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July 10, 2026

To Whom It May Concern,

COMPANY NAME DAICEL CORPORATION
Representative Yasuhiro Sakaki, President and CEO
(Code: 4202, Prime Market of the Tokyo Stock Exchange)
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Notice Regarding Disposal of Treasury Stock as Restricted Stock Incentive for Daicel Employee Shareholding Associations

Daicel Corporation (the "Company") hereby announces that, at the meeting of the Board of Directors held today, the Company has resolved to implement a Restricted Stock Incentive Plan for Daicel Employee Shareholding Associations (hereinafter, the "Plan") and to dispose of treasury stock as restricted stock (hereinafter, the "Disposal of Treasury Stock" or the "Disposal") as follows, with the Daicel Group Employee Shareholding Associations (hereinafter, the "ESA") designated as the scheduled allottee.

1. Overview of the Disposal

(1)	Disposal date	August 21, 2026
(2)	Class and number of shares to be disposed of	The Company's common stock: 183,326 shares (Note)
(3)	Disposal price	1,400.5 yen per share
(4)	Total disposal amount	256,748,063 yen (Note)
(5)	Method of disposal (Scheduled allottee)	By way of third-party allotment (Daicel Group Employee Shareholding Associations: 183,326 shares)
(6)	Other	An extraordinary report will be submitted in accordance with the Financial Instruments and Exchange Act with respect to this Disposal of Treasury Stock.

(Note) The "number of shares to be disposed of" and the "total disposal amount" represent the maximum amounts. The actual number of shares to be disposed of and the actual total disposal amount are expected to be fixed according to the number of employees of the Company and its subsidiaries (maximum 1,108 employees) and the number of shares granted per employee prescribed in accordance with the employee grade determined by the Company and its subsidiaries (Grade 1: maximum 463 employees and 49,078 shares; Grade 2: maximum 295 employees and 41,890 shares; Grade 3: maximum 252 employees and 53,928 shares; Grade 4: maximum 87 employees and 30,972 shares; Grade 5: maximum 11 employees and 7,458 shares), after conducting membership promotion for employees who have not yet joined the ESA and confirming the consent of the members to the Plan.

2. Purposes and Reasons for the Disposal

Based on the Long-Term Vision "DAICEL VISION 4.0" announced on June 8, 2020 and the Mid-Term Management Strategy "Accelerate 2030" announced on May 22, 2026, the Company has resolved to introduce the Plan for the purpose of creating an incentive for officers and employees to work together to further enhance medium- to long-term corporate value. Under the Plan, among managerial employees of the Company and its subsidiaries who are members of the ESA, those who agree to the Plan (hereinafter, the "Eligible Employees") will be provided, as a measure to enhance employee welfare, with an opportunity to acquire restricted stock (the Company's common stock) issued or disposed of by the Company through the ESA, thereby supporting the asset formation of the Eligible Employees, providing them with an incentive to sustainably improve the corporate value of the Company Group, and further promoting value-sharing between the Eligible Employees and the Company's shareholders.

The outline of the Plan is as follows:

[Outline of the Plan]
Under the Plan, monetary claims (hereinafter, the "Special Incentive") will be granted to the Eligible Employees as a special incentive for granting restricted stock, and the Eligible Employees will contribute the Special Incentive to the ESA. The ESA will then make an in-kind contribution of the Special Incentive contributed by the Eligible Employees to the Company, and in return will receive issuance or disposal of the Company's common stock as restricted stock.

When the Company newly issues or disposes of its common stock under the Plan, the amount to be paid in per share of such common stock shall 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 relating to such issuance or disposal (or, if no trading occurs on that day, the closing price on the most recent preceding trading day), to the extent that it does not constitute a particularly advantageous amount for the ESA (and, by extension, the Eligible Employees).

In issuing or disposing of the Company's common stock under the Plan, the Company and the ESA shall enter into a restricted stock allotment agreement that includes the following provisions: (i) a prohibition for a certain period on transfer to a third party, creation of security interests, or other disposition of the allotted shares (hereinafter, the "Transfer Restrictions"); and (ii) acquisition without compensation by the Company of the allotted shares upon the occurrence of certain events. In addition, the payment of the Special Incentive to the Eligible Employees shall be conditional upon execution of such restricted stock allotment agreement between the Company and the ESA.

In addition, pursuant to the ESA rules, detailed operational rules, and other related rules applicable to the ESA (hereinafter, the "ESA Rules, etc."), the Eligible Employees will be restricted, with respect to their respective equity interests in the restricted stock acquired by the ESA through issuance or disposal (hereinafter, the "Restricted Stock Equity Interest" or "RS Equity Interest"), from withdrawing the restricted stock corresponding to such Restricted Stock Equity Interest until the Transfer Restrictions on such restricted stock are lifted.

In the Disposal of Treasury Stock, the Company's common stock (hereinafter, the "Allotted Shares") will be disposed of to the ESA, which is the scheduled allottee, by having the ESA pay in all of the Special Incentive contributed by the Eligible Employees as properties contributed in kind under the Plan. In the Disposal of Treasury Stock, the outline of the restricted stock allotment agreement to be entered into between the Company and the ESA (hereinafter, the "Allotment Agreement") is as described in "3. Outline of the Allotment Agreement" below. As described in the Note to 1. above, the number of shares to be disposed of in the Disposal of Treasury Stock is expected to be fixed at a later date; however, the Company plans to dispose of a maximum of 183,326 shares to the ESA.

Assuming such maximum number of shares, the scale of dilution resulting from the Disposal of Treasury Stock will be 0.07% (rounded to the second decimal place; the same shall apply hereinafter in percentage calculations) against the total number of issued shares of 256,142,682 as of May 21, 2026 (*1), and 0.07 % against the total number of voting rights of 2,547,676 , which is obtained by adding 1,185 voting rights increased through the disposal of treasury stock relating to restricted stock for directors resolved on July 10, 2026 and scheduled to be paid in on August 10, 2026, to the total number of voting rights of 2,546,491 as of March 31, 2026 (*2). In addition, the scale of dilution including the disposal of treasury stock relating to restricted stock for directors resolved on July 10, 2026 will be 0.12% against the total number of issued shares of 256,142,682 as of May 21, 2026, and 0.12% against the total number of voting rights of 2,546,491 as of March 31, 2026.

The Disposal of Treasury Stock shall be implemented on the conditions that the revised ESA Rules, etc. become effective by the day before the disposal date of the Disposal of Treasury Stock, and that the Allotment Agreement is executed between the Company and the ESA during the subscription period.

*1: Pursuant to Article 178 of the Companies Act, the Company canceled 10.8 million shares of treasury stock on May 21, 2026.
*2: The total number of voting rights confirmed based on the shareholder register as of the last day of the most recent fiscal year.

3. Outline of the Allotment Agreement
   (1) Transfer restriction period
      From August 21, 2026 until the date on which each Eligible Employee retires from the Company (or, if the Eligible Employee is an employee of a subsidiary of the Company, from the subsidiary of the Company to which such Eligible Employee belongs as of August 21, 2026).
   (2) Conditions for lifting the Transfer Restrictions
      On the condition that the Eligible Employee has continuously remained a member of the ESA during the transfer

restriction period, the Transfer Restrictions shall be lifted, upon expiration of the transfer restriction period, for all of the Allotted Shares corresponding to the Restricted Stock Equity Interest held by such Eligible Employee who has satisfied the condition.

(3) Treatment in the event of termination of membership in the ESA

If an Eligible Employee terminates membership in the ESA during the transfer restriction period due to reaching retirement age or any other justifiable reason (excluding voluntary resignation) (meaning cases where the employee loses membership qualification or applies for termination of membership, and including termination due to death), the Transfer Restrictions shall be lifted as of the date of retirement for all of the Allotted Shares corresponding to the Restricted Stock Equity Interest held by the Eligible Employee on the date on which the Eligible Employee retired from the Company or its subsidiary (hereinafter, the "Retirement Date").

(4) Acquisition without compensation by the Company

If an Eligible Employee commits a violation of laws and regulations during the transfer restriction period or falls under any other specific event stipulated in the Allotment Agreement, the Company shall automatically acquire without compensation all of the Allotted Shares corresponding to the Restricted Stock Equity Interest held by such Eligible Employee at that time. In addition, the Company shall automatically acquire without compensation any Allotted Shares for which the Transfer Restrictions are not lifted as of the expiration of the transfer restriction period or as of the time the Transfer Restrictions are lifted as provided in (3) above.

(5) Administration of shares

During the transfer restriction period, the Allotted Shares shall be administered in a dedicated account opened by the ESA at Nomura Securities Co., Ltd. in order to ensure that the ESA neither transfers, nor creates any security interest in, nor otherwise disposes of the Allotted Shares during such period. In addition, the ESA shall register and administer, in accordance with the provisions of the ESA Rules, etc., the Restricted Stock Equity Interest to be held by the Eligible Employees in relation to the Allotted Shares separately from the ordinary equity interests held by the Eligible Employees in relation to shares acquired by the ESA other than under the Plan.

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

If, during the transfer restriction period, a merger agreement under which the Company becomes a dissolved company, a share exchange agreement or share transfer plan under which the Company becomes a wholly owned subsidiary, or any other matter relating to organizational restructuring, etc. is approved at a General Meeting of Shareholders of the Company (or, where approval of the General Meeting of Shareholders of the Company is not required for such organizational restructuring, etc., at a meeting of the Board of Directors of the Company), the Transfer Restrictions on all of the shares corresponding to the Restricted Stock Equity Interest held by the Eligible Employees out of the shares held by the ESA as of the date of such approval shall be lifted, by resolution of the Board of Directors, immediately prior to the business day preceding the effective date of such organizational restructuring, etc.

4. Basis for Calculation of the Disposal Price and Specific Details Thereof

The Disposal of Treasury Stock to the ESA, which is the scheduled allottee, shall be carried out by the Eligible Employees contributing to the ESA, as contributed property, the Special Incentive granted to them for the purpose of granting restricted stock. In order to eliminate any arbitrariness in the disposal price, the disposal price has been set at 1,400.5 yen, which is the closing price of the Company's common stock on the Prime Market of the Tokyo Stock Exchange on July 9, 2026 (the business day immediately preceding the date of the Board of Directors resolution). The Company believes that this is a rational price, as it is the market price immediately prior to the date of the Board of Directors resolution, and does not constitute a particularly advantageous amount.

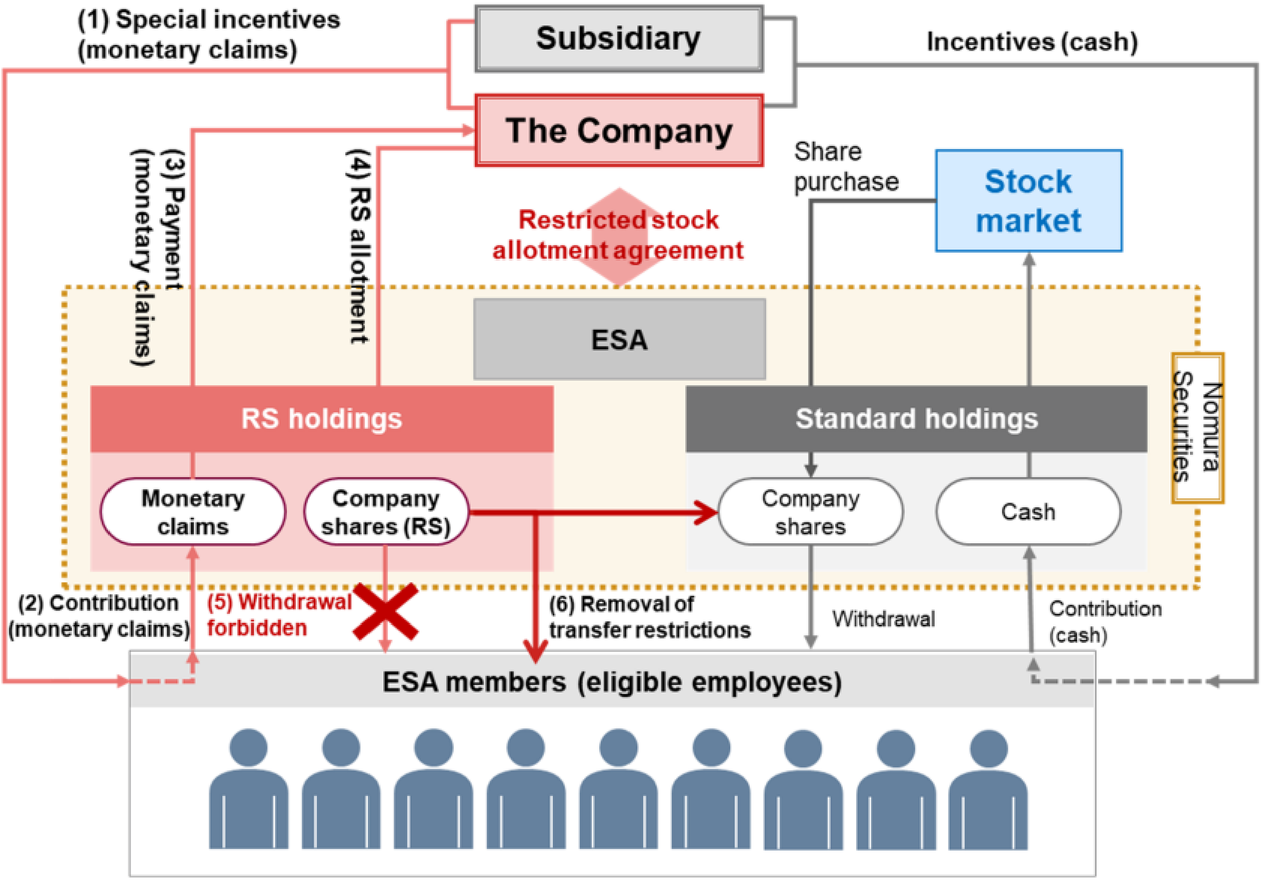
The rates of deviation of this price from the average closing prices of the Company's common stock on the Prime Market of the Tokyo Stock Exchange (rounded to the second decimal place) are as follows:

PERIOD	**AVERAGE CLOSING PRICE OF THE COMPANY'S COMMON STOCK (ROUNDED DOWN TO THE NEAREST YEN)**	**RATE OF DEVIATION**
1 month (June 10, 2026 to July 9, 2026)	1,354 yen	3.43 %
3 months (April 10, 2026 to July 9, 2026)	1,284 yen	9.07 %
6 months (January 10, 2026 to July 9, 2026)	1,367 yen	2.45 %

All five Audit & Supervisory Board members who attended the Board of Directors meeting held today (including three outside Audit & Supervisory Board members) have expressed the opinion that the above disposal price does not constitute a particularly advantageous amount to the ESA, which is the allottee, and is lawful, in light of the fact that the Disposal of Treasury Stock is intended for the introduction of the Plan and that the disposal price is the closing price on the business day immediately preceding the date of the Board of Directors resolution.

5. Matters Related to Procedures under the Code of Corporate Conduct
With respect to the Disposal of Treasury Stock, because (i) the dilution ratio is less than 25%, and (ii) it does not involve a change in controlling shareholder, there is no need to obtain an opinion from an independent third party or confirm the intent of shareholders as prescribed in Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange.

(Reference)
[Structure of the Plan]
1. The Company and its subsidiaries grant monetary claims as the Special Incentive to members eligible to join the ESA.
2. Eligible Employees who agree to the Plan contribute the monetary claims described in 1. above to the ESA.
3. The ESA consolidates the monetary claims contributed as described in 2. above and pays them to the Company.
4. The Company allots the Allotted Shares to the ESA.
5. The Allotted Shares are deposited into the RS equity interest account of the ESA through Nomura Securities Co., Ltd., and withdrawal is restricted during the transfer restriction period.
6. After the Transfer Restrictions are lifted, the Allotted Shares may be withdrawn in the same manner as the ordinary equity interests of the ESA.



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