

February 17, 2025

To Whom It May Concern:

Ant Capital Partners Co., Ltd.
Ryosuke Iinuma, Representative Director and Managing Partner

Notice Regarding Amendment to the Public Notice Regarding Commencement of Tender Offer in Connection with Filing of Amendment Registration Statement to Tender Offer Registration Statement Regarding Tender Offer For the Shares, Etc. of TECNOS JAPAN INCORPORATED

Ant Capital Partners Co., Ltd. announces that on February 17, 2025, C6-8 Co., Ltd., all of whose issued and outstanding shares are directly owned by C6-8 Holdings Co., Ltd., which is invested in by Ant Catalyzer No. 6, an investment fund managed by Ant Capital Partners, filed with the Director-General of the Kanto Local Finance Bureau an Amendment Registration Statement to Tender Offer Registration Statement pursuant to Article 27-8, Paragraph 2 of the Financial Instruments and Exchange Act with respect to the Tender Offer Registration Statement dated February 5, 2025, in relation to a tender offer for the shares etc. of TECNOS JAPAN INCORPORATED. In connection with this, it is hereby announced that the “Public Notice Regarding Commencement of the Tender Offer” dated February 5, 2025 (the “**Public Notice regarding Commencement of the Tender Offer**”) will be amended as attached.

For details regarding the amendment to the Public Notice regarding Commencement of the Tender Offer, please refer to the attached “(Amendment) Notice Regarding Amendment to the Public Notice Regarding Commencement of Tender Offer in Connection with Filing of Amendment Registration Statement to Tender Offer Registration Statement”.

【Contact for inquiries】

Ant Capital Partners Co., Ltd.
PIC<Norose, Fujiwara>
TEL:03-3284-1800

(Attachment)

(Amendment) Notice Regarding Amendment to the Public Notice Regarding Commencement of Tender Offer in Connection with Filing of Amendment Registration Statement to Tender Offer Registration Statement

February 17, 2025

To whom it may concern:

Company Name: C6-8 Co., Ltd.

Representative: Kazuki Norose, Representative Director

(Amendment) Notice Regarding Amendment to the Public Notice Regarding Commencement of Tender Offer in Connection with Filing of Amendment Registration Statement to Tender Offer Registration Statement

On February 5, 2025, C6-8 Co., Ltd. (the “**Offeror**”) commenced a tender offer (the “**Tender Offer**”) for the common shares (the “**Target Company Shares**”) and stock acquisition rights issued pursuant to the resolution of the Board of Directors of the Target held on August 10, 2016 (the “**Stock Acquisition Rights**”) of TECNOS JAPAN INCORPORATED (a company listed on the Standard Market of Tokyo Stock Exchange, Inc.; the “**Target**”), pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “**Act**”).

Since the Offeror received the Notice of No Cease and Desist Order dated February 7, 2025 and the Notice of Shortening of the Non-Acquisition Period dated February 7, 2025, from the Fair Trade Commission on February 12, 2025, matters that should be amended in the Tender Offer Registration Statement for the Tender Offer (the “**Tender Offer Registration Statement**”) and the Public Notice regarding Commencement of the Tender Offer dated February 5, 2025 (the “**Public Notice regarding Commencement of the Tender Offer**”), which is an attachment thereto, arose. Accordingly, in order to amend these matters and to add the above notices as an attachment, the Offeror submitted the Amendment Registration Statement to Tender Offer Registration Statement dated February 17, 2025, to the Director-General of the Kanto Local Finance Bureau in accordance with Article 27-8, Paragraph 2 of the Act.

In connection with this, the Offeror hereby announces that the details of the Public Notice regarding Commencement of the Tender Offer will be amended as follows.

Please note that this amendment is not a change to the purchase conditions, etc. defined in Article 27-3, Paragraph 2, Item 1 of the Act.

Amendment to the Public Notice regarding Commencement of the Tender Offer

The Offeror hereby announces that the Public Notice regarding Commencement of the Tender Offer will be amended as follows. The amended portions are underlined.

II. Terms and Conditions of Tender Offer

11. Other Conditions and Methods of Purchase, etc.

- (2) Conditions for withdrawal of the Tender Offer, details thereof and method of disclosure for withdrawal

<Before Amendment>

In the event of any of the matters set forth in Article 14, Paragraph 1, Item 1 (a) to (j) and (m) to (t), Item 3 (a) to (h) and (j), Item 4, and Paragraph 2, Items 3 to 6 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended) (the “**Enforcement Order**”), withdrawal, etc. of the Tender Offer may be made. With respect to the Tender Offer, “any matters equivalent to those listed in (a) to (s)” as set forth in Article 14, Paragraph 1, Item 1 (t) of the Enforcement Order refers to cases where the organ which is responsible for making decisions on the execution of operations of the Target Company has decided to pay dividends of surplus (excluding those for which the amount of money or other property to be delivered to shareholders is expected to be less than the amount equivalent to 10% of the book value of the net assets stated in the Target Company’s Financial Results (752 million yen (Note))) with the record date being a day before the settlement commencement date pertaining to the Tender Offer (including cases where such organ has decided to

set the record date for the dividends of surplus to be before the settlement commencement date pertaining to the Tender Offer, without specifying the amount of the dividends of surplus) or has decided to propose the payment of the above-mentioned dividends at a shareholders' meeting of the Target Company. In addition, "facts equivalent to the those listed in (a) to (i)" as set forth in Article 14, Paragraph 1, Item 3 (j) of the Enforcement Order means cases where (x) with regard to statutory disclosure documents submitted by the Target Company in the past, it is found that there are false statements on important matters or that there are lack of statements on important matters that should be stated, and (y) facts listed in (a) to (g) of the said Item occurred with respect to a material subsidiary of the Target Company.

Withdrawal, etc. of the Tender Offer may be made on the grounds that the "permission, etc." in Article 14, Paragraph 1, Item 4 of the Enforcement Order has not been obtained, if, with respect to the Advance Notification by the Tender Offeror to the Fair Trade Commission under Article 10, Paragraph 2 of the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade (Act No. 54 of 1947, as amended; the "Anti-Monopoly Act"), the Period of Action or the Non-Acquisition Period has not expired, the Advance Notification of the Cease and Desist Order has been made or a petition for an emergency suspension order is filed with the court against the Tender Offeror as a person who commits an act suspected of violating the provisions of Article 10, Paragraph 1 of the Anti-Monopoly Act, by the day prior to the expiration of the Tender Offer Period (including the case where the period has been extended).

In the event that the Tender Offeror intends to make withdrawal, etc., it will give an electronic public notice and post a statement to that effect in the Nihon Keizai Shimbun; provided, however, that if it is difficult to give such public notice by the last day of the Tender Offer Period, the Tender Offeror will make a public announcement by the method stipulated in Article 20 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Share Certificates, etc. by Person Other than Issuer (Ministry of Finance Ordinance No. 38 of 1990, as amended) (the "TOB Order") and give a public notice promptly thereafter.

(Note) For reference: If any dividends of surplus is paid with respect to which the amount of money or other property to be delivered to shareholders is the amount equivalent to 10% of the book value of the net assets stated in the Target Company's Financial Results, the amount of dividend per share is equivalent to 39 yen, assuming that the total number of shares issued by the Target Company and the number of treasury shares of the Target Company as of the record date with respect to such dividends are the same as those stated in the Tender Offer Registration Statement (specifically, the amount is calculated by dividing (x) 752 million yen (any fractions of less than one million yen have been rounded off), which is equivalent to 10% of 7,528 million yen, the amount of the Target Company's net assets as of December 31, 2024 described in the Target Company's Financial Results, by (y) (19,332,565 shares), with any fractions of less than one yen rounded up to the nearest one yen).

<After Amendment>

In the event of any of the matters set forth in Article 14, Paragraph 1, Item 1 (a) to (j) and (m) to (t), Item 3 (a) to (h) and (j), and Paragraph 2, Items 3 to 6 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended) (the "Enforcement Order"), withdrawal, etc. of the Tender Offer may be made. With respect to the Tender Offer, "any matters equivalent to those listed in (a) to (s)" as set forth in Article 14, Paragraph 1, Item 1 (t) of the Enforcement Order refers to cases where the organ which is responsible for making decisions on the execution of operations of the Target Company has decided to pay dividends of surplus (excluding those for which the amount of money or other property to be delivered to shareholders is expected to be less than the amount equivalent to 10% of the book value of the net assets stated in the Target Company's Financial Results (752 million yen (Note))) with the record date being a day before the settlement commencement date pertaining to the Tender Offer (including cases where such organ has decided to set the record date for the dividends of surplus to be before the settlement commencement date pertaining to the Tender Offer, without specifying the amount of the dividends of surplus) or has decided to propose the payment of the above-mentioned dividends at a shareholders' meeting of the Target Company. In addition, "facts equivalent to the those listed in (a) to (i)" as set forth in Article 14, Paragraph 1, Item 3 (j) of the Enforcement Order means cases where (x) with regard to statutory disclosure documents submitted by the Target Company in the past, it is found that there are false statements on important matters or that there are lack of statements on important matters that should be stated, and (y) facts listed in (a) to (g) of the said Item occurred with respect to a material subsidiary of the Target Company.

In the event that the Tender Offeror intends to make withdrawal, etc., it will give an electronic public notice and post a statement to that effect in the Nihon Keizai Shimbun; provided, however, that if it is difficult to give such public notice by the last day of the Tender Offer Period, the Tender Offeror will make a public announcement by the method stipulated in Article 20 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Share Certificates, etc. by Person Other than Issuer (Ministry of Finance Ordinance No. 38 of 1990, as amended) (the “**TOB Order**”) and give a public notice promptly thereafter.

(Note) For reference: If any dividends of surplus is paid with respect to which the amount of money or other property to be delivered to shareholders is the amount equivalent to 10% of the book value of the net assets stated in the Target Company’s Financial Results, the amount of dividend per share is equivalent to 39 yen, assuming that the total number of shares issued by the Target Company and the number of treasury shares of the Target Company as of the record date with respect to such dividends are the same as those stated in the Tender Offer Registration Statement (specifically, the amount is calculated by dividing (x) 752 million yen (any fractions of less than one million yen have been rounded off), which is equivalent to 10% of 7,528 million yen, the amount of the Target Company’s net assets as of December 31, 2024 described in the Target Company’s Financial Results, by (y) (19,332,565 shares), with any fractions of less than one yen rounded up to the nearest one yen).

END

【Restrictions on Solicitation】

This press release is a press release to announce the Tender Offer to the public and has not been prepared for the purpose of soliciting sales. When applying for the offer to sell, please make sure to read the Tender Offer Explanatory Statement regarding the Tender Offer and apply for the offer at your own discretion. This press release and its reference documents does not constitute or form part of any offer or invitation to sell or solicitation of any offer to buy any securities, nor shall this press release and its reference documents (or any part thereof) or the fact of its distribution form the basis of any agreement relating to the Tender Offer, nor may it be relied upon in entering into any such agreement.

【U.S. Regulations】

- The Tender Offer is for the acquisition of the Target Company Shares and the Stock Acquisition Rights. The Tender Offer will be conducted in accordance with the procedures and information disclosure standards prescribed by the Financial Instruments and Exchange Act of Japan, which may differ from the procedures and information disclosure standards in the United States. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended, the same applies hereunder) and the rules prescribed thereunder do not apply to the Tender Offer, and the Tender Offer does not conform to those procedures and standards. The financial information included in this press release and its reference documents was prepared based on the Japanese Accounting Standards, which may differ significantly from those of other countries, including the United States. As the Tender Offeror and the Target Company are incorporated outside of the United States, and all or some of its executives are not residents of the United States, it may be challenging to exercise rights or requests based on securities-related laws of the United States. Also, courts of the United States may be unable to take legal action against entities incorporated outside of the United States or their executives based on violation of securities-related laws of the United States. Furthermore, entities incorporated outside of the United States and their affiliates may fall outside of the jurisdiction of the courts of the United States.

- The Tender Offeror, the financial advisors to the Tender Offeror and the Target Company, as well as the tender offer agent (including their related parties) may engage in purchases of the Target Company Shares and the Stock Acquisition Rights, not through the Tender Offer, for their own account or for their customers' accounts or may engage in acts for such purchases to the extent undertaken in the ordinary course of their businesses and to the extent permitted under the Financial Instruments and Exchange Act of Japan and other applicable laws and regulations, in accordance with the requirements of Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934, during the Tender Offer Period. Such purchases may be conducted at a market price through a market transaction, or at a price determined through negotiations off-market. In the event that information regarding such purchases is disclosed in Japan, such information will also be disclosed on the English website of the person or the entity conducting such purchases, or will otherwise be made publicly available.

- Unless otherwise specified, all procedures relating to the Tender Offer are to be conducted entirely in Japanese. All or a part of the documentation relating to the Tender Offer will be prepared in the English language; however, if there is any inconsistency between the English-language documentation and the Japanese-language documentation, the Japanese-language documentation will prevail.

- This press release and its reference document includes 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 and unknown risks

and uncertainties, actual results may differ significantly from the statements that are implicitly or explicitly forward-looking. The Tender Offeror, the Target Company and their affiliates do not guarantee for such implicit and explicit forward-looking statements to materialize. The “forward-looking statements” in this press release and its reference were prepared based on information obtained by the Tender Offeror as of the date hereof, and unless required by law or the Financial Instruments and Exchange Act, the Tender Offeror, the Target Company and their affiliates are not obligated to amend or revise such forward-looking statements.

- In the event a shareholder’s right to demand the purchase of fractional shares of less than one unit is exercised in accordance with the Companies Act, the Target Company may purchase its treasury shares during the Tender Offer Period in accordance with the procedures set forth in the laws and regulations.

【Other Countries】

Certain countries or regions may impose legal restrictions on the announcement, publication or distribution of this press release. In such cases, please be aware of and comply with those restrictions. Announcement, publication or distribution of this press release shall not constitute a solicitation of an offer to purchase or an offer to sell shares in connection with the Tender Offer, and shall be deemed to be merely the distribution of materials as information.