

Company name: JUKI Corporation  
Representative: Akira Kiyohara, Representative Director,  
Chairperson and CEO  
(Securities code: 6440, Tokyo Stock Exchange Prime Market)  
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**Notice on a Capital and Business Alliance with AIMECHATEC, Ltd. (securities code: 6227)  
and an Acquisition of Shares that Constitutes an Act of Acquisition of Common Shares**

JUKI Corporation ("JUKI") resolved to enter into a capital and business alliance agreement (hereinafter called the "Capital and Business Alliance Agreement") for a capital and business alliance (hereinafter called the "Capital and Business Alliance") with AIMECHATEC, Ltd. ("AIMECHATEC") at a board meeting held on September 26, 2022.

As a result of the Capital and Business Alliance, JUKI also resolved to sign a share transfer agreement (hereinafter called the "Share Transfer Agreement") for a share transfer (hereinafter called the "Share Transfer") with AIMECHATEC's largest shareholder, Polaris Private Equity Fund III, L.P., and second largest shareholder, Tiara CG Private Equity Fund 2013, L.P. (hereinafter collectively called the "Seller"), under which JUKI will receive a transfer of the common shares of AIMECHATEC held by the Seller through an off-market, negotiated transaction. The resolution was reached at a JUKI board meeting held on September 26, 2022. As the acquisition of the shares through the Share Transfer constitutes an act of acquisition as defined in Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act, JUKI would also like to inform you of the following.

I. The Capital and Business Alliance

1. Reasons for the Capital and Business Alliance

Since its foundation in 1938, JUKI has been committed to creating new value while continuing to create and evolve its technologies, with "*Monodzukuri* (manufacturing)" at the core of its business operations. Now, JUKI is vigorously pursuing a growth strategy and business reforms with a long-term vision of becoming a global and innovative "manufacturing and value-creation" company that survives the 21st century. As a company that delivers good impressions and peace of mind, JUKI continues to be a solution partner selected by customers in countries and regions around the world. JUKI is also working to become a company that is trusted and needed by society by implementing SDGs management.

AIMECHATEC develops, manufactures, sells, and provides after-sales services for flat panel display (FPD) and semiconductor package manufacturing equipment under the corporate philosophy, "Create the Next by Advanced and Innovative Technologies." Based on its basic policy of contributing to technological innovation in the display field through constant technological development, developing new business using core technologies, and improving customer satisfaction through meticulous LCS (Life Cycle Support) activities, AIMECHATEC aims to become a global company that is trusted and supported by customers and is committed to management that contributes to society by making people's lives more convenient and affluent.

JUKI and AIMECHATEC have long been engaged in the contracted production of parts and equipment, and have forged a trusting relationship as companies engaged in the same manufacturing activities through their contracted transactions. On the premise that JUKI will maintain its holding of the AIMECHATEC's shares it acquires, JUKI and AIMECHATEC have decided to enter into the Capital and Business Alliance to establish and maintain a strong cooperative relationship in a wide range of operational areas, including technical areas, and expand the growth of their respective businesses.

## 2. Details of the Capital and Business Alliance, etc.

### (1) Details of the business alliance

JUKI and AIMECHATEC will discuss the specific scope and terms and conditions of the subcontracting between the two companies in the future, with the following items set as the main subjects of the business alliance.

#### (i) Reinforcement and expansion of the current contracted operations

Expanding the scope of contracted operations and reinforcing the proposals for improved performance and cost reductions

#### (ii) Expansion of collaborative functions

Expanding the scope of collaboration in the contracted development, joint procurement, and mutual use of sales networks

#### (iii) Collaboration through the complementation of each other's technological capabilities

Strengthening products and businesses through mutual support for the technological capabilities of the two companies

#### (iv) Collaboration through the synergization of technological capabilities

Creating new fields of business by sharing information on technological areas and industries

JUKI and AIMECHATEC will also set up a "business alliance study team" to mutually discuss the matters covered by the business alliance, the specific details of the alliance itself, and other matters, and will realize the benefits gained from the business alliance by promoting it.

### (2) Details of the capital alliance

JUKI entered into the Share Transfer Agreement with the Seller on September 26, 2022 to build and strengthen a long-term alliance for the promotion of the above-mentioned business activities. Under the agreement, JUKI will acquire 1,101,500 common shares of AIMECHATEC (representing 19.56% of the total number of shares issued as of June 30, 2022) on September 30, 2022. For further details, see section "II. The Share Transfer."

JUKI and AIMECHATEC have also agreed that a proposal to appoint one director candidate nominated by JUKI as a director of AIMECHATEC will be put to a vote at the first ordinary shareholders' meeting to be held after September 30, 2022.

## 3. Outline of the business alliance partner

(1)	Name	AIMECHATEC, Ltd.
(2)	Address	5-2, Koyodai, Ryugasaki-shi, Ibaraki-pref., 301-0852 Japan
(3)	Title and name of representative	President and Representative Director, Isao Abe
(4)	Business description	Design, manufacture, sale, and after-sales service of electronic component manufacturing equipment and peripheral equipment
(5)	Capital	450 million yen
(6)	Date of establishment	July 2016
(7)	Major shareholders and shareholding ratios (top five)	Polaris Private Equity Fund III, L.P.: 29.41% Tiara CG Private Equity Fund 2013, L. P.: 9.70% BNY GCM CLIENT ACCOUNT JPRDAC ISG (FE-AC): 1.05% UEDA YAGI TANSHI Co., Ltd.: 0.94% Nomura Securities Co., Ltd.: 0.65%

(8)	Relationship between the listed company and the company concerned	Capital relationship	Not applicable	
		Personal relationship	Not applicable	
		Business relationship	Transactions for the contracted production of parts and equipment	
		Status of related parties	Not applicable	
(9) Consolidated management performance and consolidated financial position of the company concerned for the last three years				
Accounting period		Fiscal year ended June 30, 2020	Fiscal year ended June 30, 2021	Fiscal year ended June 30, 2022
Consolidated net assets		6,727 million yen	7,519 million yen	8,046 million yen
Consolidated total assets		20,049 million yen	17,206 million yen	18,836 million yen
Consolidated net assets per share		1,194.59 yen	1,335.32 yen	1,428.85 yen
Consolidated net sales		14,521 million yen	16,105 million yen	14,684 million yen
Consolidated operating profit		468 million yen	1,010 million yen	735 million yen
Consolidated ordinary profit		396 million yen	911 million yen	678 million yen
Net income attributable to owners of the parent		291 million yen	696 million yen	478 million yen
Consolidated net income per share		51.76 yen	123.75 yen	84.96 yen
Dividends per share		0 yen	0 yen	45.0 yen (planned)

#### 4. Schedule

(1)	Date of board resolution	September 26, 2022
(2)	Date of signing the agreement	September 26, 2022

#### 5. Outlook for the future

The Capital and Business Alliance is expected to contribute to the enhancement of JUKI's corporate value in the medium to long term, but is currently expected to have a negligible impact on JUKI's performance for the fiscal year ending December 31, 2022. If any matters arise in the future that should be announced as a result of the Capital and Business Alliance, JUKI will promptly announce them.

## II. The Share Transfer

### 1. Reasons for the Capital and Business Alliance

As described in chapter "I. The Capital and Business Alliance," JUKI aims to realize and expand the benefits gained from the business alliance by maintaining its holdings of the AIMECHATEC's shares it acquires. JUKI will thereby carry out the Share Transfer to acquire AIMECHATEC's shares.

### 2. Outline of the share acquisition

(1)	Number of shares transferred	Common shares of AIMECHAEC : 1,101,500 shares
(2)	Transfer price	1,800 yen per share The transfer price has been determined following discussions with the Seller.
(3)	Total value of the transfer	1,982.7 million yen
(4)	Owners of shares transferred and numbers of shares transferred	Polaris Private Equity Fund III, L.P. and 828,200 shares Tiara CG Private Equity Fund 2013, L.P. and 273,300 shares
(5)	Method of transfer	Transfer by the Seller on an off-market and negotiated transaction basis
(6)	Date of execution of the share transfer	September 30, 2022 (planned)

### 3. Overview of the counterparty in the share acquisition

#### (A) Polaris Private Equity Fund III, L.P.

(1)	Name	Polaris Private Equity Fund III, L.P.	
(2)	Address	1-9-1, Marunouchi, Chiyoda-ku, Tokyo 100-6738, Japan	
(3)	Law governing establishment, etc.	Limited partnership for investment under the Limited Partnership Act for Investment	
(4)	Purpose of establishment	To earn income through investment projects in businesses	
(5)	Date of establishment	July 11, 2012	
(6)	Total amount of capital contribution	39.1 billion Yen	
(7)	Outline of investors and investment ratios	Detailed information is withheld in the interest of confidentiality.	
(8)	Outline of the unlimited liability partner	Name	Polaris Capital Group Co., Ltd.
		Address	1-9-1, Marunouchi, Chiyoda-ku, Tokyo 100-6738, Japan
		Title and name of representative	President & CEO: Yuji Kimura

	Business description	Investment business	
	Capital	100 million yen	
(10) Relationship between the listed company and the fund concerned	Relationship between the listed company and the fund concerned	Capital relationship	Not applicable
		Personal relationship	Not applicable
		Business relationship	Not applicable
	Relationship between the listed company and the unlimited liability partner	Capital relationship	Not applicable
		Personal relationship	Not applicable
		Business relationship	Not applicable

(B) Tiara CG Private Equity Fund 2013, L.P.

(1) Name	Tiara CG Private Equity Fund 2013, L.P.		
(2) Address	Maples Corporate Services Limited, PO BOX 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands		
(3) Law governing establishment, etc.	Limited Partnerships under the Cayman Islands Tax Exempt Limited Partnership Act		
(4) Outline of investors and investment ratios	Detailed information is withheld in the interest of confidentiality.		
(5) Relationship between the listed company and the fund concerned	Relationship between the listed company and the fund concerned	Capital relationship	Not applicable
		Personal relationship	Not applicable
		Business relationship	Not applicable

4. Number of shares acquired, acquisition price, and status of shares held before and after acquisition

(1) Number of shares held before transfer	0 shares (Number of voting rights: 0) (Voting rights ownership ratio: 0%)
(2) Number of shares	1,101,500

acquired	(Number of voting rights: 11,015)
(3) Acquisition cost	Common shares of AIMECHATEC: 1,982.7 million yen Estimated advisory and other costs: 15 million yen Total estimated cost: 1,997.7 million yen
(4) Number of shares held after transfer	1,101,500 (Number of voting rights: 11,015) (Voting rights ownership ratio: 19.56%)

(Note) 1. Twenty is the number of shares deducted from the total number of shares issued as shares without voting rights.  
2. The percentage of total voting rights is rounded off to two decimal places.

#### 5. Schedule

(1) Date of board resolution	September 26, 2022
(2) Date of signing the agreement	September 26, 2022
(3) Date of executing the share transfer	September 30, 2022 (planned)

#### 6. Outlook for the future

There is nothing worth special mention of the outlook for the future. For information on the impact of the Capital and Business Alliance on business results, see section "5. Outlook for the future" in chapter "I. The Capital and Business Alliance."