

December 13, 2025

To whom it may concern:

Company name: SCSK Corporation
Representative: Takaaki Touma
President and Representative Director
Code: 9719 (TSE Prime Section)
Contact: Satoko Nakaoka
General Manager, Corporate Communications Dept.
(TEL. +81-3-5166-1150)

**Notice Concerning Result of Tender Offer for the Company's Shares, etc. by SC Investments Management Inc.,
a Subsidiary of Sumitomo Corporation, the Company's Parent Company,
as well as Change in the Status of Major Shareholders and Other Associated Companies**

Now that a tender offer (the "Tender Offer") for the common stocks (hereinafter referred to as the "Company's Shares") and the Stock Acquisition Rights (Note) of SCSK Corporation (the "Company") that had been conducted by SC Investments Management Inc. (hereinafter referred to as the "Tender Offeror"), in which the Company's controlling shareholder (parent company) Sumitomo Corporation (hereinafter referred to as "Sumitomo") holds 100% of the shares, was completed on December 12, 2025, the Company hereby announces the results of the Tender Offer as follows.

The Company also announces that as a result of the Tender Offer, there will be a change in the status of its major shareholders and other associated companies as of December 19, 2025 (the commencement date of settlement of the Tender Offer) as follows.

(Note) "Stock Acquisition Rights" collectively refers to the stock acquisition rights described in [1] and [2] below:

- [1] Stock acquisition rights issued pursuant to the resolution of the Company's Board of Directors on June 27, 2007 (the exercise period of which is from July 28, 2007 to July 26, 2027); and
- [2] Stock acquisition rights issued pursuant to the resolution of the Company's Board of Directors on June 25, 2010 (the exercise period of which is from July 31, 2010 to July 29, 2030)

I. Results of the Tender Offer

Today, the Company received from Sumitomo a report on the results of the Tender Offer as stated in the attachment hereto titled "Notice Regarding Results of Tender Offer for Shares, Etc. of SCSK Corporation (Securities Code: 9719)."

Since the total number of shares, etc. tendered in the Tender Offer is equal to or greater than the lower limit of the number of shares, etc. to be purchased, the Tender Offer has been successfully completed.

II. Change in the Status of Major Shareholders and Other Associated Companies

1. Background of the Change

The Tender Offeror conducted the Tender Offer from October 30, 2025 through December 12, 2025. The Company received today from the Tender Offeror a notice to the effect that as a result of the Tender Offer, the Tender Offeror will acquire 119,130,014 Company's Shares as of December 19, 2025 (the commencement date of settlement of the Tender Offer), and thereby the ratio of the voting rights held by the Tender Offeror to those held by all shareholders of the Company will exceed 20%. As such, the Company has recognized that there will be a change in the status of its major shareholders and other associated companies.

2. Profile of the Shareholder Whose Status Has Changed

(1)	Name	SC Investments Management Inc.
(2)	Address	2-3-2 Otemachi, Chiyoda-ku, Tokyo
(3)	Title and Name of Representative	Eisuke Takenaka, Representative Director
(4)	Description of Business	The shareholder's principal business is the acquisition and holding of the Company's shares, etc.
(5)	Paid-in Capital	50,000 yen (as of October 29, 2025)
(6)	Date of Establishment	September 16, 2025
(7)	Net Assets	- (Note 1)
(8)	Total Assets	- (Note 1)
(9)	Major Shareholders and Shareholding Ratios (as of October 29, 2025)	Sumitomo Corporation 100%
(8) Relationship between the Company and the shareholder		
	Capital Relationship	There are no applicable matters. However, as of October 29, 2025, Sumitomo, the parent company of the shareholder, held 158,091,477 shares of the Company (ownership ratio (Note 2): 50.54%), and the Company is a consolidated subsidiary of Sumitomo.
	Personnel Relationship	There are no applicable matters. However, as of October 29, 2025, 1 of the Company's 11 directors also served as an executive officer of Sumitomo, the parent company of the shareholder. In addition to the above, as of October 29, 2025, 11 employees of the Company were seconded to Sumitomo, and 20 employees of Sumitomo were seconded to the Company.
	Business Relationship	There are no applicable matters. However, Sumitomo, the parent company of the shareholder, purchases software development, information processing services, hardware, software, and other products from the Company.
	Applicability as a Related Party	The Company is a consolidated subsidiary of Sumitomo, the parent company of the shareholder, and is applicable as the related party of Sumitomo, the parent company of the shareholder.

(Note 1) The shareholder is a company established on September 16, 2025, and since its business year has not yet concluded, financial statements have not been prepared.

(Note 2) The "ownership ratio" refers to the percentage of ownership (rounded to two decimal places) in relation to the total number of shares (312,793,110 shares) calculated by deducting (ii) from (i), wherein (i) is 313,144,463 shares, calculated by adding the number of Company's Shares underlying the total of 64 Stock Acquisition Rights outstanding as of September 30, 2025 (19,200 shares) to the total number of issued shares of the Company as of September 30, 2025 (313,125,263 shares) as stated in the "Consolidated Financial Results for the Second Quarter of the Fiscal Year Ending March 31, 2026 (April 1, 2025 - September 30, 2025) [IFRS]" announced by the Company on October 29, 2025, and (ii) is the number of treasury shares held by the Company as of the same date (351,353 shares).

3. Number of Voting Rights Held by the Shareholder (Number of Shares Held) Before and After the Change, and the Ratio of the Voting Rights to Those Held by All Shareholders of the Company

	Attribute	Number of voting rights (Ratio of the voting rights to those held by all shareholders; number of shares held)			Rank among large shareholders
		Direct holding	Consolidated amount	Total	
Before the change (as of September 30, 2025)	-	0 voting rights (0%; 0 share)	-	0 voting rights (0%; 0 share)	-
After the change	Major shareholders and other associated companies	1,191,300 voting rights (38.09%; 119,130,014 shares)	-	1,191,300 voting rights (38.09%; 119,130,014 shares)	Second

(Note) The ratio of the voting rights to those held by all shareholders of the Company refers to the percentage (rounded to two decimal places) calculated on the basis of 3,127,931 voting rights held by all shareholders pertaining to 312,793,110 shares, which is the number of shares calculated by deducting (ii) from (i), wherein (i) is 313,144,463 shares, calculated by adding the number of Company's Shares underlying the total of 64 Stock Acquisition Rights outstanding as of September 30, 2025 (19,200 shares) to the total number of issued shares of the Company as of September 30, 2025 (313,125,263 shares), and (ii) is the number of treasury shares held by the Company as of the same date (351,353 shares).

4. Future Prospects

As stated in the attachment, since the Tender Offeror failed to acquire all of the Company's Shares (including the Company's Shares to be delivered upon exercise of the Stock Acquisition Rights and excluding the Company's Shares held by Sumitomo and treasury shares held by the Company) and all of the Stock Acquisition Rights through the Tender Offer, the Tender Offeror plans to implement a series of procedures to make Sumitomo and the Tender Offeror the sole shareholders of the Company by the methods described in "(5) Post-Tender Offer Reorganization and Other Policies (Matters Relating to the 'Two-Step Acquisition'))" in "3. Content, Basis, and Reasons for the Opinion Regarding the Tender Offer" in "Notice Concerning the Expression of an Opinion in Favor of and Recommendation to Tender for the Tender Offer for the Company's Shares, etc. by SC Investments Management Inc., a Subsidiary of Sumitomo Corporation, the Company's Parent Company" announced by the Company on October 29, 2025.

As a result, the Company's Shares will be delisted through designated procedures in accordance with the delisting criteria established by Tokyo Stock Exchange, Inc. ("TSE"). The Company Shares will no longer be traded on the TSE after the delisting.

The specific procedures and schedules for the future will be announced by the Company promptly once they are determined through discussions with Sumitomo and the Tender Offeror.

End

(Attachment)

"Notice Regarding Results of Tender Offer for Shares, Etc. of SCSK Corporation (Securities Code: 9719)" dated December 13, 2025

December 13, 2025

To whom it may concern

Sumitomo Corporation
Shingo Ueno
Representative Director, President and Chief Executive Officer
(Code No: 8053, [Prime Tokyo Stock Exchange])
Contact: Taketsugu Abe
Head of Corporate Communications Department
TEL: +81-3-6285-3100

SC Investments Management Inc.
Eisuke Takenaka
Representative Director

Notice Regarding Results of Tender Offer
for Shares, Etc. of SCSK Corporation (Securities Code: 9719)

Sumitomo Corporation (“Sumitomo”) and SC Investments Management Inc., a wholly-owned subsidiary of Sumitomo (the “Tender Offeror,” and Sumitomo and the Tender Offeror are collectively referred to as the “Tender Offeror, Etc.”) determined on October 29, 2025 that the Tender Offeror acquire shares of common stock of SCSK Corporation (securities code: 9719, listed on the Prime Market of the Tokyo Stock Exchange, Inc. (the “Tokyo Stock Exchange”); the “Target Company”) (the “Target Company Shares”) and the Stock Acquisition Rights (as defined in “(II) Stock Acquisition Rights” of “(3) Class of Shares, Etc., to be Purchased, Etc.” of “1. Outline of Purchase, Etc.”) through the tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “Act”). It is hereby announced, as below, that the Tender Offer, which the Tender Offeror commenced on October 30, 2025, was completed on December 12, 2025.

1. Outline of Purchase, Etc.

- (1) Name and Address of the Tender Offeror

Name: SC Investments Management Inc.

Address: 3-2 Otemachi 2-chome, Chiyoda-ku, Tokyo

- (2) Name of the Target Company

SCSK Corporation

- (3) Class of Shares, Etc., to be Purchased, Etc.

(I) Common stock

(II) Stock Acquisition Rights

- (i) Stock acquisition rights issued based on the resolutions of the shareholders' meeting of the Target Company and the board of directors of the Target Company held on June 27, 2007 (the "2nd Series Stock Acquisition Rights") (the exercise period is from July 28, 2007 to July 26, 2027).
- (ii) Stock acquisition rights issued based on the resolutions of the shareholders' meeting of the Target Company and the board of directors of the Target Company held on June 25, 2010 (the "8th Series Stock Acquisition Rights;" the 2nd Series Stock Acquisition Rights and the 8th Series Stock Acquisition Rights are hereinafter collectively referred to as the "Stock Acquisition Rights") (the exercise period is from July 31, 2010 to July 29, 2030).

(4) Number of Shares, Etc., to Be Purchased

Class of Shares	Number of Shares to Be Purchased	Minimum Number of Shares to Be Purchased	Maximum Number of Shares to Be Purchased
Common Stocks	154,701,633 (shares)	50,347,400 (shares)	– (shares)
Total	154,701,633 (shares)	50,347,400 (shares)	– (shares)

(Note 1) If the total number of the shares etc. tendered in the Tender Offer (the "Tendered Shares, Etc.") (including the number of the Target Company Shares underlying the Stock Acquisition Rights tendered in the Tender Offer; the same shall apply hereinafter) is less than the minimum number of shares to be purchased (50,347,400 shares), the Tender Offeror will not purchase any of the Tendered Shares, Etc. If the total number of the Tendered Shares, Etc. is equal to or greater than the minimum number of shares to be purchased (50,347,400 shares), the Tender Offeror will purchase all of the Tendered Shares, Etc.

(Note 2) Since the maximum number of shares to be purchased is not set in the Tender Offer, the number of shares to be purchased is the maximum number of shares, etc. of the Target Company to be purchased by the Tender Offeror in the Tender Offer (154,701,633 shares). Such maximum number of shares (154,701,633 shares) is calculated by deducting the number of the Target Company Shares held by Sumitomo (158,091,477 shares) from the figure obtained by (i) the total number of issued shares of the Target Company as of September 30, 2025, as stated in the semi-annual securities report for the 58th fiscal year (the "Target Company's Semi-Annual Securities Report") filed by the Target Company on November 13, 2025 (313,125,263 shares), minus (ii) the number of treasury shares (351,353 shares) held by the Target Company as of September 30, 2025, as stated in the Target Company's Semi-Annual Securities Report (312,773,910 shares), plus (iii) the number of the Target Company Shares (19,200 shares) underlying the Stock Acquisition Rights (64 units) reported as remaining as of September 30, 2025, by the Target Company (312,793,110 shares; the "Total Number of Shares After Accounting Diluted Shares").

(Note 3) Shares constituting less than a unit will also be subject to the Tender Offer. The Target Company may, in accordance with the procedures stipulated in the laws and regulations, purchase its treasury shares during the period for 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 a unit under the Companies Act.

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

(Note 5) Any Target Company Shares issued upon exercise of Stock Acquisition Rights by the last day of the Tender Offer Period will be also subject to the Tender Offer.

(5) Period for Purchase, Etc.

(I) Period for Purchase, Etc.

From October 30, 2025 (Thursday) to December 12, 2025 (Friday) (30 business days)

(II) Possibility of an Extension of the Tender Offer Period upon the Request of the Target Company

Not applicable.

(6) Price for Purchase, Etc.

(I) 5,700 yen per common stock

(II) Stock Acquisition Rights

(i) 1 yen per one unit for the 2nd Series Stock Acquisition Rights

(ii) 1 yen per one unit for the 8th Series Stock Acquisition Rights

2. Results of Purchase, Etc.

(1) Outcome of the Tender Offer

The Tender Offer was subject to the condition that, if the total number of the Tendered Shares, Etc. is less than the minimum number of shares to be purchased (50,347,400 shares), the Tender Offeror will not purchase any Tendered Shares, Etc. Since the total number of the Tendered Shares, Etc., (119,130,014 shares) was equal to or greater than the minimum number of shares to be purchased (50,347,400 shares), the Tender Offeror will purchase all of the Tendered Shares, Etc., as described in the public notice of the 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 December 13, 2025, the Tender Offeror announced to the press at the Tokyo Stock Exchange the results of the Tender Offer, by the method prescribed in Article 9-4 of the Order for Enforcement 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 Tender Offer for Share Certificates by Persons Other Than 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 Tenders Converted into Shares	(II) Number of Purchases Converted into Shares
Share Certificates	119,130,014(shares)	119,130,014 (shares)
Stock Acquisition Rights Certificates	-	-
Bonds Certificates with Stock Acquisition Rights	-	-
Trust Beneficiary Certificates for Shares, Etc. ()	-	-
Depository Receipts for Shares, Etc. ()	-	-

Total	119,130,014	119,130,014
(Total Number of Potential Shares, Etc.)	(-)	(-)

(4) Ownership Ratio of Shares, Etc., after Purchase, Etc.

Number of Voting Rights Represented by Shares, Etc., Held by the Tender Offeror prior to Purchase, Etc.	- units	(Ownership Ratio of Shares, Etc., prior to Purchase, Etc. - %)
Number of Voting Rights Represented by Shares, Etc., Held by Special Related Parties prior to Purchase, Etc.	1,580,914 units	(Ownership Ratio of Shares, Etc., prior to Purchase, Etc. 50.54%)
Number of Voting Rights Represented by Shares, Etc., Held by Tender Offeror after Purchase, Etc.	1,191,300 units	(Ownership Ratio of Shares, Etc., after Purchase, Etc. 38.09%)
Number of Voting Rights Represented by Shares, Etc., Held by Special Related Parties after Purchase, Etc.	1,580,914 units	(Ownership Ratio of Shares, Etc., after Purchase, Etc. 50.54%)
Total Number of Voting Rights of All Shareholders, Etc. of the Target Company	3,119,879 units	

(Note 1) The “Number of Voting Rights Represented by Shares, Etc., Held by Special Related Parties prior to Purchase, Etc.” and “Number of Voting Rights Represented by Shares, Etc., Held by Special Related Parties after Purchase, Etc.” are the total number of voting rights represented by the shares, etc. held by each special related party (provided that each party that is excluded from the special related parties pursuant to Article 3, Paragraph 2, Item 1 of the TOB Order in the calculation of the ownership ratio of the shares, etc. prescribed in each Item of Article 27-2, Paragraph 1 of the Act is not included).

(Note 2) The “Total Number of Voting Rights of All Shareholders, Etc. of the Target Company” is the total number of voting rights of all shareholders stated in the Target Company’s Semi-Annual Securities Report. However, in the Tender Offer, as shares constituting less than a unit and the Stock Acquisition Rights are also subject to the purchase, etc., in calculating the “Ownership Ratio of Shares, Etc., prior to Purchase, Etc.” and the “Ownership Ratio of Shares, Etc., after Purchase, Etc.” the denominator is the number of voting rights (3,127,931 units) pertaining to the Total Number of Shares After Accounting Diluted Shares (312,793,110 shares).

(Note 3) With respect to the “Ownership Ratio of Shares, Etc., prior to Purchase, Etc.” and the “Ownership Ratio of Shares, Etc., after Purchase, Etc.” the figures are rounded to two decimal places.

(5) Calculation in the case where Purchase, Etc., will be Conducted by the Proportional Distribution Method
Not applicable

(6) Method of Settlement

- (I) Name and Address of the Head Office of the Financial Instruments Business Operators / Banks in Charge of Settlement for Purchase, Etc.

SMBC Nikko Securities Inc.

3-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo

- (II) Settlement Commencement Date

December 19, 2025 (Friday)

- (III) Method of Settlement

A notice of purchase, etc., by way of the Tender Offer will be mailed to the address or the location of persons wishing to tender their shares, etc. in the Tender Offer (referring to the shareholders and the Stock Acquisition Rights Holders; the “Tendering Shareholders, Etc.”) (or the standing proxy in the case of shareholders, etc. who reside outside Japan (including corporate shareholders, etc.; the “Foreign Shareholders, Etc.”), promptly after the end of the Tender Offer Period. The notice will be delivered by electromagnetic means for the applications via Nikko Easy Trade.

The purchase price will be settled in cash. The purchase price for the shares, etc., purchased will be remitted to the place designated by the Tendering Shareholders, Etc. (or the standing proxy in the case of the Foreign Shareholders, Etc.), from the tender offer agent promptly after the commencement date of settlement in accordance with the instruction of the Tendering Shareholders, Etc. (or the standing proxy in the case of the Foreign Shareholders, Etc.).

3. Policies, Etc. and Future Outlook after Tender Offer

With respect to 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 Shares, Etc. of SCSK Corporation (Securities Code: 9719)” published by the Tender Offeror, Etc. on October 29, 2025.

Following the results of the Tender Offer, the Tender Offeror, Etc. plans to implement the series of procedures aimed to make the Tender Offeror, Etc. the sole shareholders of the Target Company. Although the Target Company Shares are currently listed on the Prime Market of the Tokyo Stock Exchange, if such procedures are implemented, the Target Company Shares may be delisted pursuant to the prescribed procedures in accordance with the criteria for delisting prescribed by the Tokyo Stock Exchange. The Target Company Shares will no longer be traded on the Prime Market of the Tokyo Stock Exchange after the delisting. Future procedures will be promptly announced by the Target Company as soon as they are determined through discussion between the Tender Offeror, Etc. and the Target Company.

4. Location of Copy of Tender Offer Report for Public Inspection

SC Investments Management Inc. 3-2 Otemachi 2-chome, Chiyoda-ku, Tokyo

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

[Soliciting Regulations]

This press release is an announcement regarding the Tender Offer to the general public and is not prepared for the purpose of solicitation of selling. If a shareholder tenders his or her shares for selling, the shareholder is required to tender based on his/her own judgment after reading the tender offer explanatory statement concerning the Tender Offer. This press release shall neither be, nor constitute a part of, an offer to sell or a solicitation thereof, or a solicitation of an offer to purchase, any securities whatsoever. Moreover, this press release (or any part thereof) or the fact of distribution thereof shall not be interpreted to be the grounds for any agreement related to the Tender Offer, nor can it be relied in concluding any agreement.

[Regulations of the United States]

The Tender Offer is for the shares, etc. of the Target Company, which is a company incorporated in Japan. The Tender Offer is to be conducted in accordance with the procedures and information disclosure standards prescribed under the laws of Japan, and these procedures and information disclosure standards are not necessarily the same as the procedures and information disclosure 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 same shall apply hereinafter), and the rules prescribed thereunder do not apply to the Tender Offer, and the Tender Offer does not conform to those procedures and standards. The financial statements contained in this press release and reference materials thereof have been prepared in accordance with Japanese accounting standards, which may substantially differ from generally accepted accounting principles in the U.S. and other countries. Moreover, as the Tender Offeror is a company incorporated outside of the U.S. and some or all of its directors are non-U.S. residents, it may be difficult to enforce any rights or claims arising under the U.S. securities laws. In addition, it may not be able to commence legal actions against a non-U.S. company or its directors in a non-U.S. court on the grounds of a violation of the U.S. securities laws. Furthermore, a company incorporated outside the U.S. and its subsidiaries and associated companies may not necessarily be compelled to submit to the jurisdiction of U.S. courts.

Unless otherwise provided, all procedures for the Tender Offer shall be conducted entirely in the Japanese language. Some or all of the documents relating to the Tender Offer are or will be prepared in the English language. However, should there be any inconsistency between the document in English and that in Japanese, the Japanese document shall prevail.

Prior to the commencement of the Tender Offer or during the Tender Offer Period, the Tender Offeror and each of its affiliates, each financial advisor to the Tender Offeror and the Target Company, and the Tender Offer Agent (including their respective affiliates) may, in the ordinary course of their business, and to the extent permitted under the related Japanese financial instruments and exchange laws and regulations and other applicable laws and regulations, and Rule 14e-5(b) under the U.S. Securities Exchange Act of 1934, make purchases or take actions toward the purchase of the Target Company Shares for their own accounts or for their customers' accounts outside of the Tender Offer. In such cases, the Target Company Shares may be purchased and sold at a market price through market transactions or at a price determined through negotiations outside of the market. If any information concerning such purchase is disclosed in Japan, such information will also be disclosed on the English website (or other means of disclosure) of the entity which made such purchase.

[Other Countries]

In certain countries or regions, the announcement, issue or distribution of this press release may be restricted under the laws thereof. In such cases, please take note of such restrictions and comply therewith. The announcement, issue, or distribution of this press release does not constitute any solicitation of an offer for selling, etc., or offer

for purchase, etc., of shares, etc. concerning the Tender Offer, and it constitutes nothing more than the distribution of materials for reference.

[Forward-looking Statements]

This press release or reference materials thereof contain “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 any other factors, it is possible that actual results may substantially differ from the description as expressly or implicitly indicated in these forward-looking statements. Neither the Tender Offeror nor any of its affiliates gives any assurance that the results expressly or implicitly indicated in these forward-looking statements will be achieved. The “forward-looking statements” in this press release or reference materials thereof have been prepared based on the information held by the Tender Offeror as of the filing date of this press release, and unless otherwise required by applicable laws and regulations, neither the Tender Offeror nor any of its affiliates is obliged to amend or modify such statements in order to reflect any events or circumstances in the future.