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Denka

November 9, 2026

To whom it may concern:

Company name: Denka Company Limited
Name of representative: Ikuo Ishida, Representative Director, President & CEO
(TSE Prime Code: 4061)
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(TEL: +81-3-5290-5511)

Notice Regarding Establishment of a New Company and Spin-Off of Styrene-Related Businesses Through a Company Split (Simplified Absorption-Type Split)

Denka Company Limited (Head Office: Chuo-ku, Tokyo; Representative Director, President & CEO: Ikuo Ishida; hereinafter, "Denka") hereby announces that its Board of Directors has resolved at a meeting held on November 9, 2026 to establish Node Chemical Company Limited (hereinafter, the "New Company"), a new company wholly owned by Denka, with respect to the styrene-related businesses within Denka's Polymer Solutions Division (hereinafter, the "Target Business"). The New Company is scheduled to commence business in April 2027, with Denka entrusting it with the sales operations related to the Target Business. Furthermore, around April 2028, Denka plans to transfer the Target Business to the New Company through a company split (simplified absorption-type split), thereby spinning-off the Target Business.

It should be noted that this matter is subject to change because Denka will proceed in accordance with the necessary legal and other procedures going forward. Denka will promptly make an announcement should any matters requiring disclosure regarding this matter arise.

1. Purpose of the spin-off

As announced in "Notice of Commencement of Consideration of Spin-off of Styrene-Related Businesses" dated February 27, 2026, Denka has been conducting a review for a possible spin-off targeting April 2027.

In the course of the review, taking into consideration the impact of transferring the Target Business to the New Company on stakeholders such as customers, suppliers of raw materials and other inputs, and employees, as well as compliance with relevant laws and regulations and the steps needed to obtain permits and licenses for the manufacturing facilities, it was concluded that a two-stage spin-off would be the best approach.

This approach is part of the efforts under Phase 2 of the Management Plan "Mission 2030" announced in February this year. Under this plan, while pursuing growth strategies centered on ICT & Energy and Healthcare, we are curating winning businesses and transforming our business model in Sustainable Living.

The purpose of this spin-off is to achieve swift and agile decision-making suited to the characteristics of the Target Business, autonomous management, and a robust governance structure, thereby strengthening the competitiveness of the Target Business and enhancing corporate value.

In addition, as a major player in styrene-related businesses, we aim to maximize corporate value through improved capital efficiency and sustainable growth by securing a range of strategic options for growth, including future capital alliances, strategic partnerships such as joint ventures and alliances, and an IPO, while building a business foundation that can respond flexibly to changes in the business environment.

2. Outline of the spin-off

(1) Target businesses and implementation period

The target businesses comprise the manufacture and sale of styrene monomers, performance plastics, and sheet products.

Denka plans to establish the New Company as a wholly owned subsidiary in December 2026 and, as the first stage, entrust the New Company with the sales operations of the Target Business around April 2027.

As the second stage, around April 2028, Denka plans to transfer the manufacturing division (Chiba Plant) and the sales division of the Target Business to the New Company through a company split (simplified absorption-type split).

In addition, we plan to proceed with the procedures toward a spin-off of the manufacturing and sales business for performance plastics in Singapore, in accordance with that country's laws and regulations.

(2) Future schedule

Resolution of the Board of Directors on the establishment of the New Company	November 9, 2026
Establishment of the New Company	December 2026 (scheduled)
Commencement of business by the New Company	April 2027 (scheduled)
Resolution of the Board of Directors on the absorption-type company split	January 2028 (scheduled)
Conclusion of the absorption-type company split agreement	January 2028 (scheduled)
Effective date of the absorption-type company split	April 2028 (scheduled)
Transfer of Singapore performance plastics business to the New Company	From July 2028 onward (scheduled)

3. Overview of the New Company

(1)	Name	Node Chemical Company Limited	
(2)	Address	2-1-10 Nihonbashi, Chuo-ku, Tokyo	
(3)	Title and name of representative	To be determined	
(4)	Business description	Acceptance of entrusted sales operations for styrene monomers, performance plastics, and sheet products	
(5)	Capital stock	10 million yen	
(6)	Date of establishment	December 2026 (scheduled)	
(7)	Number of issued shares	1,000 shares (planned)	
(8)	Fiscal-year end	March	
(9)	Major shareholders and shareholding ratio	Denka Company Limited 100%	
(10)	Relationship with Denka Company Limited	Capital relationship	Node Chemical Co., Ltd. is planned to become a wholly owned subsidiary, with Denka holding 100% of its issued shares.
		Personnel relationship	Officers and employees of Denka are planned to serve as directors and corporate auditors.
		Transactional relationship	Node Chemical Co., Ltd. plans to conduct transactions with Denka, including entrustment and acceptance of sales operations.
		Status as a related party	Node Chemical Co., Ltd. will be a consolidated subsidiary of Denka and a related party.

4. Future outlook

As the New Company will be established as a wholly owned subsidiary of Denka, the impact on Denka's consolidated financial results is expected to be minimal. The details of the absorption-type company split will be announced as soon as they are determined.

5. New Company's name

(1) New Company's name

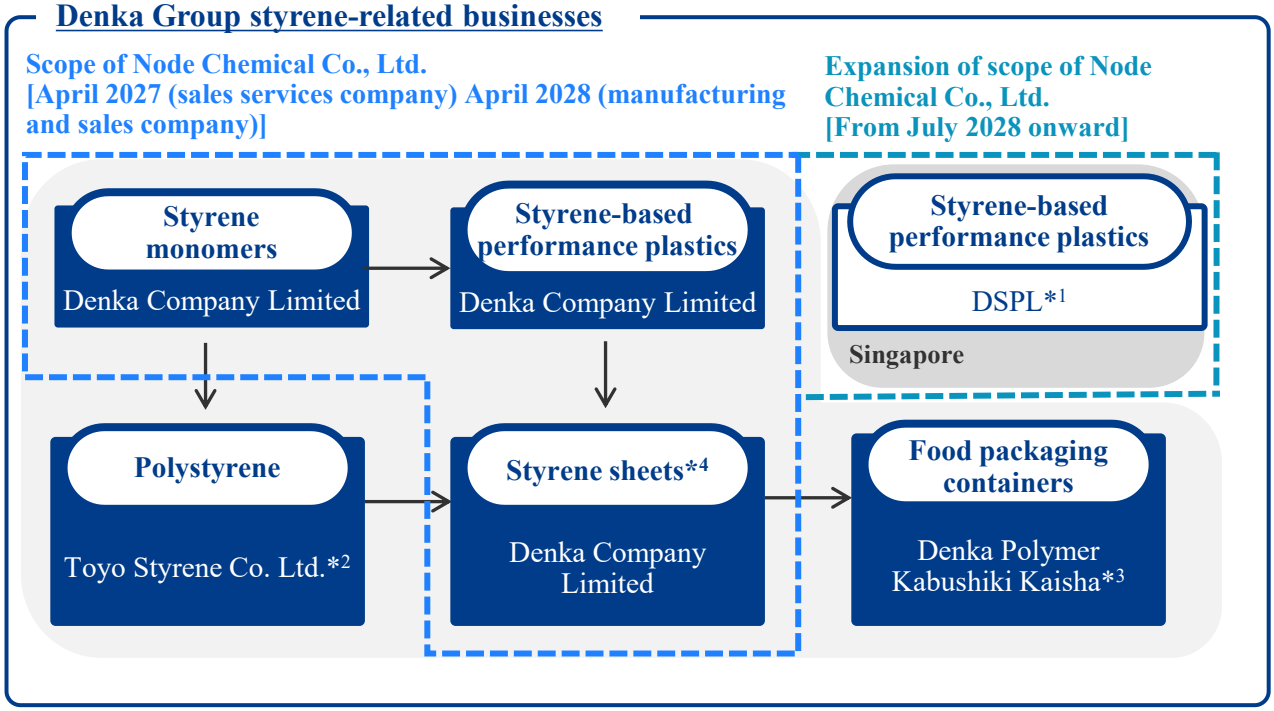
Node Chemical Company Limited
(Abbreviated as Node Chemical Co., Ltd.)

(2) Rationale for the New Company's name

By using "NODE," which means a "knot" or a "point of contact" in English, the name expresses the New Company's role as a node that connects styrene-based materials, polymer technology, and multiple chemical business entities. The New Company aims to build strong relationships of trust with all stakeholders.

6. Reference

Styrene-related businesses and scope of Node Chemical Co., Ltd.



*1 Denka Singapore Pte. Ltd.: Consolidated subsidiary of Denka Company Limited (100% indirectly owned)
*2 Toyo Styrene Co. Ltd.: Consolidated subsidiary of Denka Company Limited (65% shareholding)
*3 Denka Polymer Kabushiki Kaisha: Consolidated subsidiary of Denka Company Limited (100% owned)
*4 Production of styrene sheets at the Isesaki Plant is not included

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