



July 25, 2025

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

BML, Inc. (the “Company”) hereby announces that at the Board of Directors meeting held on July 25, 2025, the Company resolved to dispose of its treasury shares (hereinafter the “Disposal of Treasury Shares” or “Disposal”) as follows.

### 1. Overview of the Disposal

(1)	Date of payment	August 22, 2025
(2)	Class and number of shares subject to the Disposal	20,190 shares of common stock of the Company
(3)	Disposal price	3,490 yen per share
(4)	Total disposal value	70,463,100 yen
(5)	Recipients of the Disposal, the number thereof, and the number of shares to be disposed of	Directors of the Company (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) 6 persons, 9,800 shares Executive Officers of the Company 10 persons, 10,390 shares

### 2. Objectives and reasons for the Disposal

At the Board of Directors meeting held on May 10, 2017, the Company resolved to adopt a restricted stock compensation plan (hereinafter the “Plan”) as a new compensation system for the Directors (excluding Outside Directors) and Executive Officers of the Company, with the objectives of offering medium- to long-term incentives and sharing shareholder value.

Furthermore, at the 70th Annual General Meeting of Shareholders held on June 27, 2025, “Partial Amendments to the Articles of Incorporation” were approved, and the Company transitioned to a Company with an Audit and Supervisory Committee. In conjunction, the Company obtained shareholder approval for the proposal on “Determination of Compensation for Granting Restricted Stock to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members),” to pay monetary compensation of up to 50 million yen per year to Directors (excluding Directors who are Audit and Supervisory Committee and Outside Directors, hereinafter “Directors Covered by the Plan”) and to set a period between 10 year and 20 year stipulated by the Board of

Directors as the transfer restriction period of the restricted stock.

Persons covered by the Plan are the Directors (excluding Directors who are Audit and Supervisory Committee and Outside Directors) and the Executive Officers of the Company (hereinafter collectively referred to as the “Directors, etc. Covered by the Plan”).

An overview of the Plan is as follows.

[Overview of the Plan]

The Directors, etc. Covered by the Plan. shall make in-kind contributions of all monetary compensation claims paid by the Company under the Plan, and, in return, shall receive the issuance or the disposal of common shares of the Company. In addition, the total number of common shares of the Company to be issued or disposed of under the Plan shall be 20,000 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 (in the case that the transaction has not been concluded on that day, the closing price on the most recent trading day preceding that day).

When issuing or disposing of the common shares of the Company under the Plan, a contract for the allocation of restricted stock (hereinafter the “Allocation Contract”) containing the following content shall be concluded between the Company and the Directors, etc. Covered by the Plan. The Allocation Contract shall include (1) transfer restrictions preventing the Directors, etc. Covered by the Plan. from transferring, pledging, or otherwise disposing of the common shares of the Company allocated under the Plan for a certain period; and (2) the acquisition of such common shares of the Company at no cost when certain conditions apply.

At this juncture, in light of the objectives of the Plan, the Company’s business performance, the scope of responsibilities of each of the Directors, etc. Covered by the Plan., and other circumstances, and in an effort to promote talented personnel as executives and employees, as well as further raise the motivation of each of the Directors, etc. Covered by the Plan., the Company has decided to grant a total of 70,463,100 yen in monetary compensation claims (hereinafter the “Monetary Compensation Claims”) equivalent to 20,190 shares of the Company’s common stock. Furthermore, in order to realize the purpose of introducing this system, which is to enable the sharing of shareholder value for as long as possible, and to provide an incentive to continuously improve the corporate value of the Company during the tenure of the Directors, etc. Covered by the Plan., the period of the transfer restriction shall be 20 years. In the event that the Directors, etc. Covered by the Plan. retire or leave their posts due to expiry of their term of office or having reached mandatory retirement age, or for any other legitimate reason, the Company shall cancel the transfer restrictions immediately following the time of such retirement.

In the Disposal of Treasury shares, 16 Directors, etc. Covered by the Plan., who are the scheduled allottees, based on the Plan, shall make in-kind contributions of all the Monetary Compensation Claims to the Company, and, in return, shall receive the disposal of common shares of the Company.

3. Overview of the Allocation Contract

(1) Transfer restriction period: August 22, 2025 to August 22, 2045

(2) Conditions for cancelling the transfer restrictions

The Directors, etc. Covered by the Plan. shall have been in the post of Directors (excluding Directors who are Audit and Supervisory Committee Members), statutory Executive Officers, Executive Officers who do not serve concurrently as Directors, Directors who are Audit and Supervisory Committee Members, Audit and Supervisory Board Members, employees, advisors or consultants, or other equivalent positions of the Company or its subsidiaries continuously during the transfer restriction period.

(3) Treatment in the event that Directors, etc. Covered by the Plan. retire during the transfer restriction period due to expiry of their term of office or having reached mandatory retirement age, or for any other legitimate reason

(i) Timing of cancelling the transfer restrictions

In the event that Directors, etc. Covered by the Plan. retires or leaves their posts of Directors (excluding Directors who are Audit and Supervisory Committee Members), statutory Executive Officers, Executive Officers who do not serve concurrently as Directors, Directors who are Audit and Supervisory Committee Members, Audit and Supervisory Board Members, employees, advisors or consultants, or other equivalent positions of the Company or its subsidiaries due to expiry of their term of office or having reached mandatory retirement age, or for any other legitimate reason (excluding cases in which retirement is due to death), the transfer restrictions shall be cancelled immediately following the time of such retirement. In the case of retirement due to death, the transfer restrictions shall be cancelled at a time determined separately by the Board of Directors, after the death of the Directors, etc. Covered by the Plan..

(ii) The number of shares subject to the cancellation of transfer restrictions

The number of shares subject to the cancellation of transfer restrictions shall be the number of allotted shares held at the time of retirement as stipulated in (i) above, multiplied by a number (1, if greater than 1) derived by dividing the duration of the term of office (in the number of months) of the Directors, etc. Covered by the Plan. by 12 (fractions of less than 1 shall be rounded down).

(4) Acquisition by the Company at no cost

At the expiry of the transfer restriction period or at the time the transfer restrictions are cancelled in accordance with (3) above, the Company shall acquire at no cost the allotted shares for which the transfer restrictions have not been cancelled.

(5) Administration of the shares

To prevent the transferring, pledging, or otherwise disposing of the allotted shares during the transfer restriction period, such shares shall be under administration in a dedicated account opened by the Directors, etc. Covered by the Plan. at Nomura Securities Co., Ltd. during the transfer restriction period. To ensure the effectiveness of the transfer restrictions on the allotted shares, the Company has entered into a contract with Nomura Securities Co., Ltd. on the administration of the account for the allotted shares held by each of the Directors, etc. Covered by the Plan.. The Directors, etc. Covered by the Plan. shall also give consent to the details of the administration of such account.

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

In the case that matters regarding merger contracts under which the Company becomes the disappearing company, share exchange agreements or share transfer plans under which the Company becomes a wholly owned subsidiary of another company, or any other organizational restructuring, etc. are approved at the General Meeting of Shareholders of the Company (or at a Meeting of the Board of Directors of the Company in the case that approval by the General Meeting of Shareholders of the Company is not required regarding the said organizational restructuring, etc.) during the transfer restriction period, the Company shall, based on the resolution of the Board of Directors of the Company, cancel the transfer restrictions on the business day immediately preceding the

effective date of the said organizational restructuring, etc. with regard to the number of allotted shares determined as follows: The number of allotted shares held at such time multiplied by a number (1, if greater than 1) derived by dividing the number of months from the start of the transfer restriction period to the date of such approval by 12 (fractions of less than 1 shall be rounded down).

4. Basis for calculating the amount to be paid in and other specific details

The Disposal of Treasury shares to the scheduled allottees shall be funded by the monetary compensation claims paid as restricted stock compensation for the 71st fiscal year of the Company under the Plan. To avoid any arbitrariness in the disposal price, the amount to be paid in shall be set at 3,490 yen, the closing price of the common shares of the Company on the Tokyo Stock Exchange on July 24, 2025 (the business day immediately preceding the date of the resolution of the Board of Directors). This is the market share price immediately preceding the date of the resolution of the Board of Directors, and the Company believes that it is a reasonable price that does not constitute a particularly advantageous price.