Note: Niterra Co., Ltd. provides this translation for reference and convenience purposes only. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

August 10, 2026

Company Name	Niterra Co., Ltd.
Name of representative	Keiji Suzuki, Representative Director, President
Securities Code	5334
Markets	TSE Prime Market, NSE Premier Market
Contact	Midori Uchikawa, General Manager, IR/SR Dept.

Notice Regarding the Withdrawal from the Automotive Components Business and Partial Transfer of Business of Wells Vehicle Electronics Holdings Corp. and Wells Vehicle Electronics, L.P.

Niterra Co., Ltd. (hereinafter the "Company") hereby announces that on August 7, 2026 (U.S. local time), the Company has decided the policy regarding the withdrawal of the automotive components business of Wells Vehicle Electronics Holdings Corp. and Wells Vehicle Electronics, L.P. (hereinafter collectively "Wells"), and has entered into a partial business transfer agreement of Wells' business in connection with this withdrawal.

1. Reasons for withdrawal and partial business transfer
   In the "Mid-Term Management Plan 2030" announced in November 2025, the Company set a policy to optimize its business portfolio by focusing on the three fields of "Mobility", "Semiconductors", and "Environmental & Energy", and concentrating management resources on domains where the use of its core assets centered on ceramics can be maximized.
   Wells is a long-established manufacturer of automotive components with over a century of experience in the United States, offering a wide range of products including switches, ignition coils, and pressure sensors for both the repair parts market and the new car assembly (OEM) market.
   The Company acquired all shares of Wells in 2015, aiming to strengthen its automotive business by leveraging the global sales network to expand sales of Wells' products. However, due to the intensifying market environment, the business has continued to struggle with stagnant performance. While our group has made efforts to strengthen brand power and improve earnings base of Wells, it has become difficult to anticipate the earnings and synergies initially expected. Furthermore, in light of our "Mid-term Management Plan 2030" policy regarding business portfolio optimization, the Company determined that the continued allocation of management resources to this business does not align with our company-wide strategy.
   Consequently, the Company has decided to withdraw from the automotive components business of Wells and reached an agreement to transfer the repair parts business of its principal operating company, Wells Vehicle Electronics, L.P. to Wells Vehicle Electronics AEM, LLC, a subsidiary established by Omega Acquisition Corp (hereinafter "Omega") for this acquisition.

2. Overview of Wells Vehicle Electronics, L.P.

(1) Company name	Wells Vehicle Electronics, L.P.
(2) Location	385 W. Rolling Meadows Drive, Fond du Lac, WI 54937, USA
(3) Representative, title	Hiroaki Masuda, Chairman
(4) Business	Manufacture and sale of automotive-related components
(5) Share capital	$ 1,000
(6) Date of establishment	1903
(7) Major shareholder, ownership percentage	Niterra Co., Ltd.: 100% (Indirect ownership through the holding company, Wells Vehicle Electronics Holdings Corp.)

(8) Operating results and financial position for the past three years			
Fiscal period	Fiscal year ended March 2024	Fiscal year ended March 2025	Fiscal year ended March 2026
Net assets	-$31 million	$65 million	$42 million
Total assets	$189 million	$172 million	$136 million
Net sales	$141 million	$127 million	$98 million
Operating profit	-$32 million	$4 million	-$18 million
Net profit	-$49 million	-$3 million	-$24 million

3. Overview of the partial business transfer
   (1) Business to be transferred
   Procurement, manufacturing, and sales of automotive aftermarket electronic components
   (2) Operating results of the business to be transferred (Fiscal year ended March 2026)
   Net sales: $74 million

   * The transfer price, the method of settlement, and specific items and amounts of assets and liabilities to be transferred have not been disclosed pursuant to a confidentiality agreement between the parties.

4. Overview of transferee

(1) Company name	Wells Vehicle Electronics AEM, LLC	
(2) Location	1401 Valley View Lane, Suite 100 Irving, TX 75061, USA	
(3) Representative, title	Benjamin Mandel, Chief Financial Officer	
(4) Business	A subsidiary established by Omega for the purpose of acquiring the target business. Omega sells automotive air conditioning and related products for passenger cars, heavy-duty vehicles, and special-purpose vehicles in the U.S. aftermarket together with its affiliates.	
(5) Date of establishment	July 22, 2026	
(6) Major shareholder, ownership percentage	Omega Topco LLC: 100% (Indirect ownership through a holding company)	
(7) Relationship between the listed company and the subject company	Capital relationship	Not applicable
	Personnel relationship	Not applicable
	Business relationship	Not applicable
	Related party relationship	Not applicable

5. Schedule

(1) Date of resolution by the Board of Directors	July 31, 2026 *
(2) Date of the business transfer agreement	August 7, 2026 (U.S. local time)
(3) Business transfer closing date	August 7, 2026 (U.S. local time)

* In this resolution, the Board of Directors delegated the final decision-making authority regarding the business transfer and the execution of the related agreements to Keiji Suzuki, Representative Director and President, to the extent consistent with this resolution.

6. Losses arising from this matter and future outlook
   The Company expects to record approximately 15 billion yen in operating expenses as a loss from the business transfer and as provisions related to Wells' withdrawal from its automotive components business. On the other hand, corporate income taxes are expected to decrease, reflecting the anticipated tax-deductible losses from the liquidation of Wells. The Company expects that the positive tax impact from the decrease in corporate income taxes will exceed the operating expenses associated with the withdrawal from the automotive components business of Wells, resulting in an estimated increase of approximately 3 billion yen in profit for the current fiscal year.
   In regard to any revision to the financial forecast for the fiscal year ending March 31, 2027, the Company will promptly make an announcement should any matters requiring disclosure arise, including factors other than this matter.