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June 26, 2025

To Whom It May Concern

Listed Company Name: SENKO Group Holdings Co., Ltd.

Representative Director and President: Yasuhisa Fukuda

(Code Number: 9069, Tokyo Stock Exchange Prime Market)

Contact: Legal Department Manager Tomohiro Umedu

(TEL.03-6862-8840)

Notice Regarding Disposal of Treasury Stock as Restricted Stock Compensation to Directors, etc.

We hereby announce that at the Board of Directors meeting held today, the Company resolved to dispose of treasury stock as restricted stock compensation (hereinafter referred to as the 'Treasury Stock Disposal') as follows.

1. Overview of Disposal

(1) Payment Date	July 25, 2025
(2) Type and Number of Shares to be Disposed	Company's Common Stock 46,100 Shares
(3) Disposal Price	1,913 Yen per Share
(4) Total Disposal Price	88,189,300 Yen
(5) Planned Allotment Recipients	5 Company's Directors (*1), 6,700 Shares 16 Company's Executive Officers, 7,100 Shares 13 Company's Senior Managing Officers, 4,600 Shares 6 Subsidiary Directors (*2), 7,200 Shares 13 Subsidiary Executive Officers, 6,200 Shares 40 Subsidiary Senior Managing Officers, 14,300 Shares *1 Excluding Outside Directors. *2 Excluding Outside Directors.

2. Purpose and Reason for Disposal

On May 26, 2020, the Company resolved at the Board of Directors meeting to introduce a new compensation system targeting the Company's directors (excluding outside directors, hereinafter the same) to provide incentives for the sustainable enhancement of the Company's medium- to long-term corporate value and shareholder value, and to further promote value sharing with shareholders, by implementing a restricted stock compensation system (hereinafter referred to as the 'System'). Furthermore, at the 103rd Annual General Meeting of Shareholders held on June 25, 2020, it was approved that under the System, monetary

compensation claims of up to 30 million yen per year would be granted to the Company's directors as in-kind contribution assets separate from the existing monetary compensation framework, and that the transfer restriction period for restricted stock would be from the date of delivery of the restricted stock until the day the relevant director loses any position as a director of the Company or any other position determined by the Company's Board of Directors.

The outline of the System is as follows.

<Outline of the System>

Under the System, the Company's directors will pay in all monetary compensation claims granted by the Company as in-kind contribution assets and receive issuance or disposal of the Company's common stock.

The total number of the Company's common stock issued or disposed to the Company's directors under the System shall be within 60,000 shares per year, and the payment amount per share shall be determined by the Board of Directors based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board of Directors resolution (or the closing price of the most recent trading day if no transaction was made on that day), ensuring it is not particularly advantageous to the directors receiving the allotment.

Furthermore, when issuing or disposing of the Company's common stock under the System, a restricted stock allotment agreement shall be concluded between the Company and the directors receiving the allotment, which shall include the following items.

During the predetermined period, the allotted Company's common stock shall not be transferred, pledged, or otherwise disposed of.

In the event certain grounds arise, the Company shall acquire the relevant common stock for free.

Additionally, the Company has resolved at today's Board of Directors meeting to grant restricted stock similar to that granted to the Company's directors to the Company's executive officers and senior managing officers, as well as the directors, executive officers, and senior managing officers of the Company's subsidiaries.

Recently, the Company, considering the purpose of the System, the Company's performance, the scope of responsibilities of each planned allotment recipient, and other various circumstances, resolved at today's Board of Directors meeting to grant (i) monetary compensation claims against the Company to 5 directors of the Company (hereinafter referred to as 'Target Directors'), and (ii) monetary claims against the Company to 16 executive officers and 13 senior managing officers of the Company, and based on the resolution of the Board of Directors meeting of SENKO Co., Ltd., a subsidiary of the Company, held on June 20, 2025, granted (i) monetary compensation claims against the subsidiary to 6 directors of the subsidiary, and (ii) monetary claims against the subsidiary to 13 executive officers and 40 senior managing officers of the subsidiary, totaling 88,189,300 yen. Furthermore, it was resolved to grant a total of 46,100 shares of the Company's common stock (hereinafter referred to as the 'Allotted Stock') as the purpose of in-kind contribution of these monetary (compensation) claims (the amount of monetary (compensation) claims contributed per share of the offered stock is 1,913 yen).

<Outline of Restricted Stock Allotment Agreement>

The Company and the Target Directors will individually conclude a restricted stock allotment agreement (hereinafter referred to as the 'Allotment Agreement'), the outline of which is as follows. Additionally, the Company plans to conclude similar restricted stock allotment agreements with the Company's executive officers and senior managing officers, as well as the directors, executive officers, and senior managing officers of the Company's subsidiaries, who are the planned allotment recipients of the Treasury Stock Disposal.

(1) Transfer Restriction Period

The Target Directors shall not transfer, pledge, or otherwise dispose of the Allotted Stock from July 25, 2025 (payment date) until the day they lose any position as an officer or employee of the Company or its subsidiary SENKO Co., Ltd.

(2) Conditions for Lifting Transfer Restrictions

The transfer restrictions on all of the Allotted Stock shall be lifted at the end of the transfer restriction period, provided that the Target Directors continuously hold the position of director, executive officer, or senior managing officer of the Company or its subsidiary SENKO Co., Ltd. from July 25, 2025 (payment date) until the conclusion of the annual general meeting of shareholders for the fiscal year ending March 2026 (hereinafter referred to as the 'Service Provision Period'). However, if the Target Directors lose any position as director, executive officer, or senior managing officer of the Company or its subsidiary SENKO Co., Ltd. during the Service Provision Period due to death or other reasons deemed legitimate by the Company's Board of Directors, the transfer restrictions shall be lifted on the number of the Allotted Stock calculated by multiplying the number of months from July 2025 to the month including the date of resignation by the number of the Allotted Stock, divided by 12 (provided that if the result exceeds 1, it shall be deemed as 1), and any fractional shares resulting from the calculation shall be discarded.

(3) Free Acquisition by the Company

The Company shall automatically acquire for free any of the Allotted Stock for which transfer restrictions have not been lifted at the end of the transfer restriction period or at other specified times defined in the agreement.

(4) Management of Stock

The Allotted Stock shall be managed in a dedicated account for restricted stock opened by the Target Directors at Daiwa Securities Co., Ltd., ensuring that it cannot be transferred, pledged, or otherwise disposed of during the transfer restriction period.

(5) Handling in Organizational Restructuring, etc.

If during the transfer restriction period, matters related to organizational restructuring, such as a merger agreement in which the Company becomes the extinct company, a stock swap agreement in which the Company becomes a wholly owned subsidiary, or a stock transfer plan, are approved at the Company's general meeting of shareholders (or by the Company's Board of Directors if the general meeting of shareholders approval is not required for such organizational restructuring), the transfer restrictions on all of the Allotted Stock shall be lifted by resolution of the Board of Directors at the time immediately preceding the business day before the effective date of such organizational restructuring.

3. Basis for Calculation of Payment Amount and Its Specific Content

The Treasury Stock Disposal is conducted using monetary (compensation) claims granted to the planned allotment recipients as contribution assets under the System, and the payment amount per share is set at 1,913 yen, which is the closing price of the Company's common stock on the Tokyo Stock Exchange on June 25, 2025 (the business day immediately preceding the date of the Board of Directors resolution), to eliminate arbitrariness. This is the market price immediately before the date of the Board of Directors resolution, and in the absence of special circumstances indicating that reliance on the most recent stock price is not possible, it is considered a reasonable reflection of the Company's corporate value and not a particularly advantageous price for the planned allotment recipients.