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July 23, 2025

To whom it may concern

Name of listed company	EDION Corporation
Title and name of the representative	Representative Director, Chairman and CEO Masataka Kubo
Securities Code:	2730 (TSE Prime Market)
Inquiries:	Director and Senior Executive Officer Chief Corporate Planning Officer Tsugunori Ishida

Notice Concerning Disposal of Treasury Shares for Restricted Stock Compensation

EDION Corporation (the "Company") hereby announces that the Board of Directors meeting held today resolved to dispose of treasury shares (the "Disposal of Treasury Shares" or "Disposal") as follows.

1. Outline of Disposal

(1) Due date of payment	August 22, 2025
(2) Class and number of shares to be disposed of	55,500 shares of the Company common stock
(3) Disposal price	2,004 yen per share
(4) Total Disposal amount	111,222,000(yen)
(5) Allottees, the number of allottees, and the number of shares to be disposed of	Seven Company Directors (excluding Outside Directors and Directors who are Audit & Supervisory Committee Members): 39,800 shares Nine Senior Executive Officers who are not Company Directors: 15,700 shares
(6) Other matters	The Company will submit an extraordinary report pursuant to the Financial Instruments and Exchange Act regarding the Disposal of Treasury Shares.

2. Purpose and reason for Disposal

The Company has introduced a Restricted Stock Compensation Plan ("the Plan") for Directors and Executive Officers who are not Company Directors with the aim of providing medium- to long-term incentives to Directors, promoting long-term stable shareholdings by Directors, and enhancing value sharing with our shareholders.

Based on the Plan, the Company received approval at the 23rd Ordinary General Meeting of Shareholders held on June 27, 2024 to provide monetary compensation claims of up to 300 million yen per annum as consideration for the issuance of restricted stock to Company Directors excluding Outside Directors and Directors who are Audit & Supervisory Committee Members (hereinafter collectively referred to as "Eligible Directors") as compensation and to set a 30 year transfer restriction period for restricted stocks. The outline of the Plan is as follows.

[The Plan outline and other matters]

Eligible Directors and Executive Officers who are not Company Directors (hereinafter collectively referred to as “Eligible Directors and Executive Officers”) will contribute all of the monetary compensation claims provided by the Company under the Plan as in-kind contributions and receive the issuance or disposition of Company common stock. In addition, the total number of common stock to be issued or disposed of by the Company to Eligible Directors under the Plan is to be not more than 470,000 shares per year, and the amount to be paid in per share is to be the closing price of the Company common stock on the Prime Market of the Tokyo Stock Exchange as of the business day immediately preceding the date of the pertinent Board Resolution (if no trades occur on this day, the closing price of the most recent trading day before this day).

In addition, upon the issuance or disposition of the Company common stock under the Plan, the Company and the Eligible Directors and Executive Officers are to individually enter into a Restricted Stock Allotment Agreement, which stipulates, among other matters, that (1) the Eligible Directors and Executive Officers may not transfer, pledge as security interests, or otherwise dispose of the Company common stock allotted under the Restricted Stock Allotment Agreement for a specified period of time, and (2) under certain circumstances, the Company will acquire such common stock without consideration.

In consideration of the purpose of the Plan, the Company's performance and various circumstances, the Company has decided to grant monetary compensation claims totaling 111,222,000 yen (the "Monetary Compensation Claims") and 55,500 shares of common stock for the purpose of further motivating Eligible Directors and Executive Officers (hereinafter collectively, the “Eligible Directors and Officers,” and individually, the “Eligible Director or Officer in Question”) of the Company.

In the Disposal of Treasury Shares, the 16 Eligible Directors and Officers, who are the allottees of the Disposal, will contribute all of the Monetary Compensation Claims to the Company as capital in-kind contributions under the Plan and will receive disposal of Company common stock (the "Allotted Shares"). An outline of the Restricted Stock Allotment Agreement (the "Allotment Agreement") to be concluded between the Company and the Eligible Directors and Officers in connection with the Disposal of Treasury Shares is as described in 3. below.

3. Outline of the Allocation Agreement

- (1) Transfer restriction period: August 22, 2025 to August 22, 2055
- (2) Conditions for lifting of transfer restrictions

The transfer restriction for all of the Allotted Shares is to be lifted at the expiration of the transfer restriction period on the condition that the Eligible Director or Officer in Question continues to hold the position of either Director or Executive Officer who is not a Director of the Company or a Company subsidiary during the transfer restriction period.

- (3) Treatment of Eligible Directors and Officers who retire due to expiration of their terms of office, retirement age or other justifiable reasons during the transfer restriction period

[1] Time of lifting of the transfer restriction

In case that the Eligible Director or Officer in Question has retired from his/her position as a Director or an Executive Officer who is not a Director of the Company or a Company subsidiary due to expiration of his/her term of office, retirement age, or for other justifiable reasons (however, excluding termination of service due to death), the restriction on transfer will be lifted on either the date of resignation of the party in

question or the date on which three months have elapsed from the end of the business year in which the date on which the party in question is issued the shares (due date of payment) falls (if this day is not a business day, the following business day), whichever occurs later.

In the case of termination of service due to death, the transfer restriction will be lifted at the time of death of the Eligible Director or Officer in Question.

[2] Number of shares subject to lifting of transfer restrictions

The period of service of the Eligible Director or Officer in Question provided in [1] during the transfer restriction period (number of months) is divided by 12, and the quotient (however, when the quotient exceeds 1, it is to be regarded as 1) is multiplied by the number of Allotted Shares held at the time of such resignation (however, any fractional shares less than one share are to be rounded down) to calculate the number of shares.

(4) Acquisition by the Company without consideration

Upon expiration of the transfer restriction period, or at the time of lifting of the transfer restriction as specified in (3) above, the Company will, as a matter of course and without consideration, acquire the Allotted Shares for which the transfer restriction has not been lifted.

(5) Management of shares

During the transfer restriction period, the Allotted Shares are to be managed in a dedicated account for restricted stock opened by the Eligible Directors and Officers at Nomura Securities Co., Ltd. so that the Allotted Shares cannot be transferred, pledged as security interests, or otherwise disposed of during the transfer restriction period. In order to ensure the effectiveness of the restriction on transfer of the Allotted Shares, the Company has concluded an agreement with Nomura Securities Co., Ltd. in connection with the management of the accounts of the Allotted Shares held by each Eligible Director or Officer in Question. In addition, the Eligible Directors and Officers are to consent to the details of the management of the relevant accounts.

(6) Handling upon corporate reorganization or similar events

During the transfer restriction period, if a merger agreement under which the Company becomes the dissolved Company, a share exchange agreement or share transfer plan under which the Company becomes a wholly-owned subsidiary, or other matters related to corporate reorganization or similar events are approved at a general meeting of shareholders of the Company (provided, however, that in cases where the corporate reorganization or similar event does not require approval at a shareholders' meeting of the Company, the Board of Directors meeting of the Company), based on a Board Resolution, the number of months from the month in which the transfer restriction period started through the month including the business day immediately preceding the effective date of corporate reorganization is divided by 12, and the quotient (however, when the quotient exceeds 1, it is to be regarded as 1) is multiplied by the number of Allotted Shares held at the time of approval (however, any fractional shares less than one share are to be rounded down), and the transfer restriction will be lifted for the resulting number of Allotted Shares immediately prior to the business day immediately preceding the effective date of corporate reorganization.

In addition, at the time immediately after this lifting of the transfer restriction, the Company will, as a matter of course and without consideration, acquire the Allotted Shares for which the transfer restriction has not been lifted.

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

The Disposal of Treasury Shares to the allottees is to be conducted using monetary compensation claims, granted during the business year in which the date of the Company's resolution on allotment based on the Plan falls, as in-kind contributions. In order to achieve fair and objective pricing, the paid-in price thereof has been set at 2,004 yen, which is the closing price of the Company common stock on the Prime Market of the Tokyo Stock Exchange on July 22, 2025 (the business day immediately preceding the date of the Board Resolution of the Company). This is the market share price immediately prior to the date of the Board Resolution, and the Company believes that this price is reasonable and not particularly advantageous to the allottees.