



April 25, 2025

To All Concerned

Company Name: JAMCO Corporation
Representative: Koichi Tsunematsu, Representative
Director and President
(Code 7408: TSE Prime)
Contact: Takayuki Natsui
Executive Officer in Charge of IR
(TEL: 042-503-9145)

Company Name: K.K. BCJ-92
Name of Representative: Yuji Sugimoto, Representative Director

(Amendment) Announcement Regarding Amendments to the “Announcement Regarding Commencement of Tender Offer for Shares of JAMCO Corporation (Securities Code: 7408)” and the Public Notice of Commencement of Tender Offer due to Submission of the Amendment to Tender Offer Registration Statement by K.K. BCJ-92

K.K. BCJ-92 hereby announces that it has published the attached “(Amendment) Announcement Regarding Amendments to the ‘Announcement Regarding Commencement of Tender Offer for Shares of JAMCO Corporation (Securities Code: 7408)’ and the Public Notice of Commencement of Tender Offer due to Submission of the Amendment to Tender Offer Registration Statement by K.K. BCJ-92” today.

End

This press release is released at the request of K.K. BCJ-92 (the tender offeror) to JAMCO Corporation (the target company in the tender offer) pursuant to Article 30, Paragraph 1, Item 4 of the Order for Enforcement of the Financial Instruments and Exchange Act.

(Attachment)

“(Amendment) Announcement Regarding Amendments to the ‘Announcement Regarding Commencement of Tender Offer for Shares of JAMCO Corporation (Securities Code: 7408)’ and the Public Notice of Commencement of Tender Offer due to Submission of the Amendment to Tender Offer Registration Statement by K.K. BCJ-92” dated April 25, 2025

April 25, 2025

To All Concerned

Company Name: K.K. BCJ-92
Name of Representative: Yuji Sugimoto, Representative Director

(Amendment) Announcement Regarding Amendments to the “Announcement Regarding Commencement of Tender Offer for Shares of JAMCO Corporation (Securities Code: 7408)” and the Public Notice of Commencement of Tender Offer due to Submission of the Amendment to Tender Offer Registration Statement by K.K. BCJ-92

K.K. BCJ-92 (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”) for the common shares of JAMCO Corporation (Securities Code: 7408, listed on the Prime Market of Tokyo Stock Exchange, Inc.; the “Target Company”) from April 21, 2025.

The Tender Offeror has filed an Amendment to Tender Offer Registration Statement pursuant to Article 27-8, Paragraph 2 of the Act in order to amend part of the descriptions in the Tender Offer Registration Statement submitted on April 21, 2025 and the Public Notice of Commencement of Tender Offer dated April 21, 2025 (the “Public Notice of Commencement of Tender Offer”) attached thereto which became necessary as a result of the Tender Offeror having filed a notification to the Minister of Finance and the competent minister for the business via the Bank of Japan on April 25, 2025, pursuant to Article 27, Paragraph 1 of the Foreign Exchange and Foreign Trade Act (Act No. 228 of 1949, as amended).

As a result of the above, the Tender Offeror hereby announces that the “Announcement Regarding Commencement of Tender Offer for Shares of JAMCO Corporation (Securities Code: 7408)” dated April 18, 2025 (the “Tender Offeror Press Release Dated April 18, 2025”) and the Public Notice of Commencement of Tender Offer are amended as below.

This amendment does not change the terms of purchase, etc. defined in Article 27-3, Paragraph 2, Item (i) of the Act.

I. Amendment to the Tender Offeror Press Release Dated April 18, 2025

The Tender Offeror Press Release Dated April 18, 2025 is amended as below.
Amended portions are underlined.

2. Overview of the Tender Offer
(Before Amendment)

<Omitted>

As of today, (i) the Tender Offeror has not re-filed a notification regarding the necessary procedures and responses under the Foreign Exchange Act; however, discussions with the Ministry of Economy, Trade and Industry have progressed even following the announcement of the Tender Offeror Progress Press Release Dated March 31, 2025, and the Tender Offeror will promptly re-file a notification when the discussions are finalized. After the re-filed notification is accepted, the Tender Offeror is expected to be able to acquire the Clearances related to the Foreign Exchange Act during the statutory waiting period, which may be shortened. Accordingly, as of today, although the condition that the Clearances related to the Foreign Exchange Act be completed, which is included in the Tender Offer Precondition (VIII), has not been satisfied, the Tender Offeror has determined that the Clearances related to the Foreign Exchange Act will be completed by the day immediately preceding the expiration date of the Tender Offer Period even if the Tender Offer is commenced on April 21, 2025. Therefore, regarding the Tender Offer Precondition (VIII), Bain Capital decided to waive the condition that the Clearances related to the Foreign Exchange Act be completed as a Tender Offer Precondition.

<Omitted>

(After Amendment)

<Omitted>

As of today, (i) the Tender Offeror has not re-filed a notification regarding the necessary procedures and responses under the Foreign Exchange Act; however, subsequently, as instructed by the Ministry of Economy, Trade and Industry, the Tender Offeror re-filed a notification to the Minister of Finance and the competent minister for the business via the Bank of Japan on April 25, 2025, pursuant to Article 27, Paragraph 1 of the Foreign Exchange Act, and the notification was accepted on the same day. The Tender Offeror is expected to be able to acquire the Clearances related to the Foreign Exchange Act during the statutory waiting period, which may be shortened. Accordingly, as of today, although the condition that the Clearances related to the Foreign Exchange Act be completed, which is included in the Tender Offer Precondition (VIII), has not been satisfied, the Tender Offeror has determined that the Clearances related to the Foreign Exchange Act will be completed by the day immediately preceding the expiration date of the Tender Offer Period even if the Tender Offer is commenced on April 21, 2025. Therefore, regarding the Tender Offer Precondition (VIII), Bain Capital decided to waive the condition that the Clearances related to the Foreign Exchange Act be completed as a Tender Offer Precondition.

<Omitted>

II. Amendment to the Public Notice of Commencement of Tender Offer

The Public Notice of Commencement of Tender Offer is amended as below.

Amended portions are underlined.

1. Purpose of the Tender Offer

(Before Amendment)

<Omitted>

As of the date of this public notice, (i) the Tender Offeror has not re-filed a notification regarding the necessary procedures and responses under the Foreign Exchange Act; however, discussions with the Ministry of Economy, Trade and Industry have progressed even following the announcement of the Tender Offeror Progress Press Release Dated March 31, 2025, and the Tender Offeror will promptly re-file a notification when the discussions are finalized. After the re-filed notification is accepted, the Tender Offeror is expected to be able to acquire the Clearances related to the Foreign Exchange Act during the statutory waiting period, which may be shortened. Accordingly, as of the date of this public notice, although the condition that the Clearances related to the Foreign Exchange Act be completed, which is included in the Tender Offer Precondition (VIII) (please see the Tender Offer Registration Statement concerning the Tender Offer; hereinafter the same applies), has not been satisfied, the Tender Offeror has determined that the Clearances related to the Foreign Exchange Act will be completed by the day immediately preceding the expiration date of the purchase period of the Tender Offer (“Tender Offer Period”) even if the Tender Offer is commenced on April 21, 2025. Therefore, regarding the Tender Offer Precondition (VIII), Bain Capital decided to waive the condition that the Clearances related to the Foreign Exchange Act be completed as a Tender Offer Precondition.

<Omitted>

(After Amendment)

<Omitted>

As of the date of this public notice, (i) the Tender Offeror has not re-filed a notification regarding the necessary procedures and responses under the Foreign Exchange Act; however, subsequently, as instructed by the Ministry of Economy, Trade and Industry, the Tender Offeror re-filed a notification to the Minister of Finance and the competent minister for the business via the Bank of Japan on April 25, 2025, pursuant to Article 27, Paragraph 1 of the Foreign Exchange Act, and the notification was accepted on the same day. The Tender Offeror is expected to be able to acquire the Clearances related to the Foreign Exchange Act during the statutory waiting period, which may be shortened. Accordingly, as of the date of this public notice, although the condition that the Clearances related to the Foreign Exchange Act be completed, which is included in the Tender Offer Precondition (VIII) (please see the Tender Offer Registration Statement concerning the Tender Offer; hereinafter the same applies), has not been satisfied, the Tender Offeror has determined that the Clearances related to the Foreign Exchange Act will be completed by the day immediately preceding the expiration date of the purchase period of the Tender Offer (“Tender Offer Period”) even if the Tender Offer is commenced on April 21, 2025. Therefore, regarding the Tender Offer Precondition (VIII), Bain Capital decided to waive the condition that the Clearances related to the Foreign Exchange Act be

completed as a Tender Offer Precondition.

<Omitted>

End

[Restrictions on Solicitation]

This press release is a public announcement to provide information of the Tender Offer, and has not been prepared for the purpose of soliciting an offer to sell shares or share options. If shareholders wish to make an offer to sell their shares or share options, they should first be sure to carefully read the Tender Offer Explanatory Statement for the Tender Offer and make their own independent decision. This press release does not constitute, nor form part of, any offer to sell, solicitation of a sale of, or any solicitation of any offer to buy, any securities. In addition, neither this press release (or any part of it) nor the fact of its distribution shall form the basis of any agreement pertaining to the Tender Offeror be relied upon in the event of the execution of any such agreement.

[U.S. Regulations]

The Tender Offer will be conducted in compliance with the procedures and information disclosure standards provided under the Financial Instruments and Exchange Act of Japan, and those procedures and standards are not always the same as those applicable in the United States. In particular, neither Section 13(e) nor Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended, the “U.S. Securities Exchange Act of 1934”) or the rules under these sections apply to the Tender Offer; therefore, the Tender Offer is not conducted in accordance with those procedures or standards. All of the financial information included or referred to in this press release and reference materials of this press release do not conform to the U.S. accounting standards and may not be equivalent or comparable to the financial statements prepared pursuant to the U.S. accounting standards. In addition, because the Tender Offeror is a corporation incorporated outside the United States and some or all of its officers are non-U.S. residents, it may be difficult to exercise rights or demands against them which arise pursuant to U.S. securities laws. It also may be impossible to bring an action against a corporation that is based outside of the United States or its officers in a court outside of the United States on the grounds of a violation of U.S. securities laws. Furthermore, there is no guarantee that a corporation that is based outside of the United States or its subsidiaries or affiliates may be compelled to submit themselves to the jurisdiction of a U.S. court.

All procedures regarding the Tender Offer will be conducted in Japanese. All or part of the documents regarding the Tender Offer will be prepared in English; however, if there is any discrepancy between the documents in English and those in Japanese, the documents in Japanese shall prevail.

Before the commencement of the Tender Offer or during the purchase period of the Tender Offer, the Tender Offeror and its affiliates (including the Target Company), and the affiliates of the financial advisors and tender offer agents of each of the foregoing might purchase, etc. by means other than the Tender Offeror conduct an act aimed at such a purchase, etc. of the common shares of the Target Company on their own account or the account of their client to the extent permitted by Japanese legislation related to financial instruments transactions in the scope of their ordinary business and in accordance with the requirements of Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934. If information regarding such a purchase, etc. is disclosed in Japan, the person that conducted that purchase, etc. will disclose such information in English on the website of such person.

[Forward-looking Statements]

This press release includes forward-looking statements as defined in Section 27A of the U.S. Securities Act of 1933 (as amended, the “U.S. Securities Exchange Act of 1933”) and Section 21E of the U.S. Securities Exchange Act of 1934. The actual results may be significantly different from the predictions expressly or implicitly indicated in the forward-looking statements, due to known or unknown risks, uncertainties, or other factors. The Tender Offeror or its affiliates cannot promise that the predictions expressly or implicitly indicated as the forward-looking statements will turn out to be correct. The forward-looking statements included in this press release were prepared based on the information held by the Tender Offeror as of the date of this press release, and unless obligated by laws or regulations or the rules of a financial instruments exchange, the Tender Offeror or its affiliates shall not be obligated to update or revise the statements to reflect future incidents or situations.

[Other Countries]

Some countries or regions may impose legal restrictions on the announcement, issue, or distribution of this press release. In such cases, please take note of such restrictions and comply therewith. The announcement, issue, or distribution of this press release shall not constitute a solicitation of an offer to sell or an offer to buy share certificates, etc. relating to the Tender Offer and shall be deemed a distribution of materials for informative purposes only.