



May 14, 2026

To Whom It May Concern:

Company Name: Nissui Corporation  
Representative: Teru Tanaka, Representative Director, President  
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## **Notice Regarding the Disposal of Treasury Shares in Connection with an Additional Contribution under the Performance-Linked Stock Compensation System**

Nissui Corporation (the “Company”) hereby announces that, at a meeting of the Board of Directors held today, the Board resolved to dispose of treasury shares (the “Treasury Share Disposal”) in connection with an additional contribution to the performance-linked stock compensation system, the “Board Benefit Trust-Restricted Stock (BBT-RS)” (hereinafter, the “System”), as set forth below.

### **1. Outline of the Disposal**

(1)	Date of disposal	May 29, 2026
(2)	Class and number of shares to be disposed of	700,000 common shares
(3)	Disposal price	1,248 yen per share
(4)	Total disposal amount	873,600,000 yen
(5)	Planned allottee	Custody Bank of Japan, Ltd. (Trust Account E)
(6)	Other	An extraordinary report under the Financial Instruments and Exchange Act will be filed for the Treasury Share Disposal.

Note: The planned allottee, Custody Bank of Japan, Ltd. (Trust Account E), is the trust account established by the Company and Mizuho Trust & Banking Co., Ltd. entering into a trust

agreement (the “Trust Agreement”; the trust set up under the Trust Agreement, the “Trust”) with the Company as settlor, Mizuho Trust & Banking Co., Ltd. as trustee, and Custody Bank of Japan, Ltd. as re-trustee. The Treasury Share Disposal is carried out for the purpose of delivering shares under the System to Directors of the Company (excluding those residing outside Japan and Outside Directors) and Executive Officers of the Company (excluding those residing outside Japan and those who concurrently serve as Directors) (collectively, “Directors, etc.”), and is substantively equivalent to allocating shares to Directors, etc., as consideration for the provision of services to the Company.

## **2. Purpose and Reasons for the Disposal**

At a meeting of the Board of Directors held on May 21, 2018, the Company resolved to introduce the performance-linked stock compensation system, the “Board Benefit Trust (BBT)” (hereinafter, the “BBT System”), and announced the introduction in the “Notice Regarding the Introduction of a Performance-Linked Stock Compensation System” of the same date. Subsequently, introduction of the BBT System was approved at the 103rd Ordinary General Shareholders’ Meeting held on June 27, 2018, and a partial amendment to the BBT System was approved at the 106th Ordinary General Shareholders’ Meeting held on June 25, 2021.

Further, the revision to the System was resolved at the 110th Ordinary General Shareholders’ Meeting held on June 26, 2025, and remains in effect to date. (For an outline of the System, please refer to the “Notice Regarding Revisions to the Performance-Linked Stock Compensation System” dated May 21, 2025.)

On this occasion, in continuing the System, the Company has resolved to make an additional cash contribution to the Trust (hereinafter referred to as the “Additional Trust”) in order for the Trust to acquire the shares expected to be necessary for future delivery, and to dispose of treasury shares (the Treasury Share Disposal) to Custody Bank of Japan, Ltd. (Trust Account E), the re-trustee to which the trustee of the Trust has re-entrusted the Trust, for the holding and disposition of the Company’s shares in the operation of the System.

The number of shares to be disposed of corresponds to the number of shares expected to be delivered to Directors, etc., during the trust period under the Rules on Provision of Shares to Officers (covering three fiscal years: from the fiscal year ended March 31, 2026 through the fiscal year ending March 31, 2028), and represents 0.22% of the total of 312,430,277 issued shares as of March 31, 2026 (0.23% of the total of 3,031,989 voting rights as of March 31, 2026; in each case rounded at the third decimal place). In light of the purpose of the System as set out in the “Notice Regarding Revisions to the Performance-Linked Stock Compensation System” dated May 21, 2025, the Company considers the scale of dilution to be reasonable.

### **\* Outline of the Additional Trust**

Date of Additional Trust: May 29, 2026

Amount of Additional Trust: 873,600,000 yen

Class of shares to be acquired: Common shares of the Company

Number of shares to be acquired: 700,000 shares

Date of share acquisition: May 29, 2026

Method of share acquisition: Acquisition by way of subscribing to the Company's disposal of treasury shares (the Treasury Share Disposal)

### **3. Basis of Calculation of the Disposal Price and the Specific Details Thereof**

The disposal price was set at 1,248 yen (with amounts of less than one yen rounded down), the average closing price of the Company's common shares on the Tokyo Stock Exchange for the one-month period (from April 14, 2026 to May 13, 2026) ending on the business day immediately preceding the date of the Board of Directors resolution on the Treasury Share Disposal.

The reason for using the average closing price for the one-month period ending on the business day immediately preceding the date of the Board of Directors resolution as the benchmark is that the Company considered it more objective and reasonable to use a smoothed value, such as the average share price over a defined period, than a single point in time, as this approach excludes the influence of special factors such as temporary share-price fluctuations. The reason for setting the calculation period at the most recent one month is that the Company considered it reasonable to adopt the defined period closest to the most recent market price, as compared with the most recent three months or six months.