

January 22, 2026

To whom it may concern:

Company Name: Sumitomo Bakelite Co., Ltd.

Representative: Shinichi Kajiya

President and Representative Director

(Code: 4203 The Prime Market of Tokyo Stock Exchange)

Contact: Tsuyoshi Ueda

Manager of Corporate Communication Dept.,

Corporate General Affairs Div.

### Notice Concerning Acquisition of Shares of Newly Established Company

That Will Succeed Part of Chemical Business of Kyocera Corporation

by Absorption-Type Company Split

Sumitomo Bakelite Co., Ltd. (the “**Company**”) hereby announces that the Company resolved to acquire all shares of a new company (the “**New Company**”), which will be newly established by Kyocera Corporation (“**Kyocera**”) and thereafter will succeed part of Chemical Business from Kyocera by an absorption-type company split, for the purpose of acquiring said business from Kyocera, and make the New Company the Company’s subsidiary, at the meeting of the Board of Directors held on January 22, 2026.

#### 1. Reasons of Acquisition

Under the Medium-Term Business Plan 2024-26, the Company is strategically promoting the transformation of the business portfolio and the expansion of the business. By acquiring shares of the New Company that will succeed part of Kyocera's Chemical Business, specifically regarding epoxy resin molding compounds for encapsulation of semiconductor devices, bonding pastes for semiconductor devices, and resins for industrial use, the Company intends to further enhance the presence in the ICT domain and accelerate the strengthening of technological capabilities to create high value-added products.

By integrating the New Company's proprietary technologies with the Company's high technological capabilities that meet customer needs in areas such as epoxy resin molding compounds for encapsulation of semiconductor devices and bonding pastes for semiconductor devices, the Company will increase the standing in the expanding market for AI data center applications, etc.

Through this acquisition, the Company will solidify the realization of "Vision 2030" and contribute to society as "a company providing dreams for the future".

2. Outline of the Subsidiary Transferred (the New Company) (Planned)

(1) Name	To be determined.	
(2) Location	9-2 Chidori-cho, Kawasaki-ku, Kawasaki, Kanagawa, Japan	
(3) Title and Name of Representative	To be determined.	
(4) Business	Manufacturing and sales of epoxy resin molding compounds for encapsulation of semiconductor devices, bonding pastes for semiconductor devices, resins for industrial use, etc.	
(5) Capital	JPY 1 (planned)	
(6) Date of Establishment	July 2026 (scheduled)	
(7) Major Shareholders and Shareholding Ratio	Kyocera Corporation 100.0%	
(8) Relationship between the Listed Company and the Counterparty	Capital Relationship	Not applicable.
	Personnel Relationship	Not applicable.
	Business Relationship	Not applicable.
(9) Operating Result and Financial Condition of the New Company	Not applicable as the New Company is a newly established company.	

(Reference)

The consolidated operating result and financial condition of the business that the New Company will succeed are below.

(1) Consolidated Operating Result (for the fiscal year ended March 31, 2025)

Sales revenue: JPY 23,223 million

(2) Items of Assets and Liabilities and Book Values Subject that the New Company Will Succeed

Current assets: JPY 5,601 million

Non-current assets: JPY 8,520 million

Current liabilities: JPY 235 million

Non-current liabilities: JPY 1 million

Note: The above amounts are calculated based on the statement of financial position of Kyocera as of March 31, 2025; therefore, the actual amounts to be succeeded will be the amounts after the adjustment of changes to the above amounts up to the effective date of the company split.

3. Outline of the Counterparty of the Share Acquisition (as of September 30, 2025)

(1)	Name	Kyocera Corporation	
(2)	Location	6 Takeda Tobadono-cho, Fushimi-ku, Kyoto, Japan	
(3)	Title and Name of Representative	Hideo Tanimoto, President and Representative Director	
(4)	Business	Core Components Business, Electronic Components Business, Solutions Business, etc.	
(5)	Capital	JPY 115,703 million	
(6)	Date of Establishment	April 1, 1959	
(7)	Net Assets	JPY 2,435,960 million (as of March 31, 2025)	
(8)	Total Assets	JPY 3,272,155 million (as of March 31, 2025)	
(9)	Major Shareholders and Shareholding Ratio	The Master Trust Bank of Japan, Ltd. (Trust Account)	22.88%
		Custody Bank of Japan, Ltd. (Trust Account)	8.80%
		The Bank of Kyoto, Ltd.	4.18%
		STATE STREET BANK AND TRUST COMPANY 505001	3.93%
		Inamori Foundation	2.71%
		STATE STREET BANK WEST CLIENT - TREATY 505234	2.05%
		Stock Purchase Plan for Kyocera Group Employees	1.74%
		JP MORGAN CHASE BANK 385781	1.42%
		MUFG Bank, Ltd.	1.33%
		The Dai-ichi Life Insurance Company, Ltd.	1.22%
(10)	Relationship between the Listed Company and the Counterparty	Capital Relationship	Not applicable.
		Personnel Relationship	Not applicable.
		Business Relationship	The Company has business of sales of its products to Kyocera.
		Status as a Related Party	Not applicable.

4. Number of Shares to Be Acquired and Status of Share Owing before and after the Acquisition

(1) Number of Shares before the Acquisition	0 share (Number of Voting Rights : 0) (Ratio of Voting Rights : 0.0%)
(2) Number of Shares to Be Acquired	1 share (Number of Voting Rights : 1)
(3) Number of Shares after the Acquisition	1 share (Number of Voting Rights : 1) (Ratio of Voting Rights : 100.0%)
(4) Acquisition Cost	Common Share of the New Company: JPY 30 billion (Note 1)

Note 1: The final acquisition cost will be determined after the price adjustment based on the share purchase agreement.

5. Schedule

(1) Date of Resolution at the Meeting of the Board of Directors	January 22, 2026
(2) Execution Date of the Share Purchase Agreement	January 22, 2026
(3) Date of Establishment of the New Company	July 2026 (scheduled)
(4) Effective Date of the Company Split	October 2026 (scheduled) (Note 2)
(5) Execution Date of the Share Transfer	October 2026 (scheduled) (Note 2)

Note 2: Effective Date of the Company Split and Execution Date of the Share Transfer may be changed due to the progress status of the procedure regarding competitive laws.

6. Outlook

The impact of this acquisition on the consolidated financial result for the fiscal year ending March 31, 2026 is minor. If any matter that should be disclosed arises, the Company will promptly announce.

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