

February 25, 2025

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Representative: Kei Takeuchi  
Representative Director, Chief Executive Officer  
Securities code: 1878  
Listed in Prime Market of Tokyo security exchange  
and Premier Market of Nagoya security exchange  
(ADR Level I, OTC: DIFTY)  
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**Notice Regarding Amendment to "Notice of Commencement of Tender Offer for Shares of Ascot Corp. (Securities Code: 3264)" and Public Notice of Commencement of Tender Offer in Accordance with Filing of Amended Statement in Connection with Tender Offer Registration Statement**

At the board of directors' meeting held on January 31, 2025, Daito Trust Construction Co., Ltd. (the "Tender Offeror") adopted a resolution to acquire the shares of common stock (the "Target Shares") of Ascot Corp. (Securities code: 3264, listed on the Standard Market; the "Target") through a tender offer (the "Tender Offer") under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended; the "FIEA") as stated below, and commenced the Tender Offer on February 3, 2025. However, on 20, 2025, the Tender Offeror received from the Fair Trade Commission the "Notice of Nonissuance of Cease and Desist Order" dated 20, 2025 and the "Notice of Shortening of Prohibition Period" dated the same day; in conjunction with this, some of the matters stated in the tender offer registration statement concerning the Tender Offer, which was filed on February 3, 2025, and the public Notice of commencement of tender offer dated February 3, 2025 (the "Public Notice of Commencement of Tender Offer"), which was an attached document thereto, require amendments. Thus, those matters have been amended, and in order to newly add the aforementioned notices to the attached documents, the Tender Offeror filed today an amended statement in connection with the tender offer registration statement with the Director-General of the Kanto Local Finance Bureau pursuant to Article 27-8(2) of the FIEA.

In accordance with the above, the Tender Offeror hereby announces amendments to the "Notice of Commencement of Tender Offer for Shares of Ascot Corp. (Securities Code: 3264)" dated January 31, 2025, and the Public Notice of Commencement of Tender Offer as indicated below. These amendments do not change the purchase terms defined in Article 27-3(2)(i) of the FIEA. Underlines indicate the amended portions.

- I. Details of Amendment to the "Notice of Commencement of Tender Offer for Shares of Ascot Corp. (Securities Code: 3264)" dated January 31, 2025
2. Overview of the Purchase, etc.
- (10) Other Conditions and Methods of Purchase, etc.
- [2] Descriptions of Conditions for Withdrawal, Tender Offer, Method of Disclosure of Withdrawal.

(Before Amendment)

The Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, including subsequent amendments, hereinafter referred to as the 'Order').

In the event of any of the matters outlined in Article 14, Paragraph 1, Items 1, (a) through (j) and (m)through (q), Item 3, (a) through (h) and (j), Item 4, and Article 14, Paragraph 2, Items 3 through 6 of the Order, the Tender Offer may be withdrawn etc. In the Tender Offer, "facts equivalent to the facts listed in (a)through (i) " as stipulated in Article 14, Paragraph 1, Item 3 (j) of the Order means (i) a case where a statutory disclosure document submitted by Target in the past is found to contain a false statement concerning a material matter or omit a statement of a material matter that should be stated, and Tender Offeror did not know of such false statement or omission and could not have known of it despite exercising due care, and (ii) a case where any of the events listed in (a) through (g) of said item has occurred to Target's material subsidiary.

Further, the Tender Offer may be withdrawn, etc., in any of the following cases because "Permission, etc." of Article 14, Paragraph 1, Item 4 of the Order could not be obtained by the day before the tender offer period expiration day, and about Tender Offeror's prior notification to the Japan Fair Trade Commission under Article 10, Paragraph 2 of the Antimonopoly Act. ( i ) if Tender Offeror received prior notice from the Japan Fair Trade Commission regarding a Cease and Desist Order mandating the disposal of all or part of Target Shares, transfer of part of Target's business or any other similar disposition; ( ii ) if the period for measures to make a prior notice of a Cease and Desist Order under said Act has not expired; or ( iii ) if Tender Offeror has been subject to an emergency injunction by a court as a party engaged in acts suspected of being in violation of Article 10, Paragraph 1 of said Act.

<Omit the rest>

(After Amendment)

The Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, including subsequent amendments, hereinafter referred to as the 'Order').

In the event of any of the matters set forth in Article 14, Paragraph 1, Items 1, (a) through (j) and (m)through (q), Item 3, (a) through (h) and (j), and Article 14, Paragraph 2, Items 3 through 6 of the Order, the Tender Offer may be withdrawn etc. In the Tender Offer, "facts equivalent to the facts listed in (a) through (i) " as stipulated in Article 14, Paragraph 1, Item 3 (j) of the Order means (i) a case where a statutory disclosure document submitted by Target in the past is found to contain a false statement with respect to a material matter or omit a statement of a material matter that should be stated, and Tender Offeror did not know of such false statement or omission and could not have known of it despite exercising due care, and (ii) a case where any of the events listed in (a) through (g) of said item has occurred to Target's material subsidiary.

In the event of withdrawal etc., an electronic public notice will be given, and an announcement to

such effect will be published in the Nihon Keizai Shimbun; provided, however, that if it is difficult to make the public notice by the end of the tender offer period, a public announcement will be made in the manner stipulated in Article 20 of the Cabinet Office Order, and a public notice will be made immediately thereafter.

< Omit the rest >

## II. Details of Amendment to the Public Notice of Commencement of Tender Offer

### 2. Details of the Tender Offer

(11) Other Conditions and Methods for Purchase, etc.

[2] Existence or Non-Existence of Conditions for Withdrawal, etc. of Tender Offer, Details Thereof and Method of Disclosure of Withdrawal, etc.

(Before Amendment)

The Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965, including subsequent amendments, hereinafter referred to as the 'Order').

In the event of any of the matters underlined in Article 14, Paragraph 1, Items 1, (a) through (j) and (m)through (q), Item 3, (a) through (h) and (j), Item 4, and Article 14, Paragraph 2, Items 3 through 6 of the Order, the Tender Offer may be withdrawn etc. In the Tender Offer, "facts equivalent to the facts listed in (a) through (i) " as stipulated in Article 14, Paragraph 1, Item 3 (j) of the Order means (i) a case where a statutory disclosure document submitted by Target in the past is found to contain a false statement with respect to a material matter or omit a statement of a material matter that should be stated, and Tender Offeror did not know of such false statement or omission and could not have known of it despite exercising due care, and (ii) a case where any of the events listed in (a) through (g) of said item has occurred to Target's material subsidiary.

Further, the Tender Offer may be withdrawn, etc. in any of the following cases because "Permission, etc." of Article 14, Paragraph 1, Item 4 of the Order could not be obtained: by the day before the tender offer period expiration day and in relation to the Tender Offeror's prior notification to the Japan Fair Trade Commission pursuant to Article 10, Paragraph 2 of the Antimonopoly Act, ( i ) if Tender Offeror received prior notice from the Japan Fair Trade Commission regarding a Cease and Desist Order mandating the disposal of all or part of Target Shares, transfer of part of Target's business or any other similar disposition; ( ii ) if the period for measures to make a prior notice of a Cease and Desist Order under said Act has not expired; or ( iii ) if Tender Offeror has been subject to an emergency injunction by a court as a party engaged in acts suspected of being in violation of Article 10, Paragraph 1 of said Act.

<Omit the rest>

(After Amendment)

The Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321

of 1965, including subsequent amendments, hereinafter referred to as the 'Order').

In the event of any of the matters set forth in Article 14, Paragraph 1, Items 1, (a) through (j) and (m)through (q), Item 3, (a) through (h) and (j), and Article 14, Paragraph 2, Items 3 through 6 of the Order, the Tender Offer may be withdrawn etc. In the Tender Offer, "facts equivalent to the facts listed in (a) through (i) " as stipulated in Article 14, Paragraph 1, Item 3 (j) of the Order means (i) a case where a statutory disclosure document submitted by Target in the past is found to contain a false statement concerning a material matter or omit a statement of a material matter that should be stated, and Tender Offeror did not know of such false statement or omission and could not have known of it despite exercising due care, and (ii) a case where any of the events listed in (a) through (g) of said item has occurred to Target's material subsidiary.

<Omit the rest>

END