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Notice Concerning Disposal of Treasury Shares as Restricted Share-Based Remuneration

G-7 HOLDINGS Inc. (the “Company”) hereby announces that it resolved at the meeting of its Board of Directors held today to dispose of treasury shares as restricted share-based remuneration (the “Disposal of Treasury Shares” or “Disposal”). The details are as follows.

1. Summary of the Disposal

(1) Date of payment	July 25, 2025
(2) Type and number of shares of disposal	16,000 common shares of the Company
(3) Disposal price	¥1,329 per share
(4) Total amount of disposal	¥21,264,000
(5) Planned allottees	Directors of the Company (*); 3 persons, 4,400 shares Directors of the Company’s subsidiaries; 21 persons, 11,600 shares *Excluding Directors who are Audit and Supervisory Committee Members and Outside Directors

2. Purpose and reason for the Disposal

At the Company’s 49th Annual Shareholders Meeting held on June 27, 2024, it was approved as follows: (a) to introduce a share-based remuneration plan (hereinafter the “Plan”) by granting restricted shares to Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors, hereinafter “Eligible Directors”) of the Company for the purpose of having the Eligible Directors share the benefits and risks of stock price fluctuations with shareholders and to further enhance their willingness to contribute to the rise in stock price and the improvement of corporate value; (b) to set the total amount of monetary remuneration claims to be paid to Eligible Directors as remuneration, etc. linked to the restricted shares under the Plan to be no more than ¥10 million per year; (c) to set the total number of the restricted shares allotted to Eligible Directors in each fiscal year to be no more than 20,000 shares; (d) to set the restricted transfer period for the restricted shares as the period from the

date that the restricted shares are granted until the day that the Eligible Director retires from their position as Director of the Company or its subsidiaries, among other details.

Today, the Board of Directors of the Company resolved that the Company shall allot 16,000 shares of the Company's common shares as specified restricted shares in exchange of a total amount of monetary remuneration claims of ¥21,264,000: to the Eligible Directors of the Company as restricted share-based remuneration for the period from the 50th Annual Shareholders Meeting to the 51st Annual Shareholders Meeting scheduled to be held in June 2026; and to the Directors of the Company's subsidiaries, as restricted share-based remuneration for the period from the annual shareholders meeting held today by each subsidiary to the annual shareholders meeting scheduled to be held in June 2026 by each subsidiary, namely 3 Eligible Directors of the Company and 21 Directors of the Company's subsidiaries (hereinafter referred to as the "Allottee(s)"), and having the Allottees deliver all of the monetary remuneration claims paid as remuneration by way of in-kind contribution.

The amount of the monetary remuneration claims paid to each of the Allottees is determined by comprehensively considering various matters such as the contribution level of each Allottee. In addition, such monetary remuneration claims shall be paid subject to the condition that each Allottee enters into an agreement on allotment of restricted shares (hereinafter the "Allotment Agreement") with the Company that, in general terms, includes the following matters.

3. Outline of the Allotment Agreement

(1) Restricted transfer period

The period from July 25, 2025 until the day the Allottee retires from any of the position of Director of the Company or its subsidiaries. During the restricted transfer period set forth above (hereinafter the "Restriction Period"), the Allottee shall not transfer, pledge, create a security interest on, make a living donation or bequest, or otherwise dispose of the restricted shares allotted to the Allottee (hereinafter the "Allotted Shares") to a third party. The restrictions described in the preceding sentence will hereinafter be collectively referred to as the "Transfer Restrictions."

(2) Acquisition of restricted shares without compensation

If an Allottee retires from any of the position of Director of the Company or its subsidiaries by the day before the first Annual Shareholders Meeting of the Company to be held after the commencement date of the Restriction Period, the Company shall automatically acquire such Allotted Shares as of the time of retirement without compensation, unless there is a reason the Board of Directors of the Company deems justifiable.

If any of such Allotted Shares on which the Transfer Restrictions have not been lifted in accordance with the provisions for reasons for lifting of Transfer Restrictions set forth in (3) below as of the time of the expiration of the Restriction Period (hereinafter the "Date of Expiration"), the Company shall automatically acquire such Allotted Shares without contribution as of the time immediately following the Date of Expiration.

(3) Lifting of Transfer Restrictions

Upon the Date of Expiration, the Company shall lift the Transfer Restrictions on all of the Allotted Shares held by the Allottee at that time, on the condition that the Allottee has remained in any of the position of Director of the Company or its subsidiaries from the commencement date of the Restriction Period until the date of the first Annual Shareholders Meeting of the Company to be held thereafter. However, if the Allottee retires from any of the position of Director of the Company or its subsidiaries prior to the expiration of the Restriction Period due to the reason deemed justifiable by

the Board of Directors of the Company, the Company shall lift the Transfer Restrictions on the Allotted Shares immediately following said retirement for all of the Allotted Shares held by the Allottee at that time.

(4) Provisions related to share management

The Allottee shall open 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) Treatment during reorganization, etc.

If, during the Restriction Period, proposals relating to a merger agreement in which the Company is the disappearing company, a share exchange agreement or share transfer plan in which the Company becomes a wholly owned subsidiary, or other reorganization, etc. are approved at the Company's Shareholders Meeting (or at its Board of Directors in cases where approval at the Company's Shareholders Meeting is not required in relation to the reorganization, etc.) then these Transfer Restrictions shall, by resolution of the Board of Directors of the Company, be lifted as of the time immediately before the business day prior to the effective date of said reorganization, etc. for a proportion of the Allotted Shares calculated by dividing the number of months from July 2025 to the month of the date of the approval by 12 (provided, however, that the number shall be one when the calculated number exceeds one), multiplied by the number of Allotted Shares held by the Allottee on the date of the approval (provided, however, that fractions of less than one share arising from the calculation shall be rounded down).

In these cases, the Company, on the business day preceding the effective date of the reorganization, etc., shall automatically acquire without compensation all Allotted Shares on which the Transfer Restrictions have not been lifted as of said date in accordance with the provisions above.

4. Grounds for calculation of the disposal price and its specific details

To eliminate arbitrariness, the disposal price of the Disposal of Treasury Shares is set at ¥1,329, the closing price of the Company's common share on the Tokyo Stock Exchange on the business day prior to the date of the Company's Board of Directors' resolution (June 26, 2025). This is the market share price immediately prior to the date of the Company's Board of Directors' resolution and we believe that it is reasonable and does not constitute a particularly favorable amount.

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