

(Translation)

November 29, 2008

Dear Sirs:

Company Name: eAccess Ltd.  
(Code Number: 9427, First Section of Tokyo Stock Exchange)  
Name of Representative: Koji Fukata,  
Representative Director and President  
Contact Information: Hajime Yamanaka,  
Managing Executive Director and Director of  
Accounting  
(Telephone Number: 03-3588-7200)

**Notice Regarding Results of Tender Offer for  
Share Certificates, Etc. of ACCA Networks Co., Ltd., A Subsidiary of eAccess Ltd.**

eAccess Ltd. (the "Tender Offeror" or the "Company") resolved at its board of directors' meeting held on October 29, 2008 to acquire the common shares and the share warrants of ACCA Networks Co., Ltd. (the "Target Company") through a tender offer (the "Tender Offer"), and commenced the Tender Offer on October 30, 2008. The Company hereby announces that the Tender Offer expired on November 28, 2008. The results of the Tender Offer are as follows.

**1. Outline of the Purchase, Etc.**

(1) Name and Location of the Tender Offeror

eAccess Ltd.  
Shin-Nikko Bldg., 10-1, Toranomom 2-chome Minato-ku, Tokyo

(2) Name of the Target Company

ACCA Networks Co., Ltd.

(3) Types of Share Certificate, Etc. Subject to the Purchase, Etc.

(i) Common shares

(ii) Share warrants

(a) Share subscription rights issued pursuant to the resolution at the extraordinary meeting of shareholders held on November 16, 2000 (share subscription rights deemed as share warrants under Article 19, Paragraph 1 of the Law concerning Revisions of Related Laws Pursuant to Enforcement of the Law Amending Part of the Commercial Code, Etc. Hereinafter, the "Share

Warrants (i)")

(b) Share subscription rights issued pursuant to the resolution at the extraordinary meeting of shareholders held on July 4, 2001 (share subscription rights deemed as share warrants under Article 19, Paragraph 1 of the Law concerning Revisions of Related Laws Pursuant to Enforcement of the Law Amending Part of the Commercial Code, Etc. Hereinafter, the "Share Warrants (ii)")

(c) Share warrants issued pursuant to the resolution at the general meeting of shareholders held on March 27, 2003 and the resolution at the board of directors meetings held on April 30, 2003, May 28, 2003, July 30, 2003 and February 12, 2004 (hereinafter, the "Share Warrants (iii)")

(d) Share warrants issued pursuant to the resolution at the general meeting of shareholders held on March 30, 2004 and the resolution at the board of directors meeting held on March 11, 2005 (hereinafter, the "Share Warrants (iv)")

(e) Share warrants issued pursuant to the resolution at the general meeting of shareholders held on March 30, 2006 and the resolution at the board of directors meeting held on April 27, 2006 (hereinafter, the "Share Warrants (v)")

(4) Number of Share Certificates, Etc. to Be Purchased through the Tender Offer

Expected Number of Share Certificates, Etc. to Be Purchased If Converted into Shares	Minimum Number of Share Certificates, Etc. to Be Purchased If Converted into Shares	Maximum Number of Share Certificates, Etc. to Be Purchased If Converted into Shares
9,438 (shares)	- (shares)	- (shares)

(Note 1) The Tender Offer does not set conditions stipulated in each Item of Article 27-13, Paragraph 4 of the Financial Instruments and Exchange Law (Law No. 25 of 1948, as amended). Therefore, all of the share certificates, etc. offered will be purchased.

(Note 2) There is a possibility that the share subscription rights and the share warrants of the stock options of the Target Company will be exercised during the Tender Offer Period. The common shares of the Target Company issued or transferred by exercise of such rights will also be subject to the Tender Offer.

(Note 3) The Company does not plan to purchase through the Tender Offer the treasury shares held by the Target Company.

(Note 4) In the Tender Offer, the maximum number of share certificates, etc. (converted in to shares) subject to purchase, etc. by the Tender Offeror is 96,415 shares. Such number was obtained by subtracting from the total number of issued shares as of September 17, 2008 stated in the semi-annual report for the ninth business year filed on September 17, 2008 by the Target Company (174,222 shares) the number of shares held by the Tender Offeror as of October 29, 2008 (78,575 shares) and treasury shares held by the Target Company as of October 29, 2008 (1,684 shares), and adding the maximum number of shares that may be issued or transferred by exercise by the final date of the Tender Offer Period of the share subscription rights and the share warrants outstanding as of October 28, 2008 (including the shares issued or transferred by exercise of the respective share warrants by October 29, 2008) (2,416 shares).

(5) Period of the Purchase, Etc.

From October 30, 2008 (Thursday) to November 28, 2008 (Friday) (20 business days).

(6) Price for the Purchase, Etc.

Common Shares: 120,000 yen per share

Share Warrants (i): 1 yen per unit

Share Warrants (ii): 1 yen per unit

Share Warrants (iii): 1 yen per unit

Share Warrants (iv): 1 yen per unit

Share Warrants (v): 1 yen per unit

## 2. Results of the Purchases, Etc.

### (1) Application Status

Types of Share Certificates, Etc.	Expected Number Share Certificates, Etc. to Be Purchased If Converted into Shares	Minimum Number Share Certificates, Etc. to Be Purchased If Converted into Shares	Maximum Number Share Certificates, Etc. to Be Purchased If Converted into Shares	Number of Applications If Converted into Shares	Number of Purchased Share Certificates, Etc. If Converted into Shares
Share Certificates	9,438 shares	- shares	- shares	74,852 shares	74,852 shares
Share Warrants	- shares	- shares	- shares	- shares	- shares
Total	9,438 shares	- shares	- shares	74,852 shares	74,852 shares

### (2) Change in Holding Ratio of Share Certificates, Etc. through the Purchase, Etc.

Number of Voting Rights of Share Certificates, Etc. Owned by the Tender Offeror before the Purchase, Etc.	78,575	(Holding Ratio of Share Certificates, Etc. before the Purchase, Etc.: 45.35 %)
Number of Voting Rights of Share Certificates, Etc. Owned by the Specially Related Parties before the Purchase, Etc.	435	(Holding Ratio of Share Certificates, Etc. before the Purchase, Etc.: 0.25 %)
Number of Voting Rights of Share Certificates, Etc. Owned by the Tender Offeror after the Purchase, Etc.	153,427	(Holding Ratio of Share Certificates, Etc. after the Purchase, Etc.: 87.68 %)
Number of Voting Rights of Share Certificates, Etc. Owned by the Specially Related Parties after the Purchase, Etc.	192	(Holding Ratio of Share Certificates, Etc. after the Purchase, Etc.: 0.11 %)
Number of Voting Rights of All Shareholders, Etc. of the Target Company	173,255	

(Note 1) "Number of Voting Rights of Share Certificates, Etc. Owned by the Specially Related Parties before the Purchase, Etc." and "Number of Voting Rights of Share Certificates, Etc. Owned by the Specially Related Parties after the Purchase, Etc." are the total of the voting rights for the share certificates, etc. owned by each specially related party (excluding the treasury shares owned by the Target Company that are not subject to the Tender Offer).

(Note 2) "Number of Voting Rights of All Shareholders, Etc. of the Target Company" is the number of voting rights of all shareholders stated in the semi-annual report for the ninth business year filed on September 17, 2008 by the Target

Company. However, the common shares of the Target Company issued or transferred by exercise of the share subscription rights and the share warrants of the stock options of the Target Company were also subject to the Tender Offer. Therefore, the calculation of "Holding Ratio of Share Certificates, Etc. after the Purchase, Etc." was made by obtaining the relevant denominator in the following manner: subtracting from the total number of issued shares as of September 17, 2008 stated in the abovementioned semi-annual report of the Target Company (174,222 shares) the number of treasury shares held by the Target Company as of October 29, 2008 that are not subject to the Tender Offer (1,684 shares), and adding the maximum number of shares that may be issued or transferred by exercise by the last day of the Tender Offer Period of the share subscription rights and the share warrants of the Target Company outstanding as of October 28, 2008 (2,416 shares). The resulting number of shares is 174,990 shares, and the number of voting rights relating to such 174,990 shares is regarded as the denominator.

(Note 3) "Holding Ratio of Share Certificates, Etc. before the Purchase, Etc." and "Holding Ratio of Share Certificates, Etc. after the Purchase, Etc." have been rounded to the nearest second decimal place.

(3) Method of Calculation If the Purchase, Etc. Is Made by Pro Rata Method

Not applicable.

(4) Funds Required for the Purchase, Etc.

8,982 million yen

(5) Method of Settlement

(i) Name and Location of the Head Office of Financial Instruments Business Operators or Banks, Etc. in Charge of Settlement of the Purchase, Etc.

Nikko Cordial Securities Inc.  
3-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo

(ii) Commencement Date of Settlement

December 4, 2008 (Thursday)

(iii) Method of Settlement

A notice of purchase, etc. concerning the Tender Offer will be mailed to the address or location of the tendering shareholders, etc. (or the standing proxies in the case of Non-Japanese shareholders) without delay after the expiration of the Tender Offer Period.

Payment of the purchase price will be made in cash. The tender offer agent (Nikko Cordial Securities Inc.) will, in accordance with the instructions of the tendering shareholders, etc. remit the purchase price of the share certificates, etc. purchased without delay on or after the commencement date of settlement to the place designated by the tendering shareholders, etc (or the standing proxies in the case of Non-Japanese shareholders).

### **3. Policies, Etc. after the Tender Offer and Forecast for the Future**

Same as described in the "Notice Regarding Commencement of Tender Offer for Share Certificates, Etc. of ACCA Networks Co., Ltd., A Subsidiary of eAccess Ltd." released by the Company on October 29, 2008.

### **4. Place at Which Copies of the Report on the Tender Offer Are Offered for Public Inspection**

eAccess Ltd. (Shin-Nikko Bldg., 10-1, Toranomom 2-chome Minato-ku, Tokyo)

Jasdaq Securities Exchange, Inc. (1-4-9, Nihonbashi-kayabacho, Chuo-ku, Tokyo)

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