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June 27, 2025

To whom it may concern:

Company name: Aichi Financial Group, Inc.  
 Name of representative: Yukinori Ito  
 Representative Director, President and Executive Officer  
 (Securities code: 7389; Tokyo Stock Exchange, Prime  
 Market / Nagoya Stock Exchange, Premier Market)  
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## Notice of Disposal of Treasury Shares as Restricted Stock Compensation

Aichi Financial Group, Inc. (Yukinori Ito, Representative Director and President, the “Company”) hereby announces that, at a meeting held on today, its Board of Directors resolved to dispose of its treasury shares as restricted stock compensation (the “Disposal of Treasury Shares”). Details are as follows.

### 1. Outline of the disposal

(1) Date of disposal	July 14, 2025
(2) Type and number of shares to be disposed of	Common stock of the Company, 28,100 shares
(3) Disposal value	2,532 yen per share
(4) Total disposal value	71,149,200 yen
(5) Allottees, number thereof, and number of shares to be disposed of	Directors of the Company (Note 1,2) 6 persons 18,600 shares Directors of subsidiary (Note 1) 6 persons 9,500 shares Note: 1. Excluding those who are Audit and Supervisory Committee Members and Outside Directors. 2. The person who concurrently serve as director both the Company and subsidiary is included in the Company.

### 2. Purpose and reason for disposal

The introduction of a restricted stock compensation plan (the "Plan") was approved at the first Annual General Meeting of Shareholders held on June 23, 2023 as a new compensation for the eligible Directors of the Company (excluding members of the Audit and Supervisory Committee and Outside Directors, “eligible Directors”) to provide them with an incentive to achieve the stock price growth and growth of corporate value of the Company’s corporate value and promote their sharing of benefit and risk of stock price fluctuation with the shareholders. The payment of annual monetary compensation claims of a maximum of 100 million yen, a maximum of 65,000 shares to the eligible Directors was also approved at this Annual General Meeting of Shareholders. In addition, the period during which thus restricted stock cannot be transferred was approved at the Annual General Meeting of Shareholders. This transfer restriction period defined as from the date the restricted stock was allocated until the eligible Director resigns from their position was also approved at this Annual General Meeting of Shareholders. At the meeting of the Board of Directors held on today, the Board of Directors resolved to implement to allocate 28,100 shares common stock as a restricted stock to 6 eligible Directors for the period from the 3rd Annual

General meeting of Shareholders to 4th Annual General Meeting of Shareholders scheduled on June 2026 and 6 Directors of subsidiary (along with the eligible Directors of the company, the "Assignee") for the period to the subsidiary's fiscal year end of 117th (from April 1, 2025 to March 31, 2026) as an annual monetary compensation total of 71,149,200 yen to the Assignee and the Assignee benefits all of monetary compensation as an in-kind contribution. In addition, the amount of monetary compensation for each Assignee was resolved with consideration based on the contribution to the Company. Moreover, the Company provide the plan to each obligee under the condition to Agreement with compendium, including allotment Agreement with restricted stock (the "Allotment Agreement").

### 3. Overview of the Allotment Agreement

#### (1) Transfer restriction period

From July 14, 2025 until the Assignee resigns from their position of the Company or subsidiary.

During the restricted period of transfer specified above (the "Transfer Restriction Period"), an eligible Directors shall not transfer, create a pledge, offer as security of transfer, donate before death, bequeath or otherwise dispose of the restricted stock allotted to them (the "Allotted Shares") to a third party (the "Transfer Restriction").

#### (2) Acquisition of restricted stock without considerations

The Company shall naturally acquire such shares without consideration except for the Board of Directors approve as a justifiable reason when the Assignee resigns from their Director or Director of subsidiary position from after the beginning of transfer restriction period through before the day of the Annual General Meeting (if the Assignee is Director of subsidiary, this transfer restriction period is from the beginning day through the subsidiary's fiscal year end of 117th).

Furthermore, in the event any part of the Allotted Shares is still subject to transfer restriction pursuant to the provisions in (3) below regarding circumstances for the removal of transfer restriction at the time of the expiration of the Transfer Restriction Period (hereafter, the "Expiration Date"), the Company shall automatically acquire at no cost said shares at a point in time immediately after the Expiration Date.

#### (3) Release of the Transfer Restriction

The Company will lift the Transfer Restriction on all the Allotted Shares at the end of the Transfer Restriction Period if the Assignee who has received an allotment of restricted stock continues to hold the position of Director of the Company or the subsidiary until the date of the following year's Annual General Meeting of Shareholders (if the Assignee is Director of subsidiary, this transfer restriction period is from the beginning day through the subsidiary's fiscal year end of 117th) provided. However, if said Assignee resigns from the position specified above from the beginning day through the before the day of the Annual General Meeting of Shareholders for reasons considered to be justifiable by the Board of Directors (if the Assignee is Director of subsidiary, this transfer restriction period is from the beginning day through the subsidiary's fiscal year end of 117th), the Company will lift the Transfer Restriction on the number of Allotted Shares that will be divided by 12 number of months passed from July 2025 (if the Assignee is Director of subsidiary, this period is from April 2025) up to and inclusive of the month of retirement from the Director or Director of subsidiary at such point in time (any fractions less than 1 resulting from the calculation shall be rounded down).

#### (4) Management of the Allotted Shares

The eligible Directors shall open an exclusive account at a financial instruments business operator (SMBC Nikko Securities Inc.) designated by the Company. The shares will be managed in that account until the Transfer Restriction is lifted.

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

In the event of the approval (This applies only when the effective date of the reorganization, etc. occurs before the Expiration Date, hereinafter, "At the Time of Approval of the Reorganization, etc.") date by the General Meeting of Shareholders of a merger agreement under which the Company will cease to exist, a share exchange agreement or a share transfer plan under which the Company will become a wholly owned subsidiary of another company or other matters related to organizational restructuring, etc. during the Transfer Restriction Period (in cases in which organizational restructuring, etc. does not require approval by a general meeting of shareholders, approval by the Board of Directors), and the Assignee will resign the Director of the Company or the subsidiary by this event, the Company will terminate, prior to the effective date of the said organizational restructuring, etc., Transfer Restriction on the number of Allotted Shares that will be divided by 12 the number of months passed from July 2025 (if the Assignee is Director of subsidiary, this period is from April 2025) up to and inclusive of the month in which said approval was given (however when the resulting number is more than 1, the number shall be set at 1), and then multiplying this value by the number of Allotted Shares held by the relevant eligible Directors as of the

date of said approval, shall be removed immediately prior to the business day preceding the effective date of such organizational restructuring, etc.

In the case of At the Time of Approval of the Reorganization, etc., all Allotted Shares on which transfer restriction has not been removed as of the business day immediately preceding the effective date of the organizational restructuring, etc. shall be acquired as a matter of course by the Company at no cost on said date.

#### 4. Basis for calculating disposal value and other specific details

To eliminate arbitrariness in the determination of the disposal price, said price shall be set at 2,532 yen, which is the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of resolution by the Board of Directors of the Company (June 26 2025). As this is the market price of the day immediately preceding the day of resolution of the Board of Directors of the Company, we believe it is reasonable and does not represent a particularly favorable price.

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