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January 26, 2026

To All Stakeholders

Company Name:	J-OIL MILLS, INC
Listing:	Tokyo Stock Exchange
Securities code:	2613
Representative:	Yuichiro Haruyama, (Representative Director, President & CEO)
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## **Notice Concerning Absorption-Type Merger of Wholly-Owned Subsidiary (Simplified Merger and Short-Form Merger)**

J-OIL MILLS, INC. (the Company) hereby announces that, at its Board of Directors meeting held on January 26, it resolved to conduct an absorption-type merger of its wholly-owned subsidiary, J-WAKAMATSU SERVICE CO., LTD. (hereinafter referred to as "JWS"). Since this merger constitutes a simplified merger involving a wholly-owned subsidiary, certain disclosure items and details are omitted.

### **1. Purpose and Overview of the Merger**

The Company will absorb its wholly-owned subsidiary to strengthen group-wide governance and improve operational efficiency. Through this merger, the Company aims to consolidate functions such as manufacturing, logistics, and administration into the Company, thereby enhancing operational efficiency through centralized management of resources and further reinforcing quality, safety, and stable supply systems.

With regard to shipment and supply operations, the Company will continue to take full responsibility for these activities. During the transition, the Company will work closely with relevant parties to ensure a smooth implementation and to minimize any impact on customers.

### **2. Outline of the Merger**

#### **(1) Schedule of the Merger**

- Resolution by the Board of Directors: January 26, 2026
- Execution of Merger Agreement: January 26, 2026
- Effective Date (Scheduled): April 1, 2026

*Note: This merger qualifies as a simplified merger under Article 796, Paragraph 2 of the Companies Act for the Company, and as a short-form merger under Article 784, Paragraph 1 of the same Act for JWS. Accordingly, approval of the merger agreement by the shareholders' meetings of both companies will not be required.*

#### **(2) Merger Method**

The merger will be an absorption-type merger with J-OIL MILLS, INC. as the surviving company, and JWS will be dissolved.

#### **(3) Allocation of Shares or Other Considerations**

As this merger involves a wholly-owned subsidiary, no allocation of shares, cash, or other consideration will be made.

**(4) Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights**

Not applicable.

**3. Overview of the Parties to the Merger**

Item	Surviving Company	Absorbed Company
(1) Trade Name	J-OIL MILLS, INC.	J-WAKAMATSU SERVICE CO., LTD.
(2) Head Office	8-1 Akashicho, Chuo-ku, Tokyo	1-8-2 Kitahama, Wakamatsu-ku, Kitakyushu-shi, Fukuoka
(3) Name and Title of Representative	Yuichiro Haruyama, Representative Director, President & CEO	Yoshiyuki Komazawa, Representative Director, President
(4) Business Description	Manufacture and sales of oil & fat and other related products	Logistics services including warehouse management, transportation, and outsourced operations
(5) Capital Amount	JPY 10,000 million	JPY 5 million
(6) Date of Establishment	April 1, 2002	April 2, 1951
(7) Number of Shares Issued	33,508,446 shares	10,000 shares
(8) Fiscal Year End	March 31	March 31
(9) Major Shareholders and Investment Ratio (as of September 30, 2025)	Ajinomoto Co., Inc. 27.16% MITSUI & CO., LTD. 12.53%	J-OIL MILLS INC. 100%
(10) Financial Position and Operating Results for the Most Recent Fiscal Year	FY ended March 31, 2025 (Consolidated)	FY ended March 31, 2025 (Non-consolidated)
Net Assets	JPY 106,288 million	JPY 55 million
Total Assets	JPY 170,164 million	JPY 144 million
Net Assets per Share	JPY 3,199.00	JPY 5,591.59
Net Sales	JPY 230,783 million	JPY 346 million
Operating Income	JPY 8,572 million	JPY 21 million
Ordinary Income	JPY 10,031 million	JPY 22 million
Profit Attributable to Owner of Parent	JPY 6,996 million	JPY 14 million
Net Income per Share	JPY 211.52	JPY 1,473.54

**4. Post Merger Status**

There will be no changes to the Company's name, head office location, representative's name and title, principal business, capital, or fiscal year-end as a result of this merger.

**5. Impact on Financial Results**

As this merger involves a wholly-owned subsidiary, the impact on the Company's consolidated financial results will be immaterial.