

Notice Regarding Results of Repurchase through Tender Offer and Change in Major Shareholder

At the board of directors' meeting held on May 14, 2025, as stated below, as a specific method of repurchasing treasury shares pursuant to the provisions of Article 156 of the Companies Act (Act No. 86, 2005, including subsequent revisions, the "Companies Act") as applied *mutatis mutandis* pursuant to the provisions of Article 165, Paragraph 3 of the Companies Act and the Company's articles of incorporation, the Company resolved to repurchase treasury shares, and as a specific method thereof, to conduct a tender offer of treasury shares (the "Tender Offer"). The Tender Offer was initiated on May 15, 2025 and ended on June 11, 2025. Purchases of treasury shares (market purchases) after the completion of the Tender Offer will be made as stated in "Notice Regarding Repurchase of Treasury Shares and Tender Offer for Treasury Shares" published on May 14, 2025. The Company also hereby announces that on July 3, 2025, the commencement date of settlement of the Tender Offer, a change will occur in the major shareholder of the Company.

I. Results of the Tender Offer

1. Tender Offer outline

(1) Name and address of tender offeror

KDDI Corporation, 2-3-2, Nishishinjuku, Shinjuku-ku, Tokyo

(2) Type of listed share certificates under the Tender Offer

Ordinary shares

(3) Period of the Tender Offer

1) Period of the Tender Offer

From Thursday, May 15 to Wednesday, June 11, 2025 (20 business days)

2) Publication date for commencing the Tender Offer

Thursday, May 15, 2025

(4) Tender Offer Price

2,307 yen per share of ordinary shares

(5) Settlement Method

1) Name and address of the head office of financial instruments business operator/bank that will conduct settlement of the Tender Offer

(Tender Offer Agent)

Daiwa Securities Co., Ltd., 1-9-1 Marunouchi, Chiyoda-ku, Tokyo

2) Commencement Date of Settlement

Thursday, July 3, 2025

3) Settlement Method

When the period of the Tender Offer ends, a written notice for purchase, etc. will be sent by mail without delay to the address or location of any person who consents to the application for the purchase, etc., or persons

who apply for the sale, etc. of share certificates in relation to the Tender Offer (the “Tendering Shareholders”) (standing proxies in the case of shareholders, etc. who are residents of foreign countries (including corporate shareholders, the “Non-Japanese Shareholders.”)).

The purchase will be made in cash. The amount after deducting the applicable withholding tax (Note) from the purchase price will be remitted to the place designated by Tendering Shareholders (standing proxies in the case of Non-Japanese Shareholders) by the tender offer agent, or paid at the tender offer agent’s head office or each branch throughout Japan, where applications to tender for the Tender Offer were accepted, without delay after the commencement date of settlement.

(Note) Regarding tax-related matters on shares purchased through the tender offer

Shareholders should make their own decisions after consulting a certified tax accountant or other professional regarding any specific questions and concerns on tax matters.

(a) In the case of individual shareholders

(i) If the Tendering Shareholders are residents of Japan or non-residents holding permanent establishments in Japan

If the amount of proceeds received through the application for the Tender Offer exceeds the amount corresponding to the attributable shares for the purchase out of the amounts of stated capital, etc. of the Company, the amount of the excess portion shall be treated as dividend income, and taxed.

As a general rule, the amount equivalent to 20.315% will be withheld for the amount deemed as such dividend income. (The tax rate of 20.315% comprising the income tax and the special income tax for reconstruction (pursuant to the “Act on Special Measures for Securing Financial Resources Necessary to Implement Measures for Reconstruction following the Great East Japan Earthquake” (Act No. 117 of 2011, including subsequent revisions) (the “Special Income Tax for Reconstruction”)) of 15.315% and the 5% inhabitants tax) (Special collection of 5% inhabitants tax will not be made for non-residents holding permanent establishments in Japan.). Provided, however, that if the individual shareholder corresponds to a large shareholder (the “Large Shareholder”) specified in Article 4-6-2, Paragraph 38 of the Order for Enforcement of the Act on Special Measures Concerning Taxation (Cabinet Order No. 43 of 1957, including subsequent revisions), the amount equivalent to 20.42% (income tax and Special Income Tax for Reconstruction only) will be withheld. In addition, the amount obtained by deduction of the amount deemed to be dividend income out of the amount of money to be delivered by tendering in the Tender Offer shall be the income from the transfer of share certificates. As a general rule, the amount after deducting the acquisition cost of shares from income from the transfer of shares is subject to separate self-assessment taxation.

When applying for the Tender Offer with shares in the tax-free accounts (the “Tax-Free Accounts”) provided in Article 37-14 (tax exemptions on income from transfers of small amounts of publicly-traded shares in the Tax-Free Accounts) of the Act on Special Measures Concerning Taxation (Act No. 26 of 1957, including subsequent revisions), if the Tax-Free Accounts are accounts opened at Daiwa Securities Co., Ltd., which is a financial instruments business operator, as a general rule, tax will be exempted on income from the transfer of shares in the Tender Offer. In the case where the Tax-Free Accounts are accounts at financial instruments business operators other than Daiwa Securities Co., Ltd., the treatment may differ from the above.

(ii) In the case where the Tendering Shareholders are non-residents not holding permanent establishments in Japan

For the amount deemed as dividend income, the amount of 15.315% (income tax and Special Income Tax for Reconstruction only) will be withheld. In the case of applicability as a Large Shareholder, the amount of 20.42% (income tax and Special Income Tax for Reconstruction only) will be withheld. Income incurred due to such transfer of shares shall not be taxed, as a general rule.

(b) In the case of corporate shareholders

Regarding taxation for a deemed dividend, for the portion of the tender offer price exceeding the amount of stated capital, etc. per share, as a general rule, the amount equivalent to 15.315% of such difference (income tax and Special Income Tax for Reconstruction only) shall be withheld.

With regard to such amounts deemed to be dividends for which payment from the Company has been received by Tendering Shareholders, etc. (limited to corporations whose head office or principle place of business is located within Japan (domestic corporations)) who directly own in excess of one-third of the total number of issued shares of the Company on the record date of the payment of the dividends, neither income tax nor Special Income Tax for Reconstruction shall be applied and no tax shall be withheld at the source.

2. Results of the Tender Offer

(1) Number of share certificates under the Tender Offer

Type of share certificates	Number of share certificates planned for purchase	Number of share certificates planned to be in excess	Number of share certificates tendered	Number of share certificates purchased
Ordinary shares	151,712,100 shares	— shares	152,143,731 shares	151,712,164 shares

(2) Calculation method when purchased using the pro rata method

As the total number of share certificates sold in response to the Tender Offer (the “Tendered Share Certificates”) exceeded the number of share certificates planned for purchase (151,712,100 shares), the Company will not purchase all or some of the surplus, as stated in the public notice of the commencement of the tender offer and the tender offer registration statement. The Company will conduct delivery related to the purchase of share certificates and other settlements according to the pro rata method provided in Article 27-13, Paragraph 5 of the Financial Instruments and Exchange Act (Act No. 25 of 1948, including subsequent revisions) that is applied *mutatis mutandis* pursuant to Article 27-22-2, Paragraph 2 of the same Act, and Article 21 of the Cabinet Office Order on Disclosure Required for Tender Offer for Listed Share Certificates by Issuers (Ministry of Finance Order No. 95 of 1994, including subsequent revisions). (If there is any portion of the number of the Tendered Share Certificates that is less than one unit (100 shares), the maximum limit on the number of shares to be purchased calculated using the pro rata method shall be the number of Tendered Shares Certificates.)

As the total number of shares purchased from the Tendering Shareholders, calculated by rounding the number of shares less than one unit resulting from the calculation using the pro rata method, exceeded the number of share certificates planned for purchase, the number of shares to be purchased from each Tendering Shareholder was decreased by one unit (if there is any portion of the number of shares to be purchased calculated using the pro rata method that is less than one unit, then by the number of such shares less than one unit) in order starting with the Tendering Shareholder with the largest number of shares as a result of the round

up, until the total number of shares purchased from the Tendering Shareholders does not fall short of the number of share certificates planned for purchase.

3. Place where a copy of the tender offer report is available for public inspection

KDDI Corporation: 2-3-2, Nishishinjuku, Shinjuku-ku, Tokyo

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

(Reference)

Matters concerning purchases of treasury shares resolved during the board of directors' meeting held on May 14, 2025

(1) Type of share certificates	Ordinary shares
(2) Total number of shares that can be acquired	196,000,000 shares (Upper limit) Percentage of the total shares issued as of May 14, 2025 (excluding treasury shares): 4.93%
(3) Total acquisition cost	400 billion yen (Upper limit)
(4) Acquisition period	From May 15 to December 23, 2025

II. Change in Major Shareholder

1. Reason for the change

The Company implemented the Tender Offer with the tender offer period from May 15, 2025 to June 11, 2025. Toyota Motor Corporation ("Toyota Motors"), a major shareholder of the Company, tendered 43,346,300 ordinary shares of the Company held by it, and the Company purchased 43,223,300 shares out of the Tendered Share Certificates.

As a result, if the Tender Offer is settled, the ratio of the number of voting rights held by Toyota Motors to the number of voting rights of all shareholders of the Company will be less than 10% as of July 3, 2025, the commencement date of settlement of the Tender Offer; therefore, Toyota Motors will cease to be a major shareholder of the Company.

2. Overview of shareholder subject to the change

1) Name	Toyota Motor Corporation
2) Location	1 Toyota-cho, Toyota-shi, Aichi Prefecture
3) Title and Name of Representative	Koji Sato, President, Member of the board of directors
4) Details of Business	The manufacture, sale, leasing and repair of motor vehicles, industrial vehicles, ships, aircraft, other transportation machinery and apparatus, space machinery and apparatus, and parts thereof, etc.
5) Stated Capital	635,402 million yen (as of September 30, 2024)

3. Number of voting rights (number of shares) held by said shareholder and its ratio to the voting rights held by all shareholders before and after the change

	Number of voting rights (Number of shares held)	Ratio of voting rights held	Rank among major shareholders
Before the change	4,065,892 (406,589,200 shares)	10.23%	Third
After the change	3,633,659 (363,365,900 shares)	9.50%	Third

(Note) 1. The Company conducted a share split at a ratio of 2 shares per ordinary share of the Company effective as of April 1, 2025.

The number of voting rights before and after the change, the total number of issued shares, and the number of shares without voting rights were calculated based on the assumption that the aforementioned share split occurred as of March 31, 2025.

2. The “Ratio of voting rights held” before the change was calculated based on the number of voting rights of all shareholders (39,749,826 voting rights) obtained by deducting the number of shares without voting rights (408,710,232 shares (including 1,875,394 ordinary shares of the Company held by the executive compensation BIP Trust account)) from the total number of issued shares as of March 31, 2025 (4,383,692,832 shares), assuming that the share split occurred as of March 31, 2025, as described in (Note) 1. above.

3. The “Ratio of voting rights held” after the change was calculated based on the number of voting rights (38,232,705 voting rights) obtained by deducting the number of voting rights (1,517,121 voting rights) pertaining to the Company’s ordinary shares (151,712,164 shares) that the Company purchased through the Tender Offer from the number of voting rights of all shareholders (39,749,826 voting rights) mentioned in (Note) 2. above.

4. The “Ratio of voting rights held” is rounded to the second decimal place.

5. The “Rank among major shareholders” was assumed based on the shareholder register as of March 31, 2025.

4. Scheduled date of change

July 3, 2025 (the commencement date of settlement of the Tender Offer)

5. Future outlook

This change in the major shareholder will not have any impact on the Company’s business performance.

End