



June 20, 2025

To whom it may concern:

Company name:	SEIREN CO., LTD.
Name of Representative:	Tatsuo Kawada, Representative Director, Chairman and C.E.O. (Securities code: 3569; Prime Market TSE)
Contact:	Tomofumi Katsuki, Director and Senior Managing Executive Officer and Division Manager, Business Operation Management Division (Phone: +81-776-35-2111)

Notice Regarding Memorandum of Understanding for acquisition of shares of a new company established by the company split of UNITIKA LTD.

Seiren Co., Ltd. (herein after “Seiren”) hereby announces that the Board of Directors has resolved to enter into a memorandum of understanding with UNITIKA LTD. (herein after “Unitika”) in order to enter into start discussions regarding the transfer of the textile business (the staple fiber business and high strength polyester yarn business of Unitika and its subsidiary Nippon Ester Co., Ltd. (herein after "Nippon Ester"), the polyester polymerization business and filament business of Nippon Ester, and the spun bond business of Unitika; hereinafter collectively referred to as "the Business") operated by Unitika and Nippon Ester at the Okazaki Plant (located at 4-1 ; , Okazaki City, Aichi Prefecture, collectively referring to the facility including the land, buildings, manufacturing equipment, auxiliary facilities and all assets owned by Unitika and Nippon Ester within the site, the "Okazaki Plant") to a newly established company (herein after "New Company") through a company split and the acquisition of all of the issued shares of the New Company, making it a subsidiary of the Company.

1. Reason for acquisition of shares and background

After Unitika's announcement of its withdrawal from the textile business on November 28, 2024, Seiren has been considering the possibility of taking over this business, which is operated at the Okazaki Plant, from the perspective of contributing to social responsibility, such as continuing manufacturing and technological development in Japan's textile industry, as well as revitalizing local industries and maintaining employment.

The Okazaki Plant is located almost in the center of the country and is equipped with Japan's largest polyester polymerization facilities, manufacturing facilities for nonwoven fabric, clothing fiber and industrial fiber, as well as the research facilities and excellent human resources that support them. On the other hand, there are uncertainties surrounding the business operated at the plant, such as a decrease in demand due to changes in the environment and recent increases in raw material costs, and Seiren recognizes that there will be considerable difficulties in continuing and revitalizing the Business.

However, Seiren has determined that it is entirely possible to revive the Business and continue employment at the Okazaki Plant by implementing fundamental structural reforms and substantial investments in the Business while leveraging our experience in revitalizing the Kanebo Textile Business (now KB Seiren, which we acquired in 2005), and by leveraging synergies created by collaboration with our existing Group businesses.

Seiren also believes that joint development of a chemical recycling business utilizing the existing facilities and technological development capabilities of the Okazaki Plant will contribute to social issues such as ESG and carbon neutrality.

Against this background, Seiren has concluded a memorandum of understanding with Unitika to advance discussions toward the succession of the Business.

Seiren will develop our business in a variety of fields with our core competence in textile technology spanning more than 130 years, and will work to become a "good company of the 21st century" that satisfies all stakeholders, including shareholders, customers, employees and the local community, and will actively invest in improving our corporate value and sustainable growth.

2. Overview of the New company subject to change

Overview of the New company will be disclosed as soon as it is finalized.

3. Operating results for the Business in the most recent fiscal year

The operating results for the Business in the most recent fiscal year will not be disclosed.

4. Overview of the counterparty to the acquisition of shares

Name	UNITIKA LTD.
Location	Osaka Center Bldg., 4-1-3 Kyutaromachi, Chuo-ku, Osaka-shi, Osaka 541-8566, Japan
Representative's name & title	Minoru Fujii, President & representative director
Description of business	Polymers (Films, Plastics, Biodegradable plastic materials) Performance materials (Functional materials, Nonwoven fabrics, Industrial Fibers) Fibers(polyester)
Share capital	100 million JPY
Date of establishment	June 19, 1889
Net assets	16,233 million JPY (fiscal year ending March 2025)
Total assets	149,430 million JPY (fiscal year ending March 2025)
Major shareholders and ownership ratios (As on end of March 2025)	The Master Trust Bank of Japan, Ltd. (Trust Account) 10.28% MUFG Bank, Ltd. 4.08% Employee stock ownership plan of Unitika Group 2.93% BNY GCM CLIENT ACCOUNT JPRD AC ISG(FE-AC) 1.54%

	BNYM SA/NV FOR BNYM FOR BNY GCM CLIENT ACCOUNTS M LSCB RD 1.53% Takao Hayashi 1.42% DAIDO LIFE INSURANCE COMPANY 1.38% J.P.Morgan Securities plc Director Andrew J.Cox 1.29% Unitika Kyoei-Kai 1.24% Custody Bank of Japan, Ltd. (Trust Account) 1.09%
Relationship between the Company and said company	Capital relationship: None Personnel relationship: None Business relationship: Seiren is one of the customers of the company Related party relationship: None

5. Number of shares to be acquired, acquisition price, and status of shares held before and after the acquisition

The number of shares to be acquired, acquisition price, and status of shares held before and after the acquisition will be disclosed as soon as they are finalized.

6. Timetable

(1) Date of conclusion of Memorandum of Understanding	June 20, 2025
(2) Discussion towards acquisition	June-July 2025
(3) Conclusion of share transfer agreement	Early August 2025
(4) Commencement of share transfer	End of December 2025

7. Future outlook

The impact of this matter on Seiren's business performance is expected to be minor. The acquisition of the shares will be funded by our own funds or borrowings. Seiren will promptly notify you if any matters requiring disclosure arise in the future.