

(Translation)

January 26, 2016

To Whom It May Concern:

Company Name: Message Co., Ltd. (the
“Company”)

Name of Toshio Sato
Representative: President and Representative
Director
(JASDAQ Code Number: 2400)

Name and Title of Keijiro Ishibe
Contact Person: Director of Business Planning
Division

Telephone Number: 086-242-1551

**Notice Regarding the Results of the Tender Offer for the Company Shares
by Sompo Japan Nipponkoa Holdings, Inc.,
and the Change of the Principal and Largest Shareholder and Other Associated
Company**

The Company hereby announces that a tender offer for the common shares of the Company (the “Company Shares”), which had been conducted by Sompo Japan Nipponkoa Holdings, Inc. (the “Tender Offeror”) since December 21, 2015 (the “Tender Offer” or “First Tender Offer”), ended on January 25, 2016, as stated below.

The Company also announces that its principal and largest shareholder and other associated company is expected to be changed on January 28, 2016 as a result of the Tender Offer.

I. Results of the Tender Offer

Today, the Company received a report from the Tender Offeror on the results of the Tender Offer, as described in the attachment titled “Announcement Concerning Results of Tender Offer (First) for Shares of Message Co., Ltd. (Stock Code: 2400).”

II. Change of the Principal and Largest Shareholder and Other Associated Company

1. Background to the Change

The Tender Offeror conducted the Tender Offer for the tender offer period, which is from December 21, 2015 through January 25, 2016. The Tender Offer ended on January 25, 2016, and today, the Company received a report from the Tender Offeror stating that 6,984,800 Company Shares were tendered, and the Tender Offeror would purchase all the shares.

Consequently, if the Tender Offer is settled, the Tender Offeror will become the principal and largest shareholder and other associated company of the Company, because the ratio of the number of voting rights held by the Tender Offeror to the number of voting rights of all shareholders of the Company will be 20% or more as of January 28, 2016 (the commencement date of the settlement of the Tender Offer), and the Tender Offeror will become the shareholder with the largest number of shares of the Company. In addition, if the Tender Offer is settled, Yugen Kaisha Higashiune Shoji, which has been the principal and largest shareholder of the Company so far, will no longer be the principal and largest shareholder and other associated

company of the Company on the date of the settlement as a result of the tender of all of its Company Shares in the Tender Offer.

2. Outline of the Shareholders Changed

(1) Outline of the shareholder who will become the principal and largest shareholder and other associated company

(1)	Name	Sompo Japan Nipponkoa Holdings, Inc.	
(2)	Address	26-1, Nishi-Shinjuku 1-chome, Shinjuku-ku, Tokyo	
(3)	Name and Title of Representative	Kengo Sakurada Group CEO, Representative Director, President	
(4)	Business Activities	Management of P&C insurance companies, life insurance companies, and other companies controlled as subsidiaries pursuant to the Insurance Business Act, and other related operations	
(5)	Capital	100 billion yen (as of September 30, 2015)	
(6)	Date of Establishment	April 1, 2010	
(7)	Consolidated Net Assets	1,651,978 million yen (as of September 30, 2015)	
(8)	Consolidated Total Assets	10,184,904 million yen (as of September 30, 2015)	
(9)	Major Shareholders and Shareholding Ratio (as of September 30, 2015)	STATE STREET BANK AND TRUST COMPANY	5.71%
		The Master Trust Bank of Japan, Ltd. (trust account)	4.54%
		Japan Trustee Services Bank, Ltd. (trust account)	4.06%
		The Dai-ichi Life Insurance Company, Limited	2.46%
		NKSJ Holdings Employee Shareholders Association	2.38%
		Nippon Express Co., Ltd.	1.93%
		THE BANK OF NEW YORK MELLON SA/NV 10	1.79%
		STATE STREET BANK AND TRUST COMPANY 505225	1.43%
		MELLON BANK, N.A. AS AGENT FOR ITS CLIENT MELLON OMNIBUS US PENSION	1.31%
BNY GCM CLIENT ACCOUNT JPRD AC ISG (FE-AC)	1.16%		
(10)	Relationship between the Company and the Shareholder	Capital Relationship	Sompo Japan Nipponkoa Insurance Inc., which is a subsidiary of the Tender Offeror, holds 703,500 Company Shares (the ratio to the number of voting rights of all shareholders (Note): 3.50%) as of today.
		Personnel Relationship	Five (5) employees of Sompo Japan Nipponkoa Insurance Inc., which is a subsidiary of the Tender Offeror, are seconded to the Company.

	Business Relationship	There is no particular business relationship between the Company and the Tender Offeror.
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(Note) As shares constituting less than a whole unit were subject to the Tender Offer, the ratio to the number of voting rights of all shareholders is the ratio (any fraction to be rounded off to two decimal places) to the number of voting rights (200,799 units) corresponding to the number of shares (20,079,926 shares), which is calculated by deducting from the total number of the issued common shares of the Company as of September 30, 2015 (20,080,000 shares), as set forth in the 19th Business Period Second Quarterly Report published by the Company on November 12, 2015 (the “19th Business Period Second Quarterly Report”), the number of treasury shares (74 shares) held by the Company as of September 30, 2015, as set forth in the Summary of Financial Results for the second quarter of the business period ending in March 2016 published by the Company on November 9, 2015. The same shall apply in the calculation of the ratio to the number of voting rights of all shareholders and the voting right ratio.

(2) Outline of the shareholder who will no longer be the principal and largest shareholder and other associated company

(1) Name	Yugen Kaisha Higashiune Shoji	
(2) Address	110-45, Higashiune, Minami-ku, Okayama-shi, Okayama	
(3) Name and Title of Representative	Toshie Hashimoto, President and Representative Director	
(4) Business Activities	Real estate management business	
(5) Capital	5 million yen	
(6) Date of Establishment	May 1, 1981	
(7) Consolidated Net Assets	Unknown	
(8) Consolidated Total Assets	Unknown	
(9) Major Shareholders and Shareholding Ratio	Unknown	
(10) Relationship between the Company and the Shareholder	Capital Relationship	Yugen Kaisha Higashiune Shoji holds 5,800,000 Company Shares (the ratio to the number of voting rights of all shareholders: 28.88%) as of today.
	Personnel Relationship	Toshiaki Hashimoto, who is the representative director and chairperson of board of directors of the Company, is also a director of Yugen Kaisha Higashiune Shoji.
	Business Relationship	Not applicable.

3. Number of Voting Rights Held (Number of Shares Held) by the Shareholders and Voting Right Ratio Before and After the Change

(1) Sampo Japan Nipponkoa Holdings, Inc.

	Relationship	Number of Voting Rights/Number of Shares Held (Voting Right Ratio)			Major Shareholder Ranking
		Direct Ownership	Indirect Ownership	Total	
Before Change	-	-	7,035 units /703,500 shares (3.50%)	7,035 units /703,500 shares (3.50%)	3rd
After Change	the principal and largest shareholder and other associated company	69,848 units /6,984,800 shares (34.79%)	7,035 units /703,500 shares (3.50%)	76,883 units /7,688,300 shares (38.29%)	1st

(Note) The number of voting rights/number of shares held (voting right ratio) indicated in the “Indirect Ownership” column relates to the voting rights/shares held by Sampo Japan Nipponkoa Insurance Inc., a wholly owned subsidiary of the Tender Offeror.

(2) Yugen Kaisha Higashiune Shoji

	Relationship	Number of Voting Rights/Number of Shares Held (Voting Right Ratio)			Major Shareholder Ranking
		Direct Ownership	Indirect Ownership	Total	
Before Change	the principal and largest shareholder and other associated company	58,000 units /5,800,000 shares (28.88%)	-	58,000 units /5,800,000 shares (28.88%)	1st
After Change	-	-	-	-	-

(Note) The major shareholder ranking is a ranking based on the number of voting rights indicated in the “Total” column.

4. Scheduled Date of Change

January 28, 2016 (the commencement date of the settlement of the Tender Offer)

5. Whether There Will Be a Change in the Unlisted Parent Company, etc. Which Must be Disclosed

Not applicable.

6. Future Outlook

As announced in the Company’s press release dated December 18, 2015 titled “Notice of Expression of Opinion Regarding the Tender Offer for the Company Shares by Sampo Japan Nipponkoa Holdings, Inc.” (the “Press Release dated December 18, 2015”), according to the Tender Offeror, upon completion of the First Tender Offer, the Tender Offeror will conduct a tender offer at a purchase price (3,500 yen) higher than the purchase price per Company Share in the First Tender Offer (2,500 yen) (the “Second Tender Offer,” and together with the First Tender Offer, the “Dual Tender Offers”; a series of transactions, including the Dual Tender

Offers, with the aim of making the Company a consolidated subsidiary being the “Transactions”) promptly after the settlement of the First Tender Offer is completed. Since the Tender Offeror aims at making the Company a consolidated subsidiary through the Transactions, the Tender Offeror currently does not plan to acquire additional Company Shares, other than the acquisition of the Company Shares held by Sompo Japan Nipponkoa Insurance Inc., a wholly-owned subsidiary of the Tender Offeror, through a dividend of surplus or other methods, in the case where the Tender Offeror is able to acquire a majority of the voting rights of the Company Shares (10,060,100 shares; shareholding ratio (Note): 50.10%) through the Dual Tender Offers. Furthermore, as announced in the Press Release dated December 18, 2015, the board of directors of the Company resolved that, as of December 18, 2015, it would support the Second Tender Offer if the Second Tender Offer is to be conducted, and defer to the decision of its shareholders as to whether to apply for the Second Tender Offer. The Company will announce the details once they are decided.

(Note) The “shareholding ratio” means the ratio of the number of shares held to the total number of the issued common shares of the Company as of September 30, 2015 (20,080,000 shares), as set forth in the 19th Business Period Second Quarterly Report, and any fraction is rounded off to two decimal places.

End

(Attachment) “Announcement Concerning Results of Tender Offer (First) for Shares of Message Co., Ltd. (Stock Code: 2400)”

[Soliciting Regulations]

This press release is intended for the announcement of the Dual Tender Offers to the general public and has not been prepared for the purpose of soliciting an offer to sell the shares. If a shareholder wishes to make an offer to sell his or her shares, the shareholder should first read the Tender Offer Explanatory Statement for the Dual Tender Offers and offer his or her shares for sale at his or her own discretion. This press release shall neither be, nor constitute a part of, an offer or a solicitation to sell, or a solicitation of an offer to purchase, any securities, and neither this press release (or a part thereof) nor the fact of its distribution shall be interpreted to be the basis of any agreement in relation to the Dual Tender Offers, and this press release may not be relied on at the time of entering into any such agreement.

[U.S. Regulations]

- The Dual Tender Offers are to be conducted by the Tender Offeror, for securities of the Company, a company incorporated in Japan. As these companies are located in Japan and most officers of these companies reside in Japan, it may be difficult to exercise rights and make claims under the securities-related laws of the U.S. in connection with the Dual Tender Offers. It may not be possible to initiate legal proceedings against these companies or their officers in courts outside of the U.S. on the ground of a violation of the securities-related laws of the U.S. Moreover, there is no guarantee that these companies or their officers or any other affiliates of these companies could be forced to submit to the jurisdiction of U.S. courts. In addition, the Dual Tender Offers are to be conducted in accordance with the procedures and information disclosure standards prescribed in the Act. However, these procedures and standards are not necessarily identical to the corresponding procedures and standards in the U.S. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934, as amended (the “U.S. Securities Exchange Act of 1934”), and the rules prescribed thereunder do not apply to the Dual Tender Offers, and the Dual Tender Offers do not conform to those procedures and standards. All financial information contained in this press release is created based on the Japanese accounting standards and is not based on the U.S. accounting standards. Therefore, the contents of such information are not necessarily equivalent to those created based on the U.S. accounting standards.
- Unless otherwise provided, all procedures for the Dual Tender Offers shall be conducted in the Japanese language. All or some portion of the documents relating to the Dual Tender Offers may be prepared in the English language. However, should there be any inconsistency between a document in English and that in Japanese, the Japanese document shall prevail.
- This press release contains “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933, as amended, and Section 21E of the U.S. Securities Exchange Act of 1934. Due to any known or unknown risks, uncertainty, or other factors, it is possible that actual results may differ greatly from the projections expressly or implicitly indicated as “forward-looking statements”. The Company or its affiliated companies do not guarantee that the projections expressly or implicitly indicated as “forward-looking statements” will result in being correct. The “forward-looking statements” in this press release were prepared based on the information held by the Company as of the date of this press release, and unless required by laws to do so, the Company or its affiliated companies are not obliged to update or modify such statements in order to reflect any future event or condition.

January 26, 2016

To Whom It May Concern:

Company Name:	Sompo Japan Nipponkoa Holdings, Inc.
Name of Representative:	Kengo Sakurada, Group CEO Representative Director, President and Executive Officer (Stock Code: 8630, the first section of Tokyo Stock Exchange, Inc.)
Name and Title of Contact Person:	Nobutaka Yasukawa, Manager of the Public Relations Department Telephone Number: 03-3349-3723

Announcement Concerning Results of Tender Offer (First)
for Shares of Message Co., Ltd. (Stock Code: 2400)

As announced in the “Announcement Concerning Commencement of Tender Offer for Shares of Message Co., Ltd. (Stock Code: 2400)” dated December 18, 2015 (the “Press Release Dated December 18, 2015”), Sompo Japan Nipponkoa Holdings, Inc. (the “Company” or the “Tender Offeror”) resolved, at its board of directors’ meeting held on December 18, 2015, that it would acquire the shares of common stock of Message Co., Ltd. (Stock Code: 2400, Tokyo Stock Exchange, Inc. (“TSE”) JASDAQ (Standard) market; the “Target Company”) (the “Target Company Shares”), through the tender offer (the “First Tender Offer” or the “Tender Offer”) in accordance with the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “Act”) and conducted the First Tender Offer commencing on December 21, 2015. Since the First Tender Offer was completed on January 25, 2016, the Company hereby announces the results thereof, as stated below.

As announced in the Press Release Dated December 18, 2015, the Company will conduct the tender offer (the “Second Tender Offer”), for which the tender offer period will be set to commence on January 29, 2016 and end on February 29, 2016, to purchase all of the Target Company Shares (excluding the Target Company Shares held by the Company as a result of the Tender Offer and treasury shares held by the Target Company), with the aim of acquiring the Target Company Shares held by shareholders of the Target Company, thereby completing making the Target Company a consolidated subsidiary of the Company.

The tender offer price per share of the Target Company Shares for the Second Tender Offer (the “Second Tender Offer Price”) will be 3,500 yen, which will be 1,000 yen (40%) higher than the tender offer price per share of the Target Company Shares for the First Tender Offer (i.e., 2,500 yen). The Second Tender Offer is not to be implemented with the intention to delist the Target Company Shares, and the Company and the Target Company intend to maintain the listing of the Target Company Shares after the completion of the Second Tender Offer as well; however, from the perspective of ensuring the opportunity for shareholders of the Target Company who wish to sell the Target Company Shares at the Second Tender Offer Price, no maximum or minimum number would be set on the number of shares intended to be purchased at the Second Tender Offer.

1. Overview of the Tender Offer

(1) Name and Address of the Tender Offeror

Sompo Japan Nipponkoa Holdings, Inc.
26-1, Nishi-Shinjuku 1-chome, Shinjuku-ku, Tokyo

(2) Name of the Target Company

Message Co., Ltd.

(3) Class of Shares to be Purchased

Common stock

(4) Number of Shares to be Purchased in the Tender Offer

Number of shares intended to be purchased	Minimum number of shares intended to be purchased	Maximum number of shares intended to be purchased
9,336,400	6,964,800	9,336,400

(Note 1) If the total number of shares tendered in the First Tender Offer is less than the number indicated above in “Minimum number of shares intended to be purchased” (6,964,800 shares), none of the tendered shares will be purchased by the Tender Offeror. If the total number of shares tendered in the First Tender Offer exceeds the number indicated in “Maximum number of shares intended to be purchased” (9,336,400 shares), all or part of shares exceeding such number shall not be purchased. In such event, delivery or other settlement of the purchased shares shall be conducted under the method of proportional distribution as set forth in Article 27-13, Paragraph 5 of the Act and Article 32 of the Cabinet Ordinance Concerning the Disclosure of Tender Offers for Shares, Etc., by Persons Other Than Issuers (Ministry of Finance Ordinance No. 38 of 1990, as amended; the “TOB Order”).

(Note 2) The Company does not intend to acquire treasury shares held by the Target Company through the Tender Offer.

(Note 3) Shares constituting less than a whole unit will also be subject to purchase through the Tender Offer. The Target Company may purchase its own shares in accordance with legal procedures during the tender offer period of the Tender Offer (the “Tender Offer Period”) from any shareholder who exercises the right under the Companies Act (Act No. 86 of 2005, as amended) to require the Target Company to purchase shares constituting less than a whole unit.

(5) Tender Offer Period

(i) Tender Offer Period as of the time of filing the registration statement

From Monday, December 21, 2015 through Monday, January 25, 2016 (20 business days)

(ii) Possible extension of the Tender Offer Period based on the Target Company’s request

If the Target Company had submitted an opinion report requesting an extension of the Tender Offer Period pursuant to Article 27-10, Paragraph 3 of the Act, the Tender Offer Period would have been extended to 30 business days in Japan, until Monday, February 8, 2016; however, such opinion was in fact not submitted.

(6) Tender Offer Price

2,500 yen per share of common stock

2. Results of the Tender Offer

(1) Outcome of the Tender Offer

In the Tender offer, as the total number of shares tendered in the First Tender Offer (6,984,800 shares) reached the number indicated above in “Minimum number of shares intended to be purchased” (6,964,800 shares), and the total number of shares tendered in the First Tender Offer did not exceed the number indicated in “Maximum number of shares intended to be purchased” (9,336,400 shares), all of the tendered shares will be purchased, as stated in the public notice of

the Tender Offer and the Tender Offer Registration Statement (as amended by the Amendment to the Tender Offer Registration Statement that was submitted subsequently).

(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 January 26, 2016, the Tender Offeror announced to the press at TSE the results of the Tender Offer, 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 TOB Order.

(3) Number of Purchased Shares

Classes of shares, etc.	a. Number of tendered shares following conversion	b. Number of purchased shares following conversion
Shares	6,984,800 shares	6,984,800 shares
Stock Acquisition Rights	— shares	— shares
Bonds with Stock Acquisition Rights	— shares	— shares
Trust Beneficiary Certificate for Shares ()	— shares	— shares
Depository Receipts for Shares ()	— shares	— shares
Total	6,984,800 shares	6,984,800 shares
(Total number of shares (diluted))	—	(— shares)

(4) Ownership Percentage of Shares after the Tender Offer

Number of Voting Rights Represented by Shares Owned by Tender Offeror prior to the Tender Offer	-	(Ownership Percentage of Shares prior to the Tender Offer: - %)
Number of Voting Rights Represented by Shares Owned by Specially Related Parties prior to the Tender Offer	7,035	(Ownership Percentage of Shares prior to the Tender Offer: 3.50%)
Number of Voting Rights Represented by Shares Owned by Tender Offeror following the Tender Offer	69,848	(Ownership Percentage of Shares following the Tender Offer: 34.79%)
Number of Voting Rights Represented by Shares Owned by Specially Related Parties following the Tender Offer	7,035	(Ownership Percentage of Shares following the Tender Offer: 3.50%)
Total Number of Voting Rights of Shareholders of the Target Company	200,773	

(Note 1) The “Total Number of Voting Rights of Shareholders of the Target Company” represents the total number of voting rights of all shareholders of the Target Company as of September 30, 2015, as described in the 19th Business Period Second Quarterly Report filed by the Target Company on November 12, 2015 (the “Target Company’s 19th Business Period Second Quarterly Report”) (described on the assumption that 1 unit is 100 shares). However, because shares constituting less than a whole unit (except for the treasury shares constituting less than a whole unit held by the Target Company) were also subject to the Tender Offer, for the purpose of calculating the “Ownership Percentage of Shares prior to the Tender Offer” and the “Ownership

Percentage of Shares following the Tender Offer”, the “Total Number of Voting Rights of Shareholders of the Target Company” used in the calculation (200,799 units) is the number of voting rights corresponding to the number of shares (20,079,926 shares) obtained by deducting (i) the number of the treasury shares as of September 30, 2015, as described in the Summary of Financial Statements for the Second Quarterly Report of the Fiscal Year Ending March 2016 (74 shares), from (ii) the number of the total issued shares of the Target Company as of September 30, 2015, as described in the Target Company’s 19th Business Period Second Quarterly Report (20,080,000 shares).

(Note 2) The “Ownership Percentage of Shares prior to the Tender Offer” and the “Ownership Percentage of Shares following the Tender Offer” are rounded to the nearest hundredth of a percent.

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

Not applicable.

(6) Method of Settlement

(i) Name and Location of Head Office of Security Companies and Banks, etc. in Charge of Settlement for the Tender Offer

Mizuho Securities Co., Ltd.
5-1, Otemachi, 1-chome, Chiyoda-Ku, Tokyo

(ii) Commencement Date of Settlement

January 28, 2016 (Thursday)

(iii) Method of Settlement

A notice of purchase will be mailed to the address of Tendering Shareholders (or the standing proxy in case of Foreign Shareholders) promptly after the end of the Tender Offer Period. Purchases will be made in cash. The Tender Offer Agent will, in accordance with the instructions of Tendering Shareholders (or the standing proxy in case of Foreign Shareholders), remit the purchase price promptly after the commencement date of settlement to the account designated by Tendering Shareholders (the standing proxy in case of Foreign Shareholders) or pay to the account of Tendering Shareholders with the Tender Offer Agent where the application of Tendering Shareholders was accepted.

3. Policies after the Tender Offer and Future Prospects

With respect to the policies after the Tender Offer, and future prospects, there is no change from those described in the Press Release Dated December 18, 2015.

4. Places Where Copy of Tender Offer Report Is Kept for Public Inspection

Sompo Japan Nipponkoa Holdings, Inc.
(26-1, Nishi-Shinjuku 1-chome, Shinjuku-ku, Tokyo)

Tokyo Stock Exchange, Inc.
(2-1, Nihonbashi Kabuto-cho, Chuo-ku, Tokyo)

(End of Document)

[Soliciting Regulations]

This press release is intended for the announcement of the Tender Offer and the Second Tender Offer (the “Dual Tender Offers”) to the general public and has not been prepared for the purpose of soliciting an offer to sell the shares. If a shareholder wishes to make an offer to sell his or her shares, the shareholder should first read the Tender Offer Explanatory Statement for the Dual Tender Offers and offer his or her shares for sale at his or her own discretion. This press release shall neither be, nor constitute a part of, an offer or a solicitation to sell, or a solicitation of an offer to purchase, any securities, and neither this press release (or a part thereof) nor the fact of its distribution shall be interpreted to be the basis of any agreement in relation to the Tender Offer, and this press release may not be relied on at the time of entering into any such agreement.

[U.S. Regulations]

- The Dual Tender Offers are to be conducted by the Company, the Tender Offeror, for securities of the Target Company, a company incorporated in Japan. As these companies are located in Japan and most officers of these companies reside in Japan, it may be difficult to exercise rights and make claims under the securities-related laws of the U.S. in connection with the Dual Tender Offers. It may not be possible to initiate legal proceedings against these companies or their officers in courts outside of the U.S. on the ground of a violation of the securities laws of the U.S. Moreover, there is no guarantee that these companies or their officers or any other affiliates of these companies could be forced to submit to the jurisdiction of U.S. courts. In addition, the Dual Tender Offers are to be conducted in accordance with the procedures and information disclosure standards prescribed in the Act. However, these procedures and standards are not necessarily identical to the corresponding procedures and standards in the U.S. In particular, Section 13(e) and Section 14(d) of the U.S. Securities Exchange Act of 1934, as amended (the “U.S. Securities Exchange Act of 1934”), and the rules promulgated thereunder do not apply to the Dual Tender Offers, and the Dual Tender Offers do not conform to the procedures and standards provided under such laws and regulations. All financial information contained in this press release has been prepared based on Japanese accounting standards and is not based on U.S. accounting standards. Therefore, such financial information is not necessarily equivalent to financial information prepared based on U.S. accounting standards.
- Unless otherwise provided, all procedures for the Dual Tender Offers shall be conducted in the Japanese language. All or some portion of the documents relating to the Dual Tender Offers may be prepared in the English language. However, should there be any inconsistency between a document in English and that in Japanese, the Japanese document shall prevail.
- This press release contains “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933, as amended, and Section 21E of the U.S. Securities Exchange Act of 1934. Due to any known or unknown risks, uncertainties, or other factors, it is possible that actual results may differ materially from the projections expressly or implicitly indicated by such “forward-looking statements”. Neither the Tender Offeror nor its affiliated companies guarantee that the projections expressly or implicitly indicated by such “forward-looking statements” will be accurate. The “forward-looking statements” in this press release were prepared based on information available to the Tender Offeror as of the date of this press release, and unless required by law to do so, neither the Tender Offeror nor its affiliated companies are obliged to update or modify such statements in order to reflect any future event or condition.
- The financial advisor to the Tender Offeror, and its affiliated companies may, within their ordinary course of secondary market business and to the extent permitted under Japan’s financial instruments laws and other applicable laws and in accordance with the requirements of Rule 14e-5(b) under the U.S. Securities Exchange Act of 1934, prior to the commencement of, or during the tender offer period of any of the Dual Tender Offers, engage in the purchase of shares of common stock of the Target Company for their own account or for their customers’ accounts by means other than pursuant to the Dual Tender Offers. If any information concerning such purchase is disclosed in Japan, disclosure in the English language will be made on the Company’s website or through other disclosure methods.