July 27, 2026

Company name: Umios Corporation
Stock exchange listing: Tokyo Stock Exchange, Prime Market
Stock code: 1333 URL: https://www.umios.com/en
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Succession of the Aquaculture and Processed Foods Businesses from Wholly-Owned Subsidiary, Taiyo A&F, Through a Simplified Absorption-Type Company Split

Umios Corporation (hereinafter, "the Company") hereby announces that its Board of Directors resolved today to succeed the aquaculture business and processed foods business of its wholly-owned subsidiary, Taiyo A&F Co., Ltd. (hereinafter "TAFCO"), through an absorption-type company split (hereinafter the "Company Split"), with an effective date of October 1, 2026.

As the Company Split is a simplified absorption-type company split in which the splitting company is a wholly-owned subsidiary of the Company, certain disclosure items and details have been partially omitted.

1. Purpose of the Company Split

TAFCO currently operates three business lines: fisheries, aquaculture, and processed foods. Of these, the aquaculture and processed foods businesses are closely aligned with the Company's existing operations. The Company has determined that integrating these businesses will generate meaningful operational and commercial synergies, as outlined below.

(Aquaculture Business)

TAFCO operates a bluefin tuna farming operation, that has earned strong recognition from customers for its consistent quality of its product.

- Enhanced sales strategy: A more diversified and compelling product portfolio will be developed by leveraging the complementary strengths of both companies.
- Improved operational efficiency: Workforce mobility will be increased and operational procedures will

be standardized across the combined organization.
-Advanced farming technology: The aquaculture expertise and technical know-hows of both companies will be consolidated to drive further improvements in production efficiency.

(Processed Foods Business)

TAFCO's processed foods comprises two areas: an agricultural products business handling frozen vegetables, and a seasoning business that manufactures and sells various vegetable and seafood-based extracts and dried foods, including salmon flakes. Given the high degree of alignment with the Company's existing product lines, integration is expected to deliver the following benefits:
-Accelerated business growth: The technologies and capabilities of both companies will be combined to strengthen competitiveness across both products areas.
-Global sales expansion: TAFCO's product portfolio, currently distributed primarily in Japan, will be introduced to international markets by leveraging the Company Group's overseas sales networks and production infrastructure.

Strategic Rationale: Refocusing TAFCO on Fisheries:

TAFCO serves as the core fisheries entity within the Umios Group, providing access to marine resources and underpinning the table supply of marine protein. Following the Company Split, TAFCO will concentrate its management resources on the fisheries business, with plans to enhance operational efficiency through the deployment of newly built vessels and to strengthen sustainable fisheries management practices. These initiatives are intended to reinforce the Company Group's strategic commitment to "providing sustainable protein," while enhancing its long-term competitiveness in global markets and creating sustained corporate value.

2. Summary of the Company Split

(1) Schedule

Board of Directors resolution	: July 27, 2026
Contract execution date	: July 27, 2026
Scheduled effective date	: October 1, 2026

*As this is a simplified absorption-type company split, the Company Split will be implemented without shareholder approval.

(2) Method

Absorption-type company split (simplified split) with TAFCO as the splitting company and the Company as the successor company.

(3) Allocation in Connection with the Company Split

The Company Split will be implemented on a no-consideration basis.

(4) Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights

None.

(5) Changes in Capital due to the Company Split

There will be no changes in capital stock as a result of the Company Split.

(6) Rights and Obligations to be Succeeded

The rights and obligations to be succeeded in connection with the Company Split, including assets, liabilities, and contractual positions, shall be those specified in the absorption-type company split agreement.

(7) Prospects for Fulfillment of Obligations

The Company has determined that there are no issues with the prospects for fulfillment of obligations to be performed by the Company and TAFCO under the Company Split.

3. Overview of Companies Involved in the Company Split (as of March 31, 2026)

(1) Name	Taiyo A&F Co., Ltd. (Splitting Company)	Umios Corporation (Successor Company)
(2) Business Activities	Fishing, import, export, production, processing, and sales of marine and agricultural products; manufacturing and sales of dried foods and various seasonings	Fishing, aquaculture, import, export, processing and sales of marine products; production, processing and sales of frozen foods, retort pouch foods, canned foods, fish-paste products, fine chemical products and beverages; import of raw materials for meat products and feed; production, processing and sales of meat products
(3) Founded	March 28, 1950	March 31, 1943
(4) Address	2-21-2 Takanawa, Minato-ku, Tokyo, Japan	2-21-2 Takanawa, Minato-ku, Tokyo, Japan
(5) Name and Title of Representative	Kenji Funaki, Representative Director and President	Daisuke Yasuda, Representative Director, President
(6) Capital	709 million yen	20,000 million yen
(7) Number of Shares issued	14,186,339	151,736,511
(8) Fiscal Year End	March 31	March 31

(9) Major Shareholders and Shareholder Ratios (As of March 31, 2026)	Umios Corporation	100.00%	The Master Trust Bank of Japan (Trust Account)	12.34%
			Daitoh Trading	9.76%
			Custody Bank of Japan, Ltd. (Trust Account)	6.27%
			STATE STREET BANK AND TRUST COMPANY 505223	2.85%
			The Norinchukin Bank	1.84%
			OUG Holdings Inc.	1.67%
			STATE STREET BANK AND TRUST COMPANY 505001	1.66%
			Mizuho Bank, Ltd.	1.58%
			Nippon Life Insurance Company	1.46%
			JP MORGAN CHASE BANK 385781	1.21%

(10) Financial position and operating results for the most recent fiscal year (FY Ended March 31, 2026)

	TAFCO (Non-Consolidated)	Umios (Consolidated)
Net Assets	854 million yen	291,487 million yen
Total Assets	25,666 million yen	751,702 million yen
Net Assets per Share	60.21 yen	1,635.34 yen
Net Sales	20,833 million yen	1,105,890 million yen
Operating Income	352 million yen	31,191 million yen
Ordinary Income	307 million yen	31,251 million yen
Net income attributable to owners of parent	-567 million yen	22,182 million yen
Net Income per Share	-40.02 yen	146.75 yen

4. Overview of Business to be Split

(1) Business Activities to be Split

Import, export, production, processing, and sales of marine and agricultural products; manufacturing and sales of dried foods and various seasonings.

(2) Net Sales of the Business to be Split (FY Ended March 31, 2026)

(i) Aquaculture Business: 7,777 million yen

(ii) Processed Foods Business: 4,562 million yen

(3) Assets and Liabilities to be Split (as of March 31, 2026, book values)

(i) Aquaculture Business

Assets to be split: 9,738 million yen

Liabilities to be split: 7,023 million yen

(ii) Processed Foods Business

Assets to be split: 902 million yen

Liabilities to be split: 554 million yen

5. Status after the Company Split

Following the Company Split, there will be no changes to the Company's name, address, name and title of representative, business activities, capital, or fiscal year end.

6. Outlook

The Company Split will have no impact on the Company's consolidated financial results.