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October 8, 2025

To whom it may concern,

Company Name: Suzuki Co.,Ltd.
 Name of representative: Noriyoshi Suzuki, Representative Director and President
 (Code: 6785, TSE Prime)
 Contact: Kiyohisa Ogawa, Director and Managing Executive Officer,
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Notice Concerning Disposal of Treasury Shares for Restricted Stock Compensation

The Company hereby announces that its Board of Directors meeting held today (hereinafter referred to as the "Allotment Resolution Date") resolved to dispose of treasury shares as restricted stock compensation (hereinafter referred to as the "Disposal of Treasury Shares" or the "Disposal") as follows.

1. Outline of the Disposal

(1)	Date of the Disposal	November 5, 2025
(2)	Class and number of shares to be disposed of	Common stock of the Company 6,500 shares
(3)	Disposal value	2,240 yen per share
(4)	Total disposal amount	14,560,000 yen
(5)	Allottees, the number of such persons, and the number of shares to be disposed of	Five directors of the Company (excluding Outside Directors and Directors serving as Audit and Supervisory Committee Members) 6,500 shares
(6)	Other	The Company has submitted a securities notice in accordance with the Financial Instruments and Exchange Act for the Disposal of Treasury Shares.

2. Purpose and reason for disposal

At the meeting of the Board of Directors held on August 11, 2020, the Company resolved to introduce a Restricted Stock Compensation plan as a new compensation plan for the Company's Directors (excluding outside directors and directors serving as Audit and Supervisory Committee Members, hereinafter referred to as the "Eligible Directors") for the purpose of providing medium to long term incentives and sharing of shareholder values (hereinafter referred to as the "Plan"). In addition, approval was obtained at the 51st Ordinary General Meeting of Shareholders held on September 25, 2020, for the payment of monetary compensation claims of not more than 40 million yen per annum to the Eligible Directors as monetary compensation for assets contribution to acquire restricted stocks under the Plan (hereinafter referred to as the "Restricted Stock Compensation") and issuance or disposition of not more than 50,000 shares of the Company common stock per annum; for the period from the day on which the said shares are allotted

to the time immediately after the time at which the Board of Directors of the Company retires from positions predetermined by the Board of Directors' meeting of the Company, as the transfer restriction period of the restricted stocks; etc.

The outline of the Plan is as follows.

[Outline of the Plan, etc.]

The Eligible Directors will pay all of the monetary compensation claims paid by the Company under the Plan as assets contributed in kind, and will be issued or disposed of with respect to common shares of the Company. The amount to be paid in 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 each resolution of the Board of Directors (if no transaction has been closed on the same day, the closing price of the most recent transaction day) to the extent that the amount is not particularly favorable to the Eligible Directors who subscribe for such common stock.

In addition, upon the issuance or disposal of the Company's common shares under the Plan, the Company and the Eligible Directors shall enter into a Restricted Stock Allotment Agreement, which shall include provisions such as (i) the Eligible Directors shall not transfer, create security interests, or otherwise dispose of the common shares of the Company allotted under the Restricted Stock Allotment Agreement for a certain period of time, and (ii) the Company shall acquire such common shares gratis in the event of certain events.

Taking into consideration the purpose of the Plan, the Company's business conditions, the scope of responsibilities of each Eligible Director, and various circumstances, the Company has decided to grant a total of 14,560,000 yen (hereinafter referred to as the "Monetary Compensation Claims") as monetary compensation claims and 6,500 shares of common shares for the purpose of further motivating each Eligible Director.

In the Disposal of Treasury Shares, the five Eligible Directors, who are the Scheduled Allottees, will pay all of the Monetary Compensation Claims to the Company as property contributed in kind under the Plan and will receive disposal of common shares of the Company (hereinafter referred to as the "Allotted Shares"). An outline of the Restricted Stock Allotment Agreement to be executed between the Company and the Eligible Directors in connection with the Disposal of Treasury Shares (hereinafter referred to as the "Allotment Agreement") is as described in 3. below.

3. Outline of the Allotment Agreement

(1) Transfer restriction period

Period from November 5, 2025 to the time immediately following his/her retirement from the position of Director of the Company

(2) Conditions for Cancellation of Transfer Restrictions

The Transfer Restriction shall be cancelled for all of the Allotted Shares upon expiration of the Transfer Restriction Period, provided that the Eligible Directors have been in the position of Director of the Company continuously during the period from the month including the Allotment Resolution Date to the time immediately prior to the conclusion of the first Ordinary General Meeting of Shareholders thereafter.

(3) Treatment of the Eligible Directors who resign due to expiration of their terms of office or other justifiable reasons during the Transfer Restriction Period

(i) Time of Cancelling the Transfer Restrictions

In case that the Eligible Director resigns from the position of Director of the Company due to the expiration of his/her term of office or for other justifiable reasons (including resignation due to death), the transfer restriction shall be cancelled immediately after the resignation of the Eligible Director.

(ii) Number of Shares Subject to Cancellation of Transfer Restrictions

The number of shares obtained by multiplying the number of the Allotted Shares held at the time of such resignation specified in (i) by the number obtained by dividing the period of service (on a monthly basis) from the month including the Allotment Resolution Date to the month to which the date of resignation of the Eligible Director belongs by 12 (if the number exceeds 1,

it shall be 1) (however, if the calculation results in a fraction less than one share unit, such fraction shall be rounded down).

(4) Acquisition by the Company without consideration

If an Eligible Director commits an act in violation of laws and regulations or falls under any other specified event stipulated in the Allotment Agreement during the Transfer Restriction Period, the Company shall naturally acquire all of the Allotted Shares at such time without consideration. Also, at the time of expiration of the transfer restriction period or at the time of cancellation of the transfer restriction set forth in (3) above, the Company shall naturally acquire the Allotted Shares without consideration, for which the transfer restriction is not cancelled.

(5) Management of shares

During the transfer restriction period, the Allotted Shares shall be managed in a dedicated account opened by the Eligible Directors at Nomura Securities Co., Ltd., so that the Allotted Shares may not be transferred, create security interests, or otherwise disposed of during the transfer restriction period. In order to ensure the effectiveness of the restriction on transfer, etc. of the Allotted Shares, the Company has concluded an agreement with Nomura Securities Co., Ltd. in connection with the management of the accounts of the Allotted Shares held by each Eligible Director. In addition, the Eligible Directors shall consent to the details of the management of such accounts.

(6) Treatment in Reorganization, etc.

During the Transfer Restriction Period, if a merger agreement under which the Company becomes a disappearing company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly-owned subsidiary, or other matters related to organizational restructuring, etc. are approved at a general meeting of shareholders of the Company (provided, however, that in cases where the organizational restructuring, etc. does not require approval at a shareholders meeting of the Company, the board of directors of the Company), the Transfer Restriction related to such matters shall be cancelled by a resolution of the Board of Directors of the Company immediately prior to the effective date of organizational restructuring, etc. for the number of shares obtained by multiplying the number of the Allotted Shares held at such time by the number obtained by dividing the number of months from the month including the Allotment Resolution Date until the month including the date of such approval by 12 (if the number exceeds 1, it shall be 1) (however, if the calculation results in a fraction less than one share unit, such fraction shall be rounded down). In addition, at the time immediately after cancelling the Transfer Restriction, the Company will naturally acquire all of the Allotted Shares for which the Transfer Restriction has not been cancelled without consideration.

4. Basis for calculation of the amount to be paid in and specific details thereof

The Disposal of Treasury Shares to the Scheduled Allottee will be made using monetary compensation claims that were paid as the Restricted Stock Compensation for the 57th fiscal year of the Company under the Plan as contributed assets. The disposal price is set at 2,240 yen, which is the closing price of the Company's common shares on the Prime Market of the Tokyo Stock Exchange on October 7, 2025 (the business day immediately preceding the date of the resolution by the Board of Directors), in order to eliminate arbitrariness. This is the market share price immediately before the date of resolution of the Board of Directors, and we believe that it is reasonable and does not fall under a particularly favorable value.