September 24, 2026

Company Name: Wakita & Co., LTD.
Representative: Teiji Wakita, President and Representative Director
(Code number: 8125, Tokyo Stock Exchange Prime Market)
Contact: Atsuhiko Nariyama, Director, General Manager of General Affairs Division
Phone: 06-6449-1901

Notice Concerning Absorption-Type Merger (Simplified Merger and Short-Form Merger) of Consolidated Subsidiary

Wakita & Co., LTD. (the "Company") hereby announces that it has resolved, at a meeting of the Board of Directors held today, to conduct an absorption-type merger (the "Merger") with its consolidated subsidiary, Cordia Co., Ltd. ("Cordia"). The details are described below.
Please note that, as the Merger is a simplified and short-form merger with a wholly-owned consolidated subsidiary, certain disclosure items and details have been omitted.

1. Purpose of the absorption-type merger

Cordia is a wholly-owned consolidated subsidiary of the Company and owns a portion of the land on which our hotel is located, which we lease from it. In addition, as part of our real estate business, we own office buildings and apartment complexes for rent. We have decided to proceed with the Merger with the aim of centralizing real estate ownership within the Group.

2. Summary of the merger

(1) Timetable of the merger

Date of the Board of Directors' resolution approving the merger agreement	September 24, 2026
Date of conclusion of the merger agreement	October 19, 2026 (scheduled)
Merger date (effective date)	January 1, 2027 (scheduled)

(Note) As the Merger qualifies as a simplified merger as prescribed in Article 796, Paragraph 2 of the Companies Act with respect to the Company, and as a short-form merger as prescribed in Article 784, Paragraph 1 of the same Act with respect to Cordia, it will be carried out without either party holding a general meeting of shareholders to obtain approval of the merger agreement.

(2) Form of the merger

This will be conducted as an absorption-type merger, with the Company as the surviving company and Cordia as the disappearing company. Cordia will be dissolved as a result of the Merger.

(3) Details of allotment related to the merger

Since this is a merger with a wholly-owned consolidated subsidiary of the Company, there will be no issuance of new shares, increase in share capital, or payment of merger consideration in connection with the Merger.

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

Not applicable.

3. Overview of companies involved in the merger

	Surviving company (As of February 28, 2026)	Disappearing company (As of December 31, 2025)
(1) Trade name	Wakita & Co., LTD.	Cordia Co., Ltd.
(2) Location of registered headquarters	1-3-20 Edobori, Nishi-ku, Osaka City	1-3-20 Edobori, Nishi-ku, Osaka City
(3) Name and job title of representative	Teiji Wakita, President and Representative Director	Takashi Kondo, Representative Director
(4) Description of business	Sales and rental of civil engineering and construction machinery; sales and rental of audio-visual and sound equipment; leasing of real estate (office buildings, condominiums, etc.); and hotel operations	Real estate leasing business
(5) Share capital	13,821 million yen	86 million yen
(6) Date of establishment	May 4, 1949	July 28, 1943
(7) Number of issued shares	52,021,297 shares	65,000 shares
(8) Fiscal year-end	Last day of February	December 31
(9) Major shareholders and ownership ratios	Wakita Kosan, Ltd. 9.97% The Master Trust Bank of Japan, Ltd. (Trust account) 6.63% Nippon Life Insurance Company 4.13% MUFG Bank, Ltd. 3.99% ORIX Auto Corporation 3.86%	Wakita & Co., LTD. 100.00%
(10) Financial condition and operating results for the most recent fiscal year		
Fiscal year ended	February 28, 2026 (consolidated)	December 31, 2025 (non-consolidated)
Net assets	103,175 million yen	105 million yen
Total assets	146,867 million yen	108 million yen
Net assets per share	2,041.62 yen	1,618.39 yen
Net sales	93,222 million yen	26 million yen
Operating profit	5,282 million yen	21 million yen
Ordinary profit	5,485 million yen	21 million yen
Profit	3,451 million yen	17 million yen

Earnings per share	69.77 yen	273.07 yen

4. Status after the merger

Following the Merger, there will be no changes to the trade name, location of the registered headquarters, name and job title of the representative, description of business, share capital, or fiscal year-end of the Company, which is the surviving company.

5. Future outlook

We believe that the impact of this matter on the consolidated financial results for the fiscal year ending February 28, 2027 will be minimal. Should any matters requiring disclosure arise in the future, we will announce them promptly.