



December 12, 2024

Company Name Toyota Tsusho Corporation
Representative Director Ichiro Kashitani, President
(Securities Code: 8015, Prime Market of TSE & Premier Market of NSE)
Contact: Nobufumi Miura, General Manager, Corporate Communications Department
(Telephone: 052-584-5000)

Announcement of Tender Offer Results for Shares of Elematec Corporation (Securities Code: 2715)

Toyota Tsusho Corporation (hereinafter referred to as the “Tender Offeror”) hereby announces that its board of directors passed a resolution on October 29, 2024 to acquire the common shares of Elematec Corporation (Securities Code: 2715, listed on the Prime Market of Tokyo Stock Exchange, Inc. (hereinafter referred to as “TSE”); hereinafter referred to as the “Target Company”). Such common shares, hereinafter referred to as the “Target Company Shares,” will be acquired by way of tender offer (hereinafter referred to as the “Tender Offer”) stipulated in the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; hereinafter referred to as the “Act”) that began on October 30, 2024 and completed on December 11, 2024, as detailed below.

1. Outline of the Tender Offer, etc.

(1) Name and Address of the Tender Offeror

Toyota Tsusho Corporation
9-8, Meieki 4-chome, Nakamura-ku, Nagoya (CENTURY TOYOTA BLDG.)

(2) Name of the Target Company

Elematec Corporation

(3) Class of Share Certificates, etc. Related to the Tender Offer

Common shares

(4) Number of Shares Scheduled to Be Purchased

Number of Shares to Be Purchased	Lower Limit of Shares to Be Purchased	Upper Limit of Shares to Be Purchased
16,940,333 shares	3,291,600 shares	-shares

(Note 1) If the total number of tendered Target Company Shares (hereinafter referred to as the “Tendered Share Certificates, etc.”) is below the lower limit of shares to be purchased (3,291,600 shares), the Tender Offeror will not purchase any of the Tendered Share Certificates, etc. If the total number of Tendered Share Certificates, etc. is or exceeds the lower limit of shares to be purchased, the Tender Offeror will purchase all the Tendered Share Certificates, etc.

(Note 2) Since no upper limit of shares to be purchased is set for the Tender Offer, the upper limit of Target Company Shares that can be acquired by the Tender Offeror through the Tender Offer is indicated as the number of shares to be purchased. The upper limit is 16,940,333 shares, which is calculated by

subtracting from the total number of shares issued as of September 30, 2024 as stated in the Target Company's Financial Results, "Financial Results for the Second Quarter of the Fiscal Year Ending March 31, 2025 [IFRS] (Consolidated)" released on October 29, 2024 (hereinafter referred to as the "Target Company's Financial Results") (42,304,946 shares), the number of treasury shares held by the Target Company as of the same date as stated in the Target Company's Financial Results (1,358,813 shares) and the number of Target Company Shares held by the Tender Offeror as of October 29, 2024 (24,005,800 shares).

(Note 3) Shares of less than one unit are also subject to the Tender Offer. If shareholders exercise their right to request that the Target Company repurchase its shares of less than one unit in accordance with the Companies Act (Act No. 86 of 2005, as amended), the Target Company may purchase such treasury shares during the period of purchase for the Tender Offer (hereinafter referred to as the "Tender Offer Period").

(Note 4) The treasury shares held by the Target Company will not be purchased through the Tender Offer.

(5) Tender Offer Period

1) Tender Offer Period

From October 30, 2024 (Wednesday) to December 11, 2024 (Wednesday) (30 business days)

2) Possibility of Extension Upon Request of the Target Company

Not applicable

(6) Tender Offer Price

2,400 yen per common share

2. Tender Offer Results

(1) Fulfillment or Nonfulfillment of Condition for the Tender Offer

The Tender Offer was conditional in that if the total number of Tendered Share Certificates, etc. was below the lower limit of shares to be purchased (3,291,600 shares), the Tender Offeror would not purchase any of the Tendered Share Certificates, etc. However, as the total number of Tendered Share Certificates, etc. (13,149,269 shares) has reached the lower limit of shares to be purchased (3,291,600 shares), the Tender Offeror will purchase all of the Tendered Share Certificates, etc. as stated in the public notice of the commencement of the Tender Offer and Tender Offer Notification.

(2) Date of Public Notice of Tender Offer Results and Name of Newspaper Containing It

The Tender Offer results were released to the press on December 12, 2024 at the TSE under Article 27-13, paragraph 1 of the Act, by the method stipulated in Article 9-4 of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of September 30, 1965, as amended) and Article 30-2 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Share Certificates, etc. by Persons Other Than Issuer (Ministry of Finance Order No. 38 of 1990, as amended; hereinafter referred to as the "Cabinet Office Ordinance").

(3) Number of Share Certificates, etc. Purchased by the Tender Offer

Type of Shares	1) Number of Shares Tendered and Equivalent Translated into Shares	2) Number of Shares Purchased and Equivalent Translated into Shares
Share Certificates	13,149,269 shares	13,149,269 shares

Share Acquisition Rights	—	—
Convertible Bonds	—	—
Stock and Other Trust Beneficiary Rights ()	—	—
Stock and Other Depository Receipts ()	—	—
Total	13,149,269	13,149,269
(Total Number of Residual Stocks, etc.)	(—)	(—)

(4) Ownership Percentage of Shares After the Purchase

Number of Voting Rights Pertaining to Shares Owned by Tender Offeror Before the Purchase	240,058 voting rights	(Ownership Percentage of Shares Before the Purchase 58.63%)
Number of Voting Rights Pertaining to Shares Owned by Special Related Parties Before the Purchase	— voting rights	(Ownership Percentage of Shares Before the Purchase 0.00%)
Number of Voting Rights Pertaining to Shares Owned by the Tender Offeror After the Purchase	371,550 voting rights	(Ownership Percentage of Shares After the Purchase 90.74%)
Number of Voting Rights Pertaining to Shares Owned by Special Related Parties After the Purchase	0 voting rights	(Ownership Percentage of Shares After the Purchase 0.00%)
Number of Voting Rights of All Target Company Shareholders, etc.	409,151 voting rights	

(Note 1) The “Number of Voting Rights Pertaining to Shares Owned by Special Related Parties Before the Purchase” and the “Number of Voting Rights Pertaining to Shares Owned by Special Related Parties After the Purchase” indicate the total number of voting rights pertaining to shares owned by each of Special Related Parties (excluding those who are excluded from Special Related Parties in the calculations of the ownership percentage of shares under each item of Article 27-2, paragraph 1 of the Act, pursuant to Article 3, paragraph 2, item 1 of the Cabinet Office Ordinance).

(Note 2) The “Number of Voting Rights of All Target Company Shareholders, etc.” is the number of voting rights of all shareholders (one unit of shares is stated to consist of 100 shares) as of September 30, 2024, as stated in the Semiannual Securities Report for the 79th term submitted by the Target Company on November 8, 2024 (hereinafter referred to as the “Target Company’s Semiannual Securities Report”). However, since shares in quantities of less than one unit are subject to the Tender Offer, for the purpose of calculating the “Ownership Percentage of Shares Before the Purchase” and “Ownership Percentage of Shares After the Purchase,” the number of voting rights (409,461 voting rights) pertaining to the number of shares (40,946,133 shares) obtained by deducting (a) from (b) was used

as the denominator, wherein (a) is the number of treasury shares owned by the Target Company as of September 30, 2024 as stated in the Target Company's Semiannual Securities Report (1,358,813 shares), and (b) is the total number of issued shares of the Target Company as of October 29, as stated in the Target Company's Semiannual Securities Report (42,304,946 shares).

(Note 3) With regard to the "Ownership Percentage of Shares Before the Purchase" and the "Ownership Percentage of Shares After the Purchase," any fraction is rounded off to two decimal places.

(5) Calculation for Purchase by Method of Proportional Distribution

Not applicable

(6) Method of Settlement

- 1) Name and Address of the Head Office of the Financial Instruments Business Operator, Bank, etc., That Settles the Purchase

Nomura Securities Co., Ltd. 1-13-1 Nihonbashi, Chuo-ku, Tokyo

- 2) Commencement Date of Settlement

December 18, 2024 (Wednesday)

- 3) Method of Settlement

After the expiration of the Tender Offer Period, a notice of purchase through the Tender Offer is mailed to the address of any person who accepted an offer to purchase or offered to sell shares related to the Tender Offer (hereinafter referred to as the "Shareholders Applicant") (or the standing proxy in the case of shareholders who are residents of foreign countries and do not have active accounts with the Tender Offer Agent (including corporate shareholders)) without delay.

The purchase is made for cash. After the commencement date of settlement, the Shareholders Applicants may receive the purchase price for the Tender Offer without delay in a manner that they designate, such as remittance. (Remittance fees may be charged.)

3. Policies After the Tender Offer and Future Outlook

- (1) Policies After the Tender Offer

With respect to the policies after the Tender Offer, there have been no changes in the details described in the Tender Offer Registration Statement relating to the Tender Offer.

- (2) Future Outlook

The impact of the Tender Offer on the financial performance of the Tender Offeror is currently under review. If any facts arise that require public disclosure, they will be disclosed promptly.

4. Place for Public Inspection of Copies of Tender Offer Report

Toyota Tsusho Corporation Nagoya Head Office

(9-8, Meieki 4-chome, Nakamura-ku, Nagoya (CENTURY TOYOTA BLDG.)

Toyota Tsusho Corporation Tokyo Head Office

(3-13, Konan 2-chome, Minato-ku, Tokyo)

Tokyo Stock Exchange, Inc.

(2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo)