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June 20, 2025

To All

Corporate name: RETAIL PARTNERS Co., Ltd.

Representative: President & Yasuo Tanaka

(Code: 8167 TSE Prime Market)

Contact: Senior Managing Director, Hiroyuki Usagawa

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### Notice of Disposal of Treasury Stock as Restricted Stock Awards

At the meeting of the Board of Directors held today, we announced that we will dispose of treasury stock as restricted stock (hereinafter "treasury stock disposal") without compensation as follows.

#### 1.Outline of Dispositions

(1)Allocation Date	July 18, 2025
(2)Type and number of shares to be disposed of	7,393 of our common shares
(3)Planned allotment	Our directors (*) 8    7,393 shares ※ Excluding directors serving on the Audit and Supervisory Committee and outside directors.

#### 2.Purpose and reason of the disposition

At the meeting of the Board of Directors held on May 6, 2021, we resolved to introduce a restricted stock compensation plan (the "Plan") as a new compensation plan for our directors, with the aim of providing incentives for our directors (excluding directors serving as Audit & Supervisory Committee members and outside directors; hereinafter referred to as "eligible directors") to continuously increase our medium-to long-term corporate value and shareholder value, and to further promote the sharing of value with our shareholders.

In addition, at the 68th Ordinary General Meeting of Shareholders held on May 25, 2021, in accordance with the Plan, the eligible directors will be issued or disposed of in respect of our common stock, and the total number of shares of our common stock to be issued or disposed of by such issuance or disposition will be adjusted within 60,000 shares per year (provided, however, that, in the event of a stock split (including a free allocation of our common stock) or reverse stock split of our common stock or other events requiring adjustment of the total number of shares of our common stock to be issued or disposed of as restricted stock, such total number will be adjusted to the extent reasonable. The annual amount shall be 30 million yen or less (with regard to the granting of Shares with Restriction on Transfer, the issue of Shares with Restriction on Transfer or disposition of Treasury Shares

shall be implemented as remuneration, etc. for the Directors of the Company, and no payment of money shall be required in exchange for the Shares for Subscription. However, the amount of remuneration for the Subject Directors shall be calculated on the basis of the closing price of our common shares on the Tokyo Stock Exchange on the business day preceding the date of the resolution of the board of directors for each of the Subject Directors (in the case where transactions have not been effected on the same date, the closing price on the immediately preceding trading day). In addition, the Company has received approval that the restricted stock will vest from the date of issuance of the restricted stock until the date on which the relevant director loses any of the positions set forth by the Company's directors and other members of the Board of Directors.

An overview of this system is as follows.

#### <Overview of the System>

Subject Directors will be issued or disposed of our common shares under the Plan. When issuing or disposing of our common shares under the Plan, an agreement on allotment of shares with a restriction on transfer shall be concluded between the Company and the Subject Directors to be allotted, and the contents of the agreement shall include the following:

- ① Do not transfer, create a security interest or otherwise dispose of our common stock that has been allocated for a predetermined period.
- ② We will acquire the common stock at no charge for certain reasons.

Recently, by a resolution of the Board of Directors held today, we have resolved to grant free shares of our common shares totaling 7,393 shares (the "Allotment Shares") to our eight directors (the "Allotment Eligible Persons") in exchange for their performance of duties as directors.

#### <Overview of Restricted Stock Allocation Agreement>

We and the Allotment Subject Person enter into an individual Share Allocation Agreement with Restriction on Transfer (hereinafter referred to as the "Allotment Agreement"), the outline of which is as follows.

##### (1) Restriction Period on Transfer

The Allotment Participant may not transfer, mortgage or otherwise dispose of the Allotted Shares from July 18, 2025 (the Allotment Date) until the date of the loss of the position as a Director of Us.

##### (2) Termination Conditions of Restriction on Transfer

The assignment restriction shall be terminated with respect to all of the Allotted Shares at the expiration of the Restriction Period on Transfer, provided that the Allocated Person continues to be a director of the Company during the period from June 2025 to the conclusion of the Ordinary General Meeting of Shareholders for the period ending February 2026 (hereinafter referred to as the "Service Offering Period"). Provided, however, that in the event the Allocated Person loses our position as a director of us due to death or any other reason deemed justifiable by our board of directors during the Service Offering Period, the transfer restriction shall be terminated with respect to the Allotment Shares in the number obtained by multiplying by 12 the number of months from June 2025 to the month including the date of such loss (provided, however, that such

number shall be deemed to be one if such number exceeds one) by the number of Allotment Shares (provided, however, that any fraction less than one share arising as a result of the calculation shall be discarded).

(3)Free acquisition by us

We will naturally acquire the Allotment Shares for which the Restriction on Transfer has not been terminated at the time of expiration of the Restriction on Transfer or at such other time as may be specified in the Agreement without charge.

(4)Management of shares

The Allotment Shares 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 the transfer, establishment of security interest, or any other disposition may not be made during the Restriction on Transfer.

(5)Treatment in organizational restructuring, etc.

To the number of allotted shares obtained by multiplying the number of months from June 2025 to the date of approval by 12 by a resolution of the Board of Directors (however, such number shall be deemed to be one) by the number of allotted shares (any fraction less than one share shall be discarded as a result of the calculation) in the event that matters related to the merger agreement, share exchange agreement, share transfer plan, or other reorganization of which we become a wholly-owned subsidiary are approved at the general meeting of shareholders (provided, however, that in the event that such reorganization does not require approval at the general meeting of shareholders), the transfer restriction of the said allotted shares shall apply You terminate.

Or more