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Notice Regarding Disposal of Treasury Shares as Restricted Stock Compensation

Fujibo Holdings, Inc. (hereinafter the “Company”) hereby announces that at its Board of Directors meeting held on June 26, 2026 (hereinafter the “Board Meeting”), the Company resolved to dispose of its treasury shares as restricted stock compensation (hereinafter simply the “Disposal”) as outlined below.

1. Overview of the Disposal

(1) Date of disposal	July 22, 2026
(2) Class and number of shares to be disposed of	10,996 shares of common stock of the Company
(3) Disposal price	4,290 yen per share
(4) Total disposal price	47,172,840 yen
(5) Intended allottees	Directors of the Company (excluding Outside Directors): 5 directors, 5,497 shares Executive Officers of the Company: 9 executive officers, 5,499 shares

2. Purpose and Reason for the Disposal

The Company has introduced a restricted stock compensation plan (hereinafter the “Plan”) under which the Company allocates its common stock, which is subject to a certain transfer restriction period and provisions regarding grounds for the Company’s gratis acquisition, to Directors of the Company (excluding Outside Directors; hereinafter the “Eligible Directors”) and Executive Officers of the Company (hereinafter the “Eligible Executive Officers”) (Eligible Directors and Eligible Executive Officers are collectively and individually referred to as “Eligible Directors, etc.”) as restricted stock, with the aim of providing incentives for the Eligible Directors, etc. to continuously improve the Company’s corporate value as well as for them to further promote shared value with shareholders.

With regard to the Plan, the following was approved at the Annual General Meeting of Shareholders held on June 26, 2026 (hereinafter the “General Meeting of Shareholders”): with the aim of providing more incentives for the Eligible Directors to continuously improve the Company’s corporate value as well as for them to further advance shared value with shareholders, (i) the total amount of monetary compensation claims to be paid to Eligible Directors as compensation for the restricted stock shall be revised from up to ¥30 million per year to ¥60 million per year, (ii) the total number of shares of the restricted stock to be allotted to Eligible Directors in each fiscal year shall be revised from up to 45,000 shares (15,000 shares under the original resolution prior to the stock split in April 2026) to 20,000 shares, and (iii) the transfer restriction period applicable to the shares of restricted

stock to be allotted to Eligible Directors shall be revised from “a period between three and five years from the date of receiving the allocation, which shall be determined by the Company’s Board of Directors” to “the period from the date of allotment until the date on which the Eligible Director resigns from or retires from all of the positions as Director (excluding Outside Directors) or Executive Officer of the Company, or, if later, until the date on which the Company’s annual securities report (or semiannual securities report, if the date of allotment falls within six months after the beginning of the fiscal year) for the fiscal year in which the date of allotment falls is filed.”

At the Board Meeting held today, the Company resolved to grant to five (5) Directors of the Company a total of ¥23,582,130 in monetary compensation claims, and to grant to nine (9) Executive Officers a total of ¥23,590,710 in monetary claims, and further that contributions in kind shall be made of all the said monetary compensation claims and monetary claims, in return for which 10,996 shares of the Company’s common stock shall be allocated under the Plan. The amount of the said monetary compensation claims and said monetary claims granted to Eligible Directors, etc. was determined based on a comprehensive consideration of various circumstances, including the Company’s financial results and the roles and responsibilities of each of the Eligible Directors, etc.

3. Details of the Restricted Stock Allocation Agreement

The Company shall enter into a restricted stock allocation agreement (hereinafter the “Allocation Agreement”) with each of the Eligible Directors, etc. which shall include the following provisions (1) to (5).

(1) Details of transfer restriction

The Eligible Directors, etc. to whom the restricted stock is allocated shall not transfer, establish security interests in, or otherwise dispose of the Company’s common stock allocated under the Allocation Agreement (hereinafter the “Allocated Stock”) to any third party during the period from the date of allotment (July 22, 2026) until the date on which the Eligible Director resigns from or retires from all of the positions as Director (excluding Outside Directors) or Executive Officer of the Company, or, if later, until the date on which the Company’s semiannual securities report for the fiscal year in which the date of allotment falls is filed (hereinafter the “Transfer Restriction Period”).

(2) Removal of restriction on transfer

On the condition that the Eligible Directors, etc. to whom the restricted stock is allocated continue to hold one of the positions as described in paragraph (1) above during the period from the date of the General Meeting of Shareholders to the date of the next Annual General Meeting of Shareholders (hereinafter the “Service Period”), the Company shall remove the restriction on transfer of all of the shares of the Allocated Stock upon the expiry of the Transfer Restriction Period.

However, in cases where the Eligible Directors, etc. resign from or retire from all of the positions as described in paragraph (1) above before the expiry of the Service Period, due to death, the expiration of the term of office, mandatory retirement, or other reasons that the Company’s Board of Directors deems to be justifiable, the Company shall reasonably adjust the number of shares of the Allocated Stock for which restriction on transfer is to be removed and the timing of the removal as necessary.

(3) Gratis acquisition of the restriction stock

In cases where the Eligible Directors, etc. to whom the restricted stock is allocated resign from or retire from all of their positions as Directors (excluding Outside Directors) and Executive Officers of the Company before the expiry of the Service Period, excluding the cases resulting from death, the expiration of the term of office, mandatory retirement, or other reasons that the Company’s Board of Directors deems to be justifiable, the Company shall make gratis acquisition of the Allocated Stock.

Additionally, the Company shall make gratis acquisition of the Allocated Stock for which restriction on transfer has not been removed at the point when restriction on transfer is removed as described in paragraph (2) above.

(4) Handling in the event of organizational restructuring

In cases where, during the Transfer Restriction Period, a merger agreement in which the Company is the

dissolved company, a share exchange agreement or a share transfer plan in which the Company becomes a wholly-owned subsidiary, or other items regarding organizational restructuring, etc. is approved at a General Meeting of Shareholders of the Company (or by the Board of Directors of the Company if no approval regarding said organizational restructuring, etc. is required at a General Meeting of Shareholders of the Company), the Company shall remove the restriction on the number of shares of Allocated Stock determined reasonably based on the period from the start date of the Service Period to the date of approval of the said organizational restructuring, etc. pursuant to a resolution of the Company's Board of Directors prior to the effective date of the said organizational restructuring, etc. In cases as provided above, the Company shall make gratis acquisition of the Allocated Stock for which restriction on transfer has not been removed yet, immediately following the point when restriction on transfer is removed.

(5) Management of Allocated Stock

The Allocated Stock shall be managed in a dedicated account opened with Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. by each of the Eligible Directors, etc. to prevent the transfer, establishment of security interests, or other disposal of the Allocated Stock during the Transfer Restriction Period.

4. Basis for Calculation and Details of the Disposal Price

To eliminate arbitrariness from the price, the Disposal price shall be ¥4,290, which is the closing price of the Company's common stock on the Tokyo Stock Exchange on June 25, 2026 (the business day immediately preceding the date of the resolution of the Board Meeting). This is the market price of the Company's common stock as of immediately prior to the date of the resolution of the Board Meeting, and the Company considers that it is a reasonable price and not excessively advantageous.