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**Notice Regarding the Submission of Response to Inquiries from
Makino Milling Machine Co., Ltd. (Securities Code: 6135)**

Nidec Corporation (“Nidec” or the “Company”), as previously announced in our notice dated April 3, 2025, “Notice Regarding Commencement of Tender Offer for Makino Milling Machine Co., Ltd. (Securities Code: 6135)” (as amended by and including corrections mentioned in our notice dated April 7, 2025, “(Correction) Notice Regarding Partial Correction to ‘Notice of Commencement of Tender Offer for Makino Milling Machine Co., Ltd. (Securities Code: 6135)’”), resolved, at the meeting of its Board of Directors held on April 3, 2025, to acquire shares of common stock of Makino Milling Machine Co., Ltd. (the “Target Company”), a company listed on the Prime Market of the Tokyo Stock Exchange, Inc., through a tender offer (the “Tender Offer”) in accordance with the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended), as part of a series of transactions aimed at making the Target Company a wholly owned subsidiary of the Company, and the Company commenced the Tender Offer on April 4, 2025.

The Company hereby announces that, in response to the inquiries addressed to the Company in the Report on Expression of Opinion submitted by the Target Company on April 11, 2025, the Company has today submitted the Tender Offeror's Answer providing the Company's responses. Please refer to the attachment for details of the Company's responses.

End.

(Attachment)

Response to Inquiries to the Tender Offeror

In response to the “Inquiries to the Tender Offeror,” Exhibit 1 to the Report on Expression of Opinion submitted by Makino Milling Machine Co., Ltd. (the “Target Company”) on April 11, 2025 in connection with the tender offer for the common stock of the Target Company by Nidec Corporation (the “Tender Offeror”), the Tender Offeror hereby provides the following responses. Unless otherwise defined, terms used in the responses in this Attachment shall have the same meanings as defined in the tender offer registration statement submitted by the Tender Offeror on April 4, 2025 (as amended by the amendment to the tender offer registration statement dated April 11, 2025, the “Tender Offer Registration Statement.”).

As a side note, under the laws and regulations, the Target Company must immediately send a copy of the Report on Expression of Opinion to the Tender Offeror upon submitting such Report on Expression of Opinion (Article 27-10 (9) of the Act), and upon receiving a copy of the Report on Expression of Opinion containing inquiries directed at the Tender Offeror, the Tender Offeror shall submit a Tender Offeror's Answer containing responses to such inquiries within five business days from the date of receipt (Article 27-10 (11) of the Act, Article 13-2 (2) of the Enforcement Order). Although the Target Company submitted the Report on Expression of Opinion containing the inquiries to the Tender Offeror (the “Inquiries”) on April 11, 2025, due to a delay in the Target Company's submission of a copy of the Report on Expression of Opinion to the Tender Offeror, the deadline for responding to the Inquiries would have been April 22, 2025. However, in consideration of the purpose of the system of tender offeror's answer, in order to provide a response within five business days from April 11, 2025, the date on which the Report on Expression of Opinion was submitted, the Tender Offeror decided to respond to the Inquiries from the Target Company as of the date of this document, ahead of its due date.

Additionally, among the inquiries listed below, while there are many inquiries that are not considered necessary for the Target Company or its shareholders to determine whether the Transaction contributes to enhancing the corporate value of the Target Company and the common interests of its shareholders, or whether they should tender their shares in the Tender Offer, or that have already been answered by the Tender Offeror and disclosed in the tender offer registration statement or press release, the Tender Offeror has provided responses to the inquiries to the best of its ability and in good faith, within the scope necessary for the Target Company or its shareholders to make the aforementioned determination. According to the Report on Expression of Opinion, the Target Company “is not convinced” that acquisition of the Target Company by the Tender Offeror through the Tender Offer will contribute to securing the Target Company's corporate value and the common interests of its shareholders, therefore at the moment, the Tender Offeror understands that the Target Company has not, at this point in time, reached the conclusion that the Transaction would not contribute to the enhancement of the Target Company's corporate value or the common interests of its shareholders. The Tender Offeror strongly requests that the Target Company, taking into consideration the following responses, make an impartial and fair decision on the best

option for the Target Company and its shareholders.

Section 1 Commencement date of the Tender Offer

- 1 Prior to the receipt of initial letters of intent (the “Initial Third-Party Letters of Intent”) for acquisition proposals aimed at making the Company a wholly owned subsidiary that compete with the Proposal (the “Third-Party Proposals”), the Company and Special Committee established by the Company on January 10, 2025 consisting of four independent and external directors (the “Special Committee”) have repeatedly requested, on a total of three occasions, that the Tender Offeror commence the Tender Offer on May 9, 2025, since the information provided by the Tender Offeror regarding the Tender Offer was insufficient from the perspective of securing an opportunity for informed judgment by our shareholders.

In addition, the same request was made after the receipt of Initial Third-Party Letters of Intent, specifically noting such receipt, that time was required to receive a final and legally binding letter of intent for a Third-Party Proposal (the “Final Third-Party Letters of Intent”), and that it was difficult to receive and announce such letter of intent by the commencement date of the Tender Offer.

These requests are based on the “Guidelines for Corporate Takeovers - Enhancing Corporate Value and Securing Shareholders’ Interests” (the “Guidelines”) published by the Ministry of Economy, Trade and Industry on August 31, 2023, which are believed to require that the necessary time is secured for the target company’s board of directors and special committee to consider, formulate, and implement alternative proposals in order for shareholders to make the correct choice regarding the merits of the proposal and its transaction terms, and that information regarding alternative proposals, as well as the results of the comparative consideration of the proposal and alternative proposals is provided.

Although the Tender Offeror states on p. 5 of the Tender Offer Registration Statement that it “believes that it has complied with all of the processes required of it as a tender offeror in the Guidelines for Corporate Takeovers throughout the transaction,” **it has disregarded the Company’s request for postponement pursuant to the above-mentioned Guidelines, without stating any compelling reason for requiring the commencement date of the Tender Offer to be on April 4, 2025 in the Tender Offer Registration Statement. (In particular, with respect to the procedures under Chinese competition law, although the Tender Offeror has consistently stated since December 27, 2024, that the “expected completion date (tentative)” was “early April,” there has been a significant delay from the originally estimated timeframe, as stated in Section 2 below, and the Tender Offeror has revised its estimate without touching whatsoever on the reasons for such delay.) Considering the above, please tell us the reason why this Tender Offer was forcibly commenced on April 4, 2025.**

(Response from Tender Offeror)

As stated in (3) of “6. Background to the Submission of the Letter of Intent” of “Regarding the Letter of Inquiry Received From Makino” dated January 31, 2025 (the “Response (1)”), and in (1) and (2) of “3. Postponement of the Commencement Date of the Tender Offer” of “Regarding the Letter of Inquiry (2) Received From Makino” dated February 14, 2025 (the “Response (2)”), in the present case, more than “60 business days” were secured between the

date on which the Tender Offeror made the proposal regarding the Transaction (the “Proposal”) (December 27, 2024), and the date on which the Tender Offer was commenced (April 4, 2025). When the tender offer period under the Tender Offer is added to this period, it results in a minimum of “91 business days in total,” and with considerable likelihood, a total period of 101 business days has been secured.

Provided that the Target Company sincerely considers whether the Proposal contributes to securing or enhancing the corporate value of the Target Company and the common interests of its shareholders, the Tender Offeror believes that the period allocated to the Target Company for consideration of the Proposal is more than sufficient.

Furthermore, based on precedents in recent years (since 2019) in which counterproposals have been made against tender offers (cases in which a competing offeror is considered to have begun reviewing a competing tender offer after the announcement of the preceding tender offer), such competing offers have generally been made within approximately 30 business days, and at the longest within 49 business days, from the announcement of the initial tender offer. Therefore, even assuming that the so-called third-party proposal mentioned by the Target Company exists, it would have been entirely possible for such a third-party proposal to be made during the Tender Offer Period. As a recent example, in the case of the competing offer for the shares of Shibaura Electronics Co., Ltd. by YAGEO Electronics Japan GK—whose scheduled commencement date of the tender offer was announced after the date on which the Tender Offeror announced the expected commencement of the Tender Offer—Minebeamitsumi Inc. publicly announced an advance notice of a competing tender offer, and a supporting opinion with respect thereto has been publicly announced, within 43 business days from the announcement date of the advance notice by YAGEO Electronics Japan GK.

Accordingly, there is no reasonable ground to postpone the commencement date of the Tender Offer from April 4, 2025, and considering that to postpone the commencement of the Tender Offer without reasonable ground would likely cause market disruption, we have launched the Tender Offer on April 4, 2025, as previously announced in the Proposal.

Moreover, the Target Company has not disclosed any substantial examination status regarding the third-party proposal. The stated purpose for the adoption of the Response Policy by the Target Company is to secure a sufficient period for the shareholders of the Target Company and the Target Company itself to make a proper decision on the Proposal by comparing it with any third-party proposal. However, in order to ensure that the shareholders of the Target Company are afforded an appropriate opportunity to make such a decision, the Target Company should disclose important information on whether the third-party proposal is indeed concrete and feasible enough to be considered a viable alternative to the Proposal. If a specific proposal has indeed been made by a third party, the Target Company should disclose the basic and material information regarding such proposal to ensure that the shareholders of the Target Company are provided with a fair opportunity to make an appropriate decision, for example, such as ① whether the proposing third party is contemplating an acquisition independently or jointly with other parties, and what kind of entity the third party is (e.g., an operating company or an investment fund, domestic or foreign) and ② whether the proposal involves acquiring all shares of the Target Company, only a majority, or merely a minority stake. Considering the period that has already been provided, we believe that such disclosure

would be sufficiently feasible.

- 2 Please provide specific details of the reasonable grounds for the Tender Offeror's board of directors approving the commencement of the Tender Offer on April 4 by the Tender Offeror's executive directors despite of the repeated requests by the Company about postponing the commencement of the Tender Offer, and the risk that the procedures under Chinese competition law will not be completed by May 21, 2025 as scheduled (see Section 2 below) and that countermeasures will be implemented in accordance with the Response Policies (see Section 5 below); in addition, if there were external directors who disagreed with the commencement, please provide specific details of their opinions and the response of the Tender Offeror's executive directors to those opinions.

(Response from Tender Offeror)

The reason why the board of directors of the Tender Offeror approved the commencement of the Tender Offer on April 4, 2025, is as described on page 4, item① of the Tender Offer Registration Statement.

In addition, there are no outside directors who expressed dissenting opinions from that of the board of directors of the Tender Offeror.

Section 2 Procedures for the Tender Offer under Domestic and Foreign Competition Laws and Foreign Investment Regulations

- 1 According to p. 4 of the Tender Offer Registration Statement, in relation to procedures under Chinese competition law, the Tender Offeror obtained an opinion from a Chinese law firm stating that the review period under such procedures (a primary review period of 30 days) is expected to be completed by the last day of the Tender Offer Period (the period during which purchases, etc., are conducted in the Tender Offer) with a high degree of certainty. Furthermore, according to p. 30 of the same document, the Tender Offeror also obtained an opinion from a Chinese law firm stating that acceptance of the filing was expected to occur by April 18, 2025.

As for the expected completion of these procedures under Chinese competition law, the Tender Offeror's "Notice Regarding Scheduled Commencement of Tender Offer for Makino Milling Machine Co., Ltd. (Securities Code: 6135)" (the "Tender Offer Notice Press Release") dated December 27, 2024, stated on p. 8 and p. 50 that completion was initially expected by "early March 2025". This expectation was later revised to "early April 2025" and repeatedly announced (for further details on this matter, please refer to 2 below). Moreover, **the Tender Offer Registration Statement asserts that "overlapping business areas are extremely limited" and that "the market share is also minimal". Nevertheless, as of today, the procedures under Chinese competition law remain incomplete. We would therefore appreciate a persuasive and specific explanation as to why the procedures have not yet been completed.**

(Response from Tender Offeror)

The Tender Offeror is not in a position to comment on the decision of the State Administration for Market Regulation of China.

- 2 As mentioned above, with respect to the procedures under Chinese competition law, **the expected schedule was stated as “Mid-March” according to p. 8 and p. 50 of the Tender Offer Notice Press Release.** However, in “Nidec Corporation Completed Procedure Required under US Hart-Scott-Rodino Antitrust Improvement Act of 1976 regarding Tender Offer Bid for Makino Milling Machine Co., Ltd. (Securities Code: 6135)” (the “Press Release on Completion of U.S. Antitrust Law Procedures”) released by the Tender Offeror on January 22, 2025, **the “Estimated Completion Date (tentative)” was revised to “Early April 2025” without any explanation. Moreover, in “Nidec Corporation Completed Procedure Required under French Monetary and Financial Code (Foreign Investment Regulations) regarding Tender Offer Bid for Makino Milling Machine Co., Ltd. (Securities Code: 6135)” (the “Press Release on Completion of French Monetary and Financial Code Procedures”) released by the Tender Offeror on April 3, 2025, the “Estimated Completion Date (tentative)” was also stated as “Early April 2025.”**

Nevertheless, **in the “Notice Regarding Commencement of Tender Offer for Makino Milling Machine Co., Ltd. (Securities Code: 6135)” which was released just hours after the Press Release on Completion of French Monetary and Financial Code Procedures on the same day (“Tender Offer Commencement Press Release”), the Tender Offeror suddenly made revisions,** stating that “[a]lthough the pre-filing notification under Chinese competition law had not yet been accepted by the State Administration for Market Regulation of China as of the same date [note: April 3], *the Tender Offeror received a legal opinion from a Chinese law firm stating that [...] the Tender Offer is considered to be of very little competitive concern under Chinese competition laws, and the review period under such procedures (a primary review period of 30 days) is expected to be completed by the last day of the Tender Offer Period with a high degree of certainty.* Thus, it is reasonably expected that the acquisition of the Target Company’s Stock through the Tender Offer will be feasible by the end of the Tender Offer Period” (italics added by the Company), and **revised the estimated completion of procedures to “by the end of the Tender Offer Period,” namely, “May 21, 2025.”**

Furthermore, **according to p. 30 of the Tender Offer Registration Statement,** the Tender Offeror has not completed procedures regarding the Tender Offer under Chinese competition law as of April 4, 2025, stating “[b]efore the State Administration for Market Regulation of China (SAMR) accepts the notification, officials in charge confirm the completeness of such notification. Upon the acceptance of the notifications one that is complete, the SAMR determines whether, within the review period of 30 days after the date of the acceptance of such notification, to approve the share acquisition or to conduct a more detailed review (“Detailed Review”). If the SAMR decides to conduct a Detailed Review and approves the share acquisition within the review period of 90 days after such decision (provided, said review period may be extended by up to an additional 60 days), the Tender Offeror will be allowed to conduct the share acquisition. Although the pre-filing notification on the share acquisition, which

was filed to the SAMR on January 9, 2025 (local time), has not yet been accepted as of the filing of the Tender Offer Registration Statement, the Tender Offeror received a legal opinion from its Chinese legal counsel stating that it is expected to be accepted by April 18, 2025.” Accordingly, it has been clearly revealed that if the pre-filing notification is accepted by April 18, 2025, the share acquisition will be approved within 30 days after the acceptance (or by May 18, 2025) unless SAMR proceeds to a detailed review, but if SAMR does decide to proceed to a detailed review, the share acquisition will be approved within 90 days after such decision (with the possibility of a further extension of up to 60 days thereafter) (in other words, if a detailed review is confirmed, for example, on May 16, 2025 (Friday), the share acquisition will be approved by August 14 of the same year in the case of a 90-day review period, and by October 13 of the same year in the case of a 150-day review period).

On the other hand, with respect to procedures based on competition laws and foreign investment regulations in countries other than China, the Tender Offeror consistently issued press releases upon the completion of each procedure—for instance, from the Press Release on Completion of U.S. Antitrust Law Procedures dated January 22, 2025 to Press Release on Completion of French Monetary and Financial Code Procedures dated April 4 of the same year. However, with respect to procedures under Chinese competition law, it can be inferred that as of mid-February to early March of the same year—when the “pre-filing notification” had not yet been “accepted”—there was an increasing likelihood that the “primary review period of 30-days” would not be completed by “mid-March” or “early April,” which had been publicly indicated by the Tender Offeror as the anticipated timeframe for completion. Despite this, the Tender Offeror provided no explanation through press releases or any other means, nor gave any explanation during the meeting with the Company on March 4, 2025.

In the Tender Offer Notice Press Release, the Tender Offeror stated that it had “*carefully examined*” the procedures based on domestic and international competition laws and foreign investment regulations “*by engaging domestic and international law firms*” (italics added by the Company). However, as described above, the Tender Offeror has changed the disclosed expected completion date for the procedures under Chinese competition law without explaining the reasons or background to shareholders. Furthermore, it appears that the Tender Offeror deliberately avoided making timely disclosures even after it had become clear that the estimate would change, which inevitably raises doubts about the reliability of its disclosures and we deem it highly problematic. Please explain to us persuasive reasons for conducting such problematic disclosures to our shareholders and the market. In addition, please explain the following respective points to us in detail: whether, currently, the Tender Offeror believes that SAMR will not proceed to a detailed review, and when the Tender Offeror expects procedures under Chinese competition law to be completed.

(Response from Tender Offeror)

As described in page 4, item ① of the Tender Offer Registration Statement.

Chinese competition law without providing any explanation to shareholders. While it stated in the Tender Offer Notice Press Release that it had “*carefully examined*” the procedures “*by engaging domestic and international law firms*” (italics added by the Company; the same applies hereinafter), it has also repeatedly cited the “*opinion*” of a “*Chinese law firm*” in the Tender Offer Registration Statement.

Furthermore, it can be inferred that the description of the expected completion date for the procedures under Chinese competition law in the Tender Offer Registration Statement is entirely based on the “*opinion*” of the “*Chinese law firm*.” Nevertheless, while the Tender Offer Registration Statement identifies the UK and U.S. law firms, “Freshfields LLP and Davis Polk & Wardwell LLP,” as having “provided legal advice . . . regarding the implementation of competition law and foreign investment regulation procedures,” whereas the name of the “*Chinese law firm*” is, for some reason, withheld.

As stated above, **whether the expected completion date for the procedures under Chinese competition law, as described in the Tender Offer Registration Statement, is reliable depends on the content of the “*opinion*” provided by the “*Chinese law firm*.”** Therefore, **we request that you disclose the name of the “*Chinese law firm*” that issued the “*opinion*,” the names of the attorneys involved, and the track record of the firm and those attorneys in the field of competition law.** In addition, **please disclose the full text of the opinion.** Furthermore, with respect to the Chinese law firm that was said in the Tender Offer Notice Press Release to have conducted a “*careful examination*,” please explain specifically with respect to each of the following: **(i) whether it is the same as the above-mentioned “*Chinese law firm*”; (ii) if it is the same, why the expected completion date for the procedures under Chinese competition law has changed; and (iii) if it is different, why a different law firm was engaged in the middle of the process.**

(Response from Tender Offeror)

The Tender Offeror has obtained the above opinions from Fangda Partners (Attorney Liang Han), T&D Associates (Attorney John Yong REN), and King & Wood Mallesons (Attorney Xuanfeng Ning). These law firms all have extensive experience in the practice of competition law in China.

Although we refrain from disclosing the full text of the opinions due to confidentiality obligations owed to each law firm, please note that a summary of the opinions is provided on page 4 of the Tender Offer Registration Statement.

- 4 On p. 2 of the Tender Offer Notice Press Release, the Tender Offeror states with respect to the commencement date of the Tender Offer, “[w]e believe it is desirable to ensure a sufficient period for the target company and its shareholders to consider, understand, and agree to this transaction, and we consider a period of *at least* two months to be appropriate. Therefore, also **taking into account the expected completion date (early April 2025) of these permits and licenses procedures, we anticipate commencing the Tender Offer on April 4, 2025.**” [italics added by the Company]. However, as stated above, as of April 4, 2025, when the Tender Offer commenced, the procedures under Chinese competition law concerning the Tender Offer had not yet been completed.

In that case, as stated above, (even if the procedures under Chinese competition law were not to proceed to a detailed review,) **if approval for the share acquisition could still be delayed until as late as May 18, 2025 (or until May 21), there would be no issue whatsoever in postponing the commencement of the Tender Offer to May 9, 2025, as requested by our company. In fact, if the Tender Offer is launched without completing the procedures under Chinese competition law, any shareholders who tender their shares in the Tender Offer would not be able to receive settlement of the purchase consideration until such procedures are completed. Accordingly, it would have been more appropriate to postpone the commencement of the Tender Offer to a suitable date after May 9.** Please specifically provide the Tender Offeror's opinion on this matter.

In relation to this, our Company has repeatedly pointed out a serious concern that the Tender Offeror may be attempting to forcibly commence the Tender Offer on April 4, 2025 and complete the Tender Offer before receiving Final Third-Party Letters of Intent. This concern is evidenced by, among other things, remarks from Mr. Shigenobu Nagamori, Representative Director and Global Group Representative (chairman of the board) ("Representative Nagamori"), seemingly suggesting that the purpose was to prevent the emergence of a white knight (for details, please refer to p. 9 to p. 11 of the Response Policies Press Release (as defined in Section 4 below)). **Given the forcible commencement of the Tender Offer as stated above, please clearly answer with a "yes" or "no" as to whether you can unequivocally deny any intention to preclude the possibility of a competing proposal.**

(Response from Tender Offeror)

As stated in 1 above, the board of directors of the Tender Offeror determined that it is reasonably expected that the procedures for obtaining these permits and licenses will be completed by the end of the Tender Offer Period, thereby making it possible to carry out the acquisition of the Target Company shares through the Tender Offer, and on top of that, considering that an unreasonable delay in the commencement of the Tender Offer would likely cause market disruption, we have launched the Tender Offer on April 4, 2025, as previously announced in the Proposal.

Also, as responded in our "Reply to the Written Request from Makino Milling Machine Co., Ltd.'s Board of Directors" dated February 5, 2025, and in the "Background to the Submission of the Letter of Intent" in the Response (1), those comments made by Shigenobu Nagamori, Founder and Chairman of the Board, bore no intention of suppressing other corporate entities from submitting competing proposals.

- 5 Regarding **procedures under U.S. foreign investment regulations (Committee on Foreign Investment in the United States (CFIUS) regulations)**, the Tender Offeror had **consistently announced that the procedures had not yet been complete up until disclosure of the press release regarding the completion of the French foreign investment regulation procedures, which was released merely hours prior to the Tender Offer Commencement Press Release.** Nonetheless, according to p. 30 of the Tender Offer Registration Statement, the Tender Offeror confirmed that, with the expiry of the waiting period on February 21, 2025, it could conduct the share acquisition as of February 22 of the same year.

Please explain to us reasonable grounds for why the Tender Offeror concealed that it had completed procedures

under U.S. foreign investment regulations on February 21 of the same year, without disclosing the fact for one and a half months.

(Responses from Tender Offeror)

As described on page 30, item ⑥ of the Tender Offer Registration Statement, under the U.S. foreign investment regulations, the acquisition of shares of the Target Company through the Tender Offer is already in an executable state.

Section 3 Regarding the Tender Offer Price of the Tender Offer

According to reports, Mr. Takamitsu Araki, First Senior Vice President and Chief M&A Officer of the Tender Offeror (“Vice President Araki”), emphasized in a press conference regarding the commencement of the Tender Offer on April 4, 2025 that the Tender Offer Price of 11,000 yen per share was both “necessary and sufficient” for the Tender Offer.

In light of the above, we would be grateful if you could confirm whether we can understand that the Tender Offer Price as 11,000 yen is a so-called ‘best and final offer’, in other words, the maximum price that the Tender Offeror can pay, and that the Tender Offeror will not acquire the Company at a price exceeding that amount.

(Responses from Tender Offeror)

As addressed in the Tender Offeror's request dated February 27, 2025, titled "Request for Opinion on Nidec Corporation's 'Report on the Developments and Company's View Following the Statement of Intent' concerning Makino Milling Machine Co., Ltd. (Securities Code: 6135)" and the Tender Offeror's response dated March 17, 2025, to inquiries from the Target (the "Response (3)"), under "4. Others" (2).

Section 4 Regarding the Lower Limit on the Number of Shares to be Purchased in the Tender Offer

As stated in Section 1 above, when the Company, together with the Special Committee, made four requests to the Tender Offeror to postpone the commencement of the Tender Offer, we also requested that the lower limit on the number of shares to be purchased be raised to two-thirds of the total voting rights of our Company. This was because the lower limit at only 50% of the total voting rights could potentially exert significant coercion on our shareholders.

Furthermore, in our press release dated March 19, 2025, titled “Notice Regarding the Introduction of our Basic Policies for the Control of the Company and Policies for Responding to Large-scale Purchase Actions for Company Shares (Takeover Response Policies) Aimed Solely at Securing Time Necessary for the Materialization and

Consideration of Third-Party Proposals Regarding the Tender Offer for the Company Shares by Nidec Corporation” (the “Response Policies Press Release”), we announced that if the Tender Offeror were to set the lower limit on the number of shares to be purchased at a level equivalent to 50% of the total voting rights of our company, the Tender Offer would pose a substantial degree of coercion for the following reasons:

- (i) If the lower limit on the number of shares to be purchased in the Tender Offer is set at a number equivalent to 50% of the total voting rights of our company, the Tender Offer would be successful. However, if the Tender Offeror’s voting rights remains below two-thirds of the total voting rights of our shareholders, any proposal for a squeeze-out following the Tender Offer would not be approved at the Company’s general meeting of shareholders. As a result, the transition to becoming a wholly- owned subsidiary may not be realized, and our shareholders could be left behind as minority shareholders.
- (ii) No reasonable basis has been provided to anticipate that Japanese passive index investment funds, related parties of the Company (the Machine Tool Engineering Foundation and our executive officers), or our cross-shareholding partners (collectively, “Domestic Passive Funds”) would approve the squeeze-out proposal (on the assumption that they do not tender their shares in the Tender Offer).
- (iii) It has come to light that, among our major shareholders, the Machine Tool Engineering Foundation (shareholding ratio of approximately 3.77%) and three members of the founding family (with a combined shareholding ratio of approximately 4.1%) have submitted letters to the Financial Services Agency expressing their intention not to tender their shares in the Tender Offer and their opposition to the squeeze-out proposal. Accordingly, shareholders representing a shareholding ratio of least approximately 8% of our outstanding shares have indicated that they do not intend to participate in the Tender Offer and expressly oppose the squeeze-out.
- (iv) According to IR Japan, Inc., it turns out that there are also a certain number of domestic passive institutional investors that would tender their shares in a tender offer depending on the terms of the offer.
- (v) Even if an Additional Tender Period, were to be set, this does not change the fact that if the number of shares tendered reaches 50% of the Company’s total voting rights, the Tender Offer will be successful, and accordingly, its coercive nature will not be resolved.
- (vi) The Tender Offeror announced that it planned to acquire additional shares of the Company at an amount equal to the Tender Offer Price (the “Additional Acquisition”) if the squeeze-out proposal was not approved after the Tender Offer. However, this is merely a “plan” and not a “commitment,” and if the timing of the Additional Acquisition is not clearly stated in that announcement, taking into account the “time value of money,” the planned Additional Acquisition will not resolve the coercive nature of the Tender Offer.

- 1 As described above, the Company has repeatedly warned that if the lower limit on the number of shares to be purchased in the Tender Offer were a number equivalent to 50% of the Company’s total voting rights and other terms of the offer remained same as those stated in the Tender Offer Notice Press Release, it would expose our shareholders

to a substantial degree of coercion. Nevertheless, as stated on p. 3 of the Tender Offer Registration Statement that “after the announcement of the press release dated December 27, 2024, excluding the fact that the Tender Offeror . . . has acquired 100 shares of the Target Company’s Stock through market transactions, and that the number of shares to be purchased has been changed according to changes in the number of the Target Company’s treasury shares, there are no changes to the information announced in the press release dated December 27, 2024 about the terms of the Tender Offer,” the lower limit on the number of shares to be purchased in the Tender Offer was set to a number equivalent to 50% of the Company’s total voting rights, with reconsideration of the acquisition terms. Please explain specific reasons for such decision.

(Responses from Tender Offeror)

As mentioned on page 6, line 1 through line 28, page 10 of the Tender Offer Registration Statement, in “7. Policy on Setting the Minimum Threshold of the Tender Offer and Squeeze-Out” in our Response (1) and “4. Lower Limit of the Tender Offer and Squeeze-Out Policy” in our Response (2) as well as item (3) of “4. Other” in our Response (3).

- 2 On p. 7 of the Tender Offer Registration Statement, similarly to the Tender Offer Notice Press Release, it is stated that Domestic Passive Funds, including cross-shareholding partners, are “expected to exercise their voting rights in favor” of the proposal for a share consolidation (squeeze-out proposal) (on the assumption that they will not tender their shares in the Tender Offer). However, in the tender offer registration statement dated September 14, 2023 concerning the unsolicited acquisition proposal for Takisawa Machine Tool Co., Ltd. (“Takisawa”; such registration statement, the “Takisawa Tender Offer Registration Statement”) (consistent with the Tender Offer, the lower limit on the number of shares to be purchased in the tender offer was equivalent to 50% of Takisawa’s total voting rights), despite stating that, consistent with the Tender Offer, it receives advice from Mita Securities Co., Ltd. (“Mita Securities”), **so-called cross-shareholding partners are not included in the “shareholders expected to vote in favor of the special resolution for the share consolidation proposal at the extraordinary general meeting of shareholders, if the Tender Offer is successfully completed and transitions to the extraordinary general meeting of shareholders.” Accordingly, the statement on p. 7 of the Tender Offer Registration Statement is clearly inconsistent with the Takisawa Tender Offer Registration Statement submitted by the Tender Offeror approximately a year and a half ago.** The Company also clearly pointed this out on p. 15 and p. 16 of the Response Policies Press Release.

Moreover, on p. 7 of the Tender Offer Registration Statement, the Tender Offeror states that the “level of the Target Company’s shares held by the shareholders expected to vote in favor of the share consolidation proposal is approximately 70.30%.” It is understood that this statement is made on the assumption that 50% of the shares are tendered in the Tender Offer, to which those held by domestic passive institutional investors (ownership ratio of approximately 13.05% as estimated by the Tender Offeror) and cross-shareholding partners (ownership ratio of

approximately 7.25% as estimated by the Tender Offeror) are added. **As stated above, when deducting the number of shares held by “cross-shareholding partners” not expected to vote in favor of the squeeze-out proposal in the Takisawa Tender Offer Registration Statement, the “level of the Target Company’s shares held by the shareholders expected to vote in favor of the share consolidation proposal” becomes “approximately 63.05% (i.e., 50% plus approximately 13.05%),” which is different from the statement in the Tender Offer Registration Statement, and falls below the “level of shares required to pass a resolution for the share consolidation proposal (two-thirds).”**

Furthermore, in the Takisawa Tender Offer Registration Statement, the Tender Offeror excluded cross-shareholding partners of financial institutions from the list of shareholders who were expected to vote in favor of the special resolution at the general meeting of shareholders after the Tender Offer, and classified them as shareholders who might tender their shares. However, in the Tender Offer Registration Statement, the Tender Offeror reclassified these shareholders as those who were expected to vote in favor of the special resolution at the general meeting of shareholders after the Tender Offer, even though it is uncertain whether they will tender their shares in the Tender Offer. When the Company asked the Offeror about the reasons for the lack of consistency through the Letter of Inquiry dated January 28, 2025, the Offeror responded in a very inexplicable manner, that unlike in the Tender Offer, the cross-shareholding shareholders of financial institutions in the Takisawa Tender Offer Registration Statement corresponded to the case of ‘no relationship with the registrar group,’ and that the possibility of cross-shareholding partners of financial institutions tendering their shares was different from that of financial institutions with a business relationship with the registrar group as a normal lender and borrower. The Tender Offeror, without confirming with the concerned financial group, insisted that this was “based on objective circumstances.”

Taking into account the above, **if the same assumption as the Takisawa Tender Offer Registration Statement is made, where the Tender Offeror is advised and analyzed by Mita Securities in the same manner as the Tender Offer, the “number of shares required to pass a resolution for the share consolidation proposal (two-thirds) cannot be secured, contrary to the statement on p. 7 of the Tender Offer Registration Statement.** We have to say that **the Tender Offeror intentionally and arbitrarily exaggerated the likelihood of the squeeze-out proposal being passed in connection with the Tender Offer** (in other words, it is clear that the Tender Offeror is trying to arbitrarily lower the “number of shares required for the resolution for the proposal for the Share Consolidation (two-thirds)” by adopting a different approach to the calculation of the cross-shareholding parties stated above (with a shareholding ratio of approximately 7.25%) from that in the Takisawa Tender Offer Registration Statement). Furthermore, the arbitrary interpretation by the Tender Offeror of cross-shareholding partners of financial institutions is against the Financial Services Agency's effort such as pointing out in Action Program for Corporate Governance Reform 2024 published on June 7, 2024 that with regard to disclosure in Annual Securities Reports regarding cross-shareholdings, “actual situations are unclear because disclosure of the reason for changing the purpose of a holding to pure investment is not required,” and revising the Cabinet Office Ordinance on Disclosure of Corporate Affairs in order to encourage listed companies to make more objective disclosures.

In light of all of the consideration above, we believe that such statement on p. 7 of the Tender Offer Registration

Statement is clearly inappropriate as the “reason for why it considers that such lower limit on the number of shares to be purchased is necessary and appropriate for achieving the purpose of the tender offer,” which is required “if the lower limit on the number of shares to be purchased is set at a level that risks resulting in the holding of less than two-thirds of the voting rights of all shareholders” in the “Points to Note Regarding Disclosure of a Tender Offer (Guidelines for Disclosure of a Tender Offer)” of the Financial Services Agency, and would be unable to completely deny the possibility that the statement constitutes a so-called false statement that “lacks a statement of a material fact that is necessary to prevent a misunderstanding” (Article 27-8, paragraph (4), item (ii) and Article 27-20, item (ii) of the Financial Instruments and Exchange Act).

Therefore, please provide, specifically and respectively, the reason for why “cross-shareholding partners” (including “cross-shareholding partners of financial institutions”) are expected to vote in favor of the share consolidation proposal although they are not expected to vote in favor of the squeeze-out proposal in the Takisawa Tender Offer Registration Statement (i.e., the reason for differences in decision between the Takisawa Tender Offer Registration Statement and the Tender Offer Registration Statement), and whether the Tender Offeror plans to voluntarily correct the statement above on p. 7 of the Tender Offer Registration Statement.

(Responses from Tender Offeror)

As responded in “2. Regarding the Number of Shares to Be Purchased in the Tender Offer” of “Regarding the Response to the Further Request Letter Received from the Special Committee of Makino Milling Machine Co., Ltd.” dated January 27, 2025 by the Tender Offeror to the special committee, in item (6) of “7. Policy on Setting the Minimum Threshold of the Tender Offer and Squeeze-Out” in our Response (1) , in item (6) of “4. Lower Limit of the Tender Offer and Squeeze-Out Policy” in our Response (2) and in item (3) of “4. Other” in our Response (3).

As the Tender Offeror believes that the reasons for considering the lower limit of planned acquisition numbers as necessary and appropriate for achieving the objectives of the Tender Offer are sufficiently described in the Tender Offer Registration Statement, there is no plan to amend the description on page 7 of the Tender Offer Registration Statement.

- 3 As stated in the beginning of Section 4 above, although there are also a certain number of domestic passive institutional investors that would tender their shares in a tender offer depending on the terms of the offer, p. 7 of the Tender Offer Registration Statement states that Domestic Passive Funds are “expected to exercise their voting rights in favor” of the proposal for a share consolidation (squeeze-out proposal) (on the assumption that they will not tender their shares in the Tender Offer), and we believe that the Tender Offeror is unable to deny the possibility that the Tender Offeror intentionally exaggerated the likelihood of the squeeze-out proposal being passed in the present case. Therefore, we request that you provide specific reasons for why the Tender Offeror decided that Domestic Passive Funds are “expected to exercise their voting rights in favor” of the proposal for a share consolidation (squeeze-out proposal).

(Responses from Tender Offeror)

As the specific content, grounds, and reasons of the report by IR Japan Inc. are not clear, we are unable to respond based on the above view of the target. However, the reason why the Tender Offeror decided that Domestic Passive Funds are “expected to exercise their voting rights in favor” of the proposal for a share consolidation (squeeze-out proposal) is described on pages 7 and 8 of the Tender Offer Registration Statement.

- 4 On p. 9 of the Tender Offer Registration Statement, it is stated that “the ratio of voting rights exercised by shareholders other than the Tender Offeror at a shareholder meeting to approve the proposal for a share consolidation (squeeze-out proposal) after the completion of the tender offer is expected to be significantly lower than the ratio of voting rights exercised at an ordinary annual general meeting of shareholders” in cases where a share consolidation is chosen as the method of squeeze-out. In this regard, on p. 16 of the Response Policies Press Release, the Company has already pointed out that this assumption is based on the premise that, at the time of the general meeting of shareholders to approve the squeeze-out proposal, the tender offeror already holds two thirds or more of the voting rights, making it evident that the share consolidation proposal will be approved. Consequently, shareholders other than the Tender Offeror are less likely to exercise their voting rights, and this assumption does not apply to the Proposal in which the lower limit on the Tender Offer is not set to two-thirds or more of the voting rights of all shareholders and there is no guarantee that the squeeze-out proposal will be passed and approved. Please provide the basis for the conclusion stated in the Tender Offer Registration Statement that “the ratio of voting rights exercised by shareholders other than the Tender Offeror at a shareholder meeting to approve the proposal for a share consolidation (squeeze-out proposal) after the completion of the Tender Offer is expected to be significantly lower than the ratio of voting rights exercised at an ordinary annual general meeting of shareholders,” while keeping the lower limit on the number of shares to be purchased in the Tender Offer at 50% of the Company’s total voting rights, despite the issue above pointed out by the Company.

(Responses from Tender Offeror)

As described on lines 33 to 42 on page 7 of the Tender Offer Registration Statement, the Tender Offeror has received the opinion from Mita Securities Co., Ltd. that even if the voting rate at the extraordinary general meeting of shareholders were 100%, it is expected to exceed the requirement of a special resolution by two-thirds.

Section 5 Response Policies for the Tender Offer Introduced by the Company

According to media reports, Mr. Araki asserted at a press conference on April 4, 2025 for the commencement of the Tender Offer, with respect to the Company’s Policies for Responding to Large-scale Purchase Actions for Company Shares (the “Response Policies”) introduced on March 19, 2025, that “it is a so-called emergency takeover defense measure,” “if we withdraw the TOB, the share price would return to its original price, and shareholders would lose the opportunity to

sell at our proposed price,” “if the conditions are not met, share options would be issued and lead to dilution and elimination of NIDEC, which means this policy is clearly a poison pill” and “there is a possibility of a huge loss for shareholders.”

However, **there are no circumstances in which the implementation of Countermeasures based on the Response Policies would disadvantage general shareholders in the first place, and the Response Policies are aimed to secure the time reasonably necessary for the materialization of competing proposals from a third party other than the Tender Offeror. Since this is a measure to draw out terms substantially more favorable than the Tender Offer for our shareholders, it is not anticipated that “our Company’s” shareholders will suffer losses instead of benefits.**

In addition, as clearly stated on p. 1 of the Response Policies Press Release, the Response Policies will be terminated immediately if (i) the Tender Offeror actually commences the Tender Offer on or after May 9, 2025, or (ii) prior to the commencement of the Tender Offer, the Company confirms that it has received a Final Third-Party Letter of Intent that is reasonably determined to have terms that are substantially more favorable than the Proposal from a third party other than the Tender Offeror. In other words, the Tender Offeror does not need to “withdraw the TOB” and will not be “eliminated” as long as the **Tender Offeror postpones the commencement of the Tender Offer for up to approximately one month, until May 9, 2025, or until the Company confirms that it has received a final and legally binding letter of intent for a Third-Party Proposal before that date.**

In this respect, **the Response Policies are very different from emergency takeover defense measures (so-called poison pill) that allow for the “elimination” of a takeover proposal in advance by making a substantially negative evaluation of the content of the proposal (even if time is given for consideration by the target company and its shareholders), and the purpose of the Response Policies is to secure time necessary for market checks, which clearly contributes to securing the common interests of our shareholders.**

In light of above, it can be understood that it is the Tender Offeror’s forcible commencement of the Tender Offer on April 4, without postponing to May 9 or after, that is causing “a huge loss for shareholders.” We would be grateful if you could specifically explain what you mean by “a huge loss to shareholders” after accurately understanding the content of the Response Policies.

(Responses from Tender Offeror)

As stated on lines 39 to 44 on page 17 of the Tender Offer Registration Statement, considering the significant differences between the Tender Offeror and the Target Company regarding the consideration period, etc., of the Transaction for the Target Company and its shareholders, the introduction of this response policy is not a reasonable reason to postpone the start date of the Tender Offer. Postponing the Tender Offer start without reasonable grounds is considered to cause market confusion. Therefore, the Tender Offeror is unable to respond to the Target Company's question based on the premise that the start time of the Tender Offer should be delayed.

Section 6 Regarding Letter of Inquiry (3)

Among inquiries contained in the letters of inquiry sent to the Tender Offeror by the Company as specified on p. 16 of the Tender Offer Registration Statement (the “Third Letter of Inquiry”), the Company has not received sufficient responses from the Tender Offeror to the inquiries set forth below (as partially modified from the inquiries contained in the Letters of Inquiries in accordance with the content of the Tender Offer Registration Statement, and with related inquiries added to some inquiries). These inquiries are each considered particularly important in deciding whether the Tender Offer will contribute to the enhancement of the Company’s corporate value.

- 1 Please provide approximate figures, in deciding to set the Tender Offer Price for Company shares at 11,000 yen per share, for (1) the quantitative results of synergies you assumed would arise for Nidec, and (2)(i) the quantitative results of synergies you assumed would arise for the Company, the Company’s (ii) sales, (iii) sales growth rate, (iv) operating profit amount, (v) operating profit margin, (vi) ROE, (vii) capital investment (capital expenditures), (viii) research and development investment amount, (ix) free cash flow amount, and (x) dividend amount.

(Responses from Tender Offeror)

We have responded in (1) of "1. Expected Synergies in the Proposal for the Company" in the Response (3). To reiterate, the Tender Offer Price is determined from the perspective of what premium will be sufficient for the Target Company's shareholders to assess and apply based on the market price. The Tender Offer Price is not calculated or determined based on synergies or the plans for the Target Company in the coming fiscal years presuming the Target Company becomes part of the Tender Offeror Group.

Regarding the synergies created by the Target Company entering the Tender Offeror Group as a result of the Transaction, some information is unsuitable for disclosure, and this, among other things, was explained to the Target Company during the meetings held on January 17, 2025, between the Tender Offeror and the Special Committee, and on March 4, 2025, with some management members of the Tender Offeror and the Target Company (the "Second Meeting"). Synergy, by definition, will be created through collaboration between the two companies, and it is to be refined following the Transaction.

To reiterate, the Tender Offeror has not formulated plans for the Target Company for the fiscal year thereafter. As explained in the Second Meeting, once the Transaction is complete, the Tender Offeror would like to discuss with the Target Company, understand the current situation thoroughly, and jointly formulate business plan proposals for the coming fiscal years from a realistic perspective.

- 2 With regard to this Tender Offer Price, the Company asked the Tender Offeror about the quantitative results of synergies it assumed would arise in determining the Tender Offer Price in the Third Letter of Inquiry. **The Tender Offeror then responded that “at this time we do not have a plan for the next fiscal year and subsequent fiscal years for your company” and that “the proposed price is not calculated or determined based on your**

company's plan for the next fiscal year and beyond," revealing that it did not conduct a quantitative analysis of synergies.

Please explain to us the specific reasons why, despite the lack of such quantitative analysis on synergies, the Tender Offeror emphasizes that the Tender Offer Price of 11,000 yen per share is both necessary and sufficient in the Tender Offer, as stated in Section 3 above.

(Responses from Tender Offeror)

As responded and described in (1) of "1. Expected Synergies in the Proposal for the Company" of the Response (3) and on page 4, lines 26 to 44, and on page 25 under "Basis of Calculation" and "Calculation Process" of the Tender Offer Registration Statement.

- 3 (1) Please provide approximate figures you assumed for the Company's (i) sales, (ii) sales growth rate, (iii) operating profit amount, (iv) operating profit margin, (v) ROE, (vi) capital investment (capital expenditure), (vii) research and development investment amount, and (viii) free cash flow amount as a standalone business.
- (2) Please explain the reason why the Tender Offeror believes that the Proposal would contribute more to the enhancement of the Company's corporate value than the Company's new business plan, taking into account the quantitative results of synergies the Tender Offeror assumed would arise within the Company after the Proposal is realized as compared with the Company's new business plan titled "For Enhancement of Corporate Value" announced by the Company on February 12, 2025.

(Responses from Tender Offeror)

For both (1) and (2), Tender Offeror have responded in (2) of "1. Expected Synergies in the Proposal for the Company" in the Response (3).

- 4 Please provide approximate figures for the percentage of companies with which Nidec Machine Tool Corporation ("Nidec Machine Tool"), Nidec OKK Corporation ("Nidec OKK"), PAMA S.p.A., and Takisawa had a business relationship prior to the acquisition by the Tender Offeror and were also competitors of the Tender Offeror's group, that continue to do business after the acquisition (the percentage of companies that continue to do business with the Tender Offeror's group, out of competitors of the Tender Offeror's group prior to the acquisition), as well as a comparison between the transaction amount prior to the acquisition by the Tender Offeror and the current transaction amount (the percentage of current transaction amount in comparison to the transaction amount prior to the acquisition).

(Responses from Tender Offeror)

At the second meeting, in conjunction with non-public and sensitive information, detailed explanations were provided to the Target Company about actual occurrences involving the four companies upon their integration into the Tender Offeror Group. It has been repeatedly explained that no dis-synergy compromising their management has occurred post the Tender Offeror Group integration. We trust the Target Company, as a publicly listed company like us, would fully understand that there is a distinction between information that can be compiled and publicly provided by the Tender Offeror and that which cannot. In relation to this inquiry, we consider it essential that both parties engage in sincere discussions, coordinating the Target Company's needs with what the Tender Offeror can offer. Unfortunately, due to information management constraints, written exchanges pose challenges while detailed discussions during meetings about the Target Company's concerns promise more beneficial outcomes for both sides. Your thorough consideration is kindly appreciated.

It was noted that the Target Company received comments from customers accounting for 10% of annual total sales indicating an inability to continue transactions. However, it is unclear whether the Target Company genuinely foresees a situation where a substitute for the Target Company's products easily emerges and sales indeed decline by 10%, or whether the Target Company does not actually expect such decline. However, the Tender Offeror believes that the Target Company provides high-quality machinery and services that do not easily lose customers. Therefore, sharing specific expectations about the Target Company's risks would lead to more productive discussions. According to the *Nihon Keizai Shimbun* dated April 17, 2025, Mr. Shotaro Miyazaki, President, Director of the Target Company, expressed the view that “the machine tool manufacturers under the Nidec group offer low-cost products and cater mainly to price-sensitive customers,” and therefore, the customer bases differ from that of Makino, which offers higher-priced products, resulting in limited synergy between the two. However, Mr. Miyazaki's understanding is incorrect. It is well known that the Target Company also supplies reasonably priced products not only in the high value-added die and mold market but also in the volume zone, including production lines for automotive components and general machining parts. On the other hand, the Tender Offeror does not primarily serve price-sensitive customers. Rather, the Tender Offeror is committed to offering products and technologies that meet customers' fundamental needs—such as high precision and high-efficiency machining—and has gained recognition for its machining accuracy and productivity. For example, in the field of machining centers, the Tender Offeror is highly regarded for its rigid designs that enable efficient machining of large components and even grinding operations. In the area of gear machining machines, the Tender Offeror has achieved a leading market share in Japan by jointly developing machines and machining technologies with its customers, resulting in superior machining accuracy and productivity. Furthermore, the Tender Offeror is actively engaged in cost reduction initiatives to offer its products at more competitive prices without compromising quality. Many of the Tender Offeror's customers have expressed high expectations that, through the integration of the Target Company into the Tender Offeror group, a broader range of products and machining technologies will become available, generating substantial synergies.

In light of the above, the Tender Offeror believes that the integration of the Target Company into the Tender Offeror's group will create significant synergies between the two companies and will enable the provision of even

better products and services to customers.

- 5 Please provide the percentage of sales to the Tender Offeror's group represented in the annual sales amounts for each of Nidec Machine Tool, Nidec OKK, PAMA S.p.A., and Takisawa, before and after the acquisition by the Tender Offeror. In the answer to the Third Letter of Inquiry, the Tender Offeror wrote, "[a]s we explained during the interview on March 4." However, the Tender Offeror did not explain this during the interview, so we would be grateful if you could provide a definite answer this time.

(Responses from Tender Offeror)

As explained in detail during the second meeting, the Tender Offeror has not heard any particularly negative reactions from common customers contacted post the Proposal's announcement as alleged by the Target Company. Hence, the Tender Offeror is not aware of customers heralding a switch from the Target Company's products to those of other companies due to the Transaction. However, assuming that there are such customers, given the possibility of significant misunderstanding among customers due to fragmented information, thorough explanations during post-transaction communication will likely suffice to clarify the Transaction, mitigating the concerns envisaged by the Target Company.

Should a customer genuinely intending to switch from the Target Company's products to another company's arise due to the Transaction, the Tender Offeror intends to visit such companies post-transaction, requesting continued business. Even per previous M&A cases by the Tender Offeror, very few customers cease business solely due to integration into the Tender Offeror Group, and synergies far exceeding minor setbacks through M&A are believed to have been realized.

- 6 Please specify all of the divisions of the Tender Offeror, as well as subsidiaries and affiliates of the Tender Offeror (regardless of whether they are domestic or foreign companies), which make up the (8) Nidec Machinery and Automation segment as listed in the Tender Offeror's securities report for the fiscal year ending in March 2024, and also specify the number of employees in each division, subsidiary or affiliate categorized by department.

(Responses from Tender Offeror)

As consistently stated, the Tender Offeror has not disclosed the information described in the Inquiries as non-public or confidential information. Furthermore, with respect to the personnel-related questions received from the Target Company, although such matters would not normally be subject to disclosure, the Tender Offeror has presumed that the Target Company may need to explain certain matters to its employees, and accordingly, during the second meeting, the Tender Offeror disclosed the maximum amount of information permissible within the scope of what could be shared. The Tender Offeror respectfully but strongly requests that you refrain from criticizing the Tender Offeror for not responding to questions concerning matters that cannot be publicly disclosed, particularly in

a written communication that presumes such disclosure.

- 7 The Tender Offeror explained that “Zhejiang Mold Industry Association” is “an organization with a position of significant importance to the Chinese domestic mold industry.” Please specifically explain the details of the “position” and reasons for determining such “significant importance.”

(Responses from Tender Offeror)

The Tender Offeror considers the Zhejiang Province significant due to its concentration of the die industry in China. Following media reports of concerns within a portion of the Chinese die industry regarding the Transaction, a meeting was held with the Zhejiang Mold Industry Association, after which such concerns have already been dispelled.

Section 7 Inquiries from the Company’s Labor Union

As announced in the “Letter of Inquiry from the Company Union to Nidec Corporation” dated March 31, 2025, the Company’s labor union (the “Company Union”) sent to the Tender Offeror a letter of inquiry stating questions listed under 1 through 11 below (the “Company Union Letter of Inquiry”). As the Company announced in the “Nidec Submits its Reply to the Written ‘Letter of Inquiry’ from the Company’s Labor Union” dated April 3, 2025, the Tender Offeror merely responded, “[p]lease kindly

consider an opportunity for our company’s executives to provide explanation, in person, regarding your questions and concerns,” without providing any specific response to the questions.

As stated in question no. 1 of the Company Union Letter of Inquiry, “since you have not yet responded to questions in the initial Letter of Inquiry the Company sent to you, the union believes there is a possibility that holding a separate meeting with you would present issues in ensuring transparency, and we would not be able to obtain the understanding of employees.” Given that it is desirable for the Company’s employees to receive responses in writing to ensure transparency, the Company would like to resubmit here the questions listed in the Company Union Letter of Inquiry. In order to ensure transparency as the Tender Offeror has previously emphasized, we kindly request that all the question be answered clearly in writing. Should the Tender Offeror be unable to respond to all or part of these questions in writing, please explain the specific reasons why it cannot do so, in spite of the fact that the Tender Offeror has repeatedly and strongly advocated for transparency and the fact that these questions are also understood as issues of interest to your shareholders (who should naturally have a keen interest in PMI once the Proposal is realized) and all of our stakeholders.

The wording of the following questions has been revised from the Company Union Letter of Inquiry, but the content substantially remains unchanged.

(Responses from Tender Offeror)

This question was also raised by a journalist at the April 4, 2025, press conference for the Tender Offeror. Primarily, in M&A practices, conveying the content of proposals to labor unions and employees during the proposal/negotiation phase can trigger insider trading violations, hence, due to information management concerns, such disclosures are not made at that stage. The contents of acquisition proposals are revealed to labor unions and employees post-acquisition decision and announcement. Nevertheless, the Proposal, published from the proposal stage, extends an opportunity to crucial stakeholders, including the employees of the Target Company, to familiarize themselves with the contents. As stated in response (3) and in the April 3, 2025, announcement titled "Nidec Submits Its Reply to the Written Questionnaire from the Labor Union of Makino Milling Machine Co., Ltd. (Securities Code: 6135)," regarding questions and concerns from the Target Company's labor union (hereinafter referred to as the "Target Company Union"), the Tender Offeror's executives have expressed a wish to directly meet and explain to the Target Company Union through discussions. Historical precedence involves post-acquisition meetings where the Tender Offeror's executives consistently engaged in direct explanations with labor union members of acquired subsidiaries. We aspire to extend such direct, sincere discussions to the Target Company Union.

Facing a situation where no meeting opportunity is provided and without clarity if the accurate information on employment conditions of the Tender Offeror Group companies has been conveyed by the Target Company management, posing written inquiries on confidential/proprietary information and subsequently engaging in critiques due to the non- provision of a documented response focusing on publication is considered inappropriate. Moreover, with the Target Company Union being a separate organization from the Target Company, the Target Company has no standing to take up the Target Company Union claims from a representational standpoint and pose questions herein.

As outlined above, the Tender Offeror is prepared to respond earnestly and sincerely to inquiries from the Target Company Union during a meeting, yet would not provide written responses on confidential or proprietary information. Thus, responses to questions in Section 7 will be withheld.

- 1 (1) Although the Tender Offeror has requested a meeting with the leaders of the Company Union, since the Tender Offeror has not yet responded to questions in the initial Letter of Inquiry the Company sent to the Tender Offeror, the Company Union believes that holding a separate meeting with the Tender Offeror could raise issues in ensuring transparency, and we would not be able to obtain the understanding of employees.

In addition, we ask for your specific response to questions 3(1) and 3(2) of the Third Letter of Inquiry that the Company sent to the Tender Offeror dated March 11, 2025, which concern basic employment terms and conditions.

- (i) Does the statement "Employees: Approximately 550 (April 2024)" on the "Company Profile" page of the Nidec OKK website represent the number of employees on a consolidated basis (which can be compared with previously disclosed Nidec OKK figures)?

Further, please provide to us (A)the Tender Offeror's annual average employee turnover rate for

the past five years and (B) the annual average employee turnover rate for Nidec Machine Tool, Nidec OKK., PAMA S.p.A., and Takisawa during (i) the five years prior to joining the Tender Offeror's group and (ii) the five years after joining the Tender Offeror's group. In the answer to the Third Letter of Inquiry, the Tender Offeror wrote, "[a]s we explained during the interview on March 4." However, the Tender Offeror did not explain this during the interview, so we would be grateful if you could provide a definite answer this time.

- (ii) Please explain to us in detail any changes to the following items for Nidec Machine Tool, Nidec OKK., PAMA S.p.A., and Takisawa after the acquisition thereof by the Tender Offeror: (i) standard working hours; (ii) standard number of days off per year; (iii) flex-time systems; (iv) extra pay rate for overtime, night work, and holiday work; (v) number of months of salary paid for bonuses; (vi) retirement allowance and defined contribution pension plans; and (vii) continuation of the labor agreement.

Also, with respect to Mitsubishi Heavy Industries Machine Tool Co., Ltd. (now Nidec Machine Tool), there were reports in the media regarding the demotion of the President in office at the time of acquisition. Please confirm the accuracy of this report. If the report is true, please explain in detail the human resource policies of the Tender Offeror that were applied and how they applied to such demotion.

- (2) Please tell us whether the Tender Offeror envisions any changes or any reassignment of employees in the event the Tender Offeror acquires the Company, regarding (i) standard working hours, (ii) standard number of days off per year; (iii) flextime systems, (iv) extra pay rate for overtime, night work, and holiday work, (v) number of months of salary paid for bonuses, (vi) retirement allowance and defined contribution pension plans, and (vii) continuation of the labor agreement. If, hypothetically, the Tender Offeror answers, "in principle, we do not envision any change or reassignment," please explain specifically the circumstances that would fall under exceptions to this general principle. Please also provide the Tender Offeror's thoughts on guaranteeing the employment of workers.
- (3) The question "OKK's employees have decreased by approximately 300 since joining the Nidec group in 2022. Please provide a specific reason for this" stated in 4(5) of the Letter or Inquiry sent by the Company to the Tender Offeror dated January 28, 2025 is a matter of great interest in terms of both employment of workers and corporate value. In this regard, the Company's labor union holds concerns that, despite its plan to invest capital in the head office of Nidec OKK prior to the acquisition of the company, the Tender Offeror is suspected to have taken a complete turn away from the plan after the acquisition and closed the head office, pressing officers and employees working at the office into accepting transfers. Please tell us the number of employees who separated from Nidec OKK following such transfers.
- (4) With respect to Nidec OKK, Takisawa, and Nidec Machine Tool, please provide the specific figures for (i) standard annual working hours, (ii) extra pay rate for overtime and holiday work, (iii) state of payment of commuting allowance, family allowance, residence allowance, and other allowances, (iv) number of days worth

of hourly paid leave available, and (v) whether there is special leave for women and the pay rate at which the special leave may be taken.

- 2 The Company considers that employees play a large role in its corporate activities. The Company Union prepared a written opinion stating, “the Company Union strongly opposes the take-over bid (TOB).” On January 16, 2025, all union members were asked to approve or disapprove this written opinion in a vote. As a result, 92.1% approved (strongly opposing the TOB), and 7.9% disapproved (not opposing the TOB) (the voter turnout was 91.6%). In addition, more than 90% of the Company’s employees, excluding managerial personnel, are union members.

As we have seen, more than 90% of respondents to our labor union survey are opposed to the acquisition of the Company by the Tender Offeror. Please share with us how and what specifically the Tender Offeror plans to do to address these results.

- 3 (1) Please tell us whether there have been any instances of employees of Nidec OKK, Takisawa and Nidec Machine Tool being seconded outside their company after joining the Tender Offeror’s group.
- (2) Please tell us whether there have been any instances of employees who were involved in the machine tool business being seconded or transferred outside of the machine tool business. If so, please tell us the specific name of the department or company to which such employees were seconded or transferred, and the number of employees subject to such secondment or transfer.
- 4 (1) Please tell us which business operations and sections have been consolidated at Nidec OKK, Takisawa and Nidec Machine Tool after the acquisition by the Tender Offeror. For example, we would like to review the status of the sales division, procurement division, personnel and general affairs division, and service division.
- (2) Please tell us whether there have been any large-scale changes in the work locations of employees of Nidec OKK, Takisawa and Nidec Machine Tool after they joined the Tender Offeror’s group.
- 5 Please answer how the number of the full-time officers, executive officers and members of the labor union of Nidec OKK, Takisawa and Nidec Machine Tool have changed before and after the acquisition.
- 6 (1) Please answer whether or not there were collective bargaining sessions at the 2025 Shunto wage negotiations at Nidec OKK, Takisawa and Nidec Machine Tool. If there were collective bargaining sessions, please answer how many times the meetings for collective bargaining negotiations have been held, who attended the meetings from the labor union and the management, as well as the results of the negotiations.
- (2) Please explain how you plan to implement collective bargaining negotiations between the labor and management of the Company after the Company joins the Tender Offeror’s group.

- 7 Employees are deeply concerned, given no substantial responses have been provided by the Tender Offeror regarding the personnel system, pay structure, employee benefits, retirement package, and other related matters established by the Tender Offeror. Accordingly, please tell us whether, after joining the Tender Offeror's group, the Tender Offeror expects that the Company will continue to independently have labor-management negotiations regarding the employment terms and wages or, in the alternative, whether the Tender Offeror envisions applying the employment terms and wages specified by the Tender Offeror to the Company in the future.
- 8 Please tell us how many times per year meetings for regular labor-management negotiations (such as exchange of opinions on business management, employee benefits, and safety and health) are held Nidec OKK, Takisawa and Nidec Machine Tool. Please also tell us who attended the meetings from the labor union and the management as well as matters agreed therein.
- 9 At the financial results briefing on January 24, 2024, Representative Nagamori said, "we work hard until we win. Talking about the work-life balance will only lead to losing the battle." Is the work-life balance not considered important at the Tender Offeror's group? What kind of support do you provide in terms of working conditions for workers who are raising young children or providing nursing care? Please tell us if there are any matters that labor and management have discussed or agreed upon regarding childcare or nursing care.
- 10 There are rumors that employees of the Tender Offeror pay for office supplies at their own expense. Please tell us whether or not such practice exists in each of the Tender Offeror's group companies including Nidec OKK, Takisawa and Nidec Machine Tool.
- 11 There are rumors that employees of the Tender Offeror purchase a book describing the philosophy of the founder of the Tender Offeror at their own expense. Please tell us whether or not such practice exists in the Tender Offeror's group companies including Nidec OKK, Takisawa and Nidec Machine Tool.

[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 an offer to sell shares. If shareholders wish to make an offer to sell their shares, they should first read the Tender Offer Explanation Statement concerning the Tender Offer and make an offer to sell their shares at their own discretion. This press release shall neither be, nor constitute a part of, an offer to sell or purchase, or solicitation to sell or purchase, any securities, and neither this press release (or a part of this press release) nor its distribution shall be interpreted to constitute the basis of any agreement in relation to the Tender Offer, and this press release may not be relied upon at the time of entering into any such agreement.

[Future Forecasts] This press release may contain forward-looking statements, including those related to the future business of Nidec Corporation (the “Tender Offeror” or the “Offeror”) and other companies, such as “anticipate,” “expect,” “intend,” “plan,” “believe,” and “assume.” Such statements are based on the Tender Offeror’s current business prospects and may change as a result of future developments. The Tender Offeror is under no obligation to update any forward-looking statements in this information to reflect actual business performance or changes in various circumstances or conditions. This press release contains “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the Securities Exchange Act. The actual results may be grossly different from the projections implied or expressly stated as “forward-looking statements” due to known or unknown risks, uncertainties or other factors. None of the Offeror or its affiliates assures that such express or implied projections set forth herein as “forward-looking statements” will eventually prove to be correct. “Forward-looking statements” contained herein were prepared based on the information available to the Tender Offeror as of the date of this press release and, unless required by laws and regulations, neither Tender Offeror nor its related parties including related companies shall have the obligation to update or correct the statements made herein in order to reflect the future events or circumstances.

[U.S. Regulations] The Tender Offer shall be implemented in compliance with the procedures and information disclosure standards provided by the Financial Instruments and Exchange Act of Japan, which procedures and standards are not necessarily identical to the procedures and information disclosure standards applied in the United States. Specifically, Section 13(e) or Section 14(d) of the U.S. Securities Exchange Act of 1934 (as amended; “Securities Exchange Act”) or the rules promulgated under such Sections do not apply to the Tender Offer, and the Tender Offer is not necessarily in compliance with the procedures and standards thereunder. It is not necessarily the case that all financial information in this press release is equivalent to financial statements of companies in the United States. It may be difficult to enforce any right or claim arising under U.S. federal securities laws because the Offeror and Makino Milling Machine Co., Ltd. (“the Target”) are incorporated outside the United States and their directors are non-U.S. residents. Shareholders may not be able to sue a company outside the United States and its directors in a non-U.S. court for violations of the U.S. securities laws. Furthermore, there is no guarantee that shareholders will be able to compel a company outside the United States or its subsidiaries and affiliates to subject themselves to the jurisdiction of a U.S. court.

The financial advisors of the Offeror or Target and their respective affiliates may, within their ordinary course of business, purchase, or conduct any act toward the purchase of, the shares of the common stock of the Target for their own account or for their customers’ accounts outside the Tender Offer prior to the commencement of, or during, the period of the Tender Offer, etc. in accordance with the requirements of Rule 14e-5(b) under the Securities Exchange Act to the extent permissible under the financial instruments and exchange laws and other applicable laws and regulations in Japan. If any information concerning such purchase is disclosed in Japan, the disclosure of such information will be made in the United States in a similar manner.

All the procedures in connection with the Tender Offer shall be taken in the Japanese language. While a part or all of the documents in connection with the Tender Offer may be prepared in English, the Japanese documents shall prevail in case of any discrepancies between Japanese documents and corresponding English documents.

[Other Countries] Some countries or regions may impose restrictions on the announcement, issue or distribution of this press release. In such cases, please take note of such restrictions and comply with them. In countries or regions where the implementation of the Tender Offer is illegal, even upon receiving this press release, such receipt shall not constitute a solicitation of an offer to sell or an offer to buy shares relating to the Tender Offer and shall be deemed a distribution of materials for informative purposes only.