



September 11th, 2026

Company name: RS Technologies Co., Ltd.

Name of representative: Nagayoshi Ho,

(Securities code: 3445; Prime Market)

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Notice Concerning Reorganization of Consolidated Subsidiaries (Prime Wafer Business)

As announced in the "Notice Regarding Commencement of Consideration of Organizational Restructuring of a Consolidated Subsidiary (Prime Wafer Business)" dated August 31, 2026, RS Technologies Co., Ltd. (the "RST") agreed that its consolidated subsidiary, GRINM Semiconductor Materials Co., Ltd. ("GRITEK"), would commence consideration of a reorganization (the "Transaction").

Following GRITEK's further consideration of the Transaction, RST's Board of Directors resolved at its meeting held today to approve GRITEK's acquisition of all equity interests in Shandong GRINM RS Semiconductor Materials Co., Ltd. ("SGRS"), an equity-method affiliate of RST, and Shandong GRINM Semiconductor Materials Co., Ltd. ("SDGRITEK"), a consolidated subsidiary of RST, the execution of equity transfer agreements with the existing shareholders and financing through the issuance of new shares.

Following this resolution, GRITEK's Board of Directors, at a meeting held on the same day, approved the proposals relating to implementation of the above transactions. RST hereby announces the details as follows.

In accordance with the relevant regulations of the Shanghai Stock Exchange, trading of GRITEK shares was suspended for ten trading days from the commencement of trading on August 31, 2026. Trading will resume on September 14, 2026.

1. Purpose of the Reorganization

The transaction is intended to strengthen the competitiveness of the prime wafer business. By making SGRS, which manufactures and sells 12-inch prime wafers, and SDGRITEK, which mainly manufactures and sells 8-inch prime wafers, wholly owned subsidiaries, GRITEK will promote the integration of the management structure for the prime wafer business. Through more efficient management and decision-making, the creation of synergies in procurement,

production and sales, the mutual utilization of customer bases, and a stronger supply chain, GRITEK aims to enhance the competitiveness and corporate value of the prime wafer business.

2. Overview of the Reorganization

(1) Acquisition of 100% Ownership of SGRS and SDGRITEK

GRITEK currently holds a 28.11% equity interest in SGRS and plans to acquire the remaining 71.89% equity interest from GRINM Group Corporation Limited. (“GRINM Group”) and Dezhou Huida Semiconductor Equity Investment Fund Partnership (Limited Partnership) (“Dezhou Huida Fund”) through a combination of a share exchange and cash consideration. GRITEK also holds an 85.02% equity interest in SDGRITEK and plans to acquire the remaining 14.98% equity interest from Dezhou Economic and Technological Development Zone Jingtai Investment Co., Ltd. (“Dezhou Jingtai”) through a share exchange.

Upon completion of the Transaction, both SGRS and SDGRITEK will become wholly owned subsidiaries of GRITEK.

(2) Execution of Equity Transfer Agreements

In connection with implementation of the Transaction, GRITEK plans to enter into the equity transfer agreements necessary to execute the Transaction with GRINM Group, Dezhou Huida Fund, and Dezhou Jingtai. Audits, valuations, due diligence and other procedures concerning the target companies are currently ongoing, and the final acquisition price and the respective proportions of the share exchange and cash consideration have not yet been determined.

(3) Financing through Issuance of New Shares

In conjunction with the Transaction, GRITEK plans to raise funds through the issuance of new shares. The proceeds are expected to be used mainly to fund the cash consideration for the Transaction, as well as the target companies’ working capital, debt repayment and capital expenditures. Specific details concerning the use and amount of funds to be raised are expected to be disclosed in the material asset reorganization report and other documents to be published by GRITEK.

3. Overview of the Target Companies

(1) GRINM Semiconductor Materials Co., Ltd. (GRITEK)

(1) Name	GRINM Semiconductor Materials Co., Ltd.
(2) Address	No. 2 Xijiekou Outer Street, Xicheng District, Beijing, China
(3) Name and Title of Representative	Chairman: Nagayoshi Ho
(4) Business Description	Manufacture, sale and development of silicon wafers, CZ ingots and FZ ingots, and development of related technologies
(5) Capital	RMB 1,250 million
(6) Date of establishment	June 21, 2001 (consolidated by RST in January 2018)

(7) Relationship between the listed company and RST	Capital relationship	RST directly and indirectly holds a combined equity interest of 39.1% (voting rights ratio: 57.1%).
	Personnel relationship	Officers and an employee of RST concurrently serve as directors.
	Business relationship	Not applicable.

(2) Shandong GRINM RS Semiconductor Materials Co., Ltd. (SGRS)

(1) Name	Shandong GRINM RS Semiconductor Materials Co., Ltd.	
(2) Address	No. 6839 Dongfanghong East Road, Yuanqiao Town, Tianqu New Area, Dezhou, Shandong Province, China	
(3) Name and Title of Representative	Chairman: Nagayoshi Ho	
(4) Business Description	Manufacture and sale of 12-inch prime silicon wafers and 12-inch test wafers	
(5) Capital	RMB 2,741 million	
(6) Date of establishment	March 11, 2020	
(7) Relationship between the listed company and RST	Capital relationship	RST indirectly holds an equity interest of 11.0% (voting rights ratio: 28.1%).
	Personnel relationship	An officer of RST concurrently serves as chairman.
	Business relationship	RST purchases 12-inch test wafers from SGRS.
(8) Operating results and financial position for the most recent fiscal year		
Fiscal year ended	December 31, 2025	
Net sales	RMB 208 million	
Operating loss	RMB 201 million	
Ordinary loss	RMB 168 million	
Net loss	RMB 168 million	
Net assets	RMB 2,275 million	
Total assets	RMB 2,508 million	

(3) Shandong GRINM Semiconductor Materials Co., Ltd. (SDGRITEK)

(1) Name	Shandong GRINM Semiconductor Materials Co., Ltd.	
(2) Address	No. 3998 Shangde 8th Road, Yuanqiao Town, Tianqu New Area, Dezhou, Shandong Province, People's Republic of China	
(3) Name and Title of Representative	Chairman: Nagayoshi Ho	

(4) Business Description	Manufacture and sale of 8-inch prime silicon wafers, ingots and related products	
(5) Capital	RMB 2,003 million	
(6) Date of establishment	August 23, 2018	
(7) Relationship between the listed company and RST	Capital relationship	RST indirectly holds an equity interest of 33.3% (voting rights ratio: 85.0%).
	Personnel relationship	Officers and an employee of RST concurrently serve as directors.
	Business relationship	RST purchases semiconductor silicon materials from SDGRITEK.
(8) Operating results and financial position for the most recent fiscal year		
Fiscal year ended	December 31, 2025	
Net sales	JPY 19,484 million	
Ordinary profit	JPY 5,961 million	
Net income	JPY 5,299 million	
Net assets	JPY 71,223 million	
Total assets	JPY 80,396 million	

4. Overview of the Transaction Counterparties

(1) GRINM Group

(1) Name	GRINM Group Corporation Limited
(2) Address	No. 2 Xijiekou Outer Street, Xicheng District, Beijing, China
(3) Name and Title of Representative	Zhao Xiaocheng
(4) Business Description	Manufacture, research and development, and sale of metal materials, rare metal materials, rare-earth materials, precious metal materials and alloy products; hardware; electrical and electronic products; chemicals and fine-chemical raw materials and products (excluding hazardous chemicals); battery and energy-storage materials; communications equipment; mechanical and electronic products; environmental protection equipment; and automation equipment Development of information network systems Technology transfer, consulting and services Analysis and testing of metals and metal products Leasing of owned real estate and equipment Import and export business Project investment and investment management Advertising placement and distribution
(5) Capital	RMB 3,200 million

(6) Date of establishment	March 20, 1993	
(7) Relationship between the listed company and RST	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	Not applicable.

(2) Dezhou Huida Fund

(1) Name	Dezhou Huida Semiconductor Equity Investment Fund Partnership (Limited Partnership)	
(2) Address	Room 320-1, 3rd Floor, Zhongwang Building, No. 287 Kangbo Avenue, Songguantun Subdistrict Office, Dezhou Economic and Technological Development Zone, Shandong Province, People's Republic of China	
(3) General partner	Dezhou Guoxin Caihui Private Equity Fund Management Co., Ltd.	
(4) Business Description	Investment activities using its own funds	
(5) Capital	RMB 2,020 million	
(6) Date of establishment	November 22, 2019	
(7) Relationship between the listed company and RST	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	Not applicable.

(3) Dezhou Jingtai

(1) Name	Dezhou Economic and Technological Development Zone Jingtai Investment Co., Ltd.	
(2) Address	Room 409, Building C, High-Tech Entrepreneurship Service Center, No. 587 Jinghua Road, Dezhou Economic and Technological Development Zone, Shandong Province, People's Republic of China	
(3) Name and Title of Representative	Zheng Zhiyong	
(4) Business Description	Asset management; external investment using its own assets; and consulting services	
(5) Capital	RMB 200 million	
(6) Date of establishment	December 30, 2014	

(7) Relationship between the listed company and RST	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	Not applicable.

5. Schedule

Expected completion date: 2027 (scheduled)

*The transaction is subject to the approval of the Shanghai Stock Exchange, registration by the China Securities Regulatory Commission (CSRC), and other customary conditions.

6. Outlook

Following completion of the Transaction, RST will continue to maintain GRITEK as a consolidated subsidiary, and there will be no change in RST's control over GRITEK. However, RST's equity interest in GRITEK is expected to change as a result of the share exchanges and the financing through issuance of new shares associated with the Transaction.

As the Transaction is scheduled to be completed in 2027, its impact on RST's consolidated financial results for the fiscal year ending December 31, 2026 is expected to be immaterial. RST will promptly disclose any matter that may have a material impact on its consolidated financial results or financial position, including the outlook following completion of the Transaction.