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Company name: Hirogin Holdings, Inc.
Name of representative: Toshio Heya,
Representative Director and President
(Securities code: 7337; Prime Market of
the Tokyo Stock Exchange)
Inquiries: Atsushi Nakamuro, Senior Manager of
Planning Office, Management Planning
Group of Management Planning Division
(Telephone: +81-82-245-5151)

Notice Concerning Introduction of a Restricted Stock-Based Compensation Plan

Hirogin Holdings, Inc. (President: Toshio Heya; hereinafter the “Company”) hereby announces that it resolved, at the Board of Directors’ meeting held today, to revise its executive compensation system and to introduce a restricted stock-based compensation plan (hereinafter the “Plan”). The Company has also resolved to submit a proposal regarding the Plan (hereinafter the “Proposal”) to the 6th Annual Shareholders Meeting of the Company scheduled to be held in June 2026 (hereinafter the “Shareholders Meeting”) as described below.

This resolution was made following deliberation and recommendation by the Group Nomination and Compensation Advisory Committee, a majority of whose members are Independent External Directors.

1. Purpose and Conditions of Introduction of the Plan

(1) Purpose of introduction

The Plan is intended to grant restricted shares to the Company’s Directors (excluding Directors who are Audit and Supervisory Committee Members and External Directors; hereinafter “Eligible Directors”). Through direct ownership of common shares of the Company during their tenure, the Plan enables them to more closely share with shareholders the benefits and risks of share price fluctuations. It is also intended to further enhance their motivation to contribute to the appreciation of the Company’s share price and the enhancement of corporate value.

(2) Conditions for introduction

Under the Plan, monetary compensation claims will be granted to Eligible Directors as compensation for the allocation of restricted shares. Accordingly, the introduction of the Plan is subject to approval by shareholders at the Shareholders Meeting. Regarding the monetary compensation for Directors (excluding Directors who are Audit and Supervisory Committee Members), it was approved at the Company’s 1st Annual Shareholders Meeting held on June 25, 2021

that such compensation shall not exceed 200 million yen per year (of which the amount for External Directors shall not exceed 30 million yen per year, and excluding salaries for Directors who concurrently serve as employees). In addition, the continuation of the stock-based compensation plan, the officer compensation BIP trust, which is separate from monetary compensation and applies to Eligible Directors and Executive Officers, etc. was approved at the Company's 3rd Annual Shareholders Meeting held on June 27, 2023, and revision to the upper limit on the amount of trust money to be contributed to the trust was approved at the Company's 4th Annual Shareholders Meeting held on June 25, 2024. At the Shareholders Meeting, the Company will submit a proposal to introduce the Plan and seek shareholder approval to establish a compensation framework under the Plan for Eligible Directors of the Company, separately from the existing compensation limits described above for Directors (excluding Directors who are Audit and Supervisory Committee Members).

Upon the introduction of the Plan, the Company intends to discontinue new contributions to the aforementioned officer compensation BIP trust and the granting of new points to Eligible Directors, etc. thereunder.

2. Overview of the Plan

The total amount of monetary compensation claims granted to Eligible Directors for the allotment of restricted shares under the Plan shall not exceed 100 million yen per year (excluding salaries for Directors who concurrently serve as employees). The total number of restricted shares to be allotted by the Company to Eligible Directors in each fiscal year shall not exceed 100,000 shares. However, in the event a share split (including gratis allotment of common shares of the Company) or share consolidation of common shares of the Company on or after the approval date of the Proposal at the Shareholders Meeting, or any other event that requires the adjustment of the total number of restricted shares to be allotted, the total number of such restricted shares may be reasonably adjusted.

Eligible Directors will receive the issuance or disposition of common shares of the Company by contributing all monetary compensation claims granted by the Company under the Plan as in-kind contribution. The payment amount per common share shall be determined by the Board of Directors of the Company based on the closing price of common shares of the Company on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board of Directors' resolution regarding the issuance or disposition (or, if no trading occurs on that day, the closing price on the most recent trading day preceding that date), provided that such amount shall not be particularly favorable to the Eligible Directors who will receive the common shares.

In connection with the allotment of restricted shares under the Plan, the Company and each Eligible Director will enter into a restricted share allotment agreement, which will include provisions such as: (i) a restriction on transfer, pledge, or other disposition of the allotted shares to the relevant Eligible Director (hereinafter the "Allotted Shares") during the period from the delivery date until the date on which the Eligible Director ceases to serve as Director and Executive Officer of both the Company and The Hiroshima Bank, Ltd. (hereinafter "Hiroshima Bank") (hereinafter the "Restriction Period"); and (ii) the Company's right to acquire the Allotted Shares without consideration in certain circumstances. During the

Restriction Period, the Allotted Shares will be managed in a dedicated account opened by each Eligible Director with SMBC Nikko Securities Inc., ensuring that transfer, pledge, or other disposition is not possible.

Subject to the approval of the Proposal at the Shareholders Meeting, the Company also plans to introduce a similar restricted share compensation plan for the Executive Officers of the Company and Directors and Executive Officers of Hiroshima Bank, as well as a modified version of the Plan for certain Directors of subsidiaries other than Hiroshima Bank.