



June 24, 2025

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Name of representative: Mitsuru Nomura,
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(Securities code: 7184; Prime Market of the
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Notice Concerning Disposal of Treasury Shares Under the Restricted Stock Compensation

The First Bank of Toyama, Ltd. (the “Bank”) has resolved at the meeting of the Board of Directors dated June 24, 2025 to dispose of its treasury shares under the restricted stock compensation (hereinafter, “Disposal of Treasury Shares”) as follows.

1. Outline of the disposal

(1)	Payment date	July 22, 2025
(2)	Class and number of shares to be disposed of	22,572 common shares of the Bank
(3)	Disposal price	¥961 per share
(4)	Total value of the disposal	¥21,691,692
(5)	Planned allottees	Seven Directors (*) 14,564 shares Seven Executive Officers 8,008 shares * Excluding Outside Directors
(6)	Others	Regarding the Disposal of Treasury Shares, the Bank has submitted a securities notification statement in accordance with the Financial Instruments and Exchange Act.

2. Purpose and reasons for the disposal

At the Board of Directors meeting held on May 11, 2018, the Bank introduced a restricted stock compensation plan (hereinafter, “Plan”) for Directors (excluding Outside Directors; the same applies hereinafter) and Executive Officers of the Bank (hereinafter collectively referred to as “Eligible Officers, etc.”) for the purpose of providing incentives for them to strive for sustainable improvement of the Bank’s corporate value and shareholder value over the medium to long-term as well as sharing value with our shareholders further as a compensation plan for Eligible Officers, etc.

Additionally, at the 107th Annual General Meeting of Shareholders held on June 28, 2018, it was approved to, in accordance with the Plan, pay monetary compensation claims of no more than ¥30 million per year to Directors of the Bank separate from the existing monetary compensation as in-kind contribution for the granting of restricted stock.

The overview of the Plan is as follows.

<The overview of the Plan>

Eligible Officers, etc. will contribute to the Bank all of the monetary compensation claims paid by the Bank under the Plan as property contributed in kind, and the Bank will issue or dispose of Bank common shares to the Eligible Officers, etc.

The total number of Bank common shares to be issued or disposed of under the Plan shall be no more than 60 thousand shares per year for Directors, and the amount to be paid in per share shall be determined by the Board of Directors based on the closing price of the Bank's common shares on the Tokyo Stock Exchange on the business day preceding the date of resolution by the Board of Directors (if there is no closing price on such date, the closing price on the closest preceding trading day), which will be within a range not specially advantageous to Eligible Officers, etc. who receive an allotment of shares.

Additionally, upon the issuance or disposal of the Bank's common shares under the Plan, the Bank and the Eligible Officers, etc. to be allotted shares shall enter into a restricted share allotment agreement, which shall include the following items.

- (i) The Bank's common shares allotted under the restricted share allotment agreement shall not be transferred, pledged or otherwise disposed of for a predetermined period
- (ii) The Bank shall acquire such common shares at no cost upon the occurrence of certain events

Furthermore, taking into account the purpose of the Plan, the Bank's business performance, the scope of responsibilities for each Eligible Officer, etc., and other various circumstances, in accordance with the resolution of the Board of Directors meeting held today, the Bank resolved to pay a total of ¥21,691,692 in monetary compensation claims, and in turn, dispose of 22,572 common shares of the Bank (hereinafter, "Allotted Shares") to 14 Eligible Officers, etc.

<The overview of restricted share allotment agreement>

In conjunction with the Disposal of Treasury Shares, the Bank will enter into a restricted share allotment agreement with each of the Eligible Officers, etc. The following is an overview of said agreement.

(1) Transfer restriction period

Eligible Officers, etc. shall not transfer, create security interests in, or otherwise dispose of Allotted Shares from July 22, 2025 (payment date) until their retirement as Directors or Executive Officers of the Bank.

(2) Conditions for the lifting of the transfer restrictions

The Bank shall lift the transfer restrictions on all Allotted Shares upon the expiration of the transfer restriction period, on the condition that Eligible Officers, etc. continuously hold the position of Director or Executive Officer of the Bank for the period of July 1, 2025 to the day of the Bank's 115th Annual General Meeting of Shareholders (hereinafter "Service Provision Period"). However, if Eligible Officers, etc. retire from their position as Director or Executive Officer of the Bank due to death, term expiration or any other reason deemed legitimate by the Bank's Board of Directors during the Service Provision Period, then these restrictions shall be lifted upon the expiration of the transfer restriction period for a proportion of the Allotted Shares calculated by dividing the number of months from the month of the Service Provision Period start date to the month of the date of the retirement by 12, multiplied by the number of their Allotted Shares (provided, however, that fractions of less than one share arising from the calculation shall be rounded down).

(3) The Bank's acquisition of the shares at no cost

The Bank will naturally acquire at no cost all of the Allotted Shares for which the transfer restrictions have not been lifted at the time of the expiration of the transfer restriction period.

(4) Administration of shares

The Allotted Shares shall be administered in a dedicated account for restricted stock opened by the Eligible Officers, etc. with Daiwa Securities Co. Ltd. during the transfer restriction period to ensure that they cannot be transferred, pledged or otherwise disposed of during the transfer restricted period.

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

During the transfer restriction period, in the case that matters regarding merger agreements under

which the Bank becomes the disappearing company, share exchange agreements or share transfer plans under which the Bank becomes a wholly owned subsidiary of another company, or any other organizational restructuring, etc. are approved at the General Meeting of Shareholders of the Bank, the number obtained by dividing the number of months passed from the month including the date of disposal (for Executive Officers Covered by the Plan, the starting date of the Service Provision Period associated with the business term that includes the date of disposal) to the month including the approval date of organizational restructuring, etc. by 12 (However, when the resulting number is more than 1, the number will be set at 1.) and then multiplying this figure by the number of Allotted Shares held on the day of that approval, the transfer restrictions for that number of Allotted Shares (However, as a result of the calculation, the number of shares less than one share will be truncated.) shall be lifted immediately before the business day immediately prior to the effective date of the said organizational restructuring by resolution of the Board of Directors of the Bank.

3. Basis for calculating the amount to be paid in for the Allotted Shares and other specific details

The Disposal of Treasury Shares will be made with the monetary compensation claims paid to planned allottees under the Plan as the assets to be contributed, and, in order to eliminate arbitrariness in pricing, the price paid shall be set at ¥961, which is the closing price of the Bank's common stock on the Tokyo Stock Exchange on June 23, 2025 (the business day preceding the date of resolution by the Board of Directors). This is the market share price immediately prior to the date of the Board of Directors resolution, and in the absence of any special circumstances that might indicate the recent stock price cannot be relied on, we believe that it is a reasonable price that appropriately reflects the Bank's corporate value, and does not constitute an especially advantageous price for Eligible Officers, etc.

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.
