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July 18, 2025

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 (Securities code:1377, TSE Prime Market)
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Notice Concerning the Disposition of Treasury Stock through Third-Party Allotment in Connection with the Additional Contribution to Stock Benefit Trust (BBT)

SAKATA SEED CORPORATION (the "Company") hereby announces that its Board of Directors meeting held today resolved to dispose of treasury shares through third-party allotment (Hereinafter referred to as the "Disposition of Treasury Shares".) as follows. Formally, the Disposal of Treasury Shares will be carried out with Japan Custody Bank, Ltd. (Trust E Account), which is a re-trustee who has received re-entrustment from the trustee of a trust (Hereinafter referred to as the "Trust".) established based on the trust agreement concluded with Mizuho Trust & Banking regarding the stock compensation plan "BBT (=Board Benefit Trust) (Hereinafter referred to as the "Plan".), " as the allottee. However, this is substantially the same as the case where shares are allotted to directors (Excludes outside directors.) and senior executive officers and executive officers (Hereinafter referred to as "Directors, etc.".) of our company in consideration for the provision of services to our company.

1. Outline of disposal

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| (1) Date of disposal | Monday, August 4, 2025 |
| (2) Type and number of shares to be disposed of | 33,480 shares of common stock |
| (3) Disposal price | 3,350 yen per share |
| (4) Amount to be disposed of | 112,158,000 yen |
| (5) Scheduled subscribers | Six Directors of the company (excluding outside directors) 16,950 shares Fifteen senior executive officers and executive officers 16,530 shares (Notes 1 and 2) |
| (6) Others | This disposal of treasury shares is subject to the securities registration statement, filed in accordance with the Financial Instruments and Exchange Act, coming into effect. |

(Note 1) The formal recipient of the Disposition of Treasury Stock is Custody Bank of Japan, Ltd. (Trust Account E). Custody Bank of Japan, Ltd. (Trust Account E) is a trust account established based on a trust agreement executed by and between the Company and Mizuho Trust & Banking Co., Ltd. (the "Trust Agreement") with the Company as the trustor and Mizuho Trust & Banking Co., Ltd. as the trustee (and Custody Bank of Japan, Ltd. as the re-trust trustee). Meanwhile, the Disposition of Treasury Stock is intended to provide benefits to Directors, etc., under the BBT Plan, and is substantially the same as the case where shares are allocated to Directors of the Company in compensation for services rendered to the Company. Therefore, Directors, etc., are recorded as scheduled subscribers.

(Note 2) Directors, etc., are granted points determined by their position, etc., under the BBT Plan, and when they acquire the right to receive benefits under certain conditions, they will be paid money equivalent to the amount calculated by converting our company shares and our company shares equivalent to the grant points at market value. Therefore, the above number of shares is the maximum number, and the number of our company Shares, etc. actually delivered to Directors, etc. will vary depending on their position, etc.

2. Purpose and Reason for the Disposition

Based on the resolution of Ordinary General Meeting of Shareholders held on August 28, 2018, the company introduced the "BBT Plan (For the summary of the BBT Plan, please refer to the "Notice Concerning Abolition of Directors' Retirement Allowance System and Introduction of Stock Compensation System Notice" dated June 22, 2018 and "Notice Concerning Disposal of Treasury Shares by Third-Party Allotment Associated with Introduction of Stock Compensation System" dated October 5, 2018.).

The Company has decided to make an additional monetary contribution to the Trust (the "Additional Trust") in order for the Trust to acquire the shares expected to be required for future benefits in the continuation of the BBT Plan, and to execute the Disposition of Treasury Stock to the Trust Account E established at Japan Custody Bank, Ltd. in order to acquire and dispose of the Company's shares in operating the BBT Plan. Although the Disposal of Treasury Shares will be conducted formally with the Japan Custody Bank, Ltd. (Trust Account E), it is substantially the same as the case where shares of the Company are allotted to Directors, etc., as compensation for services rendered.

The number of shares to be disposed of corresponds to the number of shares expected to be provided to Directors, etc., during the trust period (3 fiscal years from the fiscal year ended May 30, 2025 to the fiscal year ended May 30, 2027) in accordance with the Corporate Officer Share-based Payment Regulations, and represents 0.07% of the total number of shares issued as of May 31, 2025 (46,410,750 shares) (0.08% of the total number of voting rights as of May 31, 2025 of 431,906 (all rounded to the second decimal place)). The number of shares to be disposed is equivalent to the number of shares expected to be delivered to Directors, etc. during the trust period in accordance with the "Directors' Stock Benefit Regulations" (3 fiscal years from the fiscal year ended May 30, 2025 to the fiscal year ended May 30, 2027), and in light of the purpose of the BBT Plan described in the "Notice Concerning Abolition of Directors' Retirement Allowance System and Introduction of Stock Compensation System" dated June 22, 2018, the size of dilution is considered reasonable.

***Outline of Additional Trust**

Date of additional trust: August 4, 2025

Amount of additional trust: 112,158,000 yen

Type of shares to be acquired: common shares of the Company

Number of shares to be acquired: 33,480 shares

Date of share acquisition: August 4, 2025

Method of share acquisition: Acquisition by way of underwriting the Disposition of Treasury Stock

3. Basis and specifics of the calculation of the price of disposition

The price of disposition has been set at 3,350 yen per share, which is the closing price of the Company's shares on the Tokyo Stock Exchange to the day on which the resolution for Disposition of Treasury Stock was passed at the Board of Directors' meeting.

The closing price on the business day immediately preceding the date of Board of Directors' resolution accurately reflects the Company's corporate value and is thus judged to be reasonable.

The price of disposition (3,350yen) represents the amount obtained by multiplying the closing price (3,439 yen) of the Company's shares for the one (1)-month period immediately prior to the date of resolution of the Board of Directors' meeting by 97.41%. It is the amount obtained by multiplying the closing price (3,388 yen) (rounded down to the nearest whole yen) of the Company's shares for the three (3)-month period immediately prior to the date of resolution of the Board of Directors' meeting by 98.88%, and is the amount obtained by multiplying the closing price (3,427yen) (rounded down to the nearest whole yen) of the Company's shares for the six (6)-month period immediately prior to the date of resolution of the Board of Directors' meeting by 97.75%. As a result of considering the above-stated matters, the Company believes that the price of disposition in the Disposition of Treasury Stock is not especially favorable to the subscriber, but is reasonable.

In addition, 3 Audit & Supervisory Board Members (2 of whom were outside Audit & Supervisory Board Members) who attended the Board of Directors' meeting expressed their opinion that the disposal value is not particularly favorable.

4. Matters related to Procedures under the Code of Business Conduct

Given that (1) the dilution ratio is less than 25% and (2) the disposition does not involve a change in the controlling shareholder, the Disposition of Treasury Stock does not require the Company to obtain an opinion from an independent third party or to confirm the intent of shareholders as stipulated in Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc.

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