



July 25, 2025

Company Name: Kioxia Holdings Corporation
Representative: Representative Director
President and CEO Nobuo Hayasaka
Securities Code: 285A, TSE Prime
Contact: General Manager of Disclosure Division Makoto Sonoda
Telephone: 03-6478-2539

Notice Regarding Granting of Units Under Continuous Service Stock-Based Remuneration Plan and Performance-Linked Stock-Based Remuneration Plan

At the Board of Directors Meeting held today, the Company resolved to grant units (rights to receive Company shares and money under the subsequently defined RSU plan and PSU plan) under the continuous service stock-based remuneration (restricted stock unit; hereinafter "RSU") plan and performance-linked stock-based remuneration (performance share unit; hereinafter "PSU") plan approved at the 7th Annual General Meeting of Shareholders held on June 27, 2025.

1. Granting of RSUs

(1) Recipients and number of RSUs to be granted

Directors of the Company	6	RSUs equivalent to a total maximum of 529,123 shares
Executive officers of the Company's subsidiary	12	RSUs equivalent to a total maximum of 333,323 shares
	Total: 18	Total RSUs equivalent to a maximum of 862,446 shares

* While a portion of the shares paid to the recipients are planned to be provided in money in consideration of the tax payment burden incurred by the recipients, the number of equivalent shares is calculated under the assumption that all shares are paid in shares and not money (i.e. the number of shares is the highest possible).

(2) Overview of RSU plan

The RSU plan is a plan under which Company shares and money are paid as remuneration for the period from the end of the 7th Annual General Meeting of Shareholders to the end of the ordinary general meeting of shareholders of the Company held the following year (the "applicable period"), on the condition of continuous service for the three years from the end of the 7th Annual General Meeting of Shareholders to the ordinary general meeting of shareholders held three years later (the "continuous service period"), after the end of the continuous service period.

(3) Granting date of RSUs

Planned for August 8, 2025

2. Granting of PSUs

(1) Recipients and number of PSUs to be granted

Directors of the Company (excluding those who do not concurrently serve as executive officers)	2	PSUs equivalent to a total maximum of 1,789,903 shares
Executive officers of the Company's subsidiary	1	PSUs equivalent to a total maximum of 54,763 shares
	Total: 3	Total PSUs equivalent to a maximum of 1,844,666 shares

* The number of equivalent shares is based on the assumption that the degree of achievement of the performance targets under the PSU plan is the highest possible (i.e. the number of shares is the highest possible).

* While a portion of the shares paid to the recipients are planned to be provided in money in consideration of the tax payment burden incurred by the recipients, the number of equivalent shares is calculated under the assumption that all shares are paid in shares and not money (i.e. the number of shares is the highest possible).

(2) Overview of PSU plan

The PSU plan is a plan under which a number of Company shares and money calculated according to the degree of achievement of performance targets over the three years between the end of the 7th Annual General Meeting of Shareholders and the ordinary general meeting of shareholders held three years later (the "performance evaluation period") are paid as remuneration for the applicable period, on the condition of continuous service for the continuous service period, after the performance evaluation period.

(3) Granting date of PSUs

Planned for August 8, 2025

3. Means and Timing of Payment of Company Shares

The Company or its subsidiary will grant monetary compensation claims and money to each director and executive officer eligible to receive RSUs/PSUs after the end of the continuous service period or performance evaluation period, and will issue new shares of the Company or dispose treasury shares of the Company in return for the payment in kind of said monetary compensation claims in full.

The amount paid per share for Company shares issued or disposed of under the RSU plan or PSU plan is determined based on the closing price of regular transactions of Company shares at the Tokyo Stock Exchange on the business day immediately prior to the resolution date of the Board of Directors Meeting held within two months after the end of the continuous service period regarding the issuance of new shares or the disposal of treasury shares for the purpose of distribution of Company shares (or, in the event that transactions are not concluded on the same day, the closing price of the most recent trading day prior to the resolution).

4. Handling in the event of of reorganizations and other reasons

In the event that matters relating to a merger agreement in which the Company becomes an extinct company, a share exchange agreement or share transfer plan in which the Company becomes a wholly owned subsidiary, a new split plan or an absorption-type split agreement in which the Company becomes a split company (limited to split-off-type company splits), or a merger of shares, the acquisition of class shares with a clause for the acquisition of all shares, or a request for the sale of shares in which the Company is going to be controlled by a specific shareholder (collectively "Reorganizations") are approved at the general meeting of shareholders of the Company (in the event that approval at the general meeting of shareholders of the Company is not required for the Reorganization, at the Board of Directors of the Company) during the Continuous Service Period (provided, however, that this shall be limited to the cases where the effective date of the the Reorganization is scheduled to come before the date of payment of Company shares and money under the RSU plan or PSU plan), prior to the effective date of the Reorganization, the Board of Directors of the Company shall reasonably adjust, as necessary, the monetary compensation claims, amount of money, and number of Company shares, together with the timing of such payment and allotment, within the limits of the maximum amount of monetary compensation claims and money and the maximum number of Company shares.

5. Other

The Company has submitted an extraordinary report in Japanese today in accordance with the Financial Instruments and Exchange Act regarding the granting of these units.

For details on the RSU plan and PSU plan, please refer to the "Notice Regarding the Introduction of a Stock-Based Remuneration Plan for Officers of the Company and its Subsidiaries" released on May 26, 2025.