tender Offer Price to 3,105 yen (the "Third Tender Offer Price Change"), recommending that the shareholders of the Target Company tender their shares in the Tender Offer. As a result, the Tender Offeror decided on February 9, 2026 to implement the Third Tender Offer Price Change.

Furthermore, in connection with the Third Tender Offer Price Change, the Tender Offeror notified the Nishimura Family Shareholders of its proposal to implement the Second Structure Change to maximize the Tender Offer Price and received their consent to this proposal. Therefore, in order to reflect the Second Structure Change, on February 9, 2026, the Tender Offeror entered into an amendment agreement to the Basic Transaction Agreement (the "Second Amendment Agreement (Basic Transaction Agreement)") with the Nishimura Family Shareholders, and Lumina International Holdings entered into an amendment agreement to the Shareholders Agreement (the "Second Amendment Agreement (Shareholders Agreement)") with the Nishimura Family Shareholders, respectively. The Second Structure Change aims to maximize the Tender Offer Price by implementing the Real Estate Sale after completion of the Squeeze-Out Procedures, thereby focusing management resources on the core business and reducing interest-bearing debt. Due to the increase in the investment amount from the CVC Funds resulting from the Third Tender Offer Price Change, the total ratio of voting rights in the Holding Company to be held by the Nishimura Family Shareholders is expected to be 20.2% of the total voting rights upon completion of the Re-Investment.

In response, it became necessary for the Tender Offeror to submit an Amendment Statement to Tender Offer Registration Statement due to the execution of the Second Amendment Agreement (Basic Transaction Agreement) and the Second Amendment Agreement (Shareholders Agreement) as well as the Third Tender Offer Price Change. Therefore, as required by laws and regulations, the Tender Offer Period has been extended to February 25, 2026, which is 10 business days after February 9, 2026, the date of the filing of such amendment statement.

The Target Company received explanations from both the Tender Offeror and a third-party candidate, KOHLBERG KRAVIS ROBERTS & CO. L.P. (including its affiliated companies and related funds, hereinafter referred to as "KKR"; the same applies hereinafter), regarding the measures to enhance the corporate value of the Target Company that each proposed. In addition, on February 6, 2026, the Target Company received from the Tender Offeror a written proposal regarding the Tender Offer, which included the Third Tender Offer Price Change, subject to the conditions that the Target Company's board of directors resolve to express its opinion in favor of the Tender Offer and also to recommend its shareholders to tender their shares in the Tender Offer. In response, the Target Company carefully examined the Transactions including the Tender Offer after the change in terms and conditions through the Third Tender Offer Price Change, etc. and the tender offer for the Target Company Shares by KKR (the "KKR Tender Offer") and privatization of the Target Company Shares through a squeeze-out



(such series of transactions are hereinafter referred to as the “Transaction Proposed by KKR”), primarily from the perspective of which would more greatly contribute to the enhancement of the corporate value of the Target Company, and in turn, the common interest of the shareholders.

Then, On February 8, 2026, the Target Company’s board of directors received the fourth additional report (the “Fourth Additional Report”) dated February 8, 2026 from the Special Committee, which states to the effect that (i) it is considered reasonable for the Target Company to continue to determine that the Transaction will contribute to the enhancement of the corporate value of the Target Company and the Transaction will contribute more significantly to the enhancement of the corporate value of the Target Company compared to the Transaction Proposed by KKR; therefore there is no change in the opinion of the Special Committee that the Target Company’s board of directors should support the Tender Offer and (ii) it is considered that the Tender Offer at the Tender Offer Price after the Third Tender Offer Price Change provides the Target Company shareholders with a reasonable opportunity to sell their shares at a sufficiently high level of price more promptly and assuredly; therefore, on the premise that the Third Tender Offer Price Change will be implemented, the Target Company’s board of directors should recommend the Target Company’s shareholders to tender their shares in the Tender Offer.

With utmost respect to the Fourth Additional Report submitted by the Special Committee, as a result of a careful and thorough examination on whether the Target Company should change its opinion on the Tender Offer as of November 4, 2025 preliminary from perspectives of whether the measures to enhance corporate value proposed by the Tender Offeror or the measures to enhance corporate value proposed by KKR would more contribute to the enhancement of the corporate value of the Target Company, at the board of directors meeting held on February 9, 2026, the Target Company concluded that the measures to enhance the corporate value of the Target Company proposed by the Tender Offeror would contribute more significantly to the enhancement of the Target Company’s corporate value compared to those proposed by KKR. Consequently, the Target Company resolved to express its opinion in favor of the Tender Offer and, on the premise that the Third Tender Offer Price Change would be implemented, recommend to its shareholders to tender their shares in the Tender Offer (hereinafter referred to as the “Resolution”). The Target Company notified the Tender Offeror that the Resolution had been made immediately after the Resolution. Immediately thereafter, the Target Company received notification from the Tender Offeror that it had decided to implement the Third Tender Offer Price Change.

<Omitted>

### **3. Policy Regarding Reorganization, etc., Following Completion of the Tender Offer (So-Called “Two-Step Acquisition”)**

(Before Amendment)

<Omitted>

Specifically, promptly after completion of the Tender Offer, the Tender Offeror plans to request the Target Company to hold an extraordinary shareholders' meeting (the "Extraordinary Shareholders' Meeting") that will include: (a) a proposal regarding consolidation of the Target Company Shares (the "Share Consolidation") pursuant to Article 180 of the Companies Act and (b) a proposal regarding a partial amendment to the articles of incorporation subject to the Share Consolidation becoming effective for the purpose of abolishing the provision regarding the number of shares constituting one (1) unit of stock. Although the timing of the Extraordinary Shareholders' Meeting will depend on the timing of completion of the Tender Offer, it is currently planned to be held in or around mid-April 2026. According to the "Notice regarding Expression of Opinion in favor of Planned Implementation of MBO and Recommendation to Tender Shares" published by the Target Company on September 10, 2025 (the "Target Company's Press Release Dated September 10, 2025"), if the Target Company receives such a request from the Tender Offeror, the Target Company plans to comply with the request. The Tender Offeror and Shareholders Who Agreed Not to Tender Their Shares plan to vote in favor of each of the above-mentioned proposals at the Extraordinary Shareholders' Meeting.

<Omitted>

(After Amendment)

<Omitted>

Specifically, promptly after completion of the Tender Offer, the Tender Offeror plans to request the Target Company to hold an extraordinary shareholders' meeting (the "Extraordinary Shareholders' Meeting") that will include: (a) a proposal regarding consolidation of the Target Company Shares (the "Share Consolidation") pursuant to Article 180 of the Companies Act and (b) a proposal regarding a partial amendment to the articles of incorporation subject to the Share Consolidation becoming effective for the purpose of abolishing the provision regarding the number of shares constituting one (1) unit of stock. Although the timing of the Extraordinary Shareholders' Meeting will depend on the timing of completion of the Tender Offer, it is currently planned to be held in or around late April 2026. According to the "Notice regarding Expression of Opinion in favor of Planned Implementation of MBO and Recommendation to Tender Shares" published by the Target Company on September 10, 2025 (the "Target Company's Press Release Dated September 10, 2025"), if the Target Company receives such a request from the Tender Offeror, the Target Company plans to comply with the request. The Tender Offeror and Shareholders Who Agreed Not to Tender Their Shares plan to vote in favor of each of the above-mentioned proposals at the Extraordinary Shareholders' Meeting.

<Omitted>

**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 Target 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 Target 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 conducting 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.