

July 10, 2021

To whom it may concern

Company Name: SECOM CO., LTD.
Name of Representative: Ichiro Ozeki, President and Representative
Director
(Securities Code: 9735, Tokyo Stock Exchange, First Section)
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Notice Concerning Result of Tender Offer for Shares of SECOM JOSHINETSU CO., LTD. (Securities Code 4342)

SECOM CO., LTD.(the "**Tender Offeror**") resolved in its board of directors on May 28, 2021 to acquire the ordinary shares of SECOM JOSHINETSU CO., LTD. (the "**Target Company Share**") (listed on the Second Section of the Tokyo Stock Exchange, Inc. (the "**Tokyo Stock Exchange**"), securities code 4342, hereinafter the "**Target Company**") by tender offer (the "**Tender Offer**") pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended, hereinafter the "**Act**") and implemented the Tender Offer from May 31, 2021. Now the Tender Offeror hereby announces below, as it completed the Tender Offer on July 9, 2021.

1. Overview of the Purchase

(1) Name and location of the Tender Offeror

Name: SECOM CO., LTD.
Location: 5-1, Jingumae 1-chome, Shibuya-ku, Tokyo

(2) Name of the Target Company

SECOM JOSHINETSU CO., LTD.

(3) Class of Share to be Purchased

Ordinary share

(4) Number of Shares to be Purchased

Number of shares to be purchased	Minimum number of shares to be purchased	Maximum number of shares to be purchased
5,913,769 (shares)	— (shares)	— (shares)

(Note 1) In the Tender Offer, no minimum or maximum numbers of shares to be purchased have been set. Accordingly, the Tender Offeror will purchase all shares to be tendered for the Tender Offer (the "**Tendered Share**").

(Note 2) As the maximum number of shares to be purchased has not been set in the Tender Offer, the number of shares to be purchased is stated as the maximum number of Target Company Shares that the Tender Offeror may purchase in the Tender Offer. The maximum number is the number of shares (5,913,769 shares) calculated by deducting the number of treasury shares owned by the Target Company as of March 31, 2021 as set out in the Consolidated Financial Summary for the three months ended March 31, 2021 [Japanese GAAP] (Consolidated) released by the Target Company on May 12, 2021 (the "**Target Company Financial Summary**") (244,680 shares) and the number of the Target Company Shares owned by the Tender Offeror as of May 28, 2021 (6,951,052 shares) from the total number of the outstanding Target Company Shares as of March 31, 2021 (13,109,501 shares) as set out in the Target Company Financial Summary.

(Note 3) Shares less than one unit are also eligible for the Tender Offer. In addition, if a shareholder exercises its right to request the purchase of shares less than one unit in accordance with the Companies Act (Act No. 86 of 2005, as amended), the Target Company might purchase its own shares during the purchase period of the Tender Offer (the “**Tender Offer Period**”), in accordance with procedures required by laws and regulations.

(Note 4) The Tender Offeror does not intend to acquire the treasury shares owned by the Target Company through the Tender Offer.

(5) Tender Offer Period

(i) Initial Tender Offer Period as of the submission date of the Tender Offer Statement

From May 31, 2021 (Monday) to July 9, 2021 (Friday) (30 Business Days)

(ii) Possibility of extending the above period upon request of the Target Company

Not applicable.

(6) Purchase Price

JPY 6,350 per ordinary share

2. Results of the Tender Offer

(1) Outcome of the Tender Offer

As the maximum and minimum numbers of shares to be purchased have not been set in the Tender Offer, the Tender Offeror will purchase all Tendered Shares.

(2) Date of Public Notice of Results of the Tender Offer, and Name of Newspaper for Public Notice

Pursuant to the provision of Article 27-13, Paragraph 1 of the Act, on July 10, 2021, the Tender Offeror announced to the press the results of the Tender Offer at the Tokyo Stock Exchange, by the method prescribed in Article 9-4 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Order on Disclosure Required for Tender Offer for share by Persons Other Than Issuers (Order of the Ministry of Finance No. 38 of 1990, as amended; the “**Cabinet Office Order**”).

(3) Number of Purchased Shares

Class of Shares	a. Number of tendered shares after conversion	b. Number of purchased shares after conversion
Share certificates	4,374,192 shares	4,374,192 shares
Certificates of share acquisition rights	— shares	— shares
Certificates of corporate bonds with share acquisition rights	— shares	— shares
Beneficiary securities of share certificate in trust ()	— shares	— shares
Depository receipts for share certificate ()	— shares	— shares
Total	4,374,192 shares	4,374,192 shares
(Total number of dilutive share certificates owned)	—	(- shares)

(4) Changes in Ownership Ratio of Shares due to Purchase

Number of voting rights represented by shares held by the Tender Offeror before the Tender Offer	69,510 voting rights	(Ownership Ratio of Shares before the Tender Offer: 54.03%)
Number of voting rights represented by shares held by special related parties before the Tender Offer	21,577 voting rights	(Ownership Ratio of Shares before the Tender Offer: 16.77%)
Number of voting rights represented by shares held by the Tender Offeror after the Tender Offer	113,252 voting rights	(Ownership Ratio of Shares after the Tender Offer: 88.03%)
Number of voting rights represented by shares held by special related parties after the Tender Offer	8,838 voting rights	(Ownership Ratio of Shares after the Tender Offer: 6.87%)
Number of voting rights of all shareholders of the Target Company	128,347 voting rights	

(Note1) “Number of voting rights represented by shares held by special related parties before the Tender Offer” and “Number of voting rights represented by shares held by special related parties after the Tender Offer” are the total number of voting rights represented by shares held by each special related party (other than special related parties who are excluded from the scope of special related parties pursuant to Article 3, paragraph 2, item (i) of the Cabinet Office Order for the purpose of calculating the ownership ratio of shares set out in each item under Article 27-2, paragraph 1 of the Act).

(Note 2) “Number of voting rights of all of the shareholders of the Target Company” is the number of voting rights of all shareholders as of March 31, 2021 as stated in the annual securities report for 55th business period that the Target Company submitted on June 25, 2021 (the “**Target Company Annual Securities Report**”). Provided that, since shares less than one unit are also eligible for the Tender Offer, in the calculation of “Ownership Ratio of shares before the Tender Offer” and “Ownership Ratio of Shares after the Tender Offer”, the denominator is calculated as the number of voting rights (128,648 voting rights) pertaining to the number of shares (12,864,821 shares) obtained by deducting the number of treasury shares owned by the Target Company as of March 31, 2021 set out in the Target Company Annual Securities Report (244,680 shares) from the total number of outstanding shares of the Target Company as of March 31, 2021 set out in the Target Company Annual Securities Report (13,109,501 shares).

(Note 3) The figures in the “Ownership Ratio of Shares before the Tender Offer” and the “Ownership Ratio of Shares after the Tender Offer” are rounded to two decimal places.

(5) Calculation in the Case Where Purchase will be Conducted by the Proportional Distribution Method

Not applicable.

(6) Method of Settlement

(i) Name of Financial Instruments Business Operator or Bank, Etc. in Charge of Settlement of the Tender Offer and Location of its Head Office

SMBC Nikko Securities Inc. 3-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo

(ii) Commencement Date of the Settlement

July 15, 2021 (Thursday)

(iii) Method of Settlement

A written notice of the purchase through the Tender Offer is to be mailed to the address or location of any persons

who are tendering their shares in response to an offer to purchase the shares pertaining to the Tender Offer (the “**Tendering Shareholder, Etc.**”) (in the case of a foreign shareholder, etc., address of its standing proxy) without delay after the completion of the Tender Offer Period. The notice is to be delivered in an electromagnetic method, in the case of tender application via Nikko Easy Trade.

The purchases are to be paid in cash. The sales proceeds pertaining to purchased shares will be remitted from the tender offer agent to an address designated by the Tendering Shareholder, Etc. (in the case of foreign shareholders, etc. the standing proxy) by following instructions of the Tendering Shareholder, Etc. (in the case of foreign shareholders, etc. the standing proxy), without delay after the commencement date of the settlement.

3. Policies after Tender Offer and Future Prospects

There is no change to the policies after the Tender Offer from those stated in the “Notice Concerning Commencement of Tender Offer for Shares of SECOM JOSHINETSU CO., LTD. (Securities Code 4342)” announced by the Tender Offeror on May 28, 2021.

After the Tender Offer, the Tender Offeror intends to conduct a series of procedures to become the sole shareholder of the Target Company. Although the Target Company Shares are listed on the Second Section of the Tokyo Stock Exchange currently, following implementation of the procedures, the Target Company Shares will be delisted pursuant to the Tokyo Stock Exchange’s criteria for delisting shares. Subsequent procedures and steps will be promptly announced by the Target Company once determined.

4. Location at Which Copy of Tender Offer Report Is Available to Public

SECOM CO., LTD.	5-1, Jingumae 1-chome, Shibuya-ku, Tokyo
Tokyo Stock Exchange, Inc.	2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo

[End of Document]

The Tender Offer will be conducted in compliance with the procedures and information disclosure standards set out in the Financial Instruments and Exchange Act of Japan, but those procedures and standards are not necessarily the same as the procedures and information disclosure standards in the United States. In particular, the Tender Offer is not subject to Section 13(e) or Section 14(d) of the United States Securities Exchange Act of 1934 (as amended) or the rules set out thereunder, and the Tender Offer will not be conducted in line with those procedures or standards. The financial data included in this press release is in accordance with the accounting standards of Japan and not those in accordance with the accounting standards of the United States, and not necessarily equivalent to the financial information in accordance with the accounting standards of the United States. The Tender Offeror and the Target Company is a corporation that has been established outside of the United States and all or some of the directors of the Tender Offeror reside outside of the United States, so it may be difficult to exercise any rights or make any demands under the federal securities laws of the United States. It also may be impossible to commence legal proceedings against a corporation or an individual that is based outside of the United States in a court outside of the United States on the grounds of a violation of the federal securities laws of the United States. Additionally, the jurisdiction of a United States court over a corporation or an individual that is based outside of the United States, or a subsidiary or an affiliate of such a corporation may not be recognized.

Unless otherwise provided, all of the procedures concerning the Tender Offer will be conducted in the Japanese language. All or some of the documents related to the Tender Offer are prepared in the English language, and if there is a discrepancy between that English language document and the corresponding Japanese language document, the Japanese language document will prevail.

“Forward looking statements” as defined in Section 27A of the Securities Act of 1933 of the United States (as amended) and Section 21E of the United States Securities Exchange Act of 1934 are included in statements in this press release. There may be a significant difference between actual results and the express or implied predictions, etc. made as “forward looking statements” due to known or unknown risks, uncertainties, and other factors. None of the Tender Offeror or its affiliates covenant that any express or implied result, etc. made as a “forward looking statements” will ultimately be achieved. The “forward looking statements” in this press release have been prepared based on information that is available to the Tender Offeror as of the date of this press release, and unless required by applicable laws and regulations or rules of securities exchanges, none of the Tender Offeror, the Target Company and any of their affiliates has an obligation to update or correct those statements in order to reflect future events or circumstances.