

September 25, 2025

To whom it may concern:

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

**Notice Concerning Results of Tender Offer for Shares, Etc. of TechnoPro Holdings, Inc.
(Securities Code: 6028)**

BXJE II Holding KK (the "Offeror") decided on August 6, 2025 to acquire all of the common shares (the "Target's Stock") of TechnoPro Holdings, Inc. (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 August 7, 2025. Since the Tender Offer has been concluded on September 24, 2025, the Offeror hereby announces the result of the Tender Offer as described below.

1. Outline of purchase

(1) Name and address of the Offeror

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

(2) Name of the Target

TechnoPro Holdings, Inc.

(3) Class of Shares, Etc. pertaining to purchase

(I) Common stock

(II) Depositary receipt of Shares, Etc.

Depositary receipts of shares issued in the United States by The Bank of New York Mellon (the "Depositary Bank") representing the Target's Stock deposited with the Depositary Bank (hereinafter referred to as "American Depositary Shares," and the securities representing the American Depositary Shares are referred to as "American Depositary Receipts").

(Note) According to the Form F-6 pertaining to the American Depositary Shares filed with the U.S. Securities and Exchange Commission as of October 11, 2019, by the Depositary Bank, the American Depositary Shares were issued in cooperation with the Target. In the Tender Offer, since the Offeror aims to acquire all of the Target's Stock (excluding treasury shares held by the Target), the Offeror is, in accordance with the provisions of Article 27-2, Paragraph 5 of the Act and Article 8, Paragraph 5, Item 3 of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended; the "Enforcement Order"), required to solicit offers to sell all Shares, Etc. issued by the Target. Accordingly, the American Depositary Shares that represent shares of the Target's Stock are included in the class of Shares, Etc. pertaining to purchase. On the other hand, since the American Depositary Shares are securities issued in the United States, and there are no financial instruments business operators that can act as tender offer agents in practice for the purpose of acquiring the American Depositary Shares in the Tender Offer being conducted outside the United States by the Offeror, who is a resident of Japan, it

has been found to be difficult for the Offeror to acquire the American Depositary Shares themselves in the Tender Offer. Therefore, in the Tender Offer, only tenders of shares of the Target's Stock are accepted, and tenders of the American Depositary Shares themselves are not accepted, and tenders of shares of the Target's Stock deposited with the Depositary Bank represented by the American Depositary Shares are accepted.

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

Number of tendered shares to be purchased	Minimum number of tendered shares to be purchased	Maximum number of tendered shares to be purchased
104,190,183 shares	69,460,100 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 (69,460,100 shares), the Offeror will purchase 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, the Offeror will purchase all of the Tendered Shares.

(Note 2) Shares less than 1 unit are also subject to the Tender Offer. If a shareholder exercises the right to demand purchase of shares amounting to less than 1 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 3) The treasury shares held by the Target are not scheduled to be acquired through the Tender Offer.

(Note 4) Since the maximum number of tendered shares to be purchased in the Tender Offer has not been set, the maximum number of Shares, Etc. that the Offeror may purchase in the Tender Offer (104,190,183 shares) is described as the number of tendered shares to be purchased. This maximum number is the number of shares (104,190,183 shares; the "Base Number of Shares") calculated by deducting the number of treasury shares held by the Target as of June 30, 2025 (309,817 shares) as stated in the "Summary of Consolidated Financial Statements (IFRS) for the Fiscal Year Ended June 30, 2025" published by the Target on August 6, 2025 (the "Summary Financial Statements for the Fiscal Year Ended June 30, 2025"), from the total number of issued and outstanding shares as of June 30, 2025 (104,500,000 shares), as stated in the Summary Financial Statements for the Fiscal Year Ended June 30, 2025.

(5) Period of purchase

(I) Period of purchase

32 business days from August 7, 2025 (Thursday) to September 24, 2025 (Wednesday)

(II) Possibility of extension upon request by the Target

N/A

(6) Purchase price

(I) 4,870 yen per share of common stock

(II) Depository receipt of Shares, Etc.

4,870 yen per share of the Target's Stock pertaining to the American Depositary Shares represented by the American Depositary Receipts

(Note) In the Tender Offer, tenders of the American Depositary Shares themselves are not accepted, and tenders of shares of the Target's Stock represented by the American Depositary Shares are accepted. Therefore, with respect to the purchase price of the American Depositary Shares, the purchase price per share of the Target's Stock to be issued by delivering the American Depositary Shares to the Depositary Bank is described.

2. Results of purchase

(1) Outcome of tender offer

In the Tender Offer, the Offeror 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 (69,460,100 shares), the Offeror will purchase none of the Tendered Shares. However, the total number of the Tendered Shares (83,300,919 shares) was no less than the minimum number of tendered shares to be purchased in the Tender Offer (69,460,100 shares), and therefore the Offeror 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 at the TSE on September 25, 2025 in accordance with the procedures prescribed in Article 9-4 of the Enforcement Order 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, Etc.	(i) Number of Tender Applications Converted into Shares	(ii) Number of Purchases Converted into Shares
Shares Certificates	83,300,919 shares	83,300,919 shares
Certificate of stock acquisition rights	-	-
Certificate of corporate bonds with stock acquisition rights	-	-
Beneficiary certificate of trust of Shares, Etc. ()	-	-
Depository receipt for Shares, Etc. (American Depositary Shares)	-	-
Total	83,300,919 shares	83,300,919 shares
(Total of potential Shares, Etc.)	-	-

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

Number of voting rights pertaining to the Shares, Etc. held by the Offeror before purchase	- units	(Ownership ratio of Shares, Etc. before purchase: - %)
Number of voting rights pertaining to the Shares, Etc. held by special related	- units	(Ownership ratio of Shares, Etc. before purchase: - %)

parties before purchase		
Number of voting rights pertaining to the Shares, Etc. held by the Offeror after purchase	833,009 units	(Ownership ratio of Shares, Etc. after purchase: 79.95 %)
Number of voting rights pertaining to the Shares, Etc. held by special related parties after purchase	- units	(Ownership ratio of Shares, Etc. after purchase: - %)
Total number of voting rights of all shareholders, etc. of the Target	1,041,656 units	

(Note 1) Each of "Number of voting rights pertaining to the Shares, Etc. held by special related parties before purchase" and "Number of voting rights pertaining to the Shares, Etc. held by special related parties after purchase" 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, etc. of the Target" is the number of the voting rights of all shareholders as of December 31, 2024 as described in the Semi-annual Report for the 20th Fiscal Period submitted by the Target on February 13, 2025 (the number of shares in 1 unit is stated as 100 shares). However, because shares less than one unit were also subject to the Tender Offer, "Ownership ratio of Shares, Etc. before purchase" and "Ownership ratio of Shares, Etc. after purchase" were calculated based on the denominator of the number of voting rights (1,041,901 units) pertaining to the Base Number of Shares (104,190,183 shares).

(Note 3) "Ownership ratio of Shares, Etc. before purchase" and "Ownership ratio of Shares, Etc. after purchase" are rounded to the nearest thousandth (3 decimal places).

(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

Nomura Securities Co., Ltd.

13-1, Nihombashi 1-chome, Chuo-ku, Tokyo

(II) Commencement date of settlement

October 1, 2025 (Wednesday)

(III) Method of settlement

A notice of purchase through the Tender Offer shall be mailed to the addresses of the shareholders who accepted the offer to purchase or sold their Shares, Etc. in connection with the Tender Offer (the "Tendering Shareholders") (or the addresses of standing proxies in the case of shareholders that reside outside Japan and do not have a brokerage account with the tender offer agent (including corporate shareholders)) without delay after the expiry of the Tender Offer Period. Payment for the shares will be made in cash. The Tendering Shareholders may receive the proceeds from the Tender Offer without delay after the commencement date of settlement by means of remittance or other means of payment as instructed by the Tendering Shareholder (Bank transfer fees may apply).

3. Policies after the Tender Offer and Future Prospects

Regarding the policies after the Tender Offer, there is no change to the matters described in "Notice Concerning Commencement of Tender Offer for Shares, Etc. of TechnoPro Holdings, Inc. (Securities Code: 6028)" released by the Offeror on August 6, 2025 (including matters changed by filing "(Amendment) Notice Concerning Changes to 'Notice Concerning Commencement of Tender Offer for Shares, Etc. of TechnoPro Holdings, Inc. (Securities Code: 6028)' and Amendment of Public Notice of Commencement of Tender Offer Following Submission of Amendment of Tender Offer Statement" dated August 22, 2025 and "(Amendment) Notice Concerning Changes to 'Notice Concerning Commencement of Tender Offer for Shares, Etc. of TechnoPro Holdings, Inc. (Securities Code: 6028)' and Amendment of Public Notice of Commencement of Tender Offer Following Submission of Amendment of Tender Offer Statement" dated August 28, 2025).

Following the results of the Tender Offer, the Offeror plans to make the Offeror the sole shareholder of the Target and make the Target a wholly-owned subsidiary of the Offeror. 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

BXJE 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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