



August 8, 2025

Company name: The Fukui Bank, Ltd.  
Name of representative: Eiichi Hasegawa, President and Representative Statutory Executive Officer  
(Inquiries: Yoshimasa Yonemura, Executive Officer, Corporate Planning Group Manager)  
(Telephone: +81-776-24-2030)

## Notice Concerning Disposal of Treasury Shares through Third-Party Allotment in Association with Continuation of Performance-Linked Stock Compensation Plan

The Fukui Bank, Ltd. (the “Bank”) hereby announces that at the meeting of the Board of Directors held today, it resolved to dispose of treasury shares as stock-based compensation (the “Disposal of Treasury Shares”). Details are as follows.

### 1. Overview of disposal

(1) Date of disposal	August 26, 2025
(2) Class and number of shares to be disposed of	50,000 shares of the Bank’s common shares
(3) Disposal price	¥1,916 per share
(4) Total proceeds from disposal	¥95,800,000
(5) Scheduled disposal recipient	Sumitomo Mitsui Trust Bank, Limited (Trust account) (Re-trustee: Custody Bank of Japan, Ltd. (Trust account))
(6) Other matters	A Written Notice of Securities has been submitted with respect to the Disposal of Treasury Shares, pursuant to the Financial Instruments and Exchange Act.

### 2. Purpose and reason for disposal

On June 14, 2019, the Bank’s Compensation Committee resolved to introduce a performance-linked stock compensation plan for executive officers (the “Plan”). The purpose of the Plan is to strengthen the alignment between the compensation for executive officers of the Bank and the Bank’s performance and stock value, and

to ensure that executive officers are exposed to the same stock price-related benefits and risks as shareholders, thereby reinforcing their commitment to improving the Bank's medium- to long-term performance and corporate value. The Plan was implemented on November 22, 2019, and has been in place to date.

For details of the Plan, please refer to the announcement dated June 14, 2019, titled "Notice Concerning Abolition of Stock-Based Compensation Stock Option Plan and Introduction of Performance-Linked Stock Compensation Plan for Executive Officers."

The Disposal of Treasury Shares will be made to Sumitomo Mitsui Trust Bank, Limited (trust account), the trustee of the trust (hereinafter the "Trust") established for the purpose of implementing the Plan (re-trusted to Custody Bank of Japan, Ltd. (trust account)).

The number of shares to be disposed of, it corresponds to the number of shares expected to be delivered to executive officers based on the share delivery rules previously established by the Bank in connection with the introduction of the Plan, taking into consideration the executive officers' ranks and the transition in their composition during the extended trust period. The dilution effect of the disposal will be 0.21% of the total number of issued shares as of March 31, 2025, or 24,144,669 shares (0.21% of the total voting rights as of March 31, 2025, or 238,834 units; both percentages rounded to the nearest third decimal place).

The Bank considers that the Plan clarifies the alignment between the compensation for executive officers and the value of the Bank's shares and will contribute to enhancement of corporate value over the medium to long term. The disposal quantity impact of dilution through the Disposal of Treasury Shares is reasonable, and the impact on the secondary market is expected to be minimal.

(Reference) Overview of the trust agreement pertaining to the Trust

Settlor	The Bank
Trustee	Sumitomo Mitsui Trust Bank, Limited (Re-trustee: Custody Bank of Japan, Ltd.)
Beneficiaries	Executive officers who meet the beneficiary criteria
Trust administrator	An independent third party unaffiliated with the Bank or its officers
Exercise of voting rights	Voting rights for of the shares of the in the Trust shall not be exercised during the trust period
Type of trust	Trust of money other than money trust (third-party-benefit trust)
Date of trust agreement	November 22, 2019
Trust period	November 22, 2019 to August 31, 2029 (tentative)
Purpose of the trust	To deliver shares of the Bank to beneficiaries in accordance with the share delivery rules

### 3. Basis of calculation and specific details of the disposal price

To eliminate arbitrariness and ensure the price objectively reflects recent share price movements, the disposal price was set at ¥1,916 per share, which is the closing price of the Bank's stock on the Tokyo Stock Exchange on August 7, 2025, the business day immediately preceding the date of the Board resolution. The use of the closing price on the last trading day prior to the Board resolution was considered an objective and reasonable basis for calculation as it reflects the market value at the time closest to the decision.

The disposal price represents a deviation of 3.46% from the average closing price of 1,852 yen (rounded down to the nearest yen) during the one-month period ending on the last trading day prior to the Board resolution date (i.e. July 8, 2025 to August 7, 2025), a deviation of 6.98% from the average closing price of 1,791 yen (rounded down to the nearest yen) during the three-month period ending on that same day (May 8, 2025 to August 7, 2025), and a deviation of 7.64% from the average closing price of 1,780 yen (rounded down to the nearest yen) during the six-month period ending on that same day (February 10, 2025 to August 7, 2025) (All deviation rates are rounded to the third decimal place).

In light of the above, the Bank believes that the disposal price for the Disposal of Treasury Shares is not particularly advantageous to the scheduled disposal recipient and is a reasonable one.

Additionally, the Audit Committee (comprising 3 members, of whom 2 are outside directors) has expressed its opinion that the basis of calculation of the disposal price is reasonable, that the price is not particularly advantageous to the scheduled disposal recipient, and that it is lawful.

#### 4. Matters concerning the procedure required by the corporate code of conduct

The Disposal of Treasury Shares does not require the procurement of an opinion from an independent third party or require procedures for confirming the intent of shareholders, which are provided for under Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, because (i) the dilution ratio is less than 25% and (ii) this third-party allotment does not involve a change in controlling shareholder.

For inquiries regarding these matters,  
please contact Matsumura from the Business Management Team  
Tel: +81-776-25-8012