

Note: This document has been translated from the Japanese original for reference purposes only.  
In the event of any discrepancy between this translated document and the Japanese original,  
the original shall prevail.



February 26, 2026

Company name: OSAKA ORGANIC CHEMICAL INDUSTRY LTD.  
Representative: Masayuki Ando  
Representative Director and CEO  
(Securities code: 4187; Tokyo Stock Exchange,  
Prime Market)  
Contact: Soichi Honda  
Director, Corporate Officer, General Manager of  
Administration Division  
Telephone: +81-6-6264-5071 (main switchboard)

### Notice Concerning Disposal of Treasury Shares as Restricted Stock Compensation

OSAKA ORGANIC CHEMICAL INDUSTRY LTD. (the “Company”) hereby announces that at a meeting held on February 26, 2026, its Board of Directors resolved to dispose of the Company’s treasury shares as restricted stock compensation (hereinafter the “Disposal of Treasury Shares” or “Disposal”), as described below.

#### 1. Overview of Disposal

(1)	Date of Disposal	March 19, 2026
(2)	Class and number of shares for Disposal	2,000 shares of common stock of the Company
(3)	Disposal price	4,630 yen per share
(4)	Total value of Disposal	9,260,000 yen
(5)	Disposal recipients and number thereof, and number of shares to be disposed of	4 directors of the Company (excluding outside directors and directors who are Audit & Supervisory Committee members), 2,000 shares
(6)	Other	Not applicable.

#### 2. Purpose and reason for Disposal

At a meeting of its Board of Directors held on January 11, 2018, the Company resolved to introduce a restricted stock compensation plan (the “Plan”) as a new compensation scheme for its directors excluding outside directors, with the aim of offering eligible directors an incentive to work to constantly increase the Company’s corporate value, thereby promoting further sharing of value with shareholders. Subsequently, at the 77th Ordinary General Meeting of Shareholders held on February 28, 2024, in connection with the Company’s transition to a company with an Audit & Supervisory Committee, the Company obtained approval, under the Plan, to grant to its directors (excluding outside directors and directors who are Audit &

Supervisory Committee members; hereinafter the “Eligible Directors”) monetary claims in an amount not exceeding 10 million yen per year (excluding the employee’s salary portion for directors who concurrently serve as employees) as property contributed in kind for the acquisition of restricted shares, and to set the transfer restriction period for such restricted shares at three years from the date of their allotment.

An overview and other relevant details of the Plan are provided below.

[Overview of the Plan, etc.]

Under the Plan, the Eligible Directors shall contribute in kind the entirety of the monetary claims granted by the Company and shall receive an issuance or disposition of the Company’s common shares. The total number of common shares of the Company to be issued or disposed of to the Eligible Directors under the Plan shall be 10,000 shares or less per year, and the amount to be paid in per share shall be the closing price of the common shares of the Company on the Tokyo Stock Exchange on the business day immediately preceding the date of each resolution of the Board of Directors regarding the issuance or disposition of common shares of the Company under the Plan (or, if no trades are executed on that day, the closing price on the most recent trading day preceding that day).

Before issuance or disposition of the common shares of the Company under the Plan, the Company and the Eligible Directors shall conclude a contract for the allocation of restricted stock (hereinafter the “Allocation Agreement”), the terms of which shall include the following: i) the Eligible Directors shall be prohibited, for a certain period, from transferring, creating a security interest over, or otherwise disposing of the common shares of the Company allocated under the Allocation Agreement; and ii) in the event certain conditions are met, the Company shall acquire without consideration the relevant common shares allocated to the Eligible Directors.

On this occasion, in light of the objectives of the Plan, the Company’s business performance, the scope of responsibilities of each of the Eligible Directors, and other circumstances, and in an effort to further raise the motivation of each of the Eligible Directors, the Company decided to grant a total of 9,260,000 yen in monetary claims (the “Monetary Claims”) and allot 2,000 shares of the common stock of the Company.

In the Disposal of Treasury Shares, each of the four Eligible Directors as Disposal recipients shall, under the Plan, make in-kind contributions of all the Monetary Claims to the Company, and, in return, shall receive the Disposal of common shares of the Company.

### 3. Overview of the Allocation Agreement

(1) Transfer restriction period: From March 19, 2026 to March 18, 2029

(2) Conditions for lifting transfer restrictions

On condition that an Eligible Director has continued to hold the position of a director of the Company throughout the transfer restriction period, transfer restrictions on all of the common shares of the Company allotted under the Allocation Agreement (the “Allotted Shares”) will be lifted at the end of the transfer restriction period.

(3) Handling in the case that an Eligible Director resigns from his/her position due to expiration of term of office, death, or other legitimate reason during the transfer restriction period

i) Timing of lifting transfer restrictions

If an Eligible Director resigns from a position of director of the Company due to expiration of term of office or other legitimate reason (excluding cases in which such resignation is due to death) during the transfer restriction period, the transfer restrictions on the Allotted Shares shall be lifted at the time

immediately following such resignation. In cases of resignation due to death, the transfer restrictions shall be lifted at a time determined separately by the Board of Directors, after the death of the Eligible Director.

ii) Number of shares subject to lifting transfer restrictions

The number of shares shall be obtained by multiplying the number of the Allotted Shares held at the time of the resignation as specified in i) above by the fraction obtained by dividing, by 12, the period of service (in months) of the Eligible Director during the transfer restriction period (with any fraction exceeding 1 deemed to be 1) (provided, however, that any fractional share of less than one unit resulting from such calculation shall be rounded down).

(4) Acquisition without consideration by the Company

The Company will automatically acquire, without consideration, any Allotted Shares for which transfer restrictions have not been lifted at the end of the transfer restriction period or at the time of lifting transfer restrictions specified in (3) above.

(5) Share administration

The Allotted Shares will be managed in a dedicated account opened by each Eligible Director at Nomura Securities Co., Ltd. during the transfer restriction period, to ensure that the Allotted Shares may not be transferred, have security interests created over them, or otherwise disposed of throughout the transfer restriction period. To ensure the effectiveness of the transfer restrictions on the Allotted Shares, the Company has an agreement with Nomura Securities Co., Ltd. regarding the management of such accounts held by each Eligible Director for the Allotted Shares. Each Eligible Director shall agree to the terms governing the management of such accounts.

(6) Handling in the event of reorganization, etc.

If, during the transfer restriction period, a merger agreement in which the Company becomes the dissolving company, a share exchange agreement or share transfer plan that makes the Company a wholly owned subsidiary, or any other matter concerning reorganization is approved at a General Meeting of Shareholders of the Company (if an approval of the General Meeting of Shareholders regarding such reorganization is not required, then by the Board of Directors of the Company), then, by resolution of the Board of Directors, the transfer restrictions shall be lifted, with respect to the number of shares calculated by multiplying the number of the Allotted Shares held at that time by the fraction obtained by dividing, by 12, the number of months from the month in which the transfer restriction period commenced through the month including the date of such approval (with any fraction exceeding 1 deemed to be 1) (provided, however, that any fractional share of less than one unit resulting from such calculation shall be rounded down), immediately prior to the business day preceding the effective date of such reorganization, etc.

4. Basis of calculation and specific details of the amount to be paid in

The Disposal of Treasury Shares to the Disposal recipients will be carried out by contribution in kind of the monetary claims granted under the Plan. To eliminate arbitrariness in the pricing of the shares, the Disposal price has been set at 4,630 yen, which is the closing price of the Company's common shares on the Prime Market of the Tokyo Stock Exchange on February 25, 2026 (the business day prior to the date of the Board of Directors resolution regarding the Disposal of Treasury Shares). This price equals to the market share price immediately prior to the date of the resolution and is considered reasonable and not particularly favorable.