NEWS RELEASE

Resonac Holdings Corporation
Tokyo Shiodome Bldg., 1-9-1, Higashi-Shimbashi
Minato-ku, Tokyo 105-7325

August 6, 2026

Notice Concerning the Disposal of Treasury Shares in Connection with Additional Contributions to the Stock Benefit Trusts (BBT, BBT-RS and J-ESOP)

Resonac Holdings Corporation (hereinafter the "Company") hereby announces that, at the Board of Directors meeting held today, the Company has resolved to dispose of treasury shares (hereinafter the "Disposal of Treasury Shares") in connection with additional contributions to the "Board Benefit Trust (BBT)," the "Board Benefit Trust-Restricted Stock (BBT-RS)," and the "Employee Stock Ownership Plan (J-ESOP)," as described below.

1. Outline of the Disposal

(1)	Disposal date	Friday, August 21, 2026
(2)	Type and number of shares to be disposed of	343,000 shares of common stock
(3)	Disposal price	16,175 yen per share
(4)	Total disposal amount	5,548,025,000 yen
(5)	Scheduled allottee	Custody Bank of Japan, Ltd. (Trust Account E)
(6)	Other	An Extraordinary Report will be filed under the Financial Instruments and Exchange Act with respect to the Disposal of Treasury Shares.

Note:

Custody Bank of Japan, Ltd. (Trust Account E), the scheduled allottee, is a trust account established based on trust agreements concluded between the Company as trustor and Mizuho Trust & Banking Co., Ltd. as trustee, with Custody Bank of Japan, Ltd. as re-trustee.

The Disposal of Treasury Shares will be conducted for the purpose of granting Company shares to Directors of the Company and Corporate Officers who do not concurrently serve as Directors of the Company (hereinafter collectively referred to as "Directors and Others.") under the "Board Benefit Trust (BBT and BBT-RS)," and to certain employees in managerial positions at the Company and its subsidiaries (hereinafter referred to as "Eligible Employees") under the "Employee Stock Ownership Plan (J-ESOP)." Accordingly, the Disposal of Treasury Shares is substantially the same as the allotment of Company shares to Directors and Others. and Eligible Employees as consideration for services provided to the Company and its subsidiaries.

2. Purpose and Reason for the Disposal

Based on the resolutions of the 107th Ordinary General Meeting of Shareholders held on March 30, 2016, the 113th Ordinary General Meeting of Shareholders held on March 30, 2022, and the 116th Ordinary General Meeting of Shareholders held on March 26, 2025, the Company has introduced the "Board Benefit

Trust (BBT and BBT-RS)" (hereinafter the "BBT Scheme and BBT-RS Scheme"; the trust established based on trust agreements concluded with Mizuho Trust & Banking Co., Ltd. in relation to the BBT Scheme and BBT-RS Scheme is hereinafter referred to as the "BBT Trust"). For details of the BBT Scheme and BBT-RS Scheme, please refer to the notice titled "Resonac to Revise Amount of Board Director Compensation (in Money) Following Revision of Director Compensation Scheme and to Partially Revise Stock Compensation Scheme," announced on February 13, 2025.

In addition, based on a resolution of the Board of Directors held on November 21, 2023, the Company has introduced the "Employee Stock Ownership Plan (J-ESOP)" (hereinafter the "J-ESOP Scheme"; the trust established based on a trust agreement concluded with Mizuho Trust & Banking Co., Ltd. in relation to the J-ESOP Scheme is hereinafter referred to as the "J-ESOP Trust"). For details of the J-ESOP Scheme, please refer to the notices titled "Notice Concerning Introduction of Employee Stock Ownership Plan (J-ESOP)," announced on November 21, 2023, and "Resonac Decides Details of Introduction of Employee Stock Ownership Plan (J-ESOP)," announced on February 14, 2024.

In order to maintain the BBT Scheme, the BBT-RS Scheme and the J-ESOP Scheme (collectively, the "Schemes"), the Company has decided to make additional contributions of funds to the BBT Trust and the J-ESOP Trust, respectively (hereinafter the "Additional Trust"), to enable the BBT Trust and the J-ESOP Trust to acquire Company shares deemed necessary for future grants. The Company has also decided to dispose of treasury shares to Custody Bank of Japan, Ltd. (Trust Account E), the re-trustee entrusted by the trustees of the BBT Trust and the J-ESOP Trust, for the purpose of holding and disposing of Company shares in the operation of the Schemes.

The number of shares to be disposed of consists of: (i) the number of shares expected to be granted to Directors and Others. during the trust period based on the Director Share Grant Regulations, corresponding to three fiscal years from the fiscal year ended December 31, 2025 to the fiscal year ending December 31, 2027; and (ii) the number of shares expected to be granted to Eligible Employees during the trust period based on the Stock Benefit Regulations, corresponding to three fiscal years from the fiscal year ending December 31, 2026 to the fiscal year ending December 31, 2028.

The shares corresponding to the grant to Directors and Others. represent 0.11% of the total number of issued shares of the Company as of June 30, 2026 (191,019,801 shares), or 0.11% of the total number of voting rights of the Company as of June 30, 2026 (1,894,137 voting rights), rounded to the third decimal place.

The shares corresponding to the grant to Eligible Employees represent 0.07% of the total number of issued shares of the Company as of June 30, 2026 (191,019,801 shares), or 0.07% of the total number of voting rights of the Company as of June 30, 2026 (1,894,137 voting rights), rounded to the third decimal place.

In light of the purposes of the BBT Scheme and BBT-RS Scheme described in the notice titled "Resonac to Revise Amount of Board Director Compensation (in Money) Following Revision of Director Compensation Scheme and to Partially Revise Stock Compensation Scheme," announced on February 13, 2025, and the purpose of the J-ESOP Scheme described in the notice titled "Notice Concerning Introduction of Employee Stock Ownership Plan (J-ESOP)," announced on November 21, 2023, the Company believes that the scale of dilution resulting from the Disposal of Treasury Shares is reasonable.

Note: The November 21, 2023 announcement is available in Japanese only.

*Outline of Additional Trust to the BBT Trust

Date of Additional Trust	August 21, 2026
Amount of Additional Trust	3,395,132,500 yen
Type of shares to be acquired	Common stock of the Company
Number of shares to be acquired	209,900 shares

Date of share acquisition	August 21, 2026
Method of share acquisition	To be acquired by subscribing for the treasury shares disposed of by the Company through the Disposal of Treasury Shares

*Outline of Additional Trust to the J-ESOP Trust

Date of Additional Trust	August 21, 2026
Amount of Additional Trust	2,152,892,500 yen
Type of shares to be acquired	Common stock of the Company
Number of shares to be acquired	133,100 shares
Date of share acquisition	August 21, 2026
Method of share acquisition	To be acquired by subscribing for the treasury shares disposed of by the Company through the Disposal of Treasury Shares

3. Basis for Calculation of the Disposal Price and Specific Details

The disposal price has been set at 16,175 yen, which is the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board of Directors meeting at which the Disposal of Treasury Shares was resolved.

The Company determined that using the closing price on the business day immediately preceding the date of the Board of Directors meeting at which the Disposal of Treasury Shares was resolved is reasonable, as such price appropriately reflects the Company's corporate value in the stock market.

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