

July 23, 2025

To all concerned parties

INNOTECH CORPORATION
(Code: 9880, Tokyo Stock Exchange Prime Market)
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Notice of Disposal of Treasury Stock for Restricted Stock Compensation for Employees

INNOTECH CORPORATION announces that, at its Board of Directors meeting held on July 23, 2025, it resolved to dispose of treasury stock for restricted stock compensation.

1. Summary of Treasury Stock Disposal

1.	Date of disposal	October 31, 2025
2.	Class and number of shares to be disposed	Common shares of the Company 3,500 shares
3.	Disposal price	1,437 yen per share
4.	Total disposal amount	5,029,500 yen
5.	Method of allocation	Allotment of Restricted Stock
6.	Method of Contribution	Contribution of Monetary Compensation Claims
7.	Disposal destination, number of persons, and number of shares	9 Employees 3,500 shares

2. Purpose and reason for disposal

At the Board of Directors meeting held on May 12, 2022, the Company resolved to introduce a restricted stock compensation system for employees. This is aimed to expand welfare programs for employees and to have them share awareness of profit with shareholders by having their own shares of the Company. We are expecting this system to work for sustainable enhancement of corporate value of the Company.

Press Release



3. Summary of Allocation Agreement

1.	Transfer restriction period	From October 31, 2025 to October 31, 2030
2.	Condition for transfer restrictions to be dissolved	Transfer restrictions are dissolved when the transfer restriction period is expired, under the condition that the employees continuously retain their position of employee of the Company throughout the transfer restriction period.
3.	In the case of the employees' resignation during the transfer restriction period due to expiration of term of office, retirement, or other justifiable reasons (voluntary resignation is not included.)	<p>① Timing of dissolution of the transfer restrictions When the employees resign or retire from their position of employee of the Company during the transfer restriction period due to justifiable reasons, the transfer restrictions are dissolved immediately.</p> <p>② Number of stock released from the transfer restrictions Number of stock released from the transfer restrictions is calculated as follows;</p> <ol style="list-style-type: none"> 1. Confirm a number of Restricted Stock allocated to the employees as at the timing of their resignation defined by above ①. 2. Confirm how many months the employees retain their position of the Company during the transfer restriction period. 3. Divide above number of months by 60 months. 4. Multiply above 1 and above 3. (If any fractional number of shares arises, which is defined as less than 100, as a result of the calculation, it should be rounded down.) <p>The result of above 4 is a number of stock released from the transfer restrictions.</p>
4.	In the case of the Company obtaining this Restricted Stock without payment.	<p>When the transfer restrictions are dissolved under the case described above, the remained portion of allocated Restricted Stock, which is not released from the transfer restrictions, will be immediately acquired by the Company without payment as a matter of course.</p> <p>When the employees resign or retire from their position of employee of the Company due to unjustifiable reasons, fall under a certain event specified in the Allocation Agreement, or violate laws and regulations during the transfer restriction period, all of the allocated Restricted Stock will be immediately acquired by the Company without payment as a matter of course.</p>

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5.	Management of Stock	Allocated stock will be managed in a dedicated account at Nomura Securities Co., Ltd. opened by the target employees. This is to prevent the transfer, setting of security interests and other disposal during the transfer restriction period. The Company has entered into a contract with Nomura Securities Co., Ltd. in order to ensure the effectiveness of transfer restrictions, etc. relating to the allocated stock. The target employees agree to the content of the management of the account.
6.	Treatment in case of organizational restructuring	<p>① Timing of dissolution of the transfer restrictions</p> <p>During the transfer restriction period, if the matters regarding the merger agreement in which the Company becomes the extinguished company, the stock exchange agreement in which the Company becomes a wholly owned subsidiary, the stock transfer plan, or any other reorganization are approved at the General meeting of shareholders (or Board of Directors), the resolution of the Board of Directors will remove the transfer restrictions at the time immediately prior to the business day immediately preceding the effective date of such organizational restructuring.</p> <p>② Number of stock released from the transfer restrictions</p> <p>Number of stock released from the transfer restrictions is calculated as follows;</p> <ol style="list-style-type: none"> 1. Confirm a number of Restricted Stock allocated to the employees as at the timing of the approval specified by above ①. 2. Confirm how many months the employees retain their position of employee of the Company during the transfer restriction period. 3. Divide above number of months by 60 months. 4. Multiply above 1 and above 3. <p>(If any fractional number of shares arises, which is defined as less than 100, as a result of the calculation, it should be rounded down.)</p> <p>The result of above 4 is a number of stock released from the transfer restrictions.</p>

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4. Basis for Calculation of Disposal Price and its specific

The disposal of treasury stock will be carried out by contribution of monetary compensation claims provided for the employees.

The disposal value is 1,437 yen, which is the closing price of the Company's common stock on the Prime Market of the Tokyo Stock Exchange on July 22, 2025 (the business day before the resolution of the Board of Directors). This is to eliminate arbitrariness.

This is the market share price immediately before the resolution of the Board of Directors. We believe it is reasonable and not particularly advantageous value

Note: This document is an English translation of a statement written initially in Japanese.

The Japanese original should be considered as the primary version.