



June 26, 2025

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 (Securities code: 2207, Tokyo Stock Exchange Prime Market
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Notice Regarding the Disposal of Treasury Shares as Restricted Stock Remuneration

Meito Sangyo Co., Ltd. (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held on the date of this release, to dispose of treasury shares (hereinafter the “Disposal of Treasury Shares” or “Disposal”). Details are as follows.

1. Overview of disposal

(1) Date of disposal	July 25, 2025
(2) Class and number of shares to be disposed of	13,291 shares of the Company’s common stock
(3) Disposal price	¥2,005 per share
(4) Total disposal value	¥26,648,455
(5) Recipients, their number, and the number of shares to be disposed of	<p>Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) of the Company 5 persons 2,892 shares</p> <p>Executive Officers who do not concurrently serve as Directors of the Company 3 persons 597 shares</p> <p>Employees of the Company 66 persons 8,784 shares</p> <p>Directors of the Company’s subsidiaries 4 persons 596 shares</p> <p>Executive Officers who do not concurrently serve as Directors of the Company’s subsidiaries 2 persons 298 shares</p> <p>Full-time Advisor of the Company’s subsidiary 1 person 124 shares</p>
(6) Other matters	No securities notice has been submitted for the Disposal of Treasury Shares, as it satisfies the special requirements concerning the granting of restricted stock compensation.

2. Purpose and reason for disposal

The Company has introduced a restricted stock remuneration plan (hereinafter the “Plan”) as a new remuneration plan for the Company’s Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors; hereinafter the “Eligible Directors”), employees and Executive Officers who do not concurrently serve as Directors, as well as Directors and Executive Officers who do not concurrently serve as Directors of the Company’s subsidiaries (hereinafter, collectively referred to as the “Eligible Directors, etc.”). The aim of this introduction is to provide incentives for the Eligible Directors, etc. to sustainably improve the Company’s corporate value and to promote further value sharing with shareholders.

Furthermore, under the Plan, the approval was obtained, at the 80th Annual General Meeting of Shareholders held on June 28, 2022, to pay monetary claims not exceeding ¥20 million per annum to the Eligible Directors as remuneration to be property contributed in kind for the acquisition of restricted shares (hereinafter the “Restricted Stock Remuneration”), issue or dispose of shares of the Company’s common stock not exceeding 15,000 shares per annum, set a transfer restriction period of restricted shares from the date the Eligible Directors receive the allotment of shares of the Company’s common stock under the restricted stock allotment agreement entered into between the Company and the Eligible Directors until the time immediately after their retirement or resignation from the position, predetermined by the Board of Directors, of an officer or employee of the Company or its subsidiaries, and conduct other related matters.

The summary, etc. of the Plan is as follows.

[Summary, etc. of the Plan]

The Eligible Directors, etc. shall pay all monetary claims paid to them from the Company under the Plan as property contributed in kind, and receive shares of the Company’s common stock through issuance or disposal. The amount to be paid per share shall be an amount determined by the Board of Directors within a range that will not result in a particularly advantageous amount for the Eligible Directors, etc. who will receive the common stock, based on the closing price of the Company’s common stock on the Tokyo Stock Exchange on the business day prior to the date of each resolution of the Board of Directors (if there are no trades on that day, the closing price on the most recent preceding trading day).

Furthermore, such issuance or disposal of shares of the Company’s common stock under the Plan is subject to the Company and the Eligible Directors, etc. entering into a restricted stock allotment agreement. The contents include that 1) The Eligible Directors, etc. shall be prohibited from transferring to a third party, creating security interests on, or otherwise disposing of the allotted shares of the Company’s common stock for a set period under the restricted stock allotment agreement, and 2) When certain circumstances arise, the Company shall acquire the common stock without consideration.

On this occasion, following consultation with the Nomination and Remuneration Committee and considering the objectives of the Plan, the Company’s business conditions, the scope of responsibilities of each of the Eligible Directors, etc., and other relevant circumstances, the Company has determined that, in order to further improve the motivation of each of the Eligible Directors, etc., it shall contribute total monetary claims of ¥26,648,455 (hereinafter the “Monetary Claims”) and the common stock of 13,291 shares.

With regard to the Disposal of Treasury Shares, under the Plan, 81 Eligible Directors, etc., who are the scheduled allottees, shall pay all of the Monetary Claims to the Company as property contributed in kind and shall receive shares of the Company’s common stock (hereinafter the “Allotted Shares”)

through a disposal. The summary of the restricted stock allotment agreement entered into between the Company and the Eligible Directors, etc. (hereinafter the “Allotment Agreement”) with regard to the Disposal of Treasury Shares is set out in item 3. below.

3. Summary of the Allotment Agreement

(1) Transfer restriction period

- 1) Eligible Directors, employees and Executive Officers who do not concurrently serve as Directors of the Company:

A period from July 25, 2025 (hereinafter the “Disposal Date”) until the time immediately after their retirement or resignation from the position of a Director, Corporate Officer, Executive Officer who does not concurrently serve as a Director, Audit and Supervisory Committee Member, Advisor, Senior Corporate Advisor, employee, or any other relevant position at the Company

- 2) Directors and Executive Officers who do not concurrently serve as Directors of the Company’s subsidiaries:

A period from the Disposal Date until the time immediately after their retirement or resignation from the position of a Director, Corporate Officer, Executive Officer who does not concurrently serve as a Director, Audit and Supervisory Committee Member, Advisor, Senior Corporate Advisor, employee, or any other relevant position at the Company’s subsidiaries

(2) Conditions for removal of transfer restrictions

The Company shall remove the transfer restrictions on all of the Allotted Shares when the transfer restriction period ends, subject to an Eligible Director, etc. continuously serving the position of a Director, Corporate Officer, Executive Officer who does not concurrently serve as a Director, Audit and Supervisory Committee Member, Advisor, Senior Corporate Advisor, employee, or any other relevant position at the Company (however, if the allottee is a Director or Executive Officer who does not concurrently serve as a Director of the Company’s subsidiaries, the position shall be deemed to refer to a Director, Corporate Officer, Executive Officer who does not concurrently serve as a Director, Audit and Supervisory Committee Member, Advisor, Senior Corporate Advisor, employee, or any other relevant position at the Company’s subsidiaries; the same shall apply hereinafter) during the period from the date on which the Eligible Directors, etc. begin performing their duties until the time immediately before the conclusion of the first Annual General Meeting of Shareholders that is held thereafter (if the allottee is an employee or Executive Officer who does not concurrently serve as a Director, and they begin their duties at the beginning of the fiscal year, the period shall be deemed to refer to the period from the beginning of the fiscal year in which the day of the Annual General Meeting of Shareholders falls to the end of the fiscal year; the same shall apply hereinafter) (hereinafter the “Service Provision Period”).

(3) Treatment upon retirement or resignation of Eligible Directors, etc. due to the expiration of their tenure, reaching the retirement age, or any other justifiable reason during the Service Provision Period

1) Timing for removal of transfer restrictions

If an Eligible Director, etc. retires or resigns from the position of a Director, Corporate Officer, Executive Officer who does not concurrently serve as a Director, Audit and Supervisory Committee Member, Advisor, Senior Corporate Advisor, employee, or any other relevant position at the Company due to the expiration of their tenure, reaching a retirement age, or any other justifiable reason (including retirement or resignation due to a death), the Company shall remove

the transfer restrictions immediately after their retirement or resignation.

2) Number of shares subject to removal of transfer restrictions

The number of shares subject to removal of transfer restrictions shall be calculated by multiplying the number of the Allotted Shares held at that point in time of the retirement or resignation specified in 1) by the number of months from the month that includes the Disposal Date to the month in which the Eligible Director, etc. retires or resigns divided by 12, the number of months corresponding to the Service Provision Period (if that number exceeds 1, it shall be set to 1.) (However, any fractional shares resulting from the calculation will be rounded down.)

(4) Acquisition by the Company without consideration

If, during the transfer restriction period, an Eligible Director, etc. commits any act in violation of laws or regulations or falls under any other specific circumstances set forth in the Allotment Agreement, the Company shall automatically acquire all of the Allotted Shares without consideration at that point in time. In addition, the Company shall automatically acquire without consideration the Allotted Shares for which the transfer restrictions have not been removed at the expiration of the transfer restriction period or at the removal of the transfer restrictions specified in (3) above.

(5) Treatment in case of organizational restructuring, etc.

During the transfer restriction period, if a merger agreement where the Company will be the disappearing company, a share exchange agreement or share transfer plan where the Company will become a wholly owned subsidiary, or any other matter related to organizational restructuring, etc. is approved at a General Meeting of Shareholders of the Company (or at the Board of Directors of the Company if the organizational restructuring, etc. does not require approval by the General Meeting of Shareholders of the Company), the Company shall, by resolution of the Board of Directors, remove the transfer restrictions, immediately before the business day prior to the effective date of the organizational restructuring, etc., for the shares calculated by multiplying the number of the Allotted Shares held at that point in time by the number of months from the month that includes the Disposal Date to the month that includes the approval date divided by 12, the number of months corresponding to the Service Provision Period (if that number exceeds 1, it shall be set to 1.) (However, any fractional shares resulting from the calculation will be rounded down.) In addition, the Company shall automatically acquire without consideration all of the Allotted Shares for which the transfer restrictions have not been removed immediately after the removal of the transfer restrictions.

(6) Management of shares

The Allotted Shares will be managed throughout the transfer restriction period in dedicated accounts opened by the Eligible Directors, etc. with Nomura Securities Co., Ltd. so as to ensure that the Allotted Shares may not be transferred, have security interests created on them, or otherwise be disposed of during the transfer restriction period. In order to ensure the effectiveness of the transfer restrictions, etc. on the Allotted Shares, the Company has entered into a contract with Nomura Securities Co., Ltd. pertaining to the management of the accounts of the Allotted Shares held by the respective Eligible Directors, etc. In addition, the Eligible Directors, etc. shall agree to the details of the management of the accounts.

4. Basis for calculation of the amount to be paid and specific details thereof

The Disposal of Treasury Shares for the scheduled allottees will be made in the form of monetary claims as property contributed in kind paid through the restricted stock remuneration for the Company's 84th fiscal year in accordance with the Plan. To ensure a price free of arbitrariness, the disposal price has been set as ¥2,005, which is the closing price of the Company's common stock on the Tokyo Stock Exchange Prime Market on June 25, 2025 (the business day prior to the date of the resolution of the Board of Directors). This represents the market price of the Company's stock immediately before the date of the resolution of the Board of Directors and is considered reasonable, without being particularly advantageous.