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June 20, 2025

Company name	ALBIS Co., Ltd.
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### Notice Concerning Disposal of Treasury Shares as Restricted Stock Compensation

ALBIS Co., Ltd. (the “Company”) hereby announces that the Company has resolved, at the meeting of the Board of Directors held today, to dispose of its treasury shares as restricted stock compensation (the “Disposal”) as described below.

#### 1. Overview of the Disposal

(1) Payment date	July 10, 2025
(2) Class and number of shares to be disposed	2,366 shares of common stock of the Company
(3) Disposal price	2,998 yen per share
(4) Total value of shares to be disposed	7,093,268 yen
(5) Allottees, the number thereof, and the number of shares to be disposed	Directors (excluding Outside Directors) of the Company; two persons; 1,667 shares Executive Officers of the Company; three persons; 699 shares

#### 2. Purpose and reasons of the Disposal

It was approved at the 56th Annual General Meeting of Shareholders of the Company held on June 23, 2023 that the Company shall adopt a stock compensation plan (the “Plan”) in which the Company shall allot to Directors of the Company other than Outside Directors (“Eligible Directors”) the restricted stock for the purpose of providing long-term incentives that enable Eligible Directors to share the benefits and risks of changes in stock prices with the Company’s shareholders, as well as to be motivated more than ever before to contribute to increasing stock prices and improving corporate value. At the same time, it was approved that the total amount of monetary compensation claims to be granted to the Eligible Directors as restricted stock compensation based on the Plan shall be set at 15 million yen or less per annum, and that the total number of shares of the restricted stock to be allotted to Eligible Directors shall be a maximum of 15,000 in each fiscal year. It was also approved that the transfer restriction period of the restricted stock shall be from the date of allotment of the restricted stock until the date on which the relevant Eligible Director retires from office as Director or Executive Officer of the Company.

The Company has resolved at the meeting of the Board of Directors held today to do the following with regard to restricted stock compensation to Eligible Directors for the period from the Company’s 58th

Annual General Meeting of Shareholders to the Company's 59th Annual General Meeting of Shareholders to be held in June 2026, and restricted stock compensation to Executive Officers of the Company for the 59th fiscal year of the Company (from April 1, 2025 to March 31, 2026): the Company shall grant a total of 7,093,268 yen in monetary compensation claims to the relevant two Eligible Directors and three Executive Officers of the Company (collectively "Allottees"), and Allottees shall make in-kind contributions of all of the monetary compensation claims granted and in return receive allotment of 2,366 shares of the Company's common stock specified as restricted stock. The amount of monetary compensation claims against each Allottee shall be determined based on comprehensive consideration of various factors, including contributions made by each Allottee to the Company. In addition, such monetary compensation claims shall be granted subject to the condition that each Allottee enters into a restricted stock allotment agreement (the "Allotment Agreement") with the Company which includes the following content in general.

### **3. Outline of the Allotment Agreement**

#### **(1) Transfer restriction period**

The transfer restriction period shall be from July 10, 2025 until the date on which the relevant Allottee retires from office as Director or Executive Officer of the Company (the "Transfer Restriction Period").

During the Transfer Restriction Period set forth above, Allottees shall not be able to transfer, establish a security interest or mortgage on, give as a gift during lifetime or a bequest to the third party, or otherwise dispose of (the "Transfer Restrictions") the restricted stock allotted to them (the "Allotted Shares").

#### **(2) Acquisition of restricted stock without consideration**

In the event that an Allottee retires from office as Director or Executive Officer of the Company during the period from the commencement date of the Transfer Restriction Period until the day before the date of the first Annual General Meeting of Shareholders of the Company that falls after the commencement date of the Transfer Restriction Period (or, if an Allottee is an Executive Officer of the Company, during the period from the commencement date of the Transfer Restriction Period until the day before the last day of the first fiscal year of the Company that falls after the commencement date of the Transfer Restricted Period), the Company shall rightfully acquire the Allotted Shares without consideration at the time of such retirement, unless there is a reason otherwise that the Board of Directors of the Company deems reasonable.

In addition, if there exist any Allotted Shares for which the Transfer Restrictions have not been lifted at the expiration of the Transfer Restriction Period (the "Expiration Time") pursuant to the provisions of the conditions for lifting Transfer Restrictions, described in (3) below, the Company shall rightfully acquire the Allotted Shares without consideration immediately after the Expiration Time.

#### **(3) Lifting of Transfer Restrictions**

The Company shall lift the Transfer Restrictions of all of the Allotted Shares held by an Allottee at the Expiration Time on the condition that the Allottee has served continuously as either Director or Executive Officer of the Company during the period from the commencement date of the Transfer Restriction Period until the date of the first Annual General Meeting of Shareholders that falls after the commencement date of the Transfer Restriction Period (or, if an Allottee is an Executive Officer of the Company, during the period from the commencement date of the Transfer Restriction Period

until the last day of the first fiscal year of the Company that falls after the commencement date of the Transfer Restricted Period).

However, if an Allottee retires from office as Director or Executive Officer of the Company during the period from the commencement date of the Transfer Restriction Period until the day before the date of the first Annual General Meeting of Shareholders of the Company that falls after the commencement date of the Transfer Restriction Period (or, if an Allottee is an Executive Officer of the Company, during the period from the commencement date of the Transfer Restriction Period until the day before the last day of the first fiscal year of the Company that falls after the commencement date of the Transfer Restricted Period) due to a reason that the Board of Directors of the Company deems reasonable, the Company shall lift the Transfer Restrictions for the shares equivalent in number to the number of Allotted Shares held by the Allottee at that time multiplied by a number derived by dividing the number of months from July 2025 (or from April 2025, if the Allottee is an Executive Officer of the Company) to the month that includes the date of the Allottee's retirement from office as Director or Executive Officer of the Company by 12 (any fractions of less than one share generated as a result of the calculation shall be disregarded) as of the time immediately following such retirement.

(4) Management of shares

Allottees shall complete the opening of an account with SMBC Nikko Securities Inc. to enter or record the Allotted Shares in a manner designated by the Company, and shall keep and maintain the Allotted Shares in such account until the Transfer Restrictions are lifted.

(5) Handling in cases of organizational restructuring, etc.

If, during the Transfer Restriction Period, a merger agreement under which the Company becomes the disappearing company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly-owned subsidiary, or any other matter relating to organizational restructuring, etc. is approved at a General Meeting of Shareholders of the Company (or at a meeting of the Board of Directors of the Company, if such organizational restructuring, etc. does not require the approval of General Meeting of Shareholders of the Company), the Company shall lift the Transfer Restrictions for the shares equivalent in number to the number of Allotted Shares held by Allottees at the time of said approval multiplied by a number derived by dividing the number of months from July 2025 (or from April 2025, if the Allottee is an Executive Officer of the Company) to the month that includes the day of said approval by 12 (if the number calculated exceeds 1, it shall be 1; any fractions of less than one share generated as a result of the calculation shall be disregarded) as of the time immediately prior to the business day immediately preceding the effective date of the organizational restructuring, etc. based on the resolution of the Board of Directors of the Company.

In such a case, the Company shall rightfully acquire, without consideration, all of the Allotted Shares for which the Transfer Restrictions have not been lifted as of the business day immediately preceding the effective date of the organizational restructuring, etc. in accordance with the abovementioned provision.

**4. Basis for calculating the payment amount and its specific details**

The disposal price for the Disposal shall be 2,998 yen, which was the closing price for the Company's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of resolution by the Board of Directors of the Company (June 19, 2025). As this is the market share price immediately before the date of resolution by the Board of Directors of the Company, the Company believes that the price is reasonable and does not constitute a particularly advantageous price.