May 8, 2026

Company name: Marumae Co., Ltd.
Name of representative: Toshikazu Maeda, President and Representative Director
(Securities code: 6264; Prime Market)
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# Notice Regarding Issuance of New Shares, Disposal of Treasury Shares and Secondary Offering of Shares

Marumae Co., Ltd. (the "Company") hereby announces that at a meeting of the Board of Directors held on May 8, 2026, resolutions were passed regarding the issuance of new shares, the disposal of treasury shares and a secondary offering of the Company's shares, as outlined below.

**Purpose of the Offering**

The proceeds from this public offering are expected to be used in part for capital expenditures to expand production capacity in the semiconductor and FPD sectors as well as in the consumables business, and in part for the repayment of borrowings incurred in connection with the acquisition of shares of KM Aluminum Co., Ltd. ("KMAC") and KMAC's working capital.

Through these initiatives, the Company aims to achieve mid- to long-term growth and strengthen its earnings capacity, while also establishing a sound financial base capable of responding to significant demand fluctuations associated with changes in economic conditions.

In addition, by conducting a secondary offering concurrently with this public offering, the Company aims to improve the distribution of its shares and enhance liquidity. Furthermore, with a view to meeting the selection criteria for the TOPIX index, the Company will continue to enhance corporate value by improving the free-float ratio.

1. Issuance of New Shares by way of Public Offering (the "Public Offering")

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| (1) | Class and Number of Shares to be Offered | 2,000,000 shares of common stock of the Company |
| (2) | The Amount to be Paid | The amount to be paid will be determined on a certain date between Monday, May 18, 2026 and Wednesday, May 20, 2026 (the "Pricing Date") in accordance with the method stated in Article 25 of the Regulations Concerning Underwriting, Etc., of Securities of the Japan Securities Dealers Association (the "JSDA"). |
| (3) | Amount of Capital and Capital Reserve to be Increased | The amount of capital to be increased shall be half of the maximum amount of capital to be increased, in accordance with Article 14, Paragraph 1 of the Regulation on Corporate Accounting, with any fraction less than one yen resulting from such calculation being rounded up to the nearest yen. The amount of capital reserve to be increased shall be the amount obtained by subtracting the amount of capital to be increased from the maximum amount of capital to be increased. |
| (4) | Method of Offering | The offering will be a public offering. All of the new shares shall be purchased for sale by the underwriting syndicate led by the underwriters designated as the lead manager (the "Underwriters").<br>The issue price of the public offering (offer price) shall be determined in accordance with the method stated in Article 25 of the Regulations Concerning Underwriting, Etc., of Securities of the JSDA, based on the provisional pricing terms calculated by multiplying the closing price of the common stock of the Company on the Tokyo Stock Exchange Inc. on the Pricing Date (or, if no closing price is quoted on the Pricing Date, the closing price of the immediately preceding day) by a factor between 0.90 and 1.00 (with any fraction less than one yen being rounded down to the nearest whole yen), and by taking into account market demand and other conditions.<br>A part of the shares may be offered to overseas investors in overseas markets mainly in Europe and Asia (excluding the United States and Canada). |
| (5) | Compensation for the Underwriters | The Company shall not pay any underwriting commissions to the Underwriters; instead, the aggregate amount of the difference between (a) the issue price (the offer price) in each offering and (b) the amount to be paid in to the Company by the Underwriters shall constitute proceeds to the Underwriters. |
| (6) | Payment Date | The payment date shall be a day during the period from Monday, May 25, 2026 to Tuesday, May 26, 2026 provided, however, that;<br>(i) the payment date shall be Monday, May 25, 2026 if the Pricing Date is Monday, May 18, 2026 or Tuesday, May 19, 2026,<br>(ii) the payment date shall be Tuesday, May 26, 2026 if the Pricing Date is Wednesday, May 20, 2026. |
| (7) | Delivery Date | The delivery date shall be the business day immediately following the payment date mentioned above. |

(8) The amount to be paid, the amount of increase in capital stock and capital reserve, the issue price (offer price) and any other matters necessary for the issuance of new shares by way of public offering will be approved at the discretion of Toshikazu Maeda, President and Representative Director.

(9) The foregoing items are subject to the effectiveness of the securities registration statement filed under the Financial Instruments and Exchange Act of Japan.

2. Disposal of Treasury Stock by way of Public Offering (the "Public Offering")

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| (1) | Class and Number of Shares to be Offered | 700,000 shares of common stock of the Company |
| (2) | The Amount to be Paid | The amount to be paid will be determined on the Pricing Date in accordance with the method stated in Article 25 of the Regulations Concerning Underwriting, Etc., of Securities of the JSDA. In addition, the amount to be paid in is the same as the amount to be paid in in the issuance of new shares through public offering. |
| (3) | Method of Offering | The offering will be a public offering. All of the shares shall be purchased for sale by the Underwriters.<br>The disposal price of the public offering (offer price) shall be determined in accordance with the method stated in Article 25 of the Regulations Concerning Underwriting, Etc., of Securities of the JSDA, based on the provisional pricing terms calculated by multiplying the closing price of the common stock of the Company on the Tokyo Stock Exchange Inc. on the Pricing Date (or, if no closing price is quoted on the Pricing Date, the closing price of the immediately preceding day) by a factor between 0.90 and 1.00 (with any fraction less than one yen being rounded down to the nearest whole yen), and by taking into account market demand and other conditions. The disposal price (offer price) in the public offering is the same as the issue price (offer price) in the issuance of new shares through public offering.<br>A part of the shares may be offered to overseas investors in overseas markets mainly in Europe and Asia (excluding the United States and Canada). |
| (4) | Compensation for the Underwriters | The Company shall not pay any underwriting commissions to the Underwriters; instead, the aggregate amount of the difference between (a) the disposal price (the offer price) in each offering and (b) the amount to be paid in to the Company by the Underwriters shall constitute proceeds to the Underwriters. |
| (5) | Payment Date | The payment date shall be a day during the period from Monday, May 25, 2026 to Tuesday, May 26, 2026. The payment date is the same as the payment date in the issuance of new shares through public offering. |
| (6) | Delivery Date | The delivery date shall be the business day immediately following the payment date mentioned above. |

(7) The amount to be paid, the disposal price (offer price) and any other matters necessary for the disposal of treasury stock by way of public offering will be approved at the discretion of Toshikazu Maeda, President and Representative Director.

(8) The foregoing items are subject to the effectiveness of the securities registration statement filed under the Financial Instruments and Exchange Act of Japan.

3. Secondary Offering of Shares by way of Purchase and Underwriting by the Underwriter

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| (1) | Class and Number of Shares to be Offered | 900,000 shares of common stock of the Company |
| (2) | Seller | Toshikazu Maeda |
| (3) | Selling Price | Undetermined (To be determined on the Pricing Date. The Selling price shall be the same as the issue price (offer price) and the disposal price (offer price) in the Public Offering). |

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| (4) | Method of secondary Offering | The offering will be a secondary offering. All the selling shares shall be purchased for sale by the Underwriter. The aggregate amount of the difference between the selling price and the amount to be paid to the selling shareholders by the Underwriter (which shall be the same as the payment amount in the Public Offering) shall be retained by the Underwriter. |
| (5) | Delivery Date | The delivery date is the business day immediately following the payment date in the Public Offering. |

(6) The selling price and any other matters necessary for the secondary offering by way of over-allotment will be approved at the discretion of Toshikazu Maeda, President and Representative Director.

(7) The foregoing items are subject to the effectiveness of the securities registration statement filed under the Financial Instruments and Exchange Act of Japan.

4. Secondary Offering of Shares (the “Secondary Offering by way of Over-Allotment”)

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| (1) | Class and Number of Shares to be Offered | 540,000 shares of common stock of the Company<br>The number of shares above is the maximum number of shares to be offered and may decrease or the secondary offering by way of over-allotment itself may be cancelled, depending on market demand and other conditions. The number of shares to be offered will be determined on the Pricing Date, after taking market demand and other conditions into consideration. |
| (2) | Seller | The Underwriter |
| (3) | Selling Price | Undetermined. (The selling price will be determined on the Pricing Date. Further, such selling price will be the same as the selling price in the Secondary Offering of Shares by way of Purchase and Underwriting by the Underwriter) |
| (4) | Method of secondary Offering | After consideration of the market demand and other conditions for the public offering and the Secondary Offering by way of Purchase and Underwriting by the Underwriters, the Underwriter will offer the shares of common stock of the Company, which will be borrowed from Toshikazu Maeda, a shareholder of the Company. |
| (5) | Delivery Date | The delivery date shall be the same as that of the Secondary Offering of Shares by way of Purchase and Underwriting by the Underwriters. |

(6) The selling price and any other matters necessary for the secondary offering by way of over-allotment will be approved at the discretion of Toshikazu Maeda, President and Representative Director.

(7) The foregoing items are subject to the effectiveness of the securities registration statement filed under the Financial Instruments and Exchange Act of Japan.

5. Issuance of New Shares by way of Third-Party Allotment to the Underwriter (the “Third-Party Allotment”)

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| (1) | Class and Number of Shares to be Offered | 540,000 shares of common stock of the Company |
| (2) | The Amount to be Paid | The amount to be paid shall be the same as the amount to be paid for the public offering. |

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| (3) | Amount of Capital and Capital Reserve to be Increased | The amount of capital to be increased shall be half of the maximum amount of capital to be increased, in accordance with Article 14, Paragraph 1 of the Regulation on Corporate Accounting, with any fraction less than one yen resulting from such calculation being rounded up to the nearest yen. The amount of capital reserve to be increased shall be the amount obtained by subtracting the amount of capital to be increased from the maximum amount of capital to be increased. |
| (4) | Allottees and Number of Shares to be Allotted | The Underwriter 540,000 shares |
| (5) | Subscription Period (Subscription Date) | The subscription date shall be any day in the period from Friday, June 19, 2026 to Monday, June 22, 2026, provided, however, that such day shall be the business day following the 30th day (or, if the 30th day is not a business day, the preceding business day) counting from the day after the last day of the subscription period for the Public Offering, Secondary Offering of Shares by way of Purchase and Underwriting by the Underwriter and the offering by way of over-allotment. |
| (6) | Payment Date | The payment date shall be any day in the period from Monday, June 22, 2026 to Tuesday, June 23, 2026, provided, however, that such day shall be the second business day following the 30th day (or, if the 30th day is not a business day, the preceding business day) counting from the day after the last day of the subscription period for the Public Offering, Secondary Offering of Shares by way of Purchase and Underwriting by the Underwriter and the offering by way of over-allotment. |

(7) The amount to be paid, the amount of increase in capital stock and capital reserve, and any other matters necessary for the Third-Party Allotment will be approved at the discretion of Toshikazu Maeda, President and Representative Director.

(8) Shares not subscribed within the subscription period shall not be issued.

(9) The foregoing items are subject to the effectiveness of the securities registration statement filed under the Financial Instruments and Exchange Act of Japan.

<Reference>

Use of Proceeds

Of the maximum aggregate estimated net proceeds of 5,849,528,800 yen from the Public Offering and the Third-Party Allotment, the Company plans to allocate 2,000,000,000 yen by August 2028 to the acquisition of production equipment and capital expenditures for the Precision Components Business, 1,500,000,000 yen by August 2028 to production equipment and factory renovations for the Functional Materials Business, and to use the remaining 2,349,528,800 yen by August 2027 for the repayment of long-term borrowings.

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