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November 13, 2025

Company name: JUKI CORPORATION
Name of representative: Atsushi Narikawa, Representative Director and President
(Securities code: 6440, Prime Market, Tokyo Stock Exchange)
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Notice Regarding Absorption Merger of Wholly-Owned Subsidiaries
(Simplified Merger and Short-Form Merger)

JUKI Corporation (hereinafter referred to as the "Company") announces that at the Board of Directors meeting held today, it was resolved to merge its wholly-owned subsidiaries, JUKI Automation Systems Corporation (hereinafter "JAS") and JUKI Technosolutions Corporation (hereinafter "JTS"), with the effective date of December 31, 2025.

Please note that this merger involves the absorption of wholly-owned subsidiaries, and therefore, some disclosure items and content have been partially omitted.

Details

1. Purpose of the Merger

The business environment surrounding the Company is expected to remain uncertain and challenging due to factors such as U.S. tariff policy trends, prolonged stagnation of the Chinese economy, soaring crude oil prices, and exchange rate instability.

To flexibly and swiftly respond to these external environmental changes and enhance sustainable corporate value, the Company has been working as a whole on cost structure reform. As part of this effort, we will accelerate management integration and speed up decision-making by merging our wholly-owned subsidiaries JAS and JTS, thereby advancing the construction of a more agile and efficient management system.

2. Summary of the Merger

(1) Merger Schedule

Date of Merger Agreement : November 13, 2025
Merger Date (Effective Date) : December 31, 2025 (Planned)

* This merger is a simplified merger as stipulated in Article 796, Paragraph 2 of the Companies Act for the Company, and a short-form merger as stipulated in Article 784, Paragraph 1 of the Companies Act for JAS and JTS, and therefore will be conducted without a resolution of the general meeting of shareholders for approval of the merger agreement.

(2) Method of Merger

The merger will be conducted as an absorption-type merger with the Company as the surviving company, and JAS and JTS will be dissolved.

(3) Details of Allocation Related to the Merger

Since this is a merger with wholly-owned subsidiaries, there will be no issuance of new shares or delivery of cash, etc., in connection with this merger.

(4) Handling of Stock Acquisition Rights and Bonds with Stock Acquisition Rights of the Dissolved Companies

Not applicable

3. Overview of the Companies Involved in the Merger (As of December 31, 2024)

		Company which continues to exist after merger	Company dissolved in an absorption-type merger	Company dissolved in an absorption-type merger
(1)	Corporate name	JUKI Corporation	JUKI Automation Systems Corporation	JUKI Technosolutions Corporation
(2)	Location	2-11-1 Tsurumaki, Tama City, Tokyo	2-11-1 Tsurumaki, Tama City, Tokyo	2-11-1 Tsurumaki, Tama City, Tokyo
(3)	Representative's Title and Name	Representative Director and President Atsushi Narikawa	Representative Director and President Hiroshi Anzai	Representative Director and President Minoru Nitta
(4)	Business area	Industrial sewing machine business, household sewing machine business, industrial equipment business, etc.	Industrial equipment business	Industrial sewing machine business
(5)	Share Capital	18,044 million yen	2,618 million yen	100 million
(6)	Date established	December 15, 1938	August 1, 2013	July 1, 2022
(7)	Number of outstanding shares	29,874,179 shares	42,500 shares	1,000 shares
(8)	Fiscal Year-End	December 31	December 31	December 31
(9)	Major Shareholders and Shareholding Ratio (The Company)	Master Trust Bank of Japan, Ltd. (trust account) 13.21% PEGASUS CO., LTD. 3.52% Mizuho Bank, Ltd. 3.15% Nippon Life Insurance Company 2.46% Custody Bank of Japan, Ltd. (Trust Account) 2.36% Asahi Mutual Life Insurance Company 1.91% The Dai-ichi Life Insurance Company, Limited 1.72% Meiji Yasuda Life Insurance Company 1.55% Mizuho Trust & Banking Co., Ltd. 1.35% JUKI Vendors' Stock Ownership Association 1.31%		
	(JAS)	JUKI Corporation 100.00% (As of October 31, 2025)		
	(JTS)	JUKI Corporation 100.00% (As of October 31, 2025)		
(10)	Financial Position and Business Results for the Most Recent Fiscal Year			
Fiscal Year		Fiscal Year Ended December 2024 (Consolidated)	Fiscal Year Ended December 2024 (Non-consolidated)	Fiscal Year Ended December 2024 (Non-consolidated)
Net Assets		32,234 million yen	5,409 million yen	1,420 million yen
Total Assets		142,219 million yen	15,557 million yen	1,539 million yen
Net Assets per Share		1,049.72 yen	127,273.88 yen	1,420,690.00 yen

Net Sales	95,185 million yen	10,556 million yen	772 million yen
Operating Profit	(962) million yen	78 million yen	(27) million yen
Ordinary Profit	(3,327) million yen	(1) million yen	6 million yen
Profit attributable to owners of parent	(3,325) million yen	(30) million yen	7 million yen
Basic Earnings per Share	(109.00) yen	(711.29) yen	7,366.00 yen

4. Post-Merger Status

As a result of this merger, there will be no changes to the name, location, representative's title and name, business description, share capital, or fiscal year-end of the Company, which is the surviving company.

5. Impact on Performance

The impact on the Company's performance related to this matter is minor and has been reflected in the revised earnings forecast disclosed today.

End