



August 17, 2020

To Whom It May Concern:

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(Amendment) Announcement Regarding Partial Amendments to “Announcement Regarding the Commencement of Tender Offer for Shares in Kawasumi Laboratories, Incorporated (Securities Code 7703)” and Amendment of Public Notice for Commencing Tender Offer Due to its Submission of Amendment of Tender Offer Registration Statement

In connection with its tender offer for share certificates, etc. in Kawasumi Laboratories, Incorporated (hereinafter the “Target” and the “Tender Offer”), Sumitomo Bakelite Co., Ltd. (hereinafter the “Offeror”) received the notice from the Taiwan Fair Trade Commission, notifying that they will not exercise the examination authority for the Share Acquisition; accordingly, in order to correct the statement, the Offeror submitted an Amendment of Tender Offer Registration Statement dated August 17, 2020 to the Director of the Kanto Local Finance Bureau in accordance with Article 27-8, paragraph 2 of the Financial Instruments and Exchange Act (Act No. 25 of 1948; as amended thereafter; the “Act”).

The Offeror hereby announces that the following amendments shall be made to the “Announcement Regarding the Commencement of Tender Offer for Shares in Kawasumi Laboratories, Incorporated (Securities Code 7703)” dated July 31, 2020 and the “Public Notice for Commencing Tender Offer” dated August 3, 2020.

Please note that these amendments do not constitute changes to the Terms of Purchase, etc. as defined in Article 27-3, paragraph 2, item (i) of the Act.

Note

- I. Amendments to the “Announcement Regarding the Commencement of Tender Offer for Shares in Kawasumi Laboratories, Incorporated (Securities Code 7703)” dated July 31, 2020.

The following amendments are made to the “Announcement Regarding the Commencement of Tender Offer for Shares in Kawasumi Laboratories, Incorporated (Securities Code 7703)” dated July 31, 2020. Underline indicates amendment.

2. Overview of the Tender Offer

(9) Other Conditions and Methods of the Purchase, Etc.

② Conditions for Withdrawal, Etc., of the Tender Offer, Details thereof and Method of Disclosure of Withdrawal, Etc.

(Before the Amendment)

Upon the occurrence of any event listed in Article 14, Paragraph 1, Items 1.1 through 1.9 and Items 1.12 through 1.18, Items 3.1 through 3.8 and 3.10, Item 4, as well as Article 14, Paragraph 2, Items 3 through 6 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended; the “Order”), the Tender Offer may be withdrawn. With respect to Article 14, Paragraph 1, Item 3.10 of the Order, the “matters equivalent to the matters listed in Items 3.1 through 3.9” means ① any case where it is found that there is a false statement regarding a material matter, or an omission of a material matter required to be stated in the statutory disclosure documents submitted by the Target in the past, and ② any case where any of the events listed in Items 3.1 through 3.7 occurs with respect to any of the important subsidiaries of the Target.

Up until the day before the last date of the Tender Offer Period (including the case of an extension), (i) if the Taiwan Fair Trade Commission takes measures such as prohibiting the Share Acquisition by the Tender Offer in response to the prior notice, or (ii) if the above waiting period has not expired, the Tender Offer may be withdrawn as if the “Permit, Etc.” of Article 14, Paragraph 1, Item 4 of the Order cannot be obtained.

(The rest is omitted)

(After the Amendment)

Upon the occurrence of any event listed in Article 14, Paragraph 1, Items 1.1 through 1.9 and Items 1.12 through 1.18, Items 3.1 through 3.8 and 3.10, Item 4, as well as Article 14, Paragraph 2, Items 3 through 6 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended; the “Order”), the Tender Offer may be withdrawn. With respect to Article 14, Paragraph 1, Item 3.10 of the Order, the “matters equivalent to the matters listed in Items 3.1 through 3.9” means ① any case where it is found that there is a false statement regarding a material matter, or an omission of a material matter required to be stated in the statutory disclosure documents submitted by the Target in the past, and ② any case where any of the events listed in Items 3.1 through 3.7 occurs with respect to any of the important subsidiaries of the Target.

(The rest is omitted)

II. Amendment of “Public Notice for Commencing Tender Offer” dated August 3, 2020.

The following amendments are made to the “Public Notice for Commencing Tender Offer” dated August 3, 2020. Underline indicates amendment.

2. Overview of the Tender Offer

(14) Other Conditions and Methods of the Purchase, Etc.

- ② Conditions for Withdrawal, Etc., of the Tender Offer, Details thereof and Method of Disclosure of Withdrawal, Etc.

(Before the Amendment)

Upon the occurrence of any event listed in Article 14, Paragraph 1, Items 1.1 through 1.9 and Items 1.12 through 1.18, Items 3.1 through 3.8 and 3.10, Item 4, as well as Article 14, Paragraph 2, Items 3 through 6 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended; the “Order”), the Tender Offer may be withdrawn. With respect to Article 14, Paragraph 1, Item 3.10 of the Order, the “matters equivalent to the matters listed in Items 3.1 through 3.9” means ① any case where it is found that there is a false statement regarding a material matter, or an omission of a material matter required to be stated in the statutory disclosure documents submitted by the Target in the past, and ② any case where any of the events listed in Items 3.1 through 3.7 occurs with respect to any of the important subsidiaries of the Target.

Up until the day before the last date of the Tender Offer Period (including the case of an extension), (i) if the Taiwan Fair Trade Commission takes measures such as prohibiting the Share Acquisition by the Tender Offer in response to the prior notice, or (ii) if the above waiting period has not expired, the Tender Offer may be withdrawn as if the “Permit, Etc.” of Article 14, Paragraph 1, Item 4 of the Order cannot be obtained.

(The rest is omitted)

(After the Amendment)

Upon the occurrence of any event listed in Article 14, Paragraph 1, Items 1.1 through 1.9 and Items 1.12 through 1.18, Items 3.1 through 3.8 and 3.10, Item 4, as well as Article 14, Paragraph 2, Items 3 through 6 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended; the “Order”), the Tender Offer may be withdrawn. With respect to Article 14, Paragraph 1, Item 3.10 of the Order, the “matters equivalent to the matters listed in Items 3.1 through 3.9” means ① any case where it is found that there is a false statement regarding a material matter, or an omission of a material matter required to be stated in the statutory disclosure documents submitted by the Target in the past, and ② any case where any of the events listed in Items 3.1 through 3.7 occurs with respect to any of the important subsidiaries of the Target.

(The rest is omitted)

End

- This press release is to announce the Tender Offer to the public and has not been prepared for the purpose of soliciting an offer to sell shares. If shareholders wish to make an offer to sell their shares, they should first read the tender offer explanatory statement for the Tender Offer and make their own independent decision. This press release does not constitute, nor form part of, any offer to sell, solicitation of a sale of, or any solicitation of any offer to buy, any securities. In addition, neither this press release (or any part of it) nor the fact of its distribution shall form the basis of or be relied on in connection with any agreement relating to the