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July 13, 2026

Company name:	DENSO CORPORATION
Name of representative:	Shinnosuke Hayashi, President and CEO (Securities code: 6902; Tokyo and Nagoya Stock Exchanges)
Inquiries:	Tadashi Arai, Director, Finance & Accounting Div. (Telephone: +81-566-25-5511)

Notice Concerning Resolution on Absorption-Type Merger with Wholly Owned Subsidiary DENSO CREATE INC. and Absorption-Type Company Split with Wholly Owned Subsidiary DENSO TECHNO Co., Ltd.

DENSO CORPORATION (the "Company") hereby announces that its board of directors, at a meeting held on July 13, 2026, resolved to implement, effective January 1, 2029, an absorption-type merger and an absorption-type company split as described below.

The absorption-type merger will be conducted with DENSO CREATE INC. ("DENSO CREATE"), a wholly owned subsidiary of the Company, with the Company as the surviving company and DENSO CREATE as the absorbed company (the "Merger").

The absorption-type company split will be conducted with DENSO TECHNO Co., Ltd. ("DENSO TECHNO"), a wholly owned subsidiary of the Company, under which the Company will succeed to DENSO TECHNO's in-vehicle software business (the "Business") (the "Company Split").

Since the Merger and the Company Split are a simplified merger and a simplified company split involving wholly owned subsidiaries of the Company, certain disclosure items and details have been omitted.

1. Purpose of the Merger and the Company Split

As vehicles become increasingly intelligent through advances in autonomous driving, electrification, connectivity, and other technologies, the importance of strengthening capabilities for the development of large-scale and advanced in-vehicle software, as well as developing human resources, continues to grow.

Against this background, the Company will consolidate the technologies and expertise cultivated by DENSO CREATE and DENSO TECHNO through the Merger with DENSO CREATE, which is engaged in software development, and the Company Split involving DENSO TECHNO's in-vehicle software business. Through these initiatives, DENSO aims to strengthen its software development capabilities, further improve quality and development speed, and reinforce its foundation for human resource development, thereby contributing to the creation of vehicles that deliver value to customers.

2. Summary of the Merger and the Company Split

(1) Schedule of the Merger and the Company Split

July 13, 2026	Resolution of the Board of Directors regarding the execution of the merger agreement and the company split agreement
October 1, 2028	Execution of the merger agreement and the company split agreement (scheduled)
January 1, 2029	Effective date of the Merger and the Company Split (scheduled)

Note: The Merger qualifies as a simplified merger as provided for in Article 796, Paragraph 2 of the Companies Act for the Company, and as a short-form merger as provided for in Article 784, Paragraph 1 of the Companies Act for DENSO CREATE. Accordingly, neither company will seek approval of the merger agreement at a general meeting of shareholders.

The Company Split qualifies as a simplified company split as provided for in Article 796, Paragraph 2 of the Companies Act for the Company, and as a short-form company split as provided for in Article 784, Paragraph 1 of the Companies Act for DENSO TECHNO. Accordingly, neither company will seek approval of the company split agreement at a general meeting of shareholders.

(2) Method of the Merger and the Company Split

The Merger will be an absorption-type merger in which the Company will be the surviving company and DENSO CREATE will be the absorbed company.

The Company Split will be an absorption-type company split in which the Company will be the succeeding company and DENSO TECHNO will be the splitting company.

(3) Details of allotment in connection with the Merger and the Company Split

Not applicable.

(4) Treatment of stock acquisition rights and bonds with stock acquisition rights of the absorbed company and the splitting company

DENSO CREATE and DENSO TECHNO have not issued any stock acquisition rights or bonds with stock acquisition rights.

(5) Increase in share capital as a result of the Company Split

There will be no increase in the Company's share capital as a result of the Company Split.

(6) Rights and obligations to be succeeded by the succeeding company

Pursuant to the provisions of the company split agreement, the Company will succeed to the assets, liabilities, employment contracts, and other rights and obligations relating to the Business.

(7) Prospects for fulfillment of obligations

The Company has determined that there will be no issues with the prospects for fulfillment of its obligations after the Company Split.

3. Overview of the Parties to the Merger and the Company Split (As of March 31, 2026)

Role	Surviving company in the Merger / Succeeding company in the Company Split	Company absorbed in the Merger	Splitting company in the Company Split
Company name	DENSO CORPORATION	DENSO CREATE INC.	DENSO TECHNO Co., Ltd.
Location	1-1, Showa-cho, Kariya, Aichi, Japan	2-14-19 Nishiki, Naka-ku, Nagoya, Aichi, Japan	1-714 Taisho-cho, Kariya, Aichi, Japan (Note 2)
Representative	Shinnosuke Hayashi, President and CEO	Hideaki Miyagawa, President	Keiichi Osawa, President
Business	Manufacture and sale of automotive parts	Development, design, production, and sale of software	Development and design of vehicle systems, etc.
Share capital	187,457 million yen	95 million yen	180 million yen
Date of establishment	December 1949	February 1991	April 1984
Number of shares issued (excluding treasury shares)	2,692,045,404 shares	1,900 shares	1,800 shares
Fiscal year-end	March 31	March 31	March 31
Major shareholders and shareholding ratios (excluding treasury shares)	Toyota Motor Corporation: 22.24% The Master Trust Bank of Japan, Ltd. (Trust Account): 13.04% Toyota Industries Corporation: (Note 1) 5.85% TOYOTA FUDOSAN CO., LTD.: 4.94% Custody Bank of Japan, Ltd. (Trust Account): 4.77%	DENSO CORPORATION: 100.00%	DENSO CORPORATION: 100.00%

Note 1: Toyota Industries Corporation is no longer a major shareholder of the Company as of July 13, 2026, as a result of tendering its shares in the Company's tender offer for own shares, which was completed on June 1, 2026.

Note 2: The address above is the registered head office address. The principal business office is located at 2-188 Chuo-cho, Obu, Aichi, Japan.

DENSO CORPORATION Consolidated / IFRS Fiscal year ended March 31, 2026			DENSO CREATE INC. Non-consolidated / Japanese GAAP Fiscal year ended March 31, 2026	DENSO TECHNO Co., Ltd. Non-consolidated / Japanese GAAP Fiscal year ended March 31, 2026
Total equity	5,715,847 million yen	Net assets	1,639 million yen	15,005 million yen
Total assets	8,730,854 million yen	Total assets	3,131 million yen	26,369 million yen
Equity attributable to owners of the parent per share	2,040.42 yen	Net assets per share	862,498.42 yen	8,336,310.52 yen
Revenue	7,539,975 million yen	Net sales	4,333 million yen	67,949 million yen
Operating profit	552,538 million yen	Operating profit	284 million yen	3,186 million yen
Profit before income taxes	617,291 million yen	Ordinary profit	289 million yen	3,252 million yen
Profit attributable to owners of the parent company	443,755 million yen	Profit for the year	235 million yen	2,417 million yen
Basic earnings per share	162.96 yen	Earnings per share	123,865.26 yen	1,342,747.25 yen

4. Overview of the Business to Be Succeeded from DENSO TECHNO

(1) Description of the business to be succeeded

In-vehicle software business

(2) Operating results of the business to be succeeded for the fiscal year ended March 31, 2026

Net sales: 29,008 million yen

(3) Items and amounts of assets and liabilities to be succeeded

Fixed assets: 1,394 million yen

Note: The amount above is based on the balance sheet as of March 31, 2026. The assets and liabilities to be transferred will be finalized based on the latest balance sheet available prior to the execution of the company split agreement, adjusted for changes occurring up to the day immediately preceding the effective date. Since the amount of liabilities to be transferred is not material, disclosure thereof has been omitted.

5. Status of the Company after the Merger and the Company Split

There will be no changes to the Company's name, location, representative's title and name, business, share capital, or fiscal year-end as a result of the Merger and the Company Split.

6. Outlook

The impact of the Merger and the Company Split on the Company's consolidated and non-consolidated financial results will be immaterial.

END

Reference: Consolidated financial forecast for the current fiscal year announced on April 28, 2026, and consolidated results for the previous fiscal year

Item	Revenue	Operating profit	Profit before income taxes	Profit for the year	Profit attributable to owners of the parent company	Basic earnings per share
Fiscal year ending March 31, 2027 forecast	7,670,000 million yen	500,000 million yen	553,000 million yen	422,000 million yen	382,000 million yen	146.95 yen
Fiscal year ended March 31, 2026	7,539,975 million yen	552,538 million yen	617,291 million yen	487,512 million yen	443,755 million yen	162.96 yen