



June 5, 2023

To all concerned parties

Company name: ROHM Co., Ltd.
Company representative: Isao Matsumoto, President CEO
(Code: 6963, TSE Prime Market)
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**Notice Regarding Stock Split and Partial Amendment of Articles of Incorporation,
Partial Amendment of Resolution Concerning Purchase of Treasury Stock /
Revision of Dividend Forecast and Adjustment of Conversion Price for Convertible Bonds**

ROHM Co., Ltd. (the “Company”) hereby announces that the Board of Directors has decided to implement a stock split at the meeting held on June 5, 2023.

1. Purpose of stock split

To increase the liquidity of the Company’s shares and further expand the Company’s investors by reducing the minimum investment unit through the implementation of a stock split.

2. Overview of stock split

(1) Method of stock split

Each common share owned by shareholders listed in the final shareholder register of Saturday, September 30, 2023, will be split into four shares.

(2) Increase in number of shares from stock split

1) Total number of issued shares before stock split	103,000,000 shares
2) Increase in number of shares from stock split	309,000,000 shares
3) Total number of issued shares after stock split	412,000,000 shares
4) Total number of authorized shares after stock split	1,200,000,000 shares

(3) Schedule

1) Scheduled date for public notice of record date	Thursday, September 14, 2023
2) Record date	Saturday, September 30, 2023
3) Effective date	Sunday, October 1, 2023

3. Partial amendment of Articles of Incorporation

(1) Purpose of amendment

Due to the stock split, the Company’s Articles of Incorporation will be partially amended pursuant to Article 184, Paragraph 2 of the Companies Act. The amendment will take effect on Saturday, October 1, 2023.

(2) Details of amendment

Details of the amendment are as follows. (Changes are underlined)

Before amendment	After amendment
(Total number of authorized shares to be issued) Article 6 The total number of shares the Company may issue shall be <u>three hundred million (300,000,000)</u> .	(Total number of authorized shares to be issued) Article 6 The total number of shares the Company may issue shall be <u>twelve hundred million (1,200,000,000)</u> .

(3) Schedule of amendment

Date of Board resolution Monday, June 5, 2023

Effective date Sunday, October 1, 2023

4. Partial amendment of resolution concerning purchase of treasury stock

(1) Purpose of amendment

Due to the stock split, the “Total number of shares to be purchased” stated in the “Notice Regarding Purchase of Treasury Stock” disclosed on November 1, 2022 will be changed.

(2) Details of amendment

Details of the amendment are as follows. (Changes are underlined)

Before amendment	After amendment
Total number of shares to be purchased Up to <u>4,000,000 shares</u>	Total number of shares to be purchased Up to <u>1,600,000,000 shares</u>

(Reference) Details of the purchase of treasury stock resolved at the Board of Directors meeting held on November 1, 2022

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|---|---|
| 1) Type of shares to be purchased | Common shares of the Company |
| 2) Total number of shares to be purchased | Up to 4,000,000 shares
(Represents approximately 4.1% of total number of shares issued (excluding treasury stock)) |
| 3) Total amount of purchase costs of shares | Up to 20 billion yen |
| 4) Period of purchase | From November 2, 2022 to November 1, 2023 |

5. Revision of dividend forecast

Due to the stock split, the year-end dividend forecast for the fiscal year ending March 2024 stated in the Financial Report for the Year Ended March 31, 2023, disclosed on May 9, 2023 has been revised as follows. The revision is in line with the split ratio and there is no substantial change.

Record date	End of second quarter	Year-end	Total
Previous forecast (May 9, 2023)	100 yen	100 yen	200 yen
Revised forecast (Pre-split conversion)	100 yen	25 yen (100 yen)	– (200 yen)
Previous fiscal year (Ended March 2023)	100 yen	100 yen	200 yen

(Note) The interim dividend payment for the fiscal year ending March 2024 will be based on the number of shares before the stock split. The dividend payment at the end of the fiscal year ending March 2024 will be based on the number of shares after the stock split.

6. Adjustment of conversion price for convertible bonds

Due to the stock split, the Company's conversion price for its zero coupon convertible bonds due 2024 will be adjusted. Details of the conversion price will be announced after Proposal 1 "Appropriation of Dividends of Surplus for the 65th Fiscal Year" is approved at the 65th Ordinary General Shareholders Meeting scheduled for June 27, 2023.

Note: This report is a translation of the press release of the Company prepared in accordance with the provisions set forth in the Securities and Exchange Law and its related accounting regulations. The original version of this press release is written in Japanese. In the event of any discrepancies in words, accounts, figures or the like between this press release and the original, the original Japanese version shall govern.