



October 10, 2025

To all concerned parties

Company name:	ROHM Co., Ltd.
Company representative:	Katsumi Azuma, President & Chief Executive Officer (Code: 6963, TSE Prime Market)
Contact:	Tatsuhide Goto, Division Manager, Public and Investor Relations Div. (TEL.075-311-2121)

Notice concerning company split associated with reorganization of the domestic group companies (Manufacturing-related)

ROHM Co., Ltd. (hereinafter “Company”) hereby announces that the Company has made a resolution at the Board of Directors meeting held today to undertake a reorganization of its Shiga Plant and four domestic manufacturing-related companies into two manufacturing companies, a wafer process manufacturing company (hereinafter the “WP Company”) and an assembly process manufacturing company (hereinafter the “AP Company”), in order to improve the group’s manufacturing capabilities and productivity (hereinafter the “Reorganization”). The details are as follows.

As the company split conducted in the Reorganization is an absorption-type company split with the Company’s wholly owned subsidiary, some items and details are omitted from this disclosure.

1. Purpose of the Reorganization

We will establish a structure enabling speedy and optimal decision-making for the wafer process and assembly process, respectively. The sharing of technologies and know-how cultivated by each company will improve quality, while standardization and streamlining of business processes will enhance productivity, and also invigorate human resources through optimal staff allocation and strengthened capability development systems.

2. Overview of the Reorganization

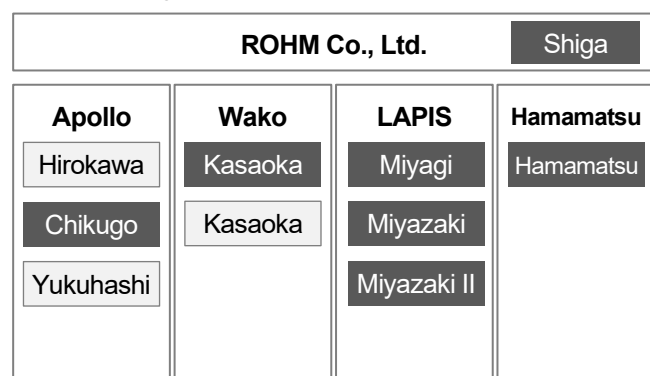
(1) April 1, 2026 (projected)

ROHM Apollo Co., Ltd., ROHM Wako Co., Ltd. and ROHM Hamamatsu Co., Ltd. will be reorganized into two companies, the WP Company and the AP Company.

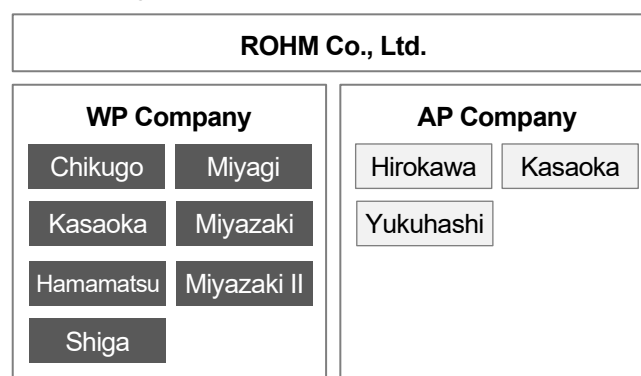
(2) April 1, 2027 (projected)

LAPIS Semiconductor Co., Ltd. will be reorganized into the manufacturing companies above. Concurrently, the Company’s Shiga Plant will be succeeded by the WP Company through an absorption-type split (hereinafter the “Company Split”) with the Company as the splitting company and the WP Company as the successor company.

[Before Reorganization]



[After Reorganization]



*Only the key manufacturing plants related to the Reorganization are shown.

3. Overview of the Company Split

(1) Schedule of the Company Split

Date of resolution by board of Directors:	October 10, 2025
Date of execution of the absorption-type company split agreement:	January 2027 (projected)
Effective date of the Company Split:	April 1, 2027 (projected)

*Since the Company Split falls under a simplified company split for the Company as the splitting company stipulated in Article 784, Paragraph 2 of the Companies Act, and a short-form company split for the WP Company stipulated in Article 796, Paragraph 1 of the Companies Act, these will be implemented without obtaining approval at a general meeting of shareholders of the Company.

(2) Method of the Company Split

This is an absorption-type company split (simplified absorption-type company split from the perspective of the Company) where the Company is the splitting company, and the WP Company is the successor company.

(3) Allotment under the Company Split

In the Company Split, no shares will be allocated and no consideration paid.

(4) Handling of share acquisition rights and corporate bonds with share acquisition rights of the splitting company under the Company Split

Not applicable.

(5) Change in capital stock as a result of the Company Split

There will be no changes in the Company's capital stock due to the Company Split.

(6) Rights and obligations succeeded by the successor company

The WP Company will succeed the assets, liabilities and other rights and obligations related to the Company's business to be split as separately stipulated in the absorption-type company split agreement on the effective date of the Company Split.

(7) Prospects for performance of obligations

The Company has concluded that there will be no impediment to the fulfillment of debt obligations by the WP Company on or after the effective date of the Company Split.

(8) Overview of the companies involved in the Company Split (as of March 31, 2025)

	Splitting company (Company)	Successor company (WP Company)
(i) Company name	ROHM Co., Ltd.	ROHM Apollo Co., Ltd. (Name will be changed on April 1, 2026)
(ii) Location	21 Saiin Mizosaki-cho, Ukyo-ku, Kyoto	1164-2 Hiyoshi, Hirokawa, Yame-gun, Fukuoka (Location will be changed to 21 Saiin Mizosaki-cho, Ukyo-ku, Kyoto on April 1, 2026)
(iii) Name and title of representative	Katsumi Azuma Representative Executive Officer, President & CEO	Koji Tokunaga Representative Executive Officer, President & CEO (Representative expected to be replaced by Hidekazu Eguchi on April 1, 2026)
(iv) Business description	Manufacturing and sales of electronic components	Manufacturing of electronic components
(v) Capital	86,969 million yen	450 million yen
(vi) Date of Establishment	September 17, 1958	November 6, 1969
(vii) Number of shares issued and outstanding	403,760,000 shares	1,216,456 shares
(viii) Fiscal year end	March 31	March 31
(ix) Major shareholders and shareholding ratio	The Master Trust Bank of Japan, Ltd. (Trust Account): 14.51% ROHM Music Foundation: 10.76% Custody Bank of Japan, Ltd. (Trust Account): 5.97% STATE STREET BANK AND TRUST COMPANY 505301: 3.76% STATE STREET BANK AND TRUST COMPANY 505001: 3.35%	ROHM Co., Ltd: 100%

Business performance and financial position in the previous fiscal year

	ROHM Co., Ltd. (consolidated)	Successor company (WP Company)
Fiscal year end	March 2025	March 2025
Total net assets	889,655 million yen	58,710 million yen
Total assets	1,440,765 million yen	95,063 million yen
Net assets per share	2,303.25 yen	48,263.15 yen
Net sales	448,466 million yen	37,626 million yen
Operating loss	40,061 million yen	6,325 million yen
Ordinary loss	29,698 million yen	4,411 million yen
Net loss attributable to owners of the parent company	50,065 million yen	11,043 million yen
Net loss per share	129.78 yen	9,078.01 yen

(9) Overview of the division to be split

(i) Description of business of division subject to split

Manufacturing (wafer process) of electronic components, primarily semiconductors.

(ii) Business performance of the division subject to split

Not applicable as the division to be split is the manufacturing division which has no direct revenue from external parties.

(iii) Asset and liability items to be split and book values (as of March 31, 2025)

Assets		Liabilities	
Item	Book value	Item	Book value
Current assets	9,109 million yen	Current liabilities	-
Non-current assets	26,698 million yen	Non-current liabilities	-
Total assets	35,806 million yen	Total liabilities	-

*The above figures are as of March 31, 2025, and different from the actual amounts for the split.

(10) Status after the Company Split

There will be no change in the name, address, name and title of representative, business outline, capital stock, or fiscal year end of the Company and the successor company as a result of the Company Split. Through the Reorganization involving the Company Split, the Company will strengthen its manufacturing capabilities that underpin its business operations, thereby improving its global competitiveness and building a business foundation resilient to market fluctuations.

(11) Business outlook

The impact of the Company Split on the Company's consolidated financial results forecast will be immaterial, as it is a company split involving the Company and its wholly owned subsidiary only.

END

(Reference)

[Overview of the new company (projected)]

	WP Company	AP Company
Company name	(To be decided)	(To be decided)
Surviving company	ROHM Apollo Co., Ltd.	ROHM Wako Co., Ltd.
Location	21 Saiin Mizosaki-cho, Ukyo-ku, Kyoto	21 Saiin Mizosaki-cho, Ukyo-ku, Kyoto
Name of representative	Hidekazu Eguchi	Hirofumi Yoshioka
Capital	450 million yen (projected)	450 million yen (projected)
Commencement date of business	April 1, 2026	April 1, 2026

[Overview of the companies for the Reorganization (as of March 31, 2025)]

Company name	ROHM Apollo Co., Ltd.	ROHM Wako Co., Ltd.
Location	1164-2 Hiyoshi, Hirokawa, Yame-gun, Fukuoka	100 Tomioka, Kasaoka, Okayama
Establishment	1969	1966
Capital	450 million yen	450 million yen
Shareholding ratio	ROHM Co., Ltd: 100%	ROHM Co., Ltd: 100%
Number of employees	841 people	375 people
Name and title of representative	Koji Tokunaga Representative Executive Officer, President & CEO	Hirofumi Yoshioka Representative Executive Officer, President & CEO
Items handled	Transistors, Diodes, SiC power devices, Printheads, Sensors, ICs	ICs, Diodes, LEDs, Semiconductor lasers

Company name	ROHM Hamamatsu Co., Ltd.	LAPIS Semiconductor Co., Ltd.
Location	10 Sanwa-cho, Chuo-ku, Hamamatsu	2-4-8, Shin-Yokohama, Kohoku-ku, Yokohama
Establishment	1999	2008
Capital	10,000 million yen	300 million yen
Shareholding ratio	ROHM Co., Ltd: 100%	ROHM Co., Ltd: 100%
Number of employees	269 people	723 people
Name and title of representative	Hidekazu Eguchi Representative Executive Officer, President & CEO	Kazumasa Wakuno Representative Executive Officer, President & CEO
Items handled	ICs, LEDs	ICs, Sensors, Diodes, SiCs, IGBTs