

August 1, 2024

To whom it may concern:

Company Name: INFOCOM CORPORATION  
Representative: Jun Kuroda, President and CEO  
(Code: 4348 Prime Market of the Tokyo Stock Exchange)  
Contact: Hiroshi Imafuku, Corporate Communications General Manager  
(Tel: 03-6866-3160)

**Notice Concerning Results of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348) by BXJC II Holding KK**

BXJC II Holding KK hereby announces that it has released today a press release entitled "Notice Concerning Results of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348)" as attached.

END

(Attachment)

"Notice Concerning Results of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348)" dated August 1, 2024

August 1, 2024

To whom it may concern:

Company  
Name: BXJC II Holding KK  
Representative: Atsuhiko Sakamoto,  
Representative Director

**Notice Concerning Results of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348)**

BXJC II Holding KK (the "Offeror") has decided on June 18, 2024 to acquire the Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348; the "Target"), which are listed on the Prime Market of the Tokyo Stock Exchange, Inc. (the "TSE"), through tender offer (the "Tender Offer") pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the "Act") and commenced the Tender Offer from June 19, 2024. Since the Tender Offer has been concluded on July 31, 2024, the Offeror hereby announces the result of the Tender Offer as described below.

1. Outline of the Tender Offer

(1) Name and address of the Offeror

BXJC II Holding KK  
1-4, Toranomom 5-chome, Minato-ku, Tokyo

(2) Name of the Target

INFOCOM CORPORATION

(3) Class of shares etc. pertaining to the purchase

(I) Common stock (the "Target's Stock")

(II) Stock acquisition rights (stock acquisition rights in (i) through (viii) below are collectively referred to as the "Stock Acquisition Rights")

- (i) Stock acquisition rights for FY 2013 (the "FY 2013 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 9, 2013 (exercise period: from June 1, 2013 to May 31, 2043);
- (ii) Stock acquisition rights for FY 2014 (the "FY 2014 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 15, 2014 (exercise period: from June 7, 2014 to June 6, 2044);
- (iii) Stock acquisition rights for FY 2015 (the "FY 2015 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 19, 2015 (exercise period: from June 10, 2015 to June 9, 2045);
- (iv) Stock acquisition rights for FY 2016 (the "FY 2016 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 20, 2016 (exercise period: from June 14, 2016 to June 13, 2046);
- (v) Stock acquisition rights for FY 2017 (the "FY 2017 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 19, 2017 (exercise period: from June 13, 2017 to June 12, 2047);

- (vi) Stock acquisition rights for FY 2018 (the "FY 2018 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 18, 2018 (exercise period: from June 12, 2018 to June 11, 2048);
- (vii) Stock acquisition rights for FY 2019 (the "FY 2019 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 20, 2019 (exercise period: from June 12, 2019 to June 11, 2049); and
- (viii) Stock acquisition rights for FY 2020 (the "FY 2020 Stock Acquisition Rights") issued based on the resolution of the Target's board of directors meeting held on May 20, 2020 (exercise period: from June 12, 2020 to June 11, 2050).

(4) Number of Shares, Etc. to be purchased

| Class of Shares, Etc. | Number of tendered shares to be purchased | Minimum number of tendered shares to be purchased | Maximum number of tendered shares to be purchased |
|-----------------------|---|---|---|
| Common Stock          | 23,331,718 shares                         | 5,036,700 shares                                  | - shares  |
| Total                 | 23,331,718 shares                         | 5,036,700 shares                                  | - shares  |

(Note 1) If the total number of the Shares, Etc. Tendered in the Tender Offer (the "Tendered Shares") is less than the minimum number of tendered shares to be purchased in the Tender Offer (5,036,700 shares), the Offeror will purchase etc. none of the Tendered Shares. If the total number of the Tendered Shares is no less than the minimum number of tendered shares to be purchased in the Tender Offer (5,036,700 shares), the Offeror will purchase etc. all of the Tendered Shares.

(Note 2) Since the maximum number of tendered shares to be purchased in the Tender Offer has not been set, the maximum number of the Target's Stock that the Offeror shall acquire in the Tender Offer (23,331,718 shares) is described as the number of tendered shares to be purchased. This is the number of shares (23,331,718 shares) calculated by deducting the number of all Target's Shares held by TEIJIN LIMITED ("TEIJIN") which are agreed not to be tendered in the Tender Offer (31,760,000 shares) from the number of shares (55,091,718 shares) obtained by deducting the number of treasury shares held by the Target as of March 31, 2024 (2,714,682 shares) from the total number of issued and outstanding shares as of March 31, 2024 (57,600,000 shares), both as stated in the "Summary of Consolidated Financial Results for the Year Ended March 31, 2024 (Based on Japanese GAAP)" published by the Target on April 25, 2024 (the "Target's Summary Securities Report"), the remainder of which is 54,885,318 shares, then adding the number of the Target's Stock (206,400 shares) underlying the total number of the Stock Acquisition Rights (516 units), remaining as of March 31, 2024 as reported by the Target on June 14, 2024.

(Note 3) Shares less than one unit are also subject to the Tender Offer. If a shareholder exercises the right to demand purchase of shares which is less than one unit pursuant to the Companies Act (Act No. 86 of 2005, as amended), the Target may purchase its shares during the period of the Tender Offer (the "Tender Offer Period") in accordance with statutory procedures.

(Note 4) The treasury shares held by the Target are not scheduled to be acquired through the Tender Offer.

(Note 5) Although the Stock Acquisition Rights may be exercised by the last day of the Tender Offer Period, the Target's Stock issued or delivered as a result of such exercise will also be subject to the Tender Offer.

(5) Period of tender offer

(I) Initial period of tender offer set at the time of submission of the tender offer registration statement  
30 business days from June 19, 2024 (Wednesday) to July 31, 2024 (Wednesday)

(II) Possibility of extension upon request by the Target  
N/A

(6) Purchase price

- (I) 6,060 yen per share of common stock
- (II) Stock acquisition rights
  - (i) 1 yen per unit of FY 2013 Stock Acquisition Rights
  - (ii) 1 yen per unit of FY 2014 Stock Acquisition Rights
  - (iii) 1 yen per unit of FY 2015 Stock Acquisition Rights
  - (iv) 1 yen per unit of FY 2016 Stock Acquisition Rights
  - (v) 1 yen per unit of FY 2017 Stock Acquisition Rights
  - (vi) 1 yen per unit of FY 2018 Stock Acquisition Rights
  - (vii) 1 yen per unit of FY 2019 Stock Acquisition Rights
  - (viii) 1 yen per unit of FY 2020 Stock Acquisition Rights

2. Results of tender offer

(1) Outcome of tender offer

In the Tender Offer, the Offeror Parties set conditions that if the total number of the Tendered Shares is less than the minimum number of tendered shares to be purchased in the Tender Offer (5,036,700 shares), the Offeror Parties will purchase none of the Tendered Shares. However, the total number of the Tendered Shares (18,237,648 shares) was no less than the minimum number of tendered shares to be purchased in the Tender Offer (5,036,700 shares), and the Offeror Parties will purchase all of the Tendered Shares as described in the public notice of the commencement of the Tender Offer and the tender offer statement (including the matters amended by the amendment to the tender offer statement filed later).

(2) Date of public notice of the results of the tender offer and the name of the newspaper publishing such notice

Pursuant to the provisions of Article 27-13, Paragraph 1 of the Act, the results of the Tender Offer were announced to the press on August 1, 2024 in accordance with the procedures prescribed in Article 9-4 of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Ordinance on Disclosure of Tender Offer for Shares, Etc. by Non-Issuers (Ministry of Finance Order No. 38 of 1990, as amended; the "TOB Order").

(3) Number of purchased shares etc.

| Class of Shares  | (i) Number of Subscription<br>Converted into Shares | (ii) Number of Purchases<br>Converted into Shares |
|--|---|---|
| Shares Certificates  | 18,237,648 shares                                   | 18,237,648 shares                                 |
| Certificate of stock acquisition rights                      | -   | -   |
| Certificate of corporate bonds with stock acquisition rights | -   | -   |
| Beneficiary certificate of trust of shares<br>( )            | -   | -   |
| Depository receipt for shares<br>( )                         | -   | -   |
| Total  | 18,237,648 shares                                   | 18,237,648 shares                                 |
| (Total of potential shares)                                  | -   | -   |

(4) Percentage of ownership ratio of Shares, Etc. after Tender Offer

|  |               |   |
|--|---------------|---|
| Number of voting rights pertaining to the Shares, Etc. held by the Offeror prior to the tender offer             | - units       | (Ownership ratio of Shares, Etc. prior to the tender offer: - %)    |
| Number of voting rights pertaining to the Shares, Etc. held by special related parties prior to the tender offer | 317,600 units | (Ownership ratio of Shares, Etc. prior to the tender offer: 57.65%) |
| Number of voting rights pertaining to the Shares, Etc. held by the Offeror after the tender offer                | 182,376 units | (Ownership ratio of Shares, Etc. after the tender offer: 33.10%)    |
| Number of voting rights pertaining to the Shares, Etc. held by special related parties after the tender offer    | 317,600 units | (Ownership ratio of Shares, Etc. after the tender offer: 57.65%)    |
| Total number of voting rights of all shareholders of the Target  | 548,759 units |   |

(Note 1) Each of "Number of voting rights pertaining to the Shares, Etc. held by special related parties prior to the tender offer" and "Number of voting rights pertaining to the Shares, Etc. held by special related parties after the tender offer" is the total number of voting rights pertaining to the Shares, Etc. held by special related parties (excluding those who are excluded from special related parties pursuant to Article 3, Paragraph 2, Item 1 of the TOB Order for the purpose of calculating the ownership ratio of the Shares, Etc. under each item of Article 27-2, Paragraph 1 of the Act).

(Note 2) "Total number of voting rights of all shareholders of the Target" is the number of the voting rights of all shareholders as of March 31, 2024 as described in the "Annual Securities Report" submitted by the Target on June 25, 2024. However, because shares less than one unit (excluding the treasury shares less than one unit held by the Target) and the Target's Stock to be delivered upon the exercise of the Stock Acquisition Rights were also subject to the Tender Offer, "Ownership ratio of Shares, Etc. prior to the Tender Offer" and "Ownership ratio of Shares, Etc. after the tender offer" were calculated based on the denominator of the number of voting rights (550,915 units) pertaining to the number of shares (55,091,592 shares) obtained by deducting the number of treasury shares held by the Target as of June 30, 2024 (2,679,208 shares) from the total number of issued and outstanding shares as of June 30, 2024 (57,600,000 shares), both as stated in the "Summary of Consolidated Financial Results for the Year Ending March 31, 2025 for the 1st Quarter (Based on Japanese GAAP)" published by the Target on July 31, 2024 (the "Target's Summary Securities Report for the 1st Quarter"), the remainder of which is 54,920,792 shares, then adding the number of the Target's Stock (170,800 shares) underlying the total number of the Stock Acquisition Rights (427 units), remaining as of June 30, 2024 as reported by the Target on July 26, 2024.

(Note 3) "Ownership ratio of Shares, Etc. prior to the tender offer" and "Ownership ratio of Shares, Etc. after the tender offer" are indicated by rounding off to the second decimal place.

(5) Calculation when tender offer is conducted by the pro rata method

Not applicable.

(6) Method of settlement

(I) Name and address of the head office of financial instruments business operators or banks etc. in charge of the settlement of purchase

Mizuho Securities Co., Ltd.

5-1, Otemachi 1-chome, Chiyoda-ku, Tokyo

(II) Commencement date of settlement

August 7, 2024 (Wednesday)

(III) Method of settlement

A notice of purchase, etc. through the Tender Offer shall be mailed to the addresses of the shareholders tendering their shares under the Tender Offer (the "Tendering Shareholders") (or the addresses of standing proxies in the case of shareholders that reside outside Japan (including corporate shareholders; the "Non-Resident Shareholders")) without delay after the expiry of the Tender Offer Period. Payment for the shares will be made in cash. The tender offer agent will, without delay after the commencement date of settlement and in accordance with the instructions of the Tendering Shareholders (or their standing proxies in the case of Non-Resident Shareholders), remit the proceeds of the Shares, Etc. purchased to the place designated by the Tendering Shareholders (or their standing proxies in the case of Non-Resident Shareholders) or transfer the proceeds to the account of the Tendering Shareholders with the tender offer agent that has accepted the tender.

3. Policies after the Tender Offer and Future Prospects

There is no change to the matters described in "Notice Concerning Commencement of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348)" released by the Offeror on June 18, 2024 (including matters changed by filing "(Amended) Notice Concerning the Amendment to 'Notice Concerning Commencement of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348)' and Amendment to the Public Notice of Commencement of Tender Offer by Filing the Amendment to the Tender Offer Registration Statement" dated July 2, 2024 and "(Amended) Notice Concerning the Amendment to 'Notice Concerning Commencement of Tender Offer for Shares, Etc. of INFOCOM CORPORATION (Securities Code: 4348)' and Amendment to the Public Notice of Commencement of Tender Offer by Filing the Amendment to the Tender Offer Registration Statement" dated July 17, 2024).

Following the results of the Tender Offer, the Offeror plans to make the Offeror and TEIJIN the sole shareholders of the Target and have the Target's Stock go private. The shares of the Target's Stock are listed on the Prime Market of the TSE as of today. If such procedures are implemented, the Target's Stock will be delisted through the prescribed procedures in accordance with the TSE's delisting criteria. After the delisting of the Target's Stock, the shares of the Target's Stock may no longer be traded on the Prime Market of the TSE. Future procedures will be announced by the Target as soon as they are determined by consultations between the Offeror and the Target.

4. Places where copy of the tender offer report is to be made available for public inspection

BXJC II Holding KK  
(1-4, Toranomom 5-chome, Minato-ku, Tokyo)

Tokyo Stock Exchange, Inc.  
(2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

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