



June 26, 2025

Company name: BML, Inc.
Representative: Kensuke Kondo
President and Representative Director
Securities code: 4694 (Tokyo Prime)
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Notice Concerning an Absorption-Type Merger (Simplified Merger and Short-Form Merger) of a Subsidiary

BML, Inc. (the “Company”) hereby announces that at the Board of Directors meeting held today, the Company resolved to conduct an absorption-type merger (hereinafter, “the Merger”) with its wholly owned subsidiary, BML Life Science Holdings, Inc. (hereinafter, “BLH”), with an effective date of September 1, 2025.

Since the Merger is an absorption-type merger that involves a wholly owned subsidiary, some disclosure items and their content have been omitted.

1. Purpose of the merger

BLH is a wholly owned holding company of BML, Inc., and oversees BML Food Science Solutions, Inc. and Allegro, Inc. To enhance the overall management efficiency of the Group, the Company has decided to conduct an absorption-type merger of the said company.

2. Summary of the Merger

(1) Schedule of the Merger

| | |
|--|-------------------------------|
| Date of resolution at the Board of Directors meeting | June 26, 2025 |
| Date of conclusion of the merger agreement | June 26, 2025 |
| Effective date of the merger | September 1, 2025 (scheduled) |

* For the Company, the Merger is a simplified merger pursuant to the provisions of Article 796, Paragraph 2 of the Companies Act. For BLH, the Merger is a short-form merger pursuant to the provisions of Article 784, Paragraph 1 of the Companies Act. Therefore, neither company will hold a general meeting of shareholders concerning the approval of the merger agreement.

(2) Form of the Merger

The merger is an absorption-type merger in which the Company will be the surviving company and BLH will be the dissolving company.

(3) Details of allotment related to the Merger

Since the Company holds all of the shares of BLH, there will be no issuance of new shares or increase in share capital, and no payment will be delivered in connection with the Merger.

(4) Handling of share acquisition rights and bonds with share acquisition rights of the dissolving company

Not applicable

3. Overview of the merging companies (as of March 31, 2025)

| | | |
|---|---|---|
| Company name | BML, Inc. (surviving company) | BML Life Science Holdings, Inc. (dissolving company) |
| Head office location | 5-21-3 Sendagaya, Shibuya-ku, Tokyo | 5-21-3 Sendagaya, Shibuya-ku, Tokyo |
| Representative | Kensuke Kondo, President and Representative Director | Kiyotaka Kohinata, President and Representative Director |
| Description of business | Contract clinical testing and other related services | Pure holding company |
| Share capital | 6,045 million yen | 100 million yen |
| Date of establishment | July 5, 1955 | February 1, 2007 |
| Number of issued shares | 42,294,426 common shares | 10,000 common shares |
| Fiscal-year end | March 31 | March 31 |
| Major shareholders and shareholding ratios | BML Planning, Inc. 26.03% Kensuke Kondo 9.05% The Master Trust Bank of Japan, Ltd. 7.96% | BML, Inc. 100% |
| Financial position and operating results | Fiscal year ended March 31, 2025 (consolidated) | Fiscal year ended March 31, 2025 (non-consolidated) |
| Net assets | 133,772 million yen | 783 million yen |
| Total assets | 177,507 million yen | 783 million yen |
| Net assets per share | 3,316.84 yen | 120,525.00 yen |
| Net sales | 143,191 million yen | 0 million yen |
| Operating profit | 9,364 million yen | 0 million yen |
| Ordinary profit | 9,970 million yen | 17 million yen |
| Profit | 6,509 million yen | 17 million yen |
| Profit attributable to owners of parent | 6,263 million yen | - |

4. Status after the merger

There will be no changes to the surviving company's name, description of business, head office location, representative, share capital or fiscal year-end after the merger.

5. Expected impact of merger on business results

Because the Merger is with a wholly owned subsidiary, the impact on the Group's consolidated business results is immaterial.