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Denka



March 26, 2026

To whom it may concern:

Company name:	Denka Company Limited
Name of representative:	Ikuo Ishida, Representative Director, President & CEO (Securities Code: 4061: Prime Market)
Inquiries:	Hiroyuki Yamamoto, General Manager, Corporate Communications Dept. (Tel: +81-3-5290-5511)
Company name:	Flowers Co., Ltd.
Name of representative:	Taro Inada, Representative Director

Notice Regarding Results of Tender Offer for Share Certificates, Etc. of KAINOS Laboratories, Inc. (Securities Code: 4556)

Denka Company Limited (“Denka”) and Flowers Co., Ltd., a wholly owned subsidiary of Denka (the “Tender Offeror”; Denka and the Tender Offeror are collectively referred to as the “Tender Offerors”), decided on February 6, 2026 to acquire the common shares of KAINOS Laboratories, Inc. (Securities Code: 4556; listed on the Standard Market of the Tokyo Stock Exchange, Inc. (the “Tokyo Stock Exchange”); the “Target Company”) (the “Target Company’s Shares”), through a tender offer (the “Tender Offer”) pursuant to the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “Act”) and conducted the Tender Offer since February 9, 2026. As the Tender Offer was completed on March 25, 2026, the Tender Offerors hereby announce the results thereof, as described below.

I. Outline of Purchase, Etc.

(1) Name and Address of the Tender Offeror

Flowers Co., Ltd.
1-1, Nihonbashi Muromachi 2-chome, Chuo-ku, Tokyo

(2) Name of the Target Company

KAINOS Laboratories, Inc.

(3) Class of Share Certificates, Etc., to be Purchased, Etc.

Common shares

(4) Number of the Share Certificates, Etc., to Be Purchased

Number of shares to be purchased	Minimum number of shares to be purchased	Maximum number of shares to be purchased
3,454,960 shares	1,990,000 shares	— shares

(Note 1) If the total number of the share certificates, etc. tendered in the Tender Offer (the “Tendered Share Certificates, Etc.”), is less than the minimum number of shares to be purchased (1,990,000 shares), the Tender Offeror will not purchase any of the Tendered Share Certificates, Etc. If the total number of the Tendered Share Certificates, Etc., is no less than the minimum number of shares to be purchased (1,990,000 shares), the Tender Offeror will purchase all of the Tendered Share Certificates, Etc.

(Note 2) Since the maximum number of shares to be purchased has not been set in the Tender Offer, the maximum number of share certificates, etc., that may be acquired by the Tender Offeror in the Tender Offer is stated as the number of shares to be purchased: 3,454,960 shares. This is the number of shares calculated by subtracting (i) the sum of (a) the number of the Target Company’s Shares held by Asahi Kasei Pharma Corporation (940,000 shares) and (b) the BBT Held Shares (as defined below) (54,200 shares) from (ii) the number of shares (4,449,160 shares; the “Base Number of Shares”), which is calculated by subtracting the number of treasury shares held by the Target Company as of December 31, 2025, as stated in the “Non-Consolidated Financial Results for the Third Quarter of the Fiscal Year Ending March 31, 2026 (Under Japanese GAAP)” announced by the Target Company on January 27, 2026 (the “Target Company’s Financial Results”) (109,700 shares) (the number of such treasury shares does not include the Target Company’s Shares held by Custody Bank of Japan, Ltd. (Trust Account E) as the trust assets under the Target Company’s “Japanese-style Employee Stock Ownership Plan (J-ESOP)” and “Board Benefit Trust (BBT)” system (233,500 shares) (hereinafter, the Target Company’s Shares held by Custody Bank of Japan, Ltd. (Trust Account E) as the trust assets under the Target Company’s “Board Benefit Trust (BBT)” system (54,200 shares) shall be referred to as the “BBT Held Shares”); the same applies to the number of the treasury shares held by the Target Company) from the total number of shares issued by the Target Company as of December 31, 2025 as stated in the Target Company’s Financial Results (4,558,860 shares).

(Note 3) Shares constituting less than one unit will also be subject to the Tender Offer. The Target Company may, in accordance with procedures stipulated in the laws and regulations, purchase its treasury shares during the period for the purchase, etc. in the Tender Offer (the “Tender Offer Period”) from any shareholder who exercises the right to require the Target Company to purchase shares constituting less than one unit under the Companies Act (Act No. 86 of 2005, as amended).

(Note 4) The Tender Offeror does not intend to acquire, through the Tender Offer, any treasury shares or BBT Held Shares held by the Target Company.

(5) Period for Purchase, Etc.

a. Period for Purchase, Etc.

From February 9, 2026 (Monday) to March 25, 2026 (Wednesday) (30 business days)

b. Possibility of Extension of the Tender Offer Period Based on the Target Company's Request

Not applicable

(6) Price for Purchase, Etc.

2,285 yen per share

II. Results of the Tender Offer

(1) Outcome of the Tender Offer

The Tender Offer was subject to the condition that, if the total number of the Tendered Share Certificates, Etc. was less than the minimum number of shares to be purchased (1,990,000 shares), the Tender Offeror would not purchase any of the Tendered Share Certificates, Etc. Since the total number of the Tendered Share Certificates, Etc., (3,223,919 shares) was no less than the minimum number of shares to be purchased (1,990,000 shares), the Tender Offeror will purchase all of the Tendered Share Certificates, Etc., as described in the public notice of commencement of the Tender Offer and the Tender Offer Registration Statement.

(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 March 26, 2026, at the Tokyo Stock Exchange, the Tender Offeror announced to the press the results of the Tender Offer, in accordance with the methods stipulated in Article 9-4 of the Enforcement Order of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, as amended) and Article 30-2 of the Cabinet Office Order on Disclosure Required for the Tender Offer for the Share Certificates by Persons Other Than Issuers (Ministry of Finance Order No. 38 of 1990, as amended) (the "TOB Order").

(3) Number of Purchased Share Certificates, Etc.

Classes of share certificates, etc.	a. Number of tendered share certificates, etc. after conversion	b. Number of purchased share certificates, etc. after conversion
Share Certificates	3,223,919 (shares)	3,223,919 (shares)

Stock Acquisition Rights Certificates	—	—
Bond Certificates with Stock Acquisition Rights	—	—
Trust Beneficiary Certificates for the Share Certificates, Etc. ()	—	—
Depository Receipts for the Share Certificates, Etc. ()	—	—
Total	3,223,919	3,223,919
(Total Number of Potential Share Certificates, Etc.)	—	—

(4) Ownership Ratio of the Share Certificates, Etc., After Purchase, Etc.

Number of Voting Rights Represented by the Share Certificates, Etc. Owned by the Tender Offeror Before Purchase, Etc.	—	(Ownership Ratio of the Share Certificates, Etc., Before Purchase, Etc. —%)
Number of Voting Rights Represented by the Share Certificates, Etc. Owned by Special Related Parties Before Purchase, Etc.	9,400	(Ownership Ratio of the Share Certificates, Etc., Before Purchase, Etc. 21.39%)
Number of Voting Rights Represented by the Share Certificates, Etc. Owned by the Tender Offeror After Purchase, Etc.	32,239	(Ownership Ratio of the Share Certificates, Etc., After Purchase, Etc. 73.36%)
Number of Voting Rights Represented by the Share Certificates, Etc. Owned by Special Related Parties After Purchase, Etc.	9,400	(Ownership Ratio of the Share Certificates, Etc., After Purchase, Etc. 21.39%)
Number of Voting Rights of All Shareholders, Etc. of Target Company	44,462	

(Note 1) The “Number of Voting Rights Represented by the Share Certificates, Etc. Owned by Special Related Parties Before Purchase, Etc.” and “Number of Voting Rights Represented by the Share Certificates, Etc. Owned by Special Related Parties After Purchase, Etc.” are the total number of voting rights represented by shares, etc. held by each of the Special Related Parties (excluding, however, persons excluded from the Special Related Parties in

accordance with Article 3, Paragraph 2, item 1 of the TOB Order in the calculation of the Ownership Ratio prescribed in each Item of Article 27-2, Paragraph 1 of the Act).

(Note 2) The “Number of Voting Rights of All Shareholders, Etc. of Target Company” is the number of voting rights (stated as 100 shares constituting one unit) of all shareholders, of the Target Company as of September 30, 2025, as indicated in the Target Company’s Semi-Annual Securities Report for the 51st Fiscal Year filed on November 6, 2025. However, as shares constituting less than one unit were also subject to the Tender Offer, in the calculation of the “Ownership Ratio of the Share Certificates, Etc., Before Purchase, Etc.” and the “Ownership Ratio of the Share Certificates, Etc., After Purchase, Etc.”, the number of voting rights (43,949 rights) pertaining to the number of shares (4,394,960 shares) obtained by subtracting the BBT Held Shares (54,200 shares) from the Base Number of Shares is used as the denominator.

(Note 3) The “Ownership Ratio of the Share Certificates, Etc., Before Purchase, Etc.” and the “Ownership Ratio of the Share Certificates, Etc., After Purchase, Etc.” are rounded off to the second decimal place.

(5) Calculation in the case where Purchase, Etc., will be Conducted by the Proportional Distribution Method

Not applicable

(6) Method of Settlement

- a. Name and Address of the Head Office of the Financial Instruments Business Operators / Bank in Charge of Settlement for Purchase, Etc.

Tokai Tokyo Securities Co., Ltd.
7-1, Meieki 4-chome, Nakamura-ku, Nagoya-shi, Aichi

- b. Settlement Commencement Date

March 31, 2026 (Tuesday)

- c. Method of Settlement

A notice of purchase, etc., by way of the Tender Offer will be mailed to the addresses of shareholders who tendered their shares in the Tender Offer (the “Tendering Shareholders, Etc.”) (or in the case of shareholders who are resident in a foreign country (including corporate shareholders; the “Non-Japanese Shareholders, Etc.”), the addresses of the standing proxies) promptly after the end of the Tender Offer Period. The purchase price will be settled in cash. The purchase price for the purchased share certificates, etc., will be remitted to the financial institution accounts designated by the Tendering Shareholders, Etc. (or the standing proxies in the case of the Non-Japanese Shareholders, Etc.) from the tender offer agent that accepted the tendering of the share certificates, etc., or paid to the securities trading accounts of the Tendering Shareholders, Etc., whose tendering

of the share certificates, etc., was accepted by the tender offer agent promptly after the Settlement Commencement Date in accordance with the instructions of the Tendering Shareholders, Etc. (or the standing proxies in the case of the Non-Japanese Shareholders, Etc.).

III. Policies, Etc. and Future Outlook After the Tender Offer

Regarding details of the policies, etc. and future outlook after the Tender Offer, there is no change from those described in “Notice Regarding Commencement of Tender Offer for Share Certificates, Etc. of KAINOS Laboratories, Inc. (Securities Code: 4556)” announced by the Tender Offerors on February 6, 2026.

Given the results of the Tender Offer, the Tender Offeror intends to implement a series of procedures for the purpose of making the Tender Offeror the sole shareholder of the Target Company. As of today, the Target Company’s Shares are listed on the Standard Market of the Tokyo Stock Exchange. If the procedures are implemented, the Target Company’s Shares will be delisted pursuant to the prescribed procedures, in accordance with the criteria for delisting of Tokyo Stock Exchange. The Target Company’s Shares, after being delisted, will no longer be traded on the Standard Market of the Tokyo Stock Exchange. The specific procedures will be promptly announced by the Target Company as soon as they are determined following consultation with the Target Company.

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

Flowers Co., Ltd.

1-1, Nihonbashi Muromachi 2-chome, Chuo-ku, Tokyo

Tokyo Stock Exchange, Inc.

2-1, Nihonbashi, Kabuto-cho, Chuo-ku, Tokyo

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