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To Whom It May Concern

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### Notice Regarding Disposal of Treasury Stock as Employee Shareholding Association - Restricted Stock Incentive

AISAN INDUSTRY CO., LTD. (herein "the Company") hereby announces that the Company has resolved to implement the Employee Shareholding Association-Restricted Stock Incentive Plan (herein "the Plan") and to dispose of the Company's treasury stock as restricted stock (herein "the Treasury Stock Disposal" or the "Disposal"), with the Aisan Industry Co., Ltd. Employee Shareholding Association (herein "the ESA") as the scheduled allottee, based on the Plan as follows.

#### 1. Overview of the Disposal

(1) Disposal date	July 1, 2026
(2) Class and number of shares to be disposed	320,800 shares of common stock of the Company (Note)
(3) Disposal price	¥2,195 per share
(4) Total disposal price	¥704,156,000 (Note)
(5) Disposal method (scheduled allottee)	Subject to the condition that the ESA applies to subscribe for the shares through a third-party allotment method, the Company shall allot to ESA the number of shares specified in its application, within the range of shares to be disposed of as described in (2) above (the number so allotted shall constitute the number of shares to be disposed of). (Aisan Industry ESA: 320,800 shares) Please note that partial applications for the number of shares to be granted from each eligible employee (as defined below) will not be accepted.
(6) Others	The Company has submitted an extraordinary report on the Treasury Stock Disposal in accordance with the Financial Instruments and Exchange Act.

(Note) The "number of shares to be disposed" and the "total value of shares to be disposed" are calculated assuming that 100 shares of the Company's common stock are granted as Restricted Stock to each of the Company's 3,208 employees, who represent the maximum number of employees potentially eligible for the Plan. The actual number of shares to be disposed of and the total value of shares to be disposed will be determined based on the number of employees (maximum 3,208 persons) who agree to the Plan (herein "the Eligible Employees") after the completion of membership promotions for non-members of the ESA and confirmation of agreement to the Plan by members of the ESA. Specifically, as described in (5) above, the number of shares specified by ESA shall constitute the "number of shares to be disposed," and the amount obtained by multiplying that number by the disposal price per share shall constitute the "total value of shares to be disposed." The Company will pay each Eligible Employee a monetary claim of ¥219,500. The Company will allocate 100 shares uniformly to each Eligible Employee through ESA.

## 2. Purpose of and Reason for the Disposal

At the meeting of the Board of Directors held today, the Company resolved that as a measure to promote the welfare of the Eligible Employees among employees of the Company who were members of the ESA, it shall introduce the Plan for the purpose of creating an opportunity for the Eligible Employees to acquire shares of common stock issued or disposed of by the Company as restricted stock through the ESA. In addition to assisting Eligible Employees to build up their assets, this provides incentives to continuously improve the corporate value of the Company and also enables Eligible Employees to further advance value sharing with the shareholders of the Company.

An overview of the Plan is as follows:

### [Overview of the Plan]

Under the Plan, the Eligible Employees will be granted monetary claims (herein "Special Incentive") by the Company as a special incentive to grant 100 shares per person as restricted stock and the Eligible Employees will contribute the Special Incentive to the ESA. The ESA will then provide to the Company the Special Incentive contributed by the Eligible Employees by way of an in-kind contribution, and, in turn, shall receive the issue or disposal of the Company's common stock as ESA-RS.

The amount per share to be paid for the Company's common stock in cases where such common stock is to be issued or disposed of based on the Plan shall be resolved by the Board of Directors within a scope that is not particularly advantageous to the ESA (and by extension to the Eligible Employees) based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the resolution by the Board of Directors pertaining to the issue or disposal.

In issuing or disposing of the Company's common stock based on the Plan, the Company and the ESA will execute a ESA-RS allotment agreement, the outline of which will include, among other things, that (1) the ESA is prohibited from transferring, creating any security interest on, or otherwise disposing of the allotted shares to a third party during a certain restriction period (herein "the Restriction"), and (2) the Company shall make acquisition of the allotted shares without payment of any contribution if certain events occur. Furthermore, the Special Incentive will be granted to the Eligible Employees on the condition that the ESA-RS allotment agreement is executed between the Company and the ESA.

Moreover, until the Restriction is lifted, based on the ESA Rules, the ESA Detailed Operation Rules and other rules of the ESA (herein collectively, the "ESA Rules, etc.") (Note), the Eligible Employee will be restricted from withdrawing the Eligible Employee's member equity interest pertaining to the Allotted Shares (as defined below) to be held by Eligible Employee in proportion to the monetary claims contributed to the ESA (herein "the Restricted Stock Equity Interest").

(Note) The ESA is scheduled to resolve for amendment of the ESA Rules, etc. in order to comply with the Plan prior to receiving the Treasury Stock Disposal at the meeting of the ESA's governing body to be held promptly after the resolution of the Board of Directors pertaining to the Treasury Stock Disposal. Such amendment is scheduled to become effective when two (2) weeks have elapsed after the dispatch of the notice to the members of the ESA in accordance with the ESA Rules, etc. after the resolution at such meeting of the ESA's governing body, and the objections from the members of the ESA are less than one-third (1/3) of the total members of the ESA.

In the Treasury Stock Disposal, the Company's common stock (herein "the Allotted Shares") will be disposed of to the ESA as a result of the ESA, as the scheduled allottee, contributing all of the Special Incentive contributed from the Eligible Employees as a contribution in-kind based on the Plan. In the Treasury Stock Disposal, the overview of the ESA-RS allotment agreement to be executed between the Company and the ESA (herein "the Allotment Agreement") is as described in "3. Overview of Allotment Agreement" below. The number of shares to be disposed of in the Treasury Stock Disposal is expected to become fixed in due course as indicated in (Note) of 1. above; however, assuming that all 3,208 employees of the Company, which is the maximum number of persons who could be eligible for the Plan, join the ESA and agree to the Plan, a maximum of 320,800 shares will be disposed of. Please note that the scale of stock dilution based on the Treasury Stock Disposal is, when based on the foregoing number of shares disposed of, 0.51% (rounded off to two decimal places; hereinafter the same in the calculation of percentages) of 63,406,879 shares as the total number of issued shares as of September 30, 2025, and is 0.56% of 569,908 voting rights as the total number of voting rights as of September 30, 2025.

The introduction of the Plan is intended to create an opportunity to acquire shares of the Company's common stock issued or disposed of by the Company as restricted stock through the ESA as a measure to promote the welfare of the Eligible Employees. In addition to assisting Eligible Employees to build up their assets, this promotes further share values with shareholders of the Company and provides them with an incentive to continuously improve the corporate value of the Company. Based on these objectives, the Company determines that the number of shares to be disposed of and the resulting dilution in connection with the Treasury Stock Disposal are reasonable. Furthermore, the Company assesses that the impact on the market will remain minor even when accounting for the dilution.

Please note that the Treasury Stock Disposal will be implemented on the condition that the amended ESA Rules, etc. become effective by the day preceding the date of disposal of the Treasury Stock Disposal, and that the Allotment Agreement between the Company and the ESA will be concluded during the application period.

### 3. Overview of Allotment Agreement

#### (1) Transfer-restricted period

From July 1, 2026 to June 30, 2029

#### (2) Condition for lifting of the Restriction

On the condition that an Eligible Employee has been a member of the ESA on a continuing basis during the transfer restriction period, the Restriction shall be lifted as of the expiration of the transfer restriction period for the total number of the Allotted Shares according to the Restricted Stock Equity Interest held by the Eligible Employee who satisfies such condition.

#### (3) Treatment upon terminating membership of the ESA

In cases where an Eligible Employee terminates membership in ESA during the transfer restriction period due to retirement or other justifiable cause (refers to cases where the employee loses membership status or submits a withdrawal application, including termination of membership due to death), the Company shall lift the transfer restrictions on all Allocated Shares corresponding to the Restricted Stock Equity Interest held by the Eligible Employees as of the date the ESA receives the withdrawal application (or, in the case of termination due to loss of membership, the date such membership was lost; in the case of termination due to death, the date of death; herein referred to as the "Date of Application for Termination of Membership").

#### (4) Treatment upon becoming a non-resident

If the Company determines that one or more Eligible Employees become non-residents due to an overseas transfer or similar event during the transfer restriction period, the transfer restriction on all of the regular allocation shares corresponding to the number of restricted stock units held by such Eligible Employees as of the date of such determination (herein "the Overseas Transfer Determination Date") shall be lifted as of the Overseas Transfer Determination Date.

#### (5) Acquisition without payment of any contribution by the Company

If an Eligible Employee has committed any act in violation of laws and regulations or falls under any of the certain events set forth in the Allotment Agreement during the Restriction Period, the Company shall naturally acquire without consideration all of the Allotted Shares in the number corresponding to the Restricted Stock Interest held by the Eligible Employee at the time of such event. The Company shall, as a matter of course, acquire the Allotted Shares without compensation for which the Transfer Restrictions are not lifted at the time of the expiration of the transfer restriction period or at the time of the lifting of the Transfer Restrictions prescribed in (3) or (4) above.

#### (6) Management of stocks

During the transfer restriction period, the Allotted Shares shall be administered in a dedicated account opened at Nomura Securities Co., Ltd. by the ESA to ensure that the ESA neither transfers, nor creates any security interest on, nor otherwise disposes of the Allotted Shares during such period. In addition, the ESA shall register and administer, pursuant to the provisions of the ESA Rules, the Restricted Stock Equity Interest to be held by the Eligible Employees in relation to the Allotted Shares separately from the member equity interest held by the Eligible Employees in relation to the shares acquired by the ESA not based on the Plan (herein "the Ordinary Equity Interest").

#### (7) Handling during reorganization, etc.

If, during the transfer-restricted period, a merger agreement under which the Company will cease to exist, a share exchange agreement or share transfer plan under which the Company will become a wholly owned subsidiary, or any other matter relating to organizational restructuring, etc., is approved at the General Meeting of Shareholders of the Company (provided that said approval will come from the Company's Board of Directors for matters relating to organizational restructuring, etc. for which approval by the General Meeting of Shareholders is not required), then, by resolution of the Board of Directors as of the date of such approval, the transfer restrictions on all of the Allocated Shares held by the ESA corresponding to the number of Restricted Stock interests held by the Eligible Employees shall be lifted as of the time immediately preceding the business day prior to the effective date of such organizational restructuring, etc.

### 4. Basis of Calculating and Specific Details of the Disposal Amount

The Treasury Stock Disposal to the ESA as the scheduled allottee is conducted by the Eligible Employees contributing the Special Incentive to the ESA for the grant of ESA-RS as property contributed in kind. To eliminate any arbitrariness in the disposal amount, the closing price for the Company's common stock on January 30, 2026 (the business day before the day of resolution of the Board of Directors) on the Tokyo Stock Exchange Prime Market of JPY2,195 is used as the disposal

amount. As this is the market share price immediately before the date of resolution of the Board of Directors, the Company believes that it is rational and not a particularly advantageous amount.

Note that the deviation rate (rounded off to two decimal places) of this price from the average closing price of the Company's common stock on the Tokyo Stock Exchange Prime Market is as follows.

Period	Average closing price (any amount less than 1 yen shall be rounded off)	Deviation rate
1 month (January 5, 2026 to January 30, 2026)	2,257 yen	-2.75%
3 month (October 31, 2025 to January 30, 2026)	2,184 yen	0.50%
6 month (July 31, 2025 to January 30, 2026)	2,071 yen	5.99%

All of the 4 Audit & Supervisory Board Members (including 2 Outside Audit & Supervisory Board Members) who attended the meeting of the Board of Directors held today have provided their opinion that the foregoing disposal price is not particularly advantageous to the ESA (the scheduled allottee) and that such determination is legitimate, in considering that the purpose of the Treasury Stock Disposal is to introduce the Plan and that the disposal price is the closing price on the Prime Market of the Tokyo Stock Exchange on the business day prior to the date of the resolution.

#### 5. Matters Related to Procedures under the Company's Code of Conduct

With regard to the Treasury Stock Disposal, since (1) the dilution rate is less than 25% and (2) it does not involve a change of the controlling shareholder, there is no need to take procedures to acquire the opinion of an independent third party and confirm the intention of shareholders as set forth in Article 432 of the Securities Listing Regulations prescribed by the Tokyo Stock Exchange.

[Reference]

[Scheme of the Plan]

- ① The Company will grant monetary claims as the Special Incentive for the grant of the restricted stock to the Eligible Employee.
- ② The Eligible Employees will contribute the monetary claims of (1) above to the ESA.
- ③ The ESA will collect and contribute to the Company the monetary claims contributed in (2) above.
- ④ The Company will allot the Allotted Shares to the ESA as the restricted stock (referred to as "RS" in the following table).
- ⑤ The Allotted Shares will be deposited in a dedicated account opened by the ESA through Nomura Securities Co., Ltd, and the withdrawal of the Allotted Shares will be limited during the transfer restriction period.
- ⑥ After lifting of the Restriction, the Allotted Shares will be transferred to the Ordinary Equity Interest or a securities account held under the name of the Eligible Employee.

