

The following statement is an English-language translation of the original Japanese-language document provided for your convenience. In the event there is any discrepancy between the Japanese and English versions, the Japanese version is presumed to be correct.

March 10, 2025

To whom it may concern:

Company Name: JGC HOLDINGS CORPORATION
Representative: Masayuki Sato
Representative Director, Chairman & CEO
(Code Number: 1963, Stock Exchange: Tokyo)
Contact: Akihiro Yamagami
Manager, Corporate Communication Group
Strategic Planning Unit
Strategy Planning Office
(TEL: 81-45-682-8026)

Announcement Regarding Acquisition of Shares of TAKADA CORPORATION
(Securities Code: 1966) by the Company's Consolidated Subsidiary

JGC JAPAN CORPORATION (“JGC JAPAN”), a consolidated subsidiary of JGC HOLDINGS CORPORATION (the “Company”), resolved at its Board of Directors’ meeting held today (March 10, 2025) that JGC JAPAN will acquire shares of TAKADA CORPORATION (Securities code: 1966; “TAKADA”, together with JGC JAPAN, the “Parties”) (the “Share Acquisition”).

The Share Acquisition will involve an acquisition of not less than 5% of the number of voting rights and this acquisition will fall under “an act of buying-up specified as equivalent to a tender offer by Cabinet Order” prescribed in Article 167, Paragraph (1) of the Financial Instruments and Exchange Act and Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act; therefore, the Company hereby announces as follows. It is planned that as a result of the Share Acquisition, TAKADA will become an equity-method affiliate of the Company.

1. Purpose of the Share Acquisition

For the purpose of maintaining and strengthening the Parties’ future ability to handle construction in the fields of plant engineering and maintenance and thereby enhancing the corporate value of the Parties through cooperation of the Parties, both of which have a high-level of expertise and extensive experience in engineering and construction management, JGC JAPAN will enter into a capital and business alliance with TAKADA, and as part of this alliance, it will acquire shares of TAKADA.

2. Details of the Share Acquisition

JGC JAPAN is planning to subscribe for and acquire common shares (894,386 shares) of TAKADA through the issuance of new shares and the disposition of treasury shares by third-party allotment (the “Third-party Allotment”), in which shares will be allotted to JGC JAPAN on March 26, 2025. In addition, as of today, JGC JAPAN is planning to enter into a share transfer agreement with the existing shareholders of TAKADA, pursuant to which common shares of TAKADA held by the existing shareholders (572,514 shares in total) will be transferred to JGC JAPAN. JGC JAPAN is planning to acquire those shares on March 26, 2025 concurrently with the Third-party Allotment. Implementation of the Share Acquisition is subject to receipt from the Japan Fair Trade Commission of a notice to the effect that no cease and desist order will be issued and satisfaction of other conditions.

As a result of the Share Acquisition, JGC JAPAN will hold 1,466,900 common shares of TAKADA (number of voting rights: 14,669 units), and the ratio of the number of voting rights to the number of voting rights of all shareholders is expected to be 20.31%. This ratio is calculated based on the total number of voting rights (72,210 units), which is the sum of the following: the total number of voting rights (63,265 units) as of September 30, 2024, plus the number of voting rights increased through the Third-party Allotment (8,943 units) and the number of voting rights pertaining to shares constituting one share unit increased through the Share Acquisition (2 units). The ratio of the number of voting rights to the voting rights of all shareholders is rounded up or down to the second decimal place.)

3. Share Acquisition Date
March 26, 2025 (tentative)

4. Outlook

The impact of the Share Acquisition on the Company's consolidated financial results for the current fiscal year will be minor.

This document is published based on a request made by JGC JAPAN CORPORATION (acquirer of shares) to JGC HOLDINGS CORPORATION (the parent company of the acquirer of shares), in accordance with Article 30, Paragraph (1), Item (iv) of the Order for Enforcement of the Financial Instruments and Exchange Act.

End.

March 10, 2025

To whom it may concern:

Company Name: JGC JAPAN CORPORATION
Representative: Yasuharu Yamaguchi
Representative Director & President

Announcement Regarding Acquisition of Shares of TAKADA CORPORATION
(Securities Code: 1966)

JGC JAPAN CORPORATION (the “Company”) resolved at its Board of Directors’ meeting held today (March 10, 2025) that the Company will acquire shares of TAKADA CORPORATION (Securities code: 1966; “TAKADA”, together with the Company, the “Parties”) (the “Share Acquisition”); therefore, the Company hereby announces as follows:

1. Purpose of the Share Acquisition

For the purpose of maintaining and strengthening the Parties’ future ability to handle construction in the fields of plant engineering and maintenance and thereby enhancing the corporate value of the Parties through cooperation of the Parties, both of which have a high-level of expertise and extensive experience in engineering and construction management, the Company will enter into a capital and business alliance with TAKADA, and as part of this alliance, it will acquire shares of TAKADA.

2. Details of the Share Acquisition

The Company is planning to subscribe for and acquire common shares (894,386 shares) of TAKADA through the issuance of new shares and the disposition of treasury shares by third-party allotment (the “Third-party Allotment”), in which shares will be allotted to the Company, on March 26, 2025. In addition, as of today, the Company is planning to enter into a share transfer agreement with the existing shareholders of TAKADA, pursuant to which common shares of TAKADA held by the existing shareholders (572,514 shares in total) will be transferred to the Company. The Company is planning to acquire those shares on March 26, 2025 concurrently with the Third-party Allotment. Implementation of the Share Acquisition is subject to receipt from the Japan Fair Trade Commission of a notice to the effect that no cease and desist order will be issued and satisfaction of other conditions.

As a result of the Share Acquisition, the Company will hold 1,466,900 common shares of TAKADA (number of voting rights: 14,669 units), and the ratio of the number of voting rights to the number of voting rights of all shareholders is expected to be 20.31%. This ratio is calculated based on the total number of voting rights (72,210 units), which is the sum of the following: the total number of voting rights (63,265 units) as of September 30, 2024, plus the number of voting rights increased through the Third-party Allotment (8,943 units) and the number of voting rights pertaining to shares constituting one share unit increased through the Share Acquisition (2 units). The ratio of the number of voting rights to the voting rights of all shareholders is rounded up or down to the second decimal place.)

3. Share Acquisition Date

March 26, 2025 (tentative)

End.