

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

November 21, 2025

Company name: Marumae Co., Ltd.
Name of representative: Toshikazu Maeda, President and Representative Director (Securities code: 6264; TSE Prime Market)
Inquiries: Takeshi Shimomai, General Manager of the Administration Department (Email: inquiry_en@marumae.com)

Notice Concerning Absorption-Type Merger of Wholly-Owned Subsidiary (Simplified Merger and Short-Form Merger)

Marumae Co., Ltd. (the "Company") hereby announces that at its Board of Directors meeting held on November 21, 2025, the Company resolved to absorb KMX Co., Ltd., a wholly-owned subsidiary of the Company, effective January 1, 2026 (such absorption is hereinafter referred to as "the Merger"). Since the Merger is a simplified absorption-type merger of a wholly-owned subsidiary, certain disclosure items and details are omitted.

1. Purpose of the Merger

On April 8, 2025, the Company acquired all shares in KM Aluminium Co., Ltd. through KMX Co., Ltd., a special purpose company (SPC) that was established with the Company holding a 100% stake. The purpose of the Merger is to enhance management efficiency by consolidating management resources and integrating the organizational operations of the Company and KMX Co., Ltd.

2. Summary of the Merger

(1) Merger Schedule

Date of Board of Directors' Resolution	November 21, 2025
Date of Signing Merger Agreement	November 21, 2025
Date of Merger Becoming Effective	January 1, 2026 (planned)

Note: The Merger constitutes a simplified merger under Article 796, paragraph 2 of the Companies Act for the surviving company (the Company) and a short-form merger under Article 784, paragraph 1 of the Companies Act for the dissolving company (KMX Co., Ltd.). Therefore, a shareholders' meeting will not be held to approve the merger agreement for either company.

(2) Merger Method

This will be an absorption-type merger with the Company as the surviving company. KMX Co., Ltd. will be dissolved.

(3) Details of Allotment Related to the Merger

As this is a merger with a wholly-owned subsidiary of the Company, there will be no allotment of shares or other monetary consideration in connection with the Merger.

(4) Handling of Stock Acquisition Rights and Bonds with Stock Acquisition Rights of the Dissolving Company
Not applicable.

3. Overview of the Companies Involved in the Merger

	Surviving Company in Absorption-type Merger	Dissolving Company in Absorption-type Merger
(1) Company name	Marumae Co., Ltd.	KMX Co., Ltd.
(2) Location	2141 Onohara, Izumi, Kagoshima 899-0216, Japan	2141 Onohara, Izumi, Kagoshima 899-0216, Japan
(3) Name and title of representative	Toshikazu Maeda, President and Representative Director	Toshikazu Maeda, President and Representative Director
(4) Business description	Design, manufacture, machining, and assembly of precision machinery and equipment Design and manufacture of high-precision machine components Design, manufacture, and sale of industrial and medical equipment Inspection and repair of precision machine components and mechanical equipment Development and sale of software Plate working Plumbing Transportation Real estate leasing	Investment, holding, and management of securities such as stocks and corporate bonds
(5) Paid-in capital	1,241 million yen	500 million yen
(6) Date of establishment	October 8, 1988	March 18, 2025
(7) Total shares issued	13,053,000 shares	10,000 shares
(8) Fiscal year-end	August	February
(9) Major shareholders and shareholding ratios (as of August 31, 2025)	Toshikazu Maeda 35.14% The Master Trust Bank of Japan, Ltd. (trust account) 6.23% Misako Maeda 3.98% BNY GCM CLIENT ACCOUNT JPRD AC ISG (FE-AC) 1.91% Custody Bank of Japan, Ltd. (trust account) 1.58%	Marumae Co., Ltd. 100.00%
(10) Financial condition and operating results for the most recent fiscal year		
Fiscal year-end	August 2025	There is no final fiscal year.
Net assets	8,083 million yen	—
Total assets	13,433 million yen	—
Net assets per share	638.37 yen	—
Net sales	7,709 million yen	—
Operating profit	1,823 million yen	—
Ordinary profit	1,795 million yen	—
Profit	1,350 million yen	—
Profit per share	106.72 yen	—

4. Status after the Merger

The Merger will not result in any changes to the Company's trade name, location, the title or name of the representative, business activities, share capital, or fiscal year-end.

5. Future Outlook

As the Merger is an absorption-type merger with a wholly-owned subsidiary of the Company, the impact on the Company's consolidated results will be minimal.