



MEMBERSHIP

May 11, 2026

Company name: Umios Corporation  
Stock exchange listing: Tokyo Stock Exchange, Prime Market  
Stock code: 1333 URL: <https://www.umios.com/en>  
Representative:  
Title: Representative Director, President  
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### **Notice Regarding Change in Consolidated Subsidiaries Due to Transfer of Shares of a Subsidiary**

Umios Corporation (hereinafter, "the Company") hereby announces that its Board of Directors meeting held today on May 11, 2026, has resolved to transfer 51% of the issued shares in Umios Logistics Corporation (hereinafter, "Umios Logistics"), a wholly owned subsidiaries of the Company, to the SENKO Group Holdings Co.,Ltd. (hereinafter "SENKO") (hereinafter, the "transfer").

As a result, Umios Logistics will be reclassified from a consolidated subsidiary of the Company to an equity-method affiliate.

#### 1. Reason for transfer of shares

The Company entered into a comprehensive Business Alliance agreement with SENKO on May 26, 2025, centered on logistics functions (Umios Logistics and its subsidiaries; hereinafter, "Umios Logistics Group"). Through this collaboration, the Company has established a strong and long-term strategic partnership with SENKO.

This decision is based on therecognition that the logistics industry has continued to face significant changes in the business environment, including labor shortages and rising energy costs, and that proactively utilizing the expertise and management resources of a specialized logistics company such as SENKO is essential to enhancing the sustainability of the logistics functions within Umios Group.

Against this backdrop, the Company has confirmed that SENKO possesses the operational capabilities necessary to ensure the logistics quality required for increasingly prevalent high-value-added processed products, including transportation and delivery functions, and is capable of establish a sustainable framework aligned with the Company's business operations for the handling and storage of both international and domestic cargo.

Based on the foregoing, the Company has determined that SENKO is the most appropriate transferee for maximizing the sustainability of the Umios Group logistics functions and for further enhance the value and capabilities of Umios Logistics Group.

The Company has also confirmed with SENKO that, following the completion of this transfer, the Umios Logistics Group will continue to play a core role in the Umios Group's logistics functions and will continue to provide stable and sustainable logistics services to Umios Group.

## 2. Outline of transferred subsidiary

(1)	Name	Umios Logistics Corporation		
(2)	Location	4-5, Toyomicho, Chuo-ku, Tokyo		
(3)	Title and name of representative	Komon Kenichi, Representative Director and President		
(4)	Business Description	Cold Chain Logistics Business (Refrigerated Warehousing, Freight Forwarding, and Customs Brokerage)		
(5)	Capital	430 million yen		
(6)	Date of establishment	October 16, 2002		
(7)	Major shareholders and shareholding ratio	Owned 100% by the Company		
(8)	Relationship with the Company	Capital relationship	The Company owns 100% of shares outstanding of Umios Logistics. After transfer of 51% of shares to SENKO, the Company will own 49%.	
		Personnel relationship	Employees of the Company concurrently serve as the Director of Umios Logistics.	
		Transactional relationship	The Company has outsourced logistics operations to Umios Logistics.	
(9)	Consolidated financial performance and consolidated financial position over the past three years			
	Fiscal year ended	March 31, 2025	March 31, 2024	March 31, 2023
	Net assets	9,351 million yen	7,804 million yen	8,133 million yen
	Total assets	47,678 million yen	42,046 million yen	39,794 million yen
	Net assets per share	1,087,368 yen	907,497 yen	945,802 yen
	Net sales	25,352 million yen	23,867 million yen	22,631 million yen
	Operating Income	2,524 million yen	2,546 million yen	1,762 million yen
	Ordinary Income	2,376 million yen	2,390 million yen	1,628 million yen
	Net Profit	1,546 million yen	713 million yen	2,085 million yen
	Basic earnings per share	179,870 yen	82,975 yen	242,444 yen

(Notes) Disclosure of individual company profiles for the subsidiaries of the relevant consolidated subsidiary has been omitted due to their immateriality. These subsidiaries are also scheduled to be excluded from the Company's consolidated subsidiaries.

## 3. Overview of the counterparty to the acquisition of shares (SENKO)

(1)	Name	SENKO Group Holdings Co., Ltd.
(2)	Location	2-8-10, Shiomi, Koto-ku, Tokyo
(3)	Title and name of representative	Yasuhisa Fukuda, Representative Director and President
(4)	Business Description	Logistics Business, Trading Business, Business Support Business, Life Support Business, Products Business
(5)	Capital	39,483 million yen
(6)	Date of establishment	July 20, 1946 (Founded in 1916)

(7)	Major shareholders and shareholding ratio	The Master Trust Bank of Japan, Ltd.		11.52%
		Custody Bank of Japan, Ltd.		8.06%
		Asahi Kasei Corporation		6.66%
		SENKO Group employee shareholding association		4.72%
		JPMorgan Chase & Co.		2.71%
(8)	Relationship with the Company	Capital relationship	N/A	
		Personnel relationship	N/A	
		Transactional relationship	The said company has a business transaction relationship with the Company.	
		Status as related party	N/A	
(9) Consolidated financial performance and consolidated financial position over the past three years				
	Fiscal year ended	March 31, 2025	March 31, 2024	March 31, 2023
	Consolidated Net assets	243,216 million yen	204,561 million yen	179,103 million yen
	Consolidated Total assets	718,739 million yen	686,136 million yen	581,850 million yen
	Consolidated Net assets per share	1,271.24 yen	1,197.13 yen	1,075.69 yen
	Consolidated Net sales	854,550 million yen	778,370 million yen	696,288 million yen
	Consolidated Operating Income	34,946 million yen	29,906 million yen	25,535 million yen
	Consolidated Ordinary Income	33,767 million yen	30,503 million yen	26,151 million yen
	Profit attributable to owners of the parent	18,610 million yen	15,944 million yen	15,341 million yen
	Consolidated Basic earnings per share	118.90 yen	106.25 yen	102.90 yen
	Dividend per share	46 yen	38 yen	34 yen

#### 4. Number of shares transferred, transfer costs, and shareholding before and after transfer

(1)	Number of shares held before the transfer	8,600 shares (Number of voting rights : 8,600) (Ratio of voting rights held: 100%)
(2)	Number of shares to be transferred	4,386 shares (Number of voting rights : 4,386)
(3)	Transfer costs	4,890 million yen
(4)	Number of shares held after the transfer	4,214 shares (Number of voting rights : 4,214) (Ratio of voting rights held: 49.0%)

## 5. Schedule

(1)	Date of resolution at the meeting of the Board of Directors	May 11, 2026
(2)	Date of conclusion of the Agreement	May 11, 2026
(3)	Date of commencement of share transfer	September 1, 2026 (Scheduled)

## 6. Outlook

The gain or loss associated with this transfer is currently being calculated. However, the impact of transfer on consolidated results is expected to be minimal.