

November 21, 2025

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Notice Concerning Disposal of Treasury Shares as Restricted Shares to Directors, etc.

Meiko Network Japan Co., Ltd. (the “Company”) hereby announces that at the Board of Directors' meeting held on November 21, 2025, the Company resolved to dispose of treasury shares as restricted shares (the “disposal of treasury shares”) as follows.

1. Outline of Disposal

(1) Payment date	December 19, 2025
(2) Type and number of shares to be disposed of	The Company's common shares 77,500 shares
(3) Disposal value	715 yen per share
(4) Total value disposed of	55,412,500 yen
(5) Planned allottees	Directors of the Company* 3 people: 35,500 shares Executive officers of the Company 5 people: 9,600 shares Employees of the Company 6 people: 7,100 shares Directors of the Company's subsidiaries 16 people: 25,300 shares *Excluding outside directors and directors who are Audit and Supervisory Committee members.

2. Purpose and Reason behind the Disposal

At the Board of Directors meeting held on October 26, 2023, the Company resolved to introduce the restricted shares compensation plan (hereinafter the “Plan”), a new compensation plan for directors, including those who will be appointed in the future (excluding outside directors and directors who are Audit and Supervisory Committee members; hereinafter the “eligible directors”). The purpose of this new Plan is to provide additional incentives for directors to continuously enhance the sustainable improvement of the Company's corporate value and further promote value-sharing with shareholders.

In addition, at the 40th Annual Meeting of Shareholders held on November 15, 2024, the Company received approval to set the total amount of monetary compensation to be paid to eligible directors for the purpose of granting restricted shares up to 100 million yen per year and the total number of the Company's common shares to be issued or disposed of under the Plan shall be up to 100,000 shares per year (however, if, on or after the

day on which this proposal is approved and adopted, a stock split (including allotment of the Company's common shares without contribution) or a reverse stock split of the Company's common shares takes place, or if any other event occurs that requires an adjustment to the total number of the Company's common shares to be issued or disposed of as restricted shares, the total number of such shares will be adjusted to a reasonable extent), in addition to the current limit of monetary compensation for directors.

The overview of the Plan is as follows.

Overview of the Plan

All of the monetary compensation claims paid by the Company to eligible directors under the Plan shall be paid as property contributed in kind, and the Company's common shares shall be issued or disposed of.

The total number of the Company's common shares to be issued or disposed of to the eligible directors under the Plan shall be up to 100,000 shares per year, and the amount to be paid per share shall be determined by the Board of Directors based on the closing price of the Company's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of the resolution by the Board of Directors (if there are no transactions on that day, the closing price on the most recent trading day preceding that date) to the extent that is not particularly advantageous to the eligible directors to be allocated shares.

In addition, when issuing or disposing of the Company's common shares under the Plan, the Company and the eligible directors to be allocated shares shall conclude a restricted share allotment agreement, which shall include the following matters:

- (i) No transfer, creation of a security interest, or other disposal shall occur to the allotted common shares of the Company for a predetermined period.
- (ii) The Company will acquire the common shares at no charge upon the occurrence of certain events.

The Company has implemented a restricted shares compensation plan for executive officers that is generally similar to the Plan. However, at the 40th Annual Meeting of Shareholders held on November 15, 2024, the Company received approval to revise the Plan, and the Company has introduced a restricted shares compensation plan for employees of the Company's and directors of the Company's subsidiaries that is generally similar to the Plan.

Taking into consideration the objectives of the Plan, the performance of the Company, the scope of responsibilities of each eligible person, and various other circumstances, the Company has resolved to grant a total of 77,500 shares of the Company's common shares (hereinafter referred to as the "Allotted Shares") with the sum of monetary compensation receivable to the Company (in the case of executive officers and employees, and directors of the Company's subsidiaries, monetary claims. The same shall apply hereinafter.) to be granted to 3 directors, 5 executive officers, 6 employees, and 16 directors of the Company's subsidiaries (hereinafter the "eligible persons") a total of 55,412,500 yen as the purpose of contribution in kind (the amount of monetary compensation claims to be contributed per offered share is 715 yen) based on the resolution of the Board of Directors meeting held today.

Overview of the Restricted Share Allotment Agreement

The Company and the eligible persons will individually conclude restricted share allotment agreements, and the details are as follows.

(1) Transfer Restriction Period

The eligible persons may not transfer, create a security interest on or otherwise dispose of the Allotted Shares from December 19, 2025 (the payment date) until the day on which the eligible person ceases to be a member of the Board of Directors of the Company ((i) if the eligible person is an executive officer or an employee, until the day on which the eligible person ceases to be an employee of the Company [if the eligible person is re-employed after the mandatory retirement age, until the day on which the eligible person ceases to be an employee of the Company after re-employment]; or (ii) if the eligible person is a member of the Board of Directors of a subsidiary of the Company, until the day on which the eligible person ceases to be a member of the Board of Directors of the Company's subsidiary) (if that date precedes the date of submission of our semi-annual report for the fiscal year 2026, until the submission date of the said semi-annual report.)

(2) Conditions for Lifting the Transfer Restrictions

On the condition that the eligible person continues to serve as a member of the Board of Directors of the Company (in the case of an executive officer or an employee, the position as an employee of the Company; in the case of a director of the Company's subsidiary, the position as a director of the Company's subsidiary) (hereinafter referred to as the "Position") during the period from December 19, 2025 to the conclusion of Annual Meeting of Shareholders for the fiscal year ending August 31, 2026 (in the case of executive officers, the period from September 1, 2025 to August 31, 2026; hereinafter the "Service Period"), the Transfer Restrictions on all Allotted Shares will be lifted at the expiry of the Transfer Restriction Period. However, if the eligible person loses the Position during the Service Period due to death or for other reasons deemed valid by the Board of Directors of the Company, the Transfer Restrictions on all Allotted Shares will be lifted at the expiration of the Transfer Restriction Period.

(3) Free Acquisition by the Company

The Company shall automatically acquire the Allotted Shares for which the Transfer Restrictions have not been lifted for no charge at the time of expiration of the Transfer Restriction Period or at such other time as may be specified in the contract.

(4) Management of Shares

During the Transfer Restriction Period, the Allotted Shares shall be managed in an Exclusive Account for Restricted Shares opened by the eligible persons with Daiwa Securities Co. Ltd. so that no transfer, creation of a security interest, or other disposal shall occur to the Allotted Shares.

(5) Treatment in the Event of Organizational Restructuring, etc.

If, during the Transfer Restriction Period, a merger agreement under which the Company is to cease to exist, a share exchange agreement or share transfer plan under which the Company is to become a wholly-owned subsidiary, or any other matter relating to organizational restructuring, etc. is approved at the Annual Meeting of Shareholders of the Company (or at the Board of Directors of the Company in cases where such organizational restructuring, etc. does not require approval at the Annual Meeting of Shareholders), the Transfer Restriction on all Allotted Shares shall be cancelled by resolution of the Board of Directors immediately prior to the business day immediately preceding the effective date of the organizational restructuring etc.

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

The disposal of treasury shares will be conducted using the monetary compensation claims paid to the planned allottees based on the Plan as property contributed in kind. The paid-in value is set at 715 yen, which is the closing price of the Company's common shares on the Tokyo Stock Exchange on November 20, 2025 (the business day immediately preceding the date of the resolution by the Board of Directors) to eliminate arbitrary considerations. This is the market share price immediately prior to date of resolution by the Board of Directors, and unless there are special circumstances that indicate that the most recent share price cannot be relied on, the Company believes that it is a reasonable price that appropriately reflects the corporate value of the Company and is not a price that is particularly advantageous to the eligible persons.