March 27, 2026

To all concerned parties

Company name:	ROHM Co., Ltd.
Name of representative:	Katsumi Azuma, President & Chief Executive Officer (Code:6963, TSE Prime Market)
Contact:	Tatsuhide Goto, Division Manager, Public and Investor Relations Div. （TEL.075-311-2121）

Regarding the Execution of a Memorandum of Understanding to Commence Discussions Toward the Business Integration of Toshiba Electronic Devices & Storage Corporation’s Semiconductor Business and Mitsubishi Electric Corporation’s Power Devices Business

ROHM Co., Ltd. (the “Company”) hereby announces that it has today entered into a memorandum of understanding (the “Memorandum of Understanding”) with TOSHIBA CORPORATION (“Toshiba”), Japan Industrial Partners, Inc. (“JIP”) and TBJ Holdings, Inc. (“TBJ HD,” and together with JIP, the “JIP Parties”), and Mitsubishi Electric Corporation (“Mitsubishi Electric”), pursuant to which (i) the Company, Toshiba and the JIP Parties will commence full-scale discussions and examinations toward the integration with the semiconductor business of Toshiba Electronic Devices & Storage Corporation (“Toshiba Electronic Devices & Storage”), a subsidiary of Toshiba (the “Target Business (Toshiba)”), and (ii) the Company understands that, with Mitsubishi Electric joining these discussions toward the business integration of the respective power devices businesses of the Company, the Target Business (Toshiba) and Mitsubishi Electric (the “Business Integration (Mitsubishi),” and together with the Business Integration (Toshiba), the “Transaction,” and Mitsubishi Electric’s power devices business, the “Target Business (Mitsubishi)”), the Transaction is expected to achieve a business scale and technological foundation capable of competing in the global market, thereby making a significant contribution to the development of a broad customer base and a wide range of industrial fields as part of Japan’s semiconductor industry, and enabling the maximization of the business value of the integrated business.

With respect to the collaboration between the Company and the Target Business (Toshiba) of Toshiba Electronic Devices & Storage, the Company has continued discussions with Toshiba and the JIP Parties from the time of the proposal to commence such discussions, which was announced in the press release dated March 29, 2024, titled “Proposal to Commence Negotiations to Strengthen Alliance with Toshiba’s Semiconductor Business.” This is one of the strategic options to further strengthen the Company’s international competitiveness for future growth, and the Company has carefully advanced these discussions while closely assessing semiconductor market conditions and the business environment. In this context, the Company, Toshiba and JIP Parties had agreed to commence due diligence and synergy discussions toward entering into a legally binding definitive agreement relating to the Business Integration (Toshiba) (the “Definitive Agreement (Toshiba)”), and had been discussing the execution of the Memorandum of Understanding; in addition, Mitsubishi Electric has now joined the discussions. As of today, the discussions and examinations relating to the Business Integration (Mitsubishi) are still at a very early stage, and the Company will promptly make an announcement if any matters requiring disclosure arise.

In addition, the execution of the Definitive Agreement (Toshiba) relating to the Business Integration (Toshiba) is expected to be determined promptly after the completion of due diligence through continued discussions among the Parties, and, if the Definitive Agreement (Toshiba) is executed, the Company intends to make a further announcement regarding its contents. Implementation of the Transaction is also subject to the completion of all necessary clearances, approvals, permits and authorizations required under competition laws and other applicable laws and regulations.

1. Overview of the Transaction

(1) Transaction structure of the Business Integration (Toshiba)

The final structure of the Business Integration (Toshiba) and its specific terms and conditions will be determined through good-faith discussions among the Company, Toshiba and JIP Parties from today onward, by the time of execution of the Definitive Agreement (Toshiba). The Company will promptly announce the details once determined.

(2) Overview of the Target Business (Toshiba)

Semiconductor business of Toshiba Electronic Devices & Storage

(3) Schedule of the Business Integration (Toshiba)

Execution date of the Memorandum of Understanding	March 27, 2026 (today)
Execution date of the Definitive Agreement (Toshiba)	Promptly after the completion of due diligence
Effective date of the Business Integration (Toshiba)	To be determined

Note: The above schedule is based on the current plan and is subject to change depending on future discussions among the Parties.

(4) Transaction structure, schedule, etc. of the Business Integration (Mitsubishi)

The Parties contemplate, as the final form, the establishment of an operating company that will integrate the respective power devices businesses of the Company, Toshiba Electronic Devices & Storage, and Mitsubishi Electric. However, the detailed structure is still not determined. The final structure of the Business Integration (Mitsubishi) and its specific terms and conditions will be determined through good-faith discussions among the Parties from today onward, by the time of execution of a legally binding definitive agreement relating to the Business Integration (Mitsubishi) (the “Definitive Agreement (Mitsubishi)”). The Company will promptly announce the details once determined.

(5) Transaction consideration

The consideration of the Transaction has not been determined. Based on, among others, the results of due diligence to be conducted going forward and the valuation reports of the Target Business (Toshiba) and the Target Business (Mitsubishi) prepared by third-party valuation firms, the Parties will carefully discuss and examine the terms and conditions of the Transaction from the perspectives of, among others, whether such terms are reasonable and fair and whether they contribute to enhancing shareholder value of the Company, and will determine the consideration for each of the Definitive Agreement (Toshiba) and the Definitive Agreement (Mitsubishi) by the time of their respective execution. The Company will promptly announce the details once determined.

2. Overview of the Counterparty of the Business Integration (Toshiba)

(1)	Company Name	Toshiba Electronic Devices & Storage Corporation
(2)	Location	1 Komukai-toshiba-cho, Saiwai-ku Kawasaki-shi, Kanagawa 212-8583, Japan
(3)	Name and Title of Representative	Tomomi Ushijima, Representative Director, President and CEO

(4)	Business Overview	Semiconductor business and storage products business	
(5)	Share Capital	JPY 10,000 million	
(6)	Date of Establishment	July 1, 2017 (business succession date)	
(7)	Principal Shareholders and Shareholding Ratios	TOSHIBA CORPORATION	100.0%
(8)	Relationship with Listed Company and the Counterparty		
	Capital Relationship	There is no capital relationship to be disclosed between the Company and Toshiba Electronic Devices & Storage Corporation. The Company has made an investment of JPY 100.0 billion in a limited liability partnership, TB Investment Limited Partnership, which holds issued common shares of TBJ Holdings, Inc., the ultimate parent company of TBJH Inc., which is the ultimate parent company of Toshiba, the wholly owning parent company of the counterparty. In addition, the Company subscribed to non-voting preferred shares issued by TBJ Holdings, Inc. and made a JPY 200 billion investment; as of the date hereof, the Company has received redemptions of JPY 165 billion out of such amount.	
	Personnel Relationship	None	
	Business Relationship	The Company has transactions involving products and/or services with Toshiba Electronic Devices & Storage.	
	Related Party Status	None	

3. Overview of the Counterparty of the Business Integration (Mitsubishi)

(1)	Company Name	Mitsubishi Electric Corporation	
(2)	Location	7-3 Marunouchi 2-chome, Chiyoda-ku, Tokyo, Japan	
(3)	Name and Title of Representative	Kei Uruma, Representative Executive Officer, President & CEO	
(4)	Business Overview	Manufacture and sale of various electrical machinery and apparatus, electronic application equipment, household electrical appliances, semiconductor devices, integrated circuits, and other general machinery and equipment and parts.	
(5)	Share Capital	JPY 175,820 million	
(6)	Date of Establishment	January 15, 1921	
(7)	Principal Shareholders and Shareholding Ratios	The Master Trust Bank of Japan, Ltd. (Trust Account)	15.36%
		Custody Bank of Japan, Ltd. (Trust Account)	5.53%
		STATE STREET BANK AND TRUST COMPANY 505001 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Service Department)	4.70%
		Meiji Yasuda Life Insurance Company	3.99%
		STATE STREET BANK AND TRUST COMPANY 505223 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Service Department)	2.40%
		JP MORGAN CHASE BANK 385632 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Service Department)	2.28%
		Mitsubishi Electric Group Employees Shareholding Union	2.10%

		STATE STREET BANK WEST CLIENT – TREATY 505234 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Service Department)	2.00%
		Nippon Life Insurance Company	1.77%
		JP MORGAN CHASE BANK 380055 (Standing Proxy: Mizuho Bank, Ltd., Settlement & Clearing Service Department)	1.71%
(8)	Relationship with Listed Company and the Counterparty		
	Capital Relationship	There is no capital relationship to be disclosed between the Company and Mitsubishi Electric.	
	Personnel Relationship	None	
	Business Relationship	The Company has transactions involving products and/or services with Mitsubishi Electric.	
	Related Party Status	None	

Note: "Principal Shareholders and Shareholding Ratios (as of September 30, 2025)" are quoted from the "Principal Shareholders" section of the Semi-annual Securities Report for the fiscal year ending March 2026 (the 155th fiscal year) filed by Mitsubishi Electric on November 11, 2025.

4. Impact on Financial Results

Impact of the Transaction on the Company's consolidated financial results for the fiscal year ending March 2026 is expected to be immaterial. If any matters requiring disclosure arise as the Transaction progresses, the Company will promptly disclose such matters.

5. Impact on Medium-Term Management Plan

The Transaction is currently at the Memorandum of Understanding stage, and feasibility of the Transaction and its principal terms will be determined through further discussions. At this time, the Company has not decided to amend its Medium-term Management Plan; however, it may review the plan as the discussions progress, including in connection with the execution of the Definitive Agreement (Toshiba) and the Definitive Agreement (Mitsubishi). The Company will promptly make an announcement if any matters requiring disclosure arise.