Translation

Notice: This is a translation of part of the original document in Japanese and is only for reference purposes. In the event of any discrepancies between this translated document and the original Japanese document, the latter shall prevail.

October 27, 2025

To whom it may concern:

Company name: Seika Corporation
Representative: Akihiko Sakurai, President and Chief Executive Officer
(Code number: 8061; Prime Market, Tokyo Stock Exchange)
Contact: Yasumasa Kawana, Director, Senior Managing Executive Officer in charge of planning
(Phone: +81-3-5221-7117)

Notice Concerning Conclusion of Share Transfer Agreement for Acquisition of Shares (Subsidiarization)

Seika Corporation (the "Company") hereby announces that, as of today, the Company has concluded a share transfer agreement to acquire all the shares issued by ASAHI SUNAC CORPORATION ("Asahi Sunac"), thereby making it a wholly owned subsidiary of the Company.

1. Purpose of share acquisition

Under the basic management policy, "To contribute to international society as a company that creates new technologies," Asahi Sunac has excellent technological capabilities and engages in the development, manufacturing, and selling of high value-added products, gaining high recognition from a broad range of customers in and outside of Japan. It has maintained a good partnership with the Company, including the establishment of joint corporations in Germany and Thailand. The Company has decided to make Asahi Sunac a wholly owned subsidiary of the Company through this share acquisition, with a view to promote both parties' further business growth by transferring the shares of Asahi Sunac to the Company and deepening collaboration in not only selling but also business development by capitalizing on the Company's know-how as a general trading company of machinery, which the Company has accumulated over a long period of time.

2. Overview of the company whose shares are to be acquired

(1)	Name	ASAHI SUNAC CORPORATION
(2)	Location	5050, Shindenbora, Asahimae-cho, Owariasahi, Aichi Prefecture
(3)	Job title and name of representative	Shuichi Hattori, President
(4)	Description of business	Development, manufacture, sale, and after-sales service of coating equipment, forging machinery, precision cleaning/coating systems, etc.
(5)	Capital	255 million yen (as of the end of May 2025)
(6)	Date of establishment	November 12, 2021 (founded on July 17, 1942)

(7)	Major shareholders and ownership ratios	NMC No.4 Investment Limited Partnership: 100.0%	
(8)	Relationship between the listed company and the said company	Capital relationship	The Company's group companies and the said company have established joint corporations in Germany and Thailand.
		Personnel relationship	Not applicable
		Business relationship	The Company's group companies have business relationships with the said company, including buying and selling products.

(9) Operating results and financial position of the said company for the past three years			
Fiscal year ended	May 31, 2023	May 31, 2024	May 31, 2025
Net assets	4,489 million yen	5,795 million yen	6,903 million yen
Total assets	16,484 million yen	16,038 million yen	15,499 million yen
Net assets per share	118,119 yen	152,504 yen	181,647 yen
Net sales	14,772 million yen	13,900 million yen	14,161 million yen
Operating profit	1,465 million yen	1,579 million yen	1,685 million yen
Ordinary profit	1,300 million yen	1,511 million yen	1,635 million yen
Profit	888 million yen	1,297 million yen	1,113 million yen
Basic earnings per share	23,381 yen	34,139 yen	29,300 yen

3. Overview of counterparty in share acquisition

(1)	Name	NMC No.4 Investment Limited Partnership	
(2)	Location	1-3-3, Uchisaiwai-cho, Chiyoda-ku, Tokyo	
(3)	Basis of establishment, etc.	Act on Limited Liability Partnership Agreement for Investment Business	
(4)	Purpose of formation	Established primarily for the purpose of making equity investments in companies	
(5)	Date of formation	February 26, 2021	
(6)	Total capital contribution	Not disclosed to us	
(7)	Investors, investment ratio, and overview of investors	Institutional investors in Japan, etc.	
(8)	Overview of managing partner	Name	NMC 4 LLC
		Location	1-3-3, Uchisaiwai-cho, Chiyoda-ku, Tokyo
		Job title and name of representative	Representative Partner: Nippon Mirai Capital Co., Ltd. Executive Officer of the Representative Partner: Akira Yasujima
		Business	Operation of NMC No.4 Investment Limited Partnership
		Capital	Not disclosed to us

(9)	Overview of Japanese agent	Not applicable	
(10)	Relationship between the listed company and the said fund	Relationship between the listed company and the said fund	Not applicable
		Relationship between the listed company and managing partner	Not applicable
		Relationship between the listed company and Japanese agent	Not applicable

4. Number of shares to be acquired and shareholding before and after acquisition

(1)	Number of shares held before the change	0 shares (Number of voting rights: 0 units) (Ratio of voting rights held: 0.00%)
(2)	Number of shares to be acquired	38,000 shares (Number of voting rights: 38,000 units)
(3)	Number of shares held after the change	38,000 shares (Number of voting rights: 38,000 units) (Ratio of voting rights held: 100.00%)

(Note) The acquisition cost is not disclosed in accordance with the counterparty’s wishes.

5. Schedule

(1)	Date of conclusion of the agreement	October 27, 2025
(2)	Date of commencement of share transfer	December 1, 2025 (scheduled)

(Note) The effectiveness of this share acquisition is subject to the completion of required approvals and procedures under the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade and other relevant laws and regulations of Japan. The above schedule is subject to change due to a delay in these procedures or for other reasons.

6. Future outlook

The impact of this share acquisition on the Company’s consolidated financial results for the fiscal year ending March 31, 2026 is under review. Any matters that should be disclosed in the future will be promptly announced.