The following is an English version of the official Japanese announcement, which has been given to the Tokyo Stock Exchange and the media in Tokyo, Japan.

February 28, 2025

For immediate release

SPARX Group, Co., Ltd.
President and Group CEO, Shuhei Abe
(TSE Prime: 8739)

Notice of Commencement of Tender Offer by ARTS-3 for Common Stock of SNT CORPORATION (TSE Standard: 6319) —ARTS-3 is wholly owned by Japan Monozukuri Mirai Investment Limited Partnership (a.k.a. Japan Monozukuri Mirai Fund), in which SPARX Group serves as the general partner—

SPARX Group today announced that ARTS-3 Inc. (ARTS-3) has decided to acquire the common stock of SNT CORPORATION (hereinafter 'Target Company') through the tender offer described in the attachment. ARTS-3 is wholly owned by the Japan Monozukuri Mirai Investment Limited Partnership (Japan Monozukuri Mirai Fund), in which SPARX serves as the general partner. See the attached press release dated [February] [28], 2025, for more details.

The decision to initiate the tender offer is part of a series of transactions aimed at making the Target Company a wholly owned subsidiary of ARTS-3 by acquiring all of its outstanding common stock listed on the Tokyo Stock Exchange's Standard market (excluding treasury stock held by the Target Company—which does not include 539,100 shares held by Custody Bank of Japan, Ltd. (in an E trust account) as trust assets for the Employee Stock Benefit Trust (J-ESOP) under the Employee Incentive Plan).

The Japan Monozukuri Mirai Fund was established to maintain Japan's advanced technology and skills and develop its future manufacturing capabilities. It aims to contribute to the sustainable growth of Japanese manufacturing by investing in companies with superior technology, human resources, and services, and helping them implement the Toyota Production System (TPS) and formulate management strategies.

(Attachment)
Notice Regarding a Tender Offer for SNT CORPORATION (TSE Standard: 6319) Common Stock" dated February 28, 2025.

■ For inquiries related to this release, contact
Public Relations, SPARX Group, Co., Ltd.
pr_media@sparxgroup.com

February 28, 2025

For immediate release

Company name ARTS-3 Inc.
Representative Kota Mizutani

Notice Regarding a Tender Offer for SNT CORPORATION (TSE Standard: 6319) Common Stock

ARTS-3 Inc. today announced its decision to acquire shares of SNT CORPORATION (TSE Standard: 6319, the 'Target Company') common stock through a tender offer under the Financial Instruments and Exchange Act (Act No.25 of 1948, including all subsequent amendments).

1. Details of the tender offer

(1) Name of target company
SNT CORPORATION

(2) Types of shares for purchase
Common stock

(3) Tender offer period
March 3, 2025 (Monday) to April 14, 2025 (Monday) (30 business days)

(4) Tender offer price
JPY403 per share of common stock

(5) Number of shares for purchase

Shares for purchase	Minimum shares for purchase	Maximum shares for purchase
37,248,538 (shares)	24,832,400 (shares)	- (shares)

(6) Settlement start date
April 21, 2025 (Monday)

(7) Tender offer agent
Nomura Securities Co., Ltd. 1-13-1 Nihonbashi, Chuo City, Tokyo

2. Summary of the tender offer

ARTS-3 is a stock corporation incorporated on January 7, 2025, all of whose issued and outstanding shares are owned by the Japan Monozukuri Mirai Investment Limited Partnership (Japan Monozukuri Mirai Fund), whose general partner is SPARX Group Co., Ltd. (SPARX, together with its affiliates and other related entities, collectively the "SPARX Group").

Its primary purpose is to acquire and hold the shares of the TSE Standard-listed Target Company, and to control and manage the Target Company's business activities. As of the date of this press release, ARTS-3, SPARX and the Japan Monozukuri Mirai Fund hold no shares in the Target Company.
SPARX's core business is in asset management (investment advisory and investment trust management). It has aimed to become “the most trusted and respected investment company in the world” since its founding in July 1989. SPARX has expanded its investment domain beyond equity investments to include renewable energy power plants and venture capital under the Mirai Creation funds. The Japan Monozukuri Mirai Fund, in which SPARX serves as general partner, was established in December 2020 for the purpose of investing in Japanese manufacturing companies with superior technology, human resources, and services in order to maintain Japan's advanced technology and skills and develop its future manufacturing capabilities through their sustainable growth. The Fund has already invested in IJTT.

ARTS-3 today decided to commence the Tender Offer on March 3, 2025 as part of a series of transactions (the “Transaction”) aimed at making the Target Company a wholly-owned subsidiary of ARTS-3 by acquiring all shares of the Target Company common stock (excluding treasury stock held by the Target Company—which does not include 539,100 shares held by Custody Bank of Japan, Ltd. (in an E trust account) as trust assets for the Employee Stock Benefit Trust (J-ESOP) under the Employee Incentive Plan; the same applies to all further mentions of the treasury stock held by the Target Company).

In connection with the Tender Offer, ARTS-3 has entered into a tender agreement with Topre Corporation, the largest shareholder of the Target Company (Number of shares held: 2,585,200 shareholding ratio (Note 1): 6.94%), dated February 28, 2025, whereby Topre Corporation has agreed to tender all of its shares in the Target Company to ARTS-3. ARTS-3 has also entered into a tender agreement with NIPPON STEEL CORPORATION, the Target Company's second largest shareholder (Number of shares held: 2,577,600, shareholding ratio: 6.92%), which has agreed to tender all of its holdings in the Target Company to ARTS-3. ARTS-3 has also entered into a tender agreement with Nihon Parkerizing Co., Ltd., the third largest shareholder of the Target Company (1,878,400 shares, shareholding ratio: 5.04%), which has agreed to tender all of its holdings in the Target Company to ARTS-3. Furthermore, ARTS-3 has entered into a tender agreement with NIPPON STEEL TRADING CORPORATION, the eighth largest shareholder of the Target Company (Number of shares held: 1,200,000, shareholding ratio: 3.22%) which has agreed to tender to ARTS-3 all of its holdings in the Target Company. These shareholders have agreed to tender a total of 8,241,200 shares of the Target Company (shareholding ratio: 22.12%) to ARTS-3.

(Note 1) The shareholding ratio is the percentage (rounded to two decimal places) of the number of shares (37,248,538 shares) after excluding the number of shares of treasury stock held by the Target Company (17,751,462 shares) from the total of 55,000,000 shares issued and outstanding as of December 31, 2024, as set out in the “Consolidated Financial Results for Q3 FY3/2025 [Japanese GAAP]” released by the Target Company on February 13, 2025. The same applies for shareholding ratios listed below.

3. Objective of the Tender Offer

SPARX believes a range of actions are necessary for the Target Company to respond to changes in the automotive business environment. These include the creation of a management system for the optimum running of the overall group, maintaining and upgrading the competitiveness of existing products by making use of strengths in press, hammer, and upsetter (Note 2) processing technology, installing production lines to become a leading supplier of forged parts for industrial machinery and robots, and a recognition of the need to reorganize the forging business portfolio. These actions need large scale investments in facilities and research to expand production facilities, along with investments in DX and the future workforce, as well as prompt M&A activities. As well as the time and investment in facilities needed to carry out these plans, there may be an additional delay before the anticipated benefits are realized. We have therefore assumed that implementation of the measures while the Target Company remains listed on the Stock Exchange risks putting short-term pressure on business results and

could have a negative impact on existing shareholders in terms of a lower share prices and dividends. While the listing on the Tokyo Stock Exchange Section 2 in August 1962 undoubtedly raised the profile and social status of the Target Company, enabling it to attract outstanding staff and expand the client base, much of its brand strength and reputation is due to its business activities. As a result, we believe that the merits of continuing as a listed stock company outweigh any short-term concerns.

(Note 2) Upsetter: forging equipment equipped with a shaft and used to form bars

After concluding The Transaction, we plan to use our experience with domestic and overseas companies to help further increase the business value of the Target Company by applying the investment knowhow of the SPARX Group and our investee network, particularly in areas where the Target Company group lacks business resources.
In more detail, this assistance includes group-wide business optimization through strategic planning and linking of business and logistics units, optimized distribution of resources across divisions, and setting of shared KPI, together with improvements in the profitability of the forging, construction machinery, and logistics businesses, and the improvement of production sites and production efficiency. To expand business and open up new clients, we will support the restructuring of HR systems by introducing case studies for hiring/training/retaining staff, introduce case studies for DX/AI development and support their adoption at the Target Company, support the planning and implementation of business strategies and mid-term plans for business improvement, introduce expert staff, and introduce start-ups as potential cooperation partners (and provide support to facilitate cooperation), as well as supporting and tracking capital investment and scenario planning for the realization of net zero.

(Note 3) KPI: An abbreviation for Key Performance Indicator, a management indicator used to evaluate business performance

Based on this thinking, and after discussion with the Target Company, SPARX has decided to conduct the Tender Offer for the purpose of making the Target Company a fully owned subsidiary company of the Offeror.

For the details of the Tender Offer, please refer to the Tender Offer notice submitted by the Offeror on March 3, 2025.

[Restrictions on solicitation]

This press release is intended to announce the Tender Offer to the public and has not been prepared for the purpose of soliciting sales. When applying for the offer to sell, please make sure to read the Tender Offer Explanatory Statement and apply at your own discretion. This press release does not constitute or form part of an offer or invitation to sell or a solicitation of an offer to buy any securities, nor shall this press release (or any part thereof) or the fact of its distribution form the basis of any contract relating to the Tender Offer, nor may it be relied upon in entering into any contract.

[Future predictions]

This information may include forward-looking statements with expressions such as "anticipate," "expect," "forecast," "intend," "plan," "believe," "assume," including those relating to the future business of the Offeror or other companies. Such expressions are based on the Offeror's current business outlook and may change depending on future circumstances. The Offeror is not obligated to make current any forward-looking expressions in this information to reflect actual business performance, various circumstances, changes in conditions, etc.

[Restrictions regarding the United States]

The Tender Offer is not being made, directly or indirectly, in or into the United States, or by the use of the U.S. postal service or any other means or instruments of interstate or international commerce, (including, but not limited to, telephone, telex, facsimile, electronic mail or Internet communications), nor through any securities exchange facility in the United States. The Tender Offer may not be tendered by any of the above methods or means, through any of the above facilities, or from within the United States. Press releases or related documents relating to the Tender Offer will not be sent or distributed in, to, or from the United States by mail or other means, and such sending or distribution is prohibited. Applications that directly or indirectly violate the above restrictions will not be accepted. We do not solicit purchases of securities or other equivalents from or within the United States, and we will not accept any such offers from residents of the United States or from within the United States, even if such offers are sent to the Offeror.

[Other countries]

Certain countries or regions may impose legal restrictions on the announcement, publication or distribution of this press release. In such cases, please be aware of and comply with those restrictions. This shall not constitute a solicitation of an offer to purchase or an offer to sell shares in connection with the Tender Offer and shall be deemed to be merely the distribution of materials as information.