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To Whom It May Concern

Company Name: Itoki Corporation  
Representative: Koji Minato,  
President & Representative Director  
(Code: 7972 TSE, Prime)  
Contact Person: Makoto Teranishi,  
General Manager, General Affairs Dept.  
Phone: 03-6910-3910

## Notice Regarding Disposal of Treasury Stock as Restricted Stock-based Compensation

Itoki Corporation hereby announces that it has resolved, at the Board Meeting held today, to dispose of treasury stock (the “Treasury Stock Disposal” or “Disposal”) as described below:

### 1. Outline of the Disposal

(1)	Payment date	May 20, 2025
(2)	Type and number of shares to be disposed of	204,000 shares of common stock of Itoki Corporation
(3)	Disposal price	1,645 yen per share
(4)	Total disposal price	335,580,000 yen
(5)	Allottees, no. of allottees, and no. of shares to be disposed of	Directors (excluding outside ones), 4 directors, 120,400 shares Statutory Auditors (excluding outside ones), 2 auditors, 6,000 shares Managing Executive Officers not concurrently serving as Directors, 5 officers, 43,000 shares Executive Officers not concurrently serving as Directors: 26 officers, 26,000 shares Director of a subsidiary: 1 director, 8,600 shares
(6)	Other	Itoki Corporation has submitted an extraordinary report regarding the disposal of treasury stock pursuant to the Financial Instruments and Exchange Act.

### 2. Purpose and Reasons for the Disposal

At the Meeting of the Board of Directors held on February 14, 2018, Itoki Corporation resolved to implement granting of restricted stock as a new granting system (the “System”) for Itoki’s Directors (including outside ones; hereinafter referred to as the “Eligible Directors”), Statutory Auditors (including outside ones), and Managing Executive Officers who do not concurrently serve as Directors (hereinafter referred to as the “Eligible Directors and others”) with the goal of providing medium- to long-term incentives and sharing shareholder value. Furthermore, at the 68th Ordinary General Meeting of Shareholders on March 28, 2018, Itoki was approved to pay monetary grant (“Granting of Restricted Shares”) claims of up to 120 million yen per year (out of which, up to 5 million yen per year for outside directors) to Directors and up to 10 million yen per year (out of which, up to 2 million yen per year for outside auditors) to Statutory Auditors as grants to be used as assets for investment in the acquisition of restricted shares, as well as to set the transfer restriction period for restricted shares at three to five years under the System.

In addition, at the Meeting of the Board of Directors held on February 13, 2025, Itoki Corporation reviewed the executive compensation system and decided to partially revise the System for offering restricted shares to the Eligible Directors in order to further promote value sharing with shareholders and in light of the increase in the value of Itoki's shares as a result of the rise in Itoki's stock price.

Itoki Corporation received approval for the revision of the System at the 75th Ordinary General Meeting of Shareholders on March 26, 2025, including that the compensation to be paid to Eligible Directors under the System will be monetary compensation claims as an in-kind contribution of assets to acquire Itoki's common shares. The total amount of monetary compensation claims payable under the System shall be up to 500 million yen (Of this amount, the amount for outside directors is limited to 20 million yen per year. However, this does not include the salary for directors who concurrently serve as employees.) every year, or up to 484,000 shares (of which up to 19,000 shares per year for outside directors) of Itoki's common shares to be issued or disposed of.

The outline of the System is as follows:

[Outline of the System]

The Eligible Directors and others will pay all monetary compensation claims provided by Itoki Corporation under the System as an in-kind contribution of assets, and Itoki's common shares will be issued or disposed of. The amount to be paid per share shall be determined by the Board of Directors based on the closing price of Itoki's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of each Board of Directors' resolution (or the closing price on the immediately preceding trading day if there is no trading on that day), to the extent that the amount is not particularly favorable to the Eligible Directors and others, who will receive the common shares.

In addition, for the issuance or disposal of Itoki's common shares under the System, Itoki Corporation and the Eligible Directors and others shall conclude a restricted stock allotment agreement (the "Allotment Agreement"), which includes provisions that the Eligible Directors and others shall not transfer, create a security interest on, or otherwise dispose of Itoki's common shares allotted under the Allotment Agreement for a certain period of time.

This time, in consideration of the purpose of this System, Itoki's business performance, the scope of responsibilities of each of Eligible Directors and others and various conditions, Itoki Corporation has decided to add 26 Executive Officers who do not concurrently serve as Directors and one Director of a subsidiary to the 11 Eligible Directors and others. Itoki Corporation will grant a total of 335,580,000 yen in monetary compensation claims (the "Monetary Compensation Claims") and 204,000 shares of common stock for the purpose of granting incentives to improve medium- to long-term corporate value and sharing interests with shareholders. This time, the transfer restriction period is three years to share interests with shareholders over the medium to long term, which is the purpose of introducing the System.

In the Disposal of Treasury Stock, based on the System, the 38 Eligible Directors and others, who are to be allotted will pay all of the Monetary Compensation Claims to Itoki Corporation as an in-kind contribution of assets and will receive Itoki's common shares (the "Allotted Shares").

### 3. Outline of the Allotment Agreement

(1) Transfer restriction period: May 20, 2025 - May 19, 2028

(2) Conditions for lifting transfer restriction

During the Transfer Restriction Period, the Eligible Directors and others shall continue to hold the position of Director, Statutory Auditor, Executive Officer or Employee of Itoki Corporation or its subsidiaries.

(3) Conditions in the event that an Eligible Director resigns or retires during the Transfer Restriction Period due to expiration of tenure, mandatory retirement age, or other justifiable reasons

(i) Timing of lifting of transfer restriction

In the event that an Eligible Director resigns or retires from the position of Director, Statutory Auditor, Executive Officer, or Employee of Itoki Corporation or any of its subsidiaries due to the expiration of his/her tenure, mandatory retirement age, or other justifiable reasons (excluding resignation or retirement due to death), the transfer restriction

shall be lifted immediately after the resignation or retirement of the Eligible Director. In the case of resignation or retirement due to death, the transfer restriction shall be lifted at a different time determined by the Board of Directors after the death of the Eligible Director.

(ii) Number of shares subject to the lifting of transfer restriction

The number of the Allotted Shares held at the time of the resignation or retirement specified in (i).

(4) Acquisition by Itoki Corporation without compensation

Itoki Corporation shall automatically acquire the Allotted Shares for which the transfer restrictions are not lifted without compensation at the time of expiration of the transfer restriction period or at the time of lifting the transfer restriction specified in (3).

(5) Management of shares

During the transfer restriction period, the Allotted Shares must be managed in a dedicated account formed by the Eligible Directors and others at Nomura Securities Co., Ltd., and cannot be transferred, pledged, or disposed of. Itoki Corporation has entered into an agreement with Nomura Securities Co., Ltd. to manage the account for the Allotted Shares held by each of Eligible Directors and others in order to ensure the effectiveness of the transfer restrictions, etc., applicable to the Allotted Shares. The Eligible Directors and others shall agree on the account's management details.

(6) Conditions for Organizational Restructuring

During the transfer restriction period, if a merger agreement under which Itoki Corporation is dissolved, a stock exchange agreement or stock transfer plan under which Itoki Corporation becomes a wholly owned subsidiary, or any other matter related to reorganization, etc., is approved at Itoki's General Meeting of Shareholders (however, Itoki's Board of Directors, in the event that the approval at Itoki's General Meeting of Shareholders is not required for such reorganization), the transfer restrictions on the Allotted Shares held at that time shall be lifted by a resolution of the Board of Directors immediately before the business day preceding the effective date of the organizational restructuring, etc.

4. Calculation Method and Details of the Payment Amount

The disposal of treasury shares to the prospective allottee will be completed using monetary compensation claims provided as restricted stock-based compensation for the 76th fiscal year of Itoki Corporation under the System as an in-kind contribution of assets. In order to eliminate arbitrariness, the disposal price is set at 1,645 yen, which is the closing price of Itoki's common stock on the Prime Market of Tokyo Stock Exchange on April 18, 2025 (the business day immediately preceding the date of the Board of Directors' resolution). This is the market share price immediately prior to the date of the Board of Directors' resolution, which is believed to be reasonable and does not fall under a particularly favorable price.