



March 25, 2026

Infomart Corporation

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Securities Code: 2492 (TSE Prime Market)

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Notice of Disposal of Treasury Stock as Remuneration for Restricted Stock

The Company hereby announces that its Board of Directors has resolved at a meeting held today to dispose of treasury stock as follows.

1. Summary of Disposition

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| (1) Disposal Date | April 24, 2026 |
| (2) Class and Number of Shares to Be Disposed | 79,638 shares of common stock of the Company |
| (3) Disposal Price | 403 yen per share |
| (4) Total Value of Shares to be Disposed | 32,094,114 yen |
| (5) Allottees, Number Thereof and Number of Shares to Be Disposed | Directors of the Company (excluding outside Directors): 5 persons 57,318 shares Executive officers of the Company who do not concurrently serve as a Director: 15 persons 22,320 shares |
| (6) Others | Not applicable. |

2. Purpose and Reason for Disposition

At the Board of Directors meeting held on February 15, 2021, the Company resolved to introduce a restricted stock compensation plan (hereinafter referred to as the "Plan") as a new compensation plan for the Eligible Directors, etc., with the aim of providing an incentive for the Company's directors other than outside directors (hereinafter referred to as the "Eligible Directors") and executive officers who do not concurrently serve as directors (hereinafter collectively referred to as the "Eligible Directors, etc.") to sustainably improve the Company's corporate value and to further share value with shareholders.

In addition, at the 23rd Ordinary General Meeting of Shareholders held on March 25, 2021, approval was received to pay the Eligible Directors monetary claims of up to 40 million yen per year as monetary compensation to be used as contribution assets for the acquisition of restricted stock (hereinafter referred to as "restricted stock compensation") based on this system, to issue or dispose of up to 60,000 shares of our common stock per year, and to set the transfer restriction period for restricted stocks at a period between three and 30 years as determined by our Board of Directors.

The outline of the Plan, etc. is as follows.

“Outline of the Plan, etc.”

The Eligible Directors, etc. will pay all of the monetary claims paid by the Company under the Plan as assets contributed in kind and will be issued or disposed of shares of common stock of the Company. The amount to be paid per share will be determined by the Board of Directors based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of each Board of Directors resolution (or the closing price of the immediately preceding trading day if no trading was effected on that date) to the extent not particularly favorable to the Eligible Directors, who will subscribe for such common stock, as determined by the Board of Directors.

In addition, upon the issuance or disposal of shares of common stock of the Company under the Plan, the Company shall enter into a Restricted Share Allotment Agreement between the Company and the Eligible Directors, Etc. (i) Eligible Directors, etc. shall be prohibited from transferring to a third party, granting a security interest or otherwise disposing of the shares of common stock of the Company allotted under the Restricted Share Allotment Agreement for a certain period of time, and (ii) the Company shall acquire such shares of common stock without consideration if certain events occur.

This time, taking into consideration the purpose of the Plan, the Company's business conditions, the range of responsibilities of each Eligible director, etc., and various circumstances, we have decided to grant a total of 32,094,114 yen in monetary claims, 79,638 shares of common stock for the purpose of further motivating each Eligible director, etc. In addition, in order to realize the purpose of introducing this system, which is to share shareholder value over the medium to long term, the transfer restriction period is set at 30 years for this time.

In the Treasury Share Disposal, the 20 Eligible Directors, etc., who are the Scheduled Allottees, will pay all of the monetary claims against the Company as assets contributed in kind and will receive disposition of the common shares of the Company in accordance with the Plan. An outline of the Restricted Share Allotment Agreement to be concluded between the Company and the Eligible Directors, etc., in connection with the Disposal of Treasury Stock is as described in 3. below.

3. Summary of the Allotment Agreement

(1) Restricted transfer period

April 24, 2026 (the payment date) to April 23, 2056

(2) Conditions for cancellation of transfer restrictions

The restriction on transfer of all of the Allotted Shares shall be cancelled at the expiration of the Restriction Period on the condition that the Eligible Director, etc. has continuously held one of the positions of director, corporate auditor, executive officer, employee or other similar positions at the Company during the Restriction Period.

(3) Treatment in the event of retirement or resignation from office due to expiration of term of office, mandatory retirement age or other justifiable reasons during the period of restriction on transfer

(i) Time of Cancellation of Restrictions on Transfer

In the event that the Eligible Directors, etc. resign or retire from their positions as directors, corporate auditors, executive officers, employees or other similar positions due to the expiration of their terms of office, mandatory retirement age or other legitimate reasons (including resignation or retirement due to death), the transfer restriction shall be cancelled immediately after the resignation or retirement of the Eligible Directors, etc.

(ii) Number of shares subject to cancellation of transfer restrictions

The number of shares to be subject to cancellation of transfer restrictions shall be the number of shares obtained by multiplying the number of the Allotted Shares held at the time of such retirement or resignation as specified in (i) above by the number obtained by dividing the number of months from the month including the Payment Date to the month including the date of retirement or resignation by 12 (if such number exceeds 1, the number shall be 1) (However, if the calculation results in a fraction less than one share, it shall be rounded down).

(4) Acquisition by the Company without consideration

At the expiration of the Restriction Period or at the time of cancellation of the Restriction on Transfer stipulated in (3) above, the Company shall naturally acquire without consideration any of the Allotted Shares for which the Restriction on Transfer is not cancelled.

(5) Management of Shares

The Allotted Shares shall be managed in an exclusive account opened by the Eligible Directors, etc. with Nomura Securities Co., Ltd. during the Restricted Transfer Period so that the Allotted Shares may not be transferred, pledged or otherwise disposed of during the Restricted Transfer Period. In order to ensure the effectiveness of the restrictions on transfer, etc. of the Allotted Shares, the Company has entered into an agreement with Nomura Securities Co., Ltd. in relation to the management of the account for the Allotted Shares held by each Eligible Director, etc. The Eligible Directors, etc. shall agree to the details of the management of such account.

(6) Treatment in the event of organizational restructuring, etc.

If, during the Restricted Transfer Period, a merger agreement under which the Company becomes the non-surviving company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly owned subsidiary, or any other matters relating to organizational restructuring, etc. are approved at a General Meeting of Shareholders of the Company (or by the Board of Directors of the Company where such organizational restructuring, etc. does not require approval by a General Meeting of Shareholders), the Company shall, by resolution of the Board of Directors, lift the transfer restrictions as of the time immediately preceding the business day prior to the effective date of the organizational restructuring, etc. The number of Allotted Shares for which the restrictions are lifted shall be the number obtained by multiplying the number of Allotted Shares held at that time by a number obtained by dividing the number of months from the month including the Payment Date to the month including the date of such approval by 12 (if such number exceeds 1, it shall be 1) (any fraction less than one share resulting from such calculation shall be rounded down). In addition, the Company shall automatically acquire for no consideration all Allotted Shares for which transfer restrictions have not been lifted as of the time immediately following the lifting of transfer restrictions.

4. Basis of Calculation of the Amount to be Paid and Specific Details thereof

This disposition of treasury stock to the allottee will be made with the monetary claims paid as restricted stock compensation for the Company's 29th fiscal year under the Plan as the assets to be contributed. The disposal price is set at 403 yen, which is the closing price of the Company's common stock on the Prime Market of the Tokyo Stock Exchange on March 24, 2026 (the business day before the date of the Board of Directors' resolution), in order to eliminate arbitrariness. This is the market share price immediately prior to the date of the Board of Directors' resolution, which we believe is reasonable and does not constitute a particularly favorable price.