

March 27, 2026

Company name: Nikkiso Co., Ltd.  
Representative: Koichi Kato,  
Representative Director, President & CEO  
(Code No. 6376, TSE Prime Market)  
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### **Notice of Disposal of Treasury Stock as Restricted Stock Compensation**

Nikkiso Co., Ltd. (the "Company") hereby announces that, at the meeting of the Board of Directors held today, it resolved to dispose of its treasury stock (the "Disposal of Treasury Stock") as restricted stock compensation as follows.

#### **1. Overview of Disposal**

(1) Disposal date	April 24, 2026
(2) Class and number of shares to be disposed	16,985 shares of the common stock of the Company
(3) Disposal price	The Disposal of Treasury Stock is intended to dispose of the Company's common stock as compensation for the Company's Directors. No monetary payment or contribution of property in kind shall be required in exchange for such common stock.  *The fair value per share of the common stock is ¥2,296 based on the closing price of the Company's common stock on the Tokyo Stock Exchange on March 26, 2026, the business day immediately preceding the date of the Board of Directors, for a total value of ¥38,997,560.
(4) Allottees of shares	5 Directors 16,985 shares  *Excluding non-residents of Japan and non-executive Directors such as Outside Directors

#### **2. Purposes and Reasons for Disposal**

At the Board of Directors meeting held on February 24, 2022, the Company resolved to introduce a restricted stock compensation plan (the "Plan") as a new compensation system for Directors of the Company (excluding Outside Directors; the same applies hereinafter) for the purpose of providing incentives to sustainably enhance the Company's corporate value and further promoting value sharing with shareholders.

Moreover, at the 81st Ordinary General Meeting of Shareholders, held on March 30, 2022, it was resolved that (i) restricted stock shall be granted to Directors as compensation based on the Plan, and the transfer restriction period shall be the period from the date of allotment of such shares to the date on which the relevant Directors resign or retire from the position of Directors of the Company or any other

position determined by the Board of Directors, or under certain circumstances, a date separately determined by the Board of Directors, (ii) the restricted stock shall be granted as compensation for Directors by way of issuance or disposal of the Company's common stock, without requiring any monetary payments, and (iii) the total number of shares of the Company's common stock to be issued or disposed of under the Plan shall not exceed 150,000 shares per year, and the total amount thereof shall be within the existing monetary compensation limit.

At the 85th Ordinary General Meeting of Shareholders held on March 27, 2026, the monetary compensation limit for Directors was resolved at an annual amount not exceeding 400 million yen.

Subsequently, at the Board of Directors meeting held today, the Company resolved to dispose of 16,985 shares of the Company's common stock as restricted stock to its five Directors ("Eligible Directors"), considering the purpose of the Plan and the scope of responsibilities of each Eligible Director, and other relevant circumstances.

#### <Overview of the Restricted Stock Allotment Contract>

In accordance with the Disposal of Treasury Stock, the Company and each Eligible Director shall individually enter into the Restricted Stock Allotment Contract (the "Contract"), the outline of which is as follows.

##### (1) Transfer Restriction Period

The Eligible Directors may not dispose, transfer, and create security interest to the allotted common stock (the "Allotted Stock") based on the Contract during the period from April 24, 2026 to the date of resignation or retirement from their position as a Director of the Company (If an eligible Director resigns within 3 months after the end of the fiscal year to which the Date of Allotment belongs, the period shall be until 3 months after the end of the fiscal year).

##### (2) Lifting Transfer Restriction

On the condition that an eligible Director has remained in the position of the Company's director during the period between the date of Ordinary General Meeting of Shareholders immediately preceding to the Date of Allotment and the Ordinary General Meeting of Shareholders of the following year (the "Term of Service"), transfer restriction of all allotted stocks shall be lifted upon expiration of the Transfer Restriction Period.

However, In the event of a eligible Director's resigning or retiring from the position as a Director of the Company during the Term of Service due to death or for a reason deemed legitimate by the Board of Directors of the Company, Transfer Restriction shall be lifted upon resignation or retirement for the number of Allotted Stock, which is equivalent to the number adjusted by the following calculation: Multiplying the number of the Allotted Stock held by the result of dividing by 12 the number of months between the immediate following month to which the start date of the Term of Service belongs and the month of the resignation date (in cases where

the number so obtained includes a fraction of less than one share, such fraction shall be rounded off).

### (3) Free Acquisition by the Company

The Company shall, upon the expiration of the Transfer Restriction Period, naturally acquire, free of charge, any of the Allotted Stock for which the Transfer Restriction has not been lifted.

### (4) Management of Allotted Stock

The allotted stock shall be managed in the dedicated account opened by Eligible Directors at the Daiwa Securities to prevent transfer and create security interest during the Transfer Restricted Period.

### (5) Treatment in the Event of Organizational Restructuring

In the event of approval being granted at a General Meeting of Shareholders of the Company (or, in the event of a reorganization, etc. that does not require approval at a General Meeting of Shareholders of the Company, at a Meeting of the Board of Directors of the Company) for items relating to a reorganization, etc. such as a merger contract whereby the Company is the absorbed company, a share exchange contract whereby the Company becomes a wholly-owned subsidiary, or a share transfer plan, during the Transfer Restriction Period, The restriction shall be lifted, by resolution of the Board of Directors of the Company, immediately before the previous business day such reorganization, etc. come into effect, for the number of Allotted Stock, which is equivalent to the number adjusted by the following calculation: Multiplying the number of the Allotted Stock held at the time by the result of dividing (if the quotient is more than 1, it shall be 1) by 12 the number of months between the immediate following month to which the start date of the Term of Service belongs and the month to which the approval date of reorganization belongs (in cases where the number so obtained includes a fraction of less than one share, such fraction shall be rounded off).