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July 14, 2025

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(Securities code : 4333; TSE Prime Market)
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Notice Regarding Disposal of Treasury Stock as Restricted Stock

TOHO SYSTEM SCIENCE CO., LTD. (hereinafter "the Company") hereby announces that at the Board of Directors resolved today to dispose of treasury stock as restricted stock (hereinafter "the Treasury Stock Disposal") as follows.

1. Overview of the Disposal

(1) Disposal Date	August 8, 2025
(2) Class and Number of Shares to be Disposed	5,600 shares of the Company's common stock
(3) Disposal Price	1,239 yen per share
(4) Total Disposal Amount	6,938,400 yen
(5) Planned Allottees	5,600 shares to 56 employees of the Company

2. Purpose and Reason for the Disposal

As announced in "Grant of Restricted Stock (RS) to All Employees" dated February 15, 2024, the Company resolved at its Board of Directors meeting on February 15, 2024, to introduce a stock compensation system for employees (hereinafter "the System"). The purpose is to enable the Company's employees (hereinafter "Eligible Recipients") to share the same perspective as shareholders in their daily operations by owning Company shares, thereby strengthening the Company's long-term management foundation.

Furthermore, at today's Board of Directors meeting, the Company resolved to provide monetary compensation claims totaling 6,938,400 yen (hereinafter "the Monetary Compensation Claims") to 56 Eligible Recipients, taking into consideration the purpose of the System, the Company's performance, and other various circumstances. At the

same Board of Directors meeting, the Company resolved to dispose of 5,600 shares of its common stock (hereinafter "the Allotted Shares") through the contribution in kind of all Monetary Compensation Claims by the 56 Eligible Recipients who are the planned allottees under the System. The Allotted Shares will be allocated only to Eligible Recipients who wish to subscribe, and since the Monetary Compensation Claims for contribution in kind will be provided by the Company to these Eligible Recipients, the introduction of this System will not result in any reduction in employee wages.

<Overview of the Stock Allotment Agreement>

The Company will enter into individual Restricted Stock Allotment Agreements with the Eligible Recipients, the overview of which is as follows:

(1) Transfer Restriction Period

From August 8, 2025, to November 21, 2025

During the transfer restriction period specified above (hereinafter "the Transfer Restriction Period"), Eligible Recipients shall not transfer, establish security interests, make inter vivos gifts, or otherwise dispose of the Allotted Shares.

(2) Conditions for Lifting Transfer Restrictions

The transfer restrictions on all Allotted Shares shall be lifted at the expiration of the Transfer Restriction Period, provided that the Eligible Recipients have continuously maintained their position as employees of the Company during the Transfer Restriction Period.

However, if an Eligible Recipient retires for legitimate reasons or due to death before the expiration of the Transfer Restriction Period, the transfer restrictions shall be lifted for the number of shares calculated by dividing the number of months from the payment date to the month including the retirement date by 5, multiplied by the number of Allotted Shares held by the Eligible Recipient at that time (any fraction less than one share shall be rounded down).

(3) Grounds for Free Acquisition

The Company shall automatically acquire without compensation any Allotted Shares for which the transfer restrictions have not been lifted at the time of lifting transfer restrictions as specified in (2) above.

(4) Treatment in Case of Organizational Restructuring

Notwithstanding the provisions in (1) above, if during the Transfer Restriction Period, matters relating to a merger agreement in which the Company is the disappearing company, a share exchange agreement or share transfer plan in which the Company becomes a wholly-owned subsidiary, or other organizational restructuring are approved at the Company's shareholders meeting (or by the Company's Board of Directors in cases where shareholder approval is not required for such organizational restructuring), the transfer restrictions shall be lifted immediately before the business day preceding the effective date of such organizational restructuring for the number of shares calculated by dividing the number of months from the payment date to the month including the date of such approval (hereinafter "the Organizational Restructuring Approval Date") by 5, multiplied by the number of Allotted Shares held

by the Eligible Recipients on the Organizational Restructuring Approval Date (any fraction less than one share shall be rounded down). In such cases, the Company shall automatically acquire without compensation any Allotted Shares for which the transfer restrictions have not been lifted immediately after the lifting of transfer restrictions.

(5) Management of Shares

Eligible Recipients shall open a dedicated account at a securities company designated by the Company in the manner specified by the Company for recording or registering the Allotted Shares, and shall maintain and keep all Allotted Shares in this dedicated account until the transfer restrictions are lifted.

3. Basis for Calculation and Specific Details of the Payment Amount

To eliminate arbitrariness in the disposal price for this Treasury Stock Disposal, the price has been set at 1,239 yen, which was the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the Board of Directors meeting (July 11, 2025). This represents the market stock price immediately prior to the Board of Directors resolution and is considered to be reasonable and not particularly advantageous.