

July 30, 2025

To whom it may concern

Company name: KANADEN CORPORATION  
Name of representative: Futoshi Moriya, President  
(Representative Director)  
(Securities code: 8081; Tokyo  
Stock Exchange Prime Market)  
Inquiries: Nobuhiro Kuroda, Director (Senior  
General Manager of Administration  
Division,)  
(Telephone: +81-3-6747-8800)

## Notice Regarding Disposal of Treasury Stock as Restricted Stock Compensation to Directors

KANADEN CORPORATION (the “Company”) announced that it has resolved to dispose of treasury stock (the "Disposal of Treasury Stock") at no charge as restricted stock compensation at The Board of Directors held today, as described below.

### 1. Summary of Disposal of Shares to Directors

(1) Date of disposal	August 22, 2025
(2) Class and number of shares to be disposed of	Share of common stock of the Company: 14,632 shares Performance-based: 7,316 restricted shares Service-based: 7,316 restricted shares
(3) Disposal price	2,000 Yen per share
(4) Total disposal price	29,264,000 Yen
(5) Allottees of shares to be disposed of	The Company Director (excluding Outside Director) 4 persons 14,632 shares Performance-based: 7,316 restricted shares service-based: 7,316 shares

\*The disposal of treasury stock is to be delivered free of charge as compensation, etc. for Director (Article 202-2 of the Companies Act). In order to ensure the fair disposition value, the total amount disposed of (29,264,000 Yen) is calculated by multiplying the closing price of The Company common stock on the Tokyo Stock Exchange (2,000 Yen) on Sales date (July 29, 2025, Years) prior to the date of The Board of Directors resolution by the number of shares to be disposed as described above.

### 2. Purpose and reason for disposal

At a meeting of the Board of Directors held on May 11, 2018, the Company resolved to introduce a restricted stock compensation plan as a compensation plan for the Company's directors (excluding outside directors) (the “Subject Directors”).

In addition, at the 168th Ordinary General Meeting of Shareholders held on June 20, 2018, the Board of Directors approved the payment of monetary compensation claims of up to 50 million yen per year to the Subject Directors, separate from the existing monetary compensation limit, as assets in kind for the grant of restricted transferable shares under this plan.

Then, at a meeting of the Board of Directors held on May 14, 2021, the Company resolved to partially revise the restricted stock compensation plan for subject directors for the purpose of further increasing the incentive for subject directors to continuously improve the corporate value of the Company and to further promote value sharing with the shareholders, and (The revised restricted stock compensation plan is hereinafter referred to as the "Plan.") The revision was approved at the 171st Ordinary General Meeting of Shareholders held on June 24, 2021.

The summary of the Plan and other related matters

[Summary of the Plan and other related matters]

The Subject Directors shall receive the issuance or disposition of The Company's common shares without payment of money or payment of property of contribution in kind as remuneration, etc. for the Subject Director under the Plan. In connection with the issuance or disposition of The Company's common shares under the Plan, the Company shall enter into a contract of allotment of shares with restriction on transfer between The Company and the Subject Director to be allotted. The details of the contract shall include the following:

① No transfer, security interest or other disposition of the common shares of The Company to which the allotment has been made for a predetermined period.

② The Company will acquire the common shares at no charge upon the occurrence of certain events.

The Company has recently resolved to grant 14,632 shares of The Company common stock to The Board of Directors four Director of The Company (the "Allocated Persons") in consideration for the execution of their duties as Director in accordance with the resolution of The Board of Directors held today, taking into account the objectives of the plan, the performance of The Company, the scope of duties scheduled to be allocated by the Company and various other factors.

[Summary of the Allotment Agreement]

Following the Disposal of Treasury Shares, The Company and the Allottee individually entered into a restricted share allotment agreement (the "Allotment Agreement"), Overview of which is as follows:

(1) Performance-based Restricted Shares (the "Allotment Shares 1").

① Restriction Period on Transfer

In principle, the Allotment Participant shall not transfer or mortgage or otherwise dispose of the Allotment Shares 1 from August 22, 2025 (Allotment Date) to the date of the regular Shareholders' Meeting for Years ending March 2026. (hereinafter referred to as "Transfer Restriction 1")

② Termination Conditions of Restriction on Transfer 1

Continuing during the Period of Restriction on Transfer, subject to the status of The Company's Director and other The Company's The Board of Directors status, at the time of expiration of the Period of Restriction on Transfer, the Period of Restriction on Transfer shall terminate one Restriction on Transfer for each of the number of Shares to be allocated per according to the degree of achievement of Management Numerical targets created by the Consolidated Operating profit, Consolidated Operating profit ratio, ROE (Return on Equity), Strategic Investment, etc. set as the target in the Medium-Term Management Plan (2021-FY2025).

③ Handling of resignation during the period of restriction on transfer

In the event the Person Subject to Allotment loses his or her position as determined by The Board of Directors of The Company, such as Director's position of The Company due to the expiration of his or her term of office, death, or any other reason deemed justifiable by The Company The Board of Directors during the Assignment Restriction Period, the Assignment Restriction 1 shall be terminated for each allotted share in the number according to the degree of achievement set forth in (1)②above on the basis of the number calculated on a pro rata basis as set forth in Allotment Contract 1 at the time of the expiration of the Assignment Restriction Period.

④ Free acquisition by The Company

At the time the restricted period expires, The Company will naturally acquire, without charge, the Quota Shares 1 for which the restricted period 1 has not been lifted.

⑤ Management of shares

Allotment Shares 1 shall be managed in the exclusive account of the Shares with Restriction on Transfer opened by the Allotment Participant at Daiwa Securities Co. Ltd. during the Restriction on Transfer in order to prevent the transfer, establishment of security interest, or any other disposition during the Restriction on Transfer.

⑥ Treatment in Organization restructuring, etc.

During the Restriction Period on Transfer, the Restriction on Transfer 1 shall be terminated prior to the effective date of the Restructuring of The Company with respect to all of the Allotment Shares 1 held by the Allocated Shares on the date when the Restructuring of Organization was approved by The Company in the event of a merger agreement in which The Company becomes a non-consolidated company, a share exchange agreement or a share transfer plan in which The Board of Directors becomes a wholly owned subsidiary, or any other matters concerning Organization restructuring are approved by Shareholders' Meeting of Organization (provided, however, that in the event that Organization restructuring does not require approval by Shareholders' Meeting of The Company, such matters shall be subject to resolution of The Company).

(2) Service-based Restricted Shares (the "Allotment Shares 2").

① Restriction Period on Transfer

In principle, the Allotment Participant shall not transfer or mortgage or otherwise dispose of the Allotment Shares 2 from August 22, 2025 (Allotment Date) to the date of the regular Shareholders' Meeting for Years ending March 2026. (hereinafter referred to as "Transfer Restriction 2")

② Termination Conditions of Restriction on Transfer 2

Upon the expiration of the Restriction on Transfer, the Assignee shall terminate the Assignment Restriction 2 with respect to Allotment Shares 2, provided that the Assignee shall continue to be in the position of The Company's Director or any other position as determined by The Board of Directors of The Company during the Restriction on Transfer.

③ Handling of resignation during the period of restriction on transfer

In the event the Person Eligible for Allotment loses, during the Assignment Restriction Period, the position of Director of The Company or any other position specified by The Board of Directors of The Company due to expiration of the term of office, death or any other reason deemed justifiable by The Company The Board of Directors, the Assignment Restriction 2 shall be terminated with respect to the number of Allotment Shares 2 calculated on a pro rata basis as set forth in the Allotment Contract 2 at the time immediately after such loss.

④ Free acquisition by The Company

At the time the restricted period expires, The Company will naturally acquire, without charge, the Quota Shares 2 for which the restricted period 2 has not been lifted.

⑤ Management of shares

Allotment Shares 2 shall be managed in the Exclusive Account for Shares with Restriction on Transfer opened by the Allotment Participant at Daiwa Securities Co. Ltd. during the Restriction on Transfer so that transfer, establishment of security interest, and other dispositions may not be made during the Restriction on Transfer.

⑥ Treatment in Organization restructuring, etc.

During the Restriction Period on Transfer, the Restriction on Transfer 2 shall be terminated prior to the effective date of the Restructuring of The Company with respect to all of the Allotment Shares 2 held by the Allocated Shares held by the Allocated Person as of the date on which the Restructuring of Organization was approved by The Company in the event of a merger agreement in which The Company becomes a non-consolidated company, a share exchange agreement or a share transfer plan in which The Board of Directors becomes a wholly owned subsidiary, or any other matters concerning Organization realignment, etc. approved by Shareholders' Meeting of Organization (provided, however, that in the event that Organization restructuring, etc. does not require approval by Shareholders' Meeting of The Company, the resolution of The Company shall be made).

[End of Document]