

## Notice Concerning Absorption-type Merger of Wholly Owned Subsidiary (Simplified Merger and Short-form Merger)

Company name: Unipres Corporation  
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UNIPRES CORPORATION (hereinafter the “Company”) hereby announces that at the meeting of Board of Directors held today, the Company resolved to carry out an absorption-type merger (hereinafter referred to as “the Merger”) of its wholly owned subsidiary, UNIPRES R & D Co., Ltd., effective April 1, 2024. Details of the Merger are provided below.

The Company omitted some disclosure items and details because the Merger is an absorption-type merger of a wholly owned subsidiary.

### 1. Purpose of the Merger

UNIPRES R & D Co., Ltd. was found in April 2011 to further enhance press technology, which is the Company’s core competence, and advance development of new far-sighted technologies and products. It has helped the Company provide products meeting high levels of technologies required by automotive manufacturers, and played a significant role in expanding our businesses globally.

However, in the face of the global environmental issue of achieving carbon neutrality, industry structures are making significant change as the electrification of automobiles has been increasingly accelerating.

To respond to this change, through the Merger, the Company aims to not only further enhance its technological development capabilities and also review its overall business strategies including sales and production to restructure the management system so that it is able to operate business in a swift and flexible manner.

### 2. Outline of the Merger

#### (1) Schedule of the Merger

Date of the resolution of the Board of Directors approving the Merger	December 11, 2023
Date of signing of the Merger agreement	December 11, 2023
Date of the Merger (effective date)	April 1, 2024 (scheduled)

\* For the Company, this Merger is a simplified merger pursuant to Article 796, paragraph 2 of the Companies Act, and for UNIPRES R & D Co., Ltd., it is a short-form merger pursuant to Article 784, paragraph 1 of the Companies Act, so neither company shall hold a general meeting of shareholders to approve the merger agreement.

#### (2) Method of the Merger

The Merger will be conducted through an absorption-type merger method in which the Company will be the surviving company and UNIPRES R & D Co., Ltd. will be dissolved as the absorbed company.

#### (3) Allocations relating to the Merger

As this is a merger of a wholly owned subsidiary, no shares will be issued or consideration paid in conjunction with the Merger.

#### (4) Handling of share acquisition rights and bonds with share acquisition rights for the absorbed company

No applicable matters.

### 3. Overview of the companies involved in the Merger (as of March 31, 2023)

	Surviving Company	Absorbed Company
(1) Trade name	UNIPRES CORPORATION	UNIPRES R & D Co., Ltd.
(2) Address	SUN HAMADA BLDG. 1-19-20 Shin-Yokohama, Kohoku-ku, Yokohama City, Kanagawa Pref.	LIVMO Rising Building, 3-19-1 Shin-Yokohama, Kohoku-ku, Yokohama City, Kanagawa Pref.
(3) Name and title of representative	Nobuya Uranishi, President and Representative Director	Shinji Shiokawa, President and Representative Director
(4) Business description	1.Manufacture and sale of automotive parts 2.Manufacture and sale of electric machinery parts 3.Manufacture and sale of metal products 4.Manufacture and sale of welders, dies, jigs and tools 5.Inspection and maintenance of press machinery	1. Engineering for manufacture and sale of automotive parts 2. Engineering for manufacture and sale of electric machinery parts 3. Engineering for manufacture and sale of metal products 4. Engineering for manufacture and sale of welders, dies, jigs and tools 5. Guidance about inspection and maintenance of press machinery 6. Guidance about plant construction and capital expenditures
(5) Share capital	10,168,957,400 yen	10,000,000 yen
(6) Established	April 1, 1998	April 1, 2011
(7) Number of shares issued	47,991,873 shares	200 shares
(8) Fiscal year end	March 31	March 31
(9) Major shareholders and percentage of shares held	The Master Trust Bank of Japan, Ltd. (trust account) 16.2% NIPPON STEEL CORPORATION 15.0% Marubeni-Itochu Steel Inc. 9.8% CEP LUX-ORBIS SICAV (Standing proxy: Citibank, N.A., Tokyo Branch) 5.1% Custody Bank of Japan, Ltd. (trust account) 4.4%	UNIPRES CORPORATION 100%
(10) Financial condition and financial performance in the most recent fiscal year		
Fiscal year ended	March 31, 2023 (consolidated)	March 31, 2023 (non-consolidated))
Net asset	149,206 million yen	791 million yen
Total asset	313,057 million yen	1,402 million yen
Net assets per share	2,991.42 yen	3.95 million yen
Sales	304,442 million yen	6,078 million yen
Operating profit	3,738 million yen	233 million yen
Ordinary profit	5,029 million yen	236 million yen
Net income attributable to owners of parent	2,483 million yen	155 million yen
Net profit per share	55.77 yen	0.77 million yen

### 4. Status after the Merger

There will be no changes in trade name, address, name and title of representative, business description, share capital, or fiscal year end of the Company after the Merger.

### 5. Forecasts

Since this is a merger of a wholly owned subsidiary of the Company, the effect of the Merger on the Company's consolidated financial results is insignificant.