



April 28, 2026

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Securities code: 9612; TSE Prime Market
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Notice Regarding Issuance of New Shares as Restricted Stock Compensation to Directors

LUCKLAND CO., LTD.(hereinafter, the “Company”) hereby announces that it adopted a resolution as of today by way of a deemed resolution of the Board of Directors (without convening a meeting) to issue new shares as restricted stock compensation to its directors (the “Issuance of New Shares”), as outlined below.

1. Overview of the issuance

(1)	Payment date	May 25, 2026
(2)	Type and number of shares to be issued	26,900 shares of the Company’s common stock
(3)	Issue price	1,408 yen per share
(4)	Total issue amount	37,875,200 yen
(5)	Allottees	Six (6) directors of the Company (excluding directors who are Audit & Supervisory Committee members) 18,000 shares Four (4) directors of the Company who are Audit & Supervisory Committee members 8,900 shares

2. Purpose and reasons for the issuance

At the 56th Annual General Meeting of Shareholders held on March 30, 2026, the Company obtained approval to introduce a stock compensation plan (the “Plan”) under which restricted shares are granted to its directors (the “Eligible Directors”). The purpose of the Plan is to provide an incentive for the sustainable enhancement of the Company’s corporate value and to further align the interest of directors with those of shareholders. Under the Plan, the total amount of monetary compensation claims to be granted to Eligible Directors as compensation related to restricted stock is set as follows: up to 90,000 thousand yen per year for directors of the Company (excluding directors who are Audit & Supervisory Committee members), including 27,000 thousand yen for outside directors; and up to 30,000 thousand yen per year for directors who are Audit & Supervisory Committee members. In addition, the maximum number of restricted shares to be allocated to

Eligible Directors in each fiscal year is set at 60,000 shares (including up to 18,000 shares for outside directors) for directors (excluding directors who are Audit & Supervisory Committee members) and 20,000 shares for directors who are Audit & Supervisory Committee members. The transfer restriction period is defined as the period from the date of delivery of the restricted shares until the date on which the Eligible Director retires or resigns from the position predetermined by the Company's Board of Directors.

Following deliberation by the directors who are Audit & Supervisory Committee members, the Company adopted a resolution as of the same day by way of a deemed resolution of the Board of Directors (without convening a meeting) to grant monetary compensation claims totaling 37,875,200 yen to 10 Eligible Directors designated as allottees (the "Allottees") as restricted stock compensation for the period from the 56th Annual General Meeting of Shareholders to the 57th Annual General Meeting of Shareholders scheduled for March 2027. The Company will allot 26,900 shares of its common stock as specified restricted shares to the Allottees, upon their full contribution of the monetary compensation claims through contribution in kind. The amount of monetary compensation claims granted to each Allottee has been determined based on a comprehensive consideration of various factors, including each Allottee's contribution to the Company. Furthermore, the level of dilution resulting from the Issuance of New Shares is considered minor—amounting to 0.24% (rounded to the third decimal place) of the total number of issued shares as of April 28, 2026—and is therefore deemed reasonable in light of the purpose of the Plan. The aforementioned monetary compensation claims will be granted on the condition that each Allottee enters into a restricted stock allotment agreement (the "Allotment Agreement") with the Company, which, in substance, includes the terms outlined below.

3. Outline of the Allotment Agreement

(1) Transfer restriction period

The transfer restriction period shall be from May 25, 2026 until the date on which the Allottee retires or resigns from all positions as a director and employee of the Company.

During the transfer restricted period (the "Transfer Restriction Period") set forth above, the Allottee shall not transfer, pledge, grant any security interest in, gift, bequeath, or otherwise dispose of the restricted shares allocated to them (the "Allocated Shares") to any third party (the "Transfer Restriction").

(2) Acquisition of restricted shares without consideration

If an Allottee resigns or retires from all positions as a director and employee of the Company during the period from the start date of the Transfer Restriction Period until the day immediately preceding the date of the first Annual General Meeting of Shareholders to be held thereafter, the Company shall automatically acquire the Allocated Shares without consideration as of the time of such resignation or retirement, unless the Company's Board of Directors determines that there is a justifiable reason.

In addition, if, at the time when the Transfer Restriction Period expires (the "Expiration Date"), there remain any Allocated Shares for which the Transfer Restriction has not been lifted pursuant to the provisions regarding the lifting of Transfer Restriction set forth in (3) below, the Company shall automatically acquire such shares without consideration immediately after the Expiration Date.

(3) Lifting of Transfer Restriction

The Company shall lift the Transfer Restriction on all Allocated Shares held by an Allottee at the Expiration Date, on the condition that the Allottee has continuously held the position of either a director or an employee of the Company from the start date of the Transfer Restriction Period until the date of the first Annual General Meeting of Shareholders to be held thereafter. However, if an Allottee resigns or retires

from all positions as a director and employee of the Company before the day immediately preceding the date of the first Annual General Meeting of Shareholders to be held after the start date of the Transfer Restriction Period, due to reasons deemed justifiable by the Company's Board of Directors, the Company shall lift the Transfer Restriction, as of the time immediately following such resignation or retirement, on a number of Allocated Shares calculated by multiplying (i) the number of Allocated Shares held by the Allottee at that time by (ii) a fraction obtained by dividing the number of months from April 2026 through the month including the date of such resignation or retirement by 12 (any fractional shares resulting from the calculation shall be rounded down to the nearest whole share).

(4) Provisions regarding management of shares

Each Allottee shall open an account with SMBC Nikko Securities Inc., in which the Allocated Shares are to be recorded or registered, in accordance with the method designated by the Company, and shall keep and maintain the Allocated Shares in such account until the Transfer Restriction is lifted.

(5) Treatment in organizational restructuring, etc.

If, during the Transfer Restriction Period, a merger agreement under which the Company becomes a dissolved company, a share exchange agreement or share transfer plan under which the Company becomes a wholly owned subsidiary, or any other proposal relating to organizational restructuring, etc. is approved at a General Meeting of Shareholders of the Company (or, if such approval by the General Meeting of Shareholders is not required, by the Board of Directors of the Company; such time of approval is referred to as the "Approval of Organizational Restructuring"), and the effective date of such organizational restructuring occurs prior to the expiration of the Transfer Restriction Period, and if, in connection with such organizational restructuring, the Allottee resigns or retires from all positions as a director and employee of the Company, then, by resolution of the Board of Directors, the Company shall lift the Transfer Restriction, effective immediately prior to the business day preceding the effective date of such organizational restructuring, on a number of Allocated Shares calculated by multiplying (i) the number of Allocated Shares held by the Allottee as of the date of such approval by (ii) a fraction obtained by dividing the number of months from April 2026 through the month including the date of such approval by 12 (provided that if such fraction exceeds 1, it shall be deemed to be 1), with any fractional shares resulting from the calculation rounded down to the nearest whole share.

At the Approval of Organizational Restructuring, the Company shall be deemed to automatically acquire, without consideration, all Allocated Shares for which the Transfer Restriction remains in effect as of the business day immediately preceding the effective date of such organizational restructuring.

4. Basis for calculation of the payment amount and specific details thereof

The issue price for the Issuance of New Shares has been set at 1,408 yen per share, which is 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 (April 27, 2026), in order to eliminate arbitrariness in the pricing. This price represents the market price immediately prior to the date of the Board of Directors' resolution and is considered reasonable and not particularly favorable.