



December 24, 2025

Yorozu Corporation

Representative: Tsutomu Hiranaka, Representative Director, President and COO

Securities Code: 7294 (TSE Prime Market)

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## **Notice Concerning Absorption-Type Merger of Consolidated Sub-Subsidiary by Consolidated Subsidiary**

Yorozu Corporation (the “Company”) hereby announces that, at the Board of Directors meeting held on December 24, 2025, a resolution was passed for its consolidated subsidiary, Yorozu America Corporation (“YA”) to absorb its wholly owned subsidiary Yorozu Automotive North America, Inc. (“YANA,” the Company’s consolidated sub-subsubsidiary).

As this is a simplified absorption-type merger between a consolidated subsidiary and a consolidated sub-subsubsidiary, certain disclosure items and details have been omitted.

### **1. Purpose of the merger**

To reorganize the production structure in the United States, YANA transferred its production to Yorozu Automotive Tennessee, Inc. and suspended operations in December 2009.

The Company has decided to implement this absorption-type merger to consolidate YANA’s management resources into YA, aiming to reduce administrative costs, optimize management resource utilization, thereby improving capital efficiency.

### **2. Summary of the merger**

#### **(1) Schedule**

Resolution by the Board of Directors meeting: December 24, 2025

Completion of merger procedures: December 31, 2025 (planned)

#### **(2) Method**

The merger is conducted as an absorption-type merger, with YA as the surviving company and YANA as the non-surviving company.

#### **(3) Allocation of shares and other considerations**

Since YANA is a wholly owned subsidiary of YA, no shares or other monetary consideration are issued or allocated.

(4) Outline of the parties to the merger

	Surviving company	Non-surviving company
Name	Yorozu America Corporation	Yorozu Automotive North America, Inc.
Location	Morrison, Tennessee, U.S.A.	Battle Creek, Michigan, U.S.A.
Representative	Chikao Hirata	Chikao Hirata
Business description	A holding company in the United States	Manufacturing and sales of automotive parts (operations discontinued)
Capital	217 million U.S. dollars	20 million U.S. dollars
Major shareholders and percentage of shares held	Yorozu Corporation: 100%	Yorozu America Corporation: 100%

(5) Post-merger status

There will be no changes to the name, location, representative, business activities, or capital of the surviving company as a result of this merger.

(6) Future outlook

As this is a merger between a consolidated subsidiary and a consolidated sub-subsidiary, its impact on the consolidated financial results will be minimal.