November 26, 2025

Company name: **Makita Corporation**
Representative: Munetoshi Goto, President, Representative Director
Stock ticker code: 6586

Notice Concerning Disposal of Treasury Shares as Restricted Stock Incentive Plan for Employee Shareholding Association

Makita Corporation (hereinafter referred to as the "Company") is pleased to announce that the Company has resolved at a meeting of the Board of Directors held today to grant restricted stock to employee of the Company and its subsidiaries (hereinafter the "Group") through the Makita Employee Shareholding Association (hereinafter the "Shareholding Association") pursuant to the restricted stock incentive plan for employees (hereinafter the "Plan") and to dispose of treasury shares as restricted stock to the Shareholding Association as the planned allottee (hereinafter the "Disposal of Treasury Shares").

The restricted stock will be granted only to members of the Shareholding Association who agree to receive restricted stock through the Shareholding Association (hereinafter the "Eligible Employees").

1. Overview of Disposal

(1) Disposal Date	March 19, 2026
(2) Class and Number of Shares subject to Disposal	200,150 shares of common stock of the Company (Note)
(3) Disposal Price	4,443.0 yen per share
(4) Total Disposal Price	889,266,450 yen (Note)
(5) Method of Disposal (Planned Allottee)	By means of a third-party allotment, (Shareholding Association: 200,150 shares) The number of shares granted to each Eligible Employee shall be 50 shares, and partial applications shall not be accepted.

(Note) The "Class and Number of Shares subject to Disposal" and the "Total Disposal Price" assume the maximum number as of today and are calculated based on the assumption that 50 shares of our common stock will be granted to each of the 4,003 employees of the Group. The actual number of shares to be disposed of and the actual total disposal price will be determined based on the number of employees of the Group and its subsidiaries after completing promotion to those who are not members of the Shareholding Association and confirming that they agree with the Plan.

2. Purpose and Reason for Disposal

On the occasion of our 110th anniversary, at today's Board of Directors meeting, the Company resolved to further promote value sharing between our Group's employees and shareholders by providing incentives aimed at the sustainable enhancement of our Group's corporate value, and to assist our Group employees in building their personal assets by granting restricted stock. To this end, the Company resolved to dispose of treasury shares of our common stock as restricted stock, with the Shareholding Association designated as the planned allottee for the purpose of granting restricted stock to Eligible Employees through this Shareholding Association.

Under the Plan, (i) the Company or its subsidiaries will provide the Eligible Employees with monetary claims as special incentive funds in the form of a monetary claim to be used for the grant of restricted stock to the Eligible Employees, (ii) the Eligible Employees will contribute that monetary claim to the Shareholding Association, and (iii) the Shareholding Association will make an in-kind capital contribution to the Company by collectively contributing the monetary claims received from Eligible Employees, and the Shareholding Association will thereby receive the restricted stock allotment from the Company.

Eligible Employees will acquire membership interests in the Shareholding Association corresponding to the restricted stock allotted to the Shareholding Association (hereinafter referred to as the "Interests"), but will not be able to withdraw the shares comprising the Interests during the transfer restriction period. Before the Disposal of Treasury Shares, the Shareholding Association intends to obtain the necessary resolution to amend its rules as required for the allotment of restricted stock by the day preceding the disposal date. The proposed amendment will take effect two weeks after notification by the chairperson to the members, provided that objections from members amount to less than one-half of the total members. The Disposal of Treasury Shares will be carried out on the condition that the amendments to the Shareholding Association's rules become effective before the day preceding the disposal date.

The Company expects to conclude a restricted stock allocation agreement (hereinafter the "Allocation Agreement") with the Shareholding Association that will include, among other matters, the principal terms summarized below.

Though the number of shares to be disposed of in the Disposal of Treasury Shares will be finalized at a later date as stated in the Note described in 1 above; the maximum number is 200,150 shares. If the maximum number is assumed, the dilution ratio would be approximately 0.07% against the total number of issued shares, 280,017,520, of the Company as of September 30, 2025, and 0.08% against the total number of voting rights, 2,644,108, as of September 30, 2025.

<Overview of the Allotment Agreement>

(1) Transfer Restriction period

The Shareholding Association shall not transfer, use as collateral or otherwise disposing of the restricted stock allotted under the Allocation Agreement (hereinafter the "Allotted Shares"), including withdrawal from the Shareholding Association by Eligible Employees (hereinafter the "Transfer Restriction"), from the Disposal Date until March 19, 2029 (hereinafter the "Transfer Restriction Period").

(2) Condition to lift Transfer Restriction

Subject to the condition that the Eligible Employees continued to be a member of the Shareholding Association during the Transfer Restriction Period, the Transfer Restrictions will be lifted on the expiration of the Transfer Restriction Period for all of the Allotted Shares in proportion to the Interests held by the Eligible Employees who meet such condition. If the Eligible Employee withdraws from the Shareholding Association, during the Transfer Restriction Period due to reaching the mandatory retirement age (provided, however, in the case of reemployment after mandatory retirement, the expiration of the period of reemployment), expiration of the employment term, death, promotion to an executive position, or for any other justifiable reason, all the Transfer Restriction on the number of the Allotted Shares corresponding to the Eligible Employee's Interests shall be lifted as of the first business day of the month in which the settlement resulting from the Eligible Employee's withdrawal from the Shareholding Association is conducted. If the Eligible Employee is assigned overseas for business reasons within the Group during the Restriction Period, all the Transfer Restriction on the number of the Allotted Shares corresponding to the Eligible Employee's Interests shall be lifted on the date separately determined by the Company.

In the event that the Transfer Restrictions are lifted, the Company shall notify the Shareholding Association of the lifting of such restrictions and the number of Allocated Shares for which the Transfer Restrictions are lifted. The Shareholding Association shall, in accordance with its rules, transfer to the ordinary membership interest (hereinafter the "Ordinary Interests") held by the relevant Eligible Employee the portion corresponding to the Allocated Shares for which the Transfer Restrictions have been lifted, with respect to the shares acquired through regular scheduled purchases.

(3) Acquisition without consideration by the Company

The Company will acquire without consideration the Allotted Shares for which the Transfer Restriction is not lifted upon the expiration of the Transfer Restriction Period or immediately after the time when the Restriction Period is lifted as described in (2) above.

In the event of acquisition without consideration, the Company shall notify the Shareholding Association of its intention to acquire the Allotted Shares without consideration and the number of Allotted Shares to be acquired without consideration, and the Shareholding Association shall, in accordance with its rules, deduct from the relevant Eligible Employee's Interests as of the notification is received the portion corresponding to the Allotted Shares subject to such acquisition without consideration.

(4) Management of shares

To ensure that there is no transfer of, creation of a security interest on, or any other disposal of, the Allotted Shares during the Transfer Restriction Period, the Allotted Shares will be managed in an exclusive account opened at Daiwa

Securities Co. Ltd. by the Shareholding Association during the Transfer Restriction Period. Furthermore, the Shareholding Association will register and manage the Interests, separately from the Ordinary Interests in accordance with its rules.

(5) Handling in the case of reorganization etc.

If a merger agreement under which the Company becomes the absorbed company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly-owned subsidiary, or any other matter concerning reorganization etc., is approved by a general meeting of shareholders of the Company (if approval by a general meeting of shareholders is not required for the relevant reorganization etc., then approved by the Board of Directors of the Company) during the Transfer Restriction Period, then, by a resolution of the Board of Directors, the Transfer Restrictions will be lifted on all Allotted Shares in the number corresponding to the Interests held by the Eligible Employees as of the date of such approval immediately following the close of business on the business day preceding the effective date of the organizational reorganization etc..

3. Basis for Calculation of Disposal Price and its Specific Details

The Disposal of Treasury Shares will be carried out by means of a contribution in kind by the Shareholding Association, using as its contributed property the monetary claims that the eligible employees have contributed to the Shareholding Association, which are paid to them by the Company or its subsidiaries as special incentives for the grant of restricted stock. In order to exclude arbitrariness, the disposal price has been decided at 4,443.0 yen, the closing price of the Company common shares on the Tokyo Stock Exchange Prime Market on November 25, 2025 (the business day preceding the date of resolution of the Board of Directors).

The percentage deviation from the Disposal Price (Figures are rounded to the nearest third decimal place. The percentage deviation is the same as below.) is -1.49% from 4,510 yen, which is the simple average closing price for the most recent one month period (from October 25, 2025, to November 25, 2025), -7.22% from 4,789 yen, which is the simple average closing price for the most recent three month period (from August 25, 2025, to November 25, 2025) and -5.10 % from 4,682 yen, which is the simple average closing price for the most recent six months period (June 25, 2025, to November 25, 2025). As a result of taking the above into consideration, the Company has determined that the disposal price above is reasonable as the market price of our Company common shares and does not constitute a particularly advantageous price for the planned allottee. All 4 directors who are Audit and Supervisory Committee members and attended today’s Board of Directors meeting (including 3 outside directors) expressed their opinion that the process by which our Company determined that the disposal price does not constitute a particularly advantageous disposal price for the Shareholding Association, which is the planned allottee, is reasonable and the decision by the Company is appropriate in light of the fact that the Disposal of Treasury Shares is intended to provide incentives to the Eligible Employees and that the disposal price is the closing price of our Company common shares on the Tokyo Stock Exchange Prime Market on the business day immediately preceding the resolution date of the Board of Directors meeting.

4. Matters concerning Procedures under Corporate Code of Conduct

Given that the Disposal of Treasury Shares (i) will result in a dilution rate of less than 25%, and (ii) does not involve change of the controlling shareholder, the receipt of the opinion of an independent third party and procedures to confirm the intent of shareholders of the Company specified in Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. are not required.

(For your reference)

Structure of the Plan

(i) The Company or its subsidiaries will provide the Eligible Employees with monetary claims as the special incentive funds.
(ii) The Eligible Employees will contribute the monetary claims of (i) above to the Shareholding Association.
(iii) The Shareholding Association will submit an application to the Company for shares and will conclude an Allotment Agreement with the Company
(iv) The Shareholdings Association will make lump-sum contribution in kind to the Company of the monetary claims contributed by each Eligible Employees
(v) The Company will allot the Allotted Shares to the Shareholding Association.
(vi) Dividends will be paid on the Allotted Shares even during the Transfer Restriction Period; however, such dividends will be reinvested together with the Ordinary Interests.
(vii) After the expiration of the Transfer Restriction Period, the Shareholding Association will in accordance with its rules, transfer the portion of the Interests held by Eligible Employees corresponding to the Allotted Shares for which the Transfer Restriction has been lifted, on the Ordinary Interests.
(viii) After the transfer described in (vii) above, the Allotted Shares will be transferred to ordinary equity or securities accounts in the name of the Eligible Employees.