

Translation

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Company name: TV TOKYO Holdings Corporation
Name of representative: Hiroshi Yoshitsugu, CEO President
(Securities code: 9413; Prime
Market of the Tokyo Stock
Exchange Market)
Inquiries: Naokazu Okubo, General Manager
of Corporate Strategy Division
(Telephone: +81-3-3587-3046)

Notice Concerning Disposal of Treasury Shares as Restricted Stock Compensation

TV TOKYO Holdings Corporation (the “Company”) hereby announces that it has resolved at a meeting of the Board of Directors held today to dispose of treasury shares (the “Treasury Share Disposal” or “Disposal”) as described below.

1. Overview of disposal

(1)	Date of disposal	July 18, 2025
(2)	Class and number of shares to be disposed of	Common stock of the Company 85,746 shares
(3)	Disposal price	3,475 yen per share
(4)	Total amount of disposal	297,967,350 yen
(5)	Recipient of disposal, number of persons, and number of disposed shares	Directors of the Company (excluding Outside Directors) Seven persons, 17,765 shares Executive Officers not concurrently serving as Directors of the Company: One person, 1,151 shares Directors of subsidiaries of the Company: 44 persons, 59,637 shares Executive Officers not concurrently serving as Directors of subsidiaries of the Company: Six persons, 7,193 shares
(6)	Other matters	A special report has been submitted for the Treasury Share Disposal in accordance with the Financial Instruments and Exchange Act.

2. Purpose and reason for disposal

At a meeting of the Board of Directors held on May 11, 2023, the Company resolved to introduce a restricted stock compensation plan (the “Plan”) with the aim of providing incentives to the Company’s Directors (excluding Outside Directors, the “Eligible Directors”), the Company’s Executive Officers who do not concurrently serve as Directors, and Executive Directors who do not concurrently serve as Directors of the Company’s subsidiaries (together with the Eligible Directors, the “Eligible Directors, etc.”), to continuously improve the corporate value of the Company and further promote value-sharing with all shareholders. In addition, at the 13th Annual General Meeting of Shareholders held on June 15, 2023, it was approved that the Company will grant to the Eligible Directors, as compensation to be used as assets for the acquisition of restricted stock under the Plan (“Restricted Stock Compensation”), a monetary claim of up to 200 million yen per year, and will issue or dispose of up to 120,000 shares of the Company’s common stock per year. The transfer restriction period for the restricted stock will be from the date of allocation of the Company’s common stock under the restricted stock allocation agreement concluded between the Company and the Eligible Directors, until the time immediately after the resignation or retirement from the position of an executive or employee of the Company or a subsidiary of the Company, where such position is predetermined by the Board of Directors of the Company (provided, however, that if the time immediately after such resignation or retirement is before the date on which three months have passed since the

end of the fiscal year in which the date of allocation of the Company's common shares falls, the end of the transfer restriction period may be adjusted within a reasonable range).

An overview of the Plan, etc. is as described below.

[Overview of the Plan, etc.]

The Eligible Directors, etc. will use all monetary claims received from the Company under the Plan as payment in kind, and will be issued the Company's common stock or such stock will be disposed of. The amount to be paid 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 each Board of Directors resolution (or the closing price of the immediately preceding trading day if no trading was executed on that date) to the extent not particularly favorable to the Eligible Directors, etc. who subscribe for the common stock.

In addition, when issuing or disposing of the Company's common stock under the Plan, the Company and the Eligible Directors, etc. shall conclude a restricted stock allocation agreement, the details of which shall include the following: (1) the Eligible Directors, etc. shall be prohibited from transferring, creating security interests in, or otherwise disposing of the Company's common stock allotted to them under the restricted stock allocation agreement to any third party for a certain period of time, and (2) the Company shall acquire the common stock in question without compensation in the event of the occurrence of certain events.

After consulting with the Remuneration Advisory Committee, the Company has decided to grant a total of 297,967,350 yen in monetary claims (the "Monetary Claims") and 85,746 shares of common stock to the Eligible Directors, etc., with the aim of providing incentives to continuously enhance the Company's corporate value and to further promote value-sharing with all shareholders.

In this Treasury Share Disposal, the 58 Eligible Directors, etc. to whom shares are to be allocated will make a payment with the entire Monetary Claims against the Company as payment in kind, and will receive disposition of the Company's common stock (the "Allotted Shares"). An overview of the restricted stock allocation agreement (the "Allotment Agreement") to be concluded between the Company and the Eligible Directors, etc. in connection with this Treasury Share Disposal is as described in 3. below.

3. Overview of the Allotment Agreement

(1) Transfer restriction period

From July 18, 2025 (the "Disposal Date") until immediately after his retirement from any position as a director of a subsidiary in our company or our company, or as an executive officer who does not concurrently serve as a director.

(2) Conditions for lifting transfer restrictions

The transfer restriction on all of the Allotted Shares will be lifted at the end of the transfer restriction period, provided that the Eligible Director, etc. has continuously held the position of Director of the Company or a subsidiary of the Company, Executive Officer who does not concurrently serve as a Director, or any other position equivalent thereto during the period from the commencement date of the execution of duties until immediately before the end of the first Annual General Meeting of Shareholders to be held thereafter (the "Service Period").

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

Regarding the person to whom shares are to be allocated, the disposal of treasury shares will be conducted using the Monetary Claims paid as Restricted Stock Compensation for the Company's 16th fiscal year under the Plan as invested assets. In order to eliminate arbitrariness, the disposal price has been set at 3,475yen, the closing price of the Company's common stock on the Tokyo Stock Exchange Prime Market on June 18, 2025 (the business day prior to the date of the Board of Directors' resolution). This is the market price immediately prior to the date of the Board of Directors' resolution, and we believe that it is reasonable and does not constitute a particularly favorable amount.