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June 24, 2026

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 (Securities code: 7337; Prime Market of
 the Tokyo Stock Exchange)
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Notice Concerning Disposal of Treasury Shares as Restricted Stock Compensation

Hirogin Holdings, Inc. (President: Yuji Hiroe; hereinafter, the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held today, to dispose of its treasury shares as restricted stock compensation (hereinafter the “Disposal of Treasury Shares”) as described below.

1. Overview of the Disposal

(1) Payment date	July 10, 2026															
(2) Class and number of shares to be disposed	165,146 shares of common stock of the Company															
(3) Disposal price	2,098.5 yen per share															
(4) Total value of the Disposal	346,558,881 yen															
(5) Scheduled disposal recipients	<table border="0"> <tr> <td>Directors of the Company (*1)</td> <td>5 persons</td> <td>23,040 shares</td> </tr> <tr> <td>Executive Officers of the Company</td> <td>10 persons</td> <td>25,162 shares</td> </tr> <tr> <td>Directors of Hiroshima Bank (*1)</td> <td>7 persons</td> <td>18,176 shares</td> </tr> <tr> <td>Executive Officers of Hiroshima Bank</td> <td>19 persons</td> <td>85,714 shares</td> </tr> <tr> <td>Directors of the Company’s subsidiaries</td> <td>14 persons</td> <td>13,054 shares</td> </tr> </table> <p>*1) Excluding Directors who are Audit and Supervisory Committee Members and External Directors. *2) Although the total number of persons above is 55, some of them concurrently hold multiple posts listed above; the actual number of persons is 41.</p>	Directors of the Company (*1)	5 persons	23,040 shares	Executive Officers of the Company	10 persons	25,162 shares	Directors of Hiroshima Bank (*1)	7 persons	18,176 shares	Executive Officers of Hiroshima Bank	19 persons	85,714 shares	Directors of the Company’s subsidiaries	14 persons	13,054 shares
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(6) Other	For the Disposal of Treasury Shares, the Company has submitted an extraordinary report as required by the Financial Instruments and Exchange Act.															

Notes 1) “Hiroshima Bank” is short for The Hiroshima Bank, Ltd. The same applies hereinafter.

2) “the Company’s subsidiaries” refer to the subsidiaries other than Hiroshima Bank among the Company’s subsidiaries. The same applies hereinafter.

2. Purpose and reason for the Disposal

At its 6th Annual Shareholders Meeting held on June 24, 2026, the Company has obtained approval to introduce a stock compensation plan (hereinafter the “Plan”) that grants restricted shares to the Directors of the Company (excluding Directors who are Audit and Supervisory Committee Members and External Directors; hereinafter “Eligible Directors”) in order to enable Eligible Directors, through direct acquisition and ownership of common shares of the Company during their tenure, to more closely share with shareholders the benefits and risks of share price fluctuations and further enhance their motivation to contribute to the appreciation of the Company’s share price and the enhancement of corporate value. The Company is also allowed, under the Plan, to set the total amount of monetary compensation claims to be granted to Eligible Directors as compensation related to restricted shares at not more than 100 million yen per year (excluding salaries for Directors who concurrently serve as employees), limit the total number of restricted shares to be allotted to Eligible Directors in each fiscal year to not more than 100,000 shares, and set the transfer restriction period as the period from the delivery date of restricted shares until the date on which the Eligible Director ceases to serve as Director and Executive Officer of both the Company and Hiroshima Bank.

At its Board of Directors’ meeting held today, the Company has resolved to grant monetary compensation claims amounting to 346,558,881 yen in relation to restricted stock compensation for the service period predefined by the Board of Directors of the Company (hereinafter the “Service Period”), and to allot, as designated restricted stock, 165,146 shares of common stock of the Company to the scheduled disposal recipients, namely, 27 Directors (excluding Directors who are Audit and Supervisory Committee Members and External Directors) and Executive Officers of the Company and Hiroshima Bank as well as 14 Directors of the Company’s subsidiaries (hereinafter collectively “Allottees,” of whom Directors and Executive Officers of the Company and Hiroshima Bank are referred to as “Allottees (I)” and Directors of the Company’s subsidiaries as “Allottees (II).” Concerning the number of each of Allottees (I) and (II), the actual number is stated in 1. (5) above), who will then contribute all of the said monetary compensation claims in kind. The amount of monetary compensation claims granted to each Allottee has been determined in comprehensive consideration of the level of each Allottee’s contribution to the Company, Hiroshima Bank, or the Company’s subsidiary and other factors. The scale of dilution as a result of the Disposal of Treasury Shares is insignificant at 0.05% (rounded off to two decimal places) of 301,871,477 shares, which is the total number of issued shares as of March 31, 2026, and therefore is considered reasonable in light of the purpose of the Plan. The monetary compensation claims will be granted on the condition that the Company and each Eligible Director enter into a restricted share allotment agreement (hereinafter the “Allotment Agreement”) that includes the following provisions.

Under the Plan, the restricted shares consist of the two types, namely, “Restricted Shares (I)” to be allotted to Allottees (I) and “Restricted Shares (II)” to be allotted to Allottees (II).

3. Outline of the Allotment Agreement

(1) Transfer restriction period

During the transfer restriction period specified below, each Allottee shall not transfer, pledge, establish a security interest on, make an inter vivos gifts, bequeath, or otherwise dispose of Restricted Shares (I) allotted to the Allottee (hereinafter the “Allotted Shares (I)”) or Restricted Shares (II) allotted to the Allottee (hereinafter the “Allotted Shares (II)”) (hereinafter the “Transfer Restriction”) to any third party.

i. Restricted Shares (I)

From July 10, 2026 until the date on which the Allottee (I) ceases to serve as Director and Executive Officer of both the Company and Hiroshima Bank (hereinafter the “Transfer Restriction Period (I)”).

ii. Restricted Shares (II)

From July 10, 2026 until the date on which the Allottee (II) ceases to serve as Director of the company to which the Allottee (II) belongs as of July 10, 2026 (hereinafter “Allottee’s Company”) (hereinafter the “Transfer Restriction Period (II)”).

(2) Acquisition of Restricted Shares without consideration

i. Restricted Shares (I)

In the event that an Allottee (I) ceases to serve as Director and Executive Officer of both the Company and Hiroshima Bank during the Service Period, the Company shall acquire the Allotted Shares (I) automatically without consideration at the time of such cessation, unless there are reasons deemed justifiable by the Company's Board of Directors.

If there are any Allotted Shares (I) for which the Transfer Restriction has not yet been cancelled at the time of expiration of the Transfer Restriction Period (I) (hereinafter "Expiration of the Period (I)"), based on the provisions of (3) below on the reasons for cancelling the Transfer Restriction, the Company shall acquire such Allotted Shares (I) automatically without consideration immediately after the Expiration of the Period (I).

ii. Restricted Shares (II)

In the event that an Allottee (II) ceases to serve as Director of the Allottee's Company during the Service Period, the Company shall acquire the Allotted Shares (II) automatically without consideration at the time of such cessation, unless there are reasons deemed justifiable by the Company's Board of Directors.

If there are any Allotted Shares (II) for which the Transfer Restriction has not yet been cancelled at the time of expiration of the Transfer Restriction Period (II) (hereinafter "Expiration of the Period (II)"), based on the provisions of (3) below on the reasons for cancelling the Transfer Restriction, the Company shall acquire such Allotted Shares (II) automatically without consideration immediately after the Expiration of the Period (II).

(3) Cancellation of the Transfer Restriction

i. Restricted Shares (I)

The Company shall cancel the Transfer Restriction on all of the Allotted Shares (I) owned by the Allottee (I) upon the Expiration of the Period (I), on the condition that the Allottee (I) has continuously served in the position of either Director or Executive Officer of the Company or Hiroshima Bank during the Service Period. However, in the event that the Allottee (I) ceases to serve as Director and Executive Officer of both the Company and Hiroshima Bank during the Service Period for reasons deemed justifiable by the Company's Board of Directors, the Company may reasonably adjust the number of the Allotted Shares (I) for which the Transfer Restriction is to be cancelled and the timing of cancellation as necessary.

ii. Restricted Shares (II)

The Company shall cancel the Transfer Restriction on all of the Allotted Shares (II) owned by the Allottee (II) upon the Expiration of the Period (II), on the condition that the Allottee (II) has continuously served in the position of Director of the Allottee's Company during the Service Period. However, in the event that the Allottee (II) ceases to serve as Director of the Allottee's Company during the Service Period for reasons deemed justifiable by the Company's Board of Directors, the Company may reasonably adjust the number of the Allotted Shares (II) for which the Transfer Restriction is to be cancelled and the timing of cancellation as necessary.

(4) Conditions for management of shares

The Allottees shall open an account to register and record the Allotted Shares (I) and the Allotted Shares (II) with SMBC Nikko Securities Inc. in the manner designated by the Company, and shall deposit and maintain the Allotted Shares (I) and the Allotted Shares (II) in the said account until the Transfer Restriction is cancelled.

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

i. Restricted Shares (I)

During the Transfer Restriction Period (I), if a proposal regarding a merger agreement under which the Company becomes a dissolved company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly owned subsidiary, or any other matter involving organizational restructuring, etc. is approved at a general meeting of shareholders of the Company (or, in cases where the organizational restructuring, etc. does not require approval by a general meeting of shareholders of the Company, approved by the Board of Directors of the Company), the Company shall, by a resolution by the Board of Directors of the Company, cancel the Transfer Restriction on the Allotted Shares (I) of the number reasonably determined based on the period from the start date of the Transfer Restriction Period (I) to the date of approval of the organizational structure, etc., prior to the effective date of such organizational restructuring, etc.

In that case, immediately after the cancellation of the Transfer Restriction based on the above provision, the Company shall automatically acquire without consideration all the Allotted Shares (I) for which the Transfer Restriction has not been cancelled.

ii. Restricted Shares (II)

During the Transfer Restriction Period (II), if a proposal regarding a merger agreement under which the Company becomes a dissolved company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly owned subsidiary, or any other matter involving organizational restructuring, etc. is approved at a general meeting of shareholders of the Company (or, in cases where the organizational restructuring, etc. does not require approval by a general meeting of shareholders of the Company, approved by the Board of Directors of the Company), the Company shall, by a resolution by the Board of Directors of the Company, cancel the Transfer Restriction on the Allotted Shares (II) of the number reasonably determined based on the period from the start date of the Transfer Restriction Period (II) to the date of approval of the organizational structure, etc., prior to the effective date of such organizational restructuring, etc.

In that case, immediately after the cancellation of the Transfer Restriction based on the above provision, the Company shall automatically acquire without consideration all the Allotted Shares (II) for which the Transfer Restriction has not been cancelled.

4. Basis for calculating the paid-in amount and specific details thereof

The disposal price in the Disposal of Treasury Shares is 2,098.5 yen, which is the closing price of the common shares of the Company on the Tokyo Stock Exchange on the business day immediately before the resolution date of the Board of Directors of the Company (June 23, 2026), in order to eliminate arbitrariness in determination of such price. This is the market price immediately before the resolution date of the Board of Directors of the Company, and the Company believes this is reasonable and does not constitute a particularly advantageous price.