



August 29, 2025

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## Notice Regarding Disposal of Treasury Shares Through Third-Party Allotment to Employee Stock Ownership

Mitsubishi Kakoki Kaisha, Ltd. (the “Company”) hereby announces that, at a meeting of the Board of Directors held today, it resolved to dispose of treasury shares through a third-party allotment to the Mitsubishi Kakoki Employee Stock Ownership (hereinafter, the “Association”), as outlined below (hereinafter, the “Disposal of Treasury Shares”).

### 1. Overview of disposal

(1)	Date of disposal	November 26, 2025
(2)	Class and total number of shares to be disposed of	15,000 shares of the Company’s common shares (Note)
(3)	Disposal price	2,613 yen per share
(4)	Total proceeds from disposal	39,195,000 yen (Note)
(5)	Method of disposal	Third-party allotment
(6)	Scheduled disposal recipient	Mitsubishi Kakoki Employee Stock Ownership
(7)	Other matters	A Written Notice of Securities has been submitted with respect to the Disposal of Treasury Shares, pursuant to the Financial Instruments and Exchange Act.

(Note) The “Total number of shares to be disposed of” and the “Total proceeds from disposal” above represent maximum figures. The actual amounts are expected to be determined based on the number of Association participants, as withdrawals may occur due to retirements and other factors.

2. Purpose and reason for disposal

On April 26, 2024, the Company resolved to introduce an incentive plan (hereinafter, the “Scheme”) under which special incentive payments would be granted to employees participating in the Association (hereinafter, the “Members”), and the Association would acquire shares of the Company’s common shares using such payment. The Company had promoted a policy that grants incentive payments to employees with the aim of enabling them to build assets through ownership of the Company’s shares and to strengthen their motivation to work. With a view to enhancing corporate value, the Scheme was designed to further advance this concept by encouraging non-participating employees to join the Association to boost the motivation and engagement of a larger number of employees. It was also intended to foster a management mindset among employees at an early stage by encouraging them to take a closer interest in the Company’s management, and to promote the sharing of shareholder value with a broad range of stakeholders. For details of the Scheme, please refer to the announcement dated April 26, 2024, titled “Notice Regarding Introduction of the ‘Special Incentive Payment Scheme’ through the Company’s Employee Stock Ownership.”

Under the Scheme, the Company grants special incentive payments to the Members, and the Company disposes of treasury shares to the Association in consideration of these contributions, through a third-party allotment. The number of shares to be disposed of will be determined at a later date as explained in the Note to “1. Overview of disposal;” up to 15,000 shares are expected to be disposed of to the Association. The grant of special incentive payments to Members is made in cash and does not constitute a monetary claim. In addition, Members are not required to contribute any funds other than the contribution of the special incentive payments granted to them.

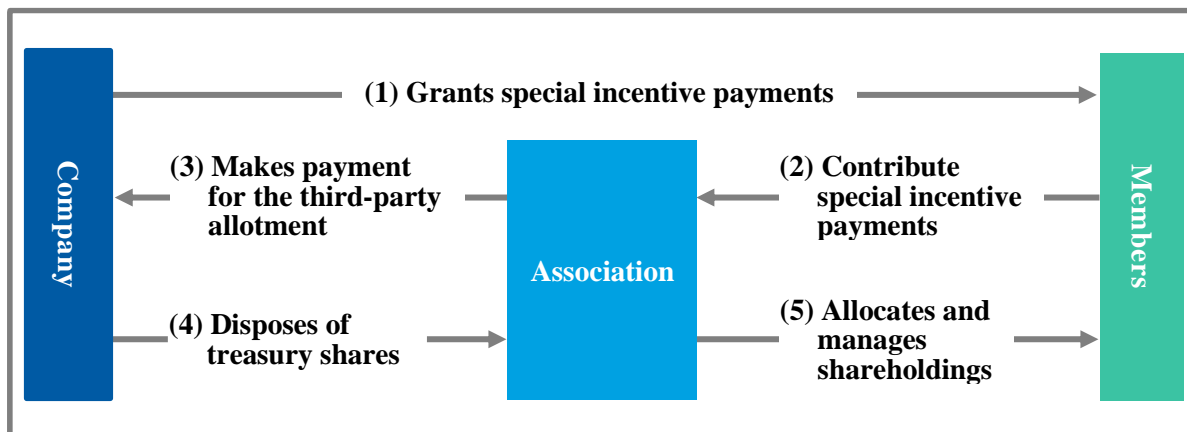
The dilution effect of the Disposal of Treasury Shares will be as follows (rounded to two decimal places):

Number of issued shares (as of April 1, 2025)	23,741,850	0.06%
Total voting rights (as of April 1, 2025)	230,223	0.07%

\*1: The Company carried out a three-for-one stock split of its common shares effective April 1, 2025.

\*2: The total voting rights above are based on 76,639 total voting rights as of March 31, 2025, as adjusted to give effect to the three-for-one stock split that occurred with an effective date of April 1, 2025.

<Mechanism of Scheme>



- (1) The Company grants special incentive payments to the Members.
- (2) The Members contribute the granted special incentive payments to the Association.
- (3) The Association aggregates the contributions from the Members and makes payment for the third-party allotment.
- (4) The Company disposes of treasury shares to the Association.
- (5) The Company's common shares allotted to the Association through the disposal of treasury shares are allocated and managed as Member holdings via Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., to which the Association has entrusted administrative operations.

\* The Members may freely transfer the Company common shares corresponding to their individual holdings in the Association to their individual securities accounts.

### 3. Basis of calculation and specific details of the disposal price

The purpose of the Disposal of Treasury Share is to implement the Scheme. To eliminate arbitrariness, the disposal price was set at 2,613 yen per share, which is the closing price of the Company's common shares on the Tokyo Stock Exchange on August 28, 2025, the business day immediately preceding the date of the Board resolution. This price represents the market price on the day immediately prior to the Board resolution, and is considered reasonable and not particularly advantageous.

As of August 28, 2025, the closing price of the Company's common shares on the Tokyo Stock Exchange was 2,613 yen, and the deviation rates from the average closing price of the Company's common shares on the Tokyo Stock Exchange (rounded to two decimal places) are as follows. (In calculating the deviation rates, share prices adjusted to reflect the stock split effective April 1, 2025 have been used.)

Period	Average closing price (rounded down to the nearest yen)	Deviation rate
1 month (July 29, 2025 to August 28, 2025)	2,399 yen	8.92%
3 months (May 29, 2025 to August 28, 2025)	2,132 yen	22.56%
6 months (February 28, 2025 to August 28, 2025)	1,752 yen	49.14%

All four Directors serving as Audit and Supervisory Committee Members (of whom three are External Directors) present at today's Board of Directors meeting expressed the opinion that, in light of the fact that the Disposal of Treasury Shares is for the purpose of implementing the Scheme and that the disposal price is the closing price on the business day immediately preceding the date of resolution, the disposal price is not particularly advantageous and is lawful.

4. Matters concerning the procedure required by the corporate code of conduct

The Disposal of Treasury Shares does not require the procurement of an opinion from an independent third party or require procedures for confirming the intent of shareholders, which are provided for under Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, because (1) the dilution ratio is less than 25% and (2) this third-party allotment does not involve a change in controlling shareholder.