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June 17, 2026

To All Concerned Parties

Company Name: RETAIL PARTNERS CO., LTD.
Representative: Yasuo Tanaka, President and Representative Director
(Code: 8167, Tokyo Stock Exchange Prime Market)
Contact: Hiroyuki Usagawa, Senior Managing Director
(Phone: 0835-20-2477)

Notice Regarding Disposal of Treasury Shares as Restricted Stock Compensation

We hereby announce that at the Board of Directors meeting held today, the Company resolved to dispose of treasury shares without consideration as restricted stock (hereinafter referred to as the ""Disposal of Treasury Shares"") as follows.

1. Overview of the Disposal

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| (1) Allotment Date | July 17, 2026 |
| (2) Class and Number of Shares to be Disposed | 7,516 shares of the Company's common stock |
| (3) Scheduled Allottees | 8 Directors of the Company (*) 7,516<br>* Excluding Directors who are Audit and Supervisory Committee Members and Outside Directors. |

2. Purpose and Reasons for the Disposal

At the Board of Directors meeting held on May 6, 2021, the Company resolved to introduce a restricted stock compensation plan (hereinafter referred to as the ""Plan"") as a new compensation system for the Company's Directors, with the purpose of providing incentives for the Company's Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors; hereinafter referred to as ""Eligible Directors"") to achieve sustainable enhancement of the Company's medium- to long-term corporate value and shareholder value, as well as to further promote value sharing with shareholders.

Furthermore, at the 68th Annual General Meeting of Shareholders held on May 25, 2021, it was approved that under the Plan, Eligible Directors shall receive issuance or disposal of the Company's common stock, and the total number of shares of the Company's common stock to be issued or disposed of shall be no more than 60,000 shares per year (provided, however, that if a stock split (including gratis allotment of the Company's common stock) or reverse stock split of the Company's common stock occurs after the date on which this proposal is approved and adopted, or if any other event occurs that requires adjustment of the total number of shares of the Company's common stock to be issued or disposed of as restricted stock, such total number shall be adjusted within a reasonable range. ), with an annual amount not exceeding 30 million yen (in granting the restricted stock, the issuance of restricted stock or disposal of treasury shares shall be made as compensation for the Company's Directors, and no monetary payment in exchange for the shares to be offered is required; however, the compensation amount for Eligible Directors shall be calculated based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day preceding the date of each Board of Directors resolution (or the closing price on the most recent trading day prior thereto if no trading was executed on such day) per share. ), and the transfer restriction period for the restricted stock shall be from the date of delivery of the restricted stock until the date on which the relevant Eligible Director loses all positions as a Director of the Company or any other position determined by the Company's Board of Directors.

The overview of the Plan is as follows.

<Overview of the Plan>

Eligible Directors will receive issuance or disposal of the Company's common stock under the Plan. In connection with the issuance or disposal of the Company's common stock under the Plan, a restricted stock allotment agreement shall be executed between the Company and the Eligible Directors receiving the allotment, and such agreement shall include the following matters.

① The allotted shares of the Company's common stock may not be transferred, pledged, or otherwise disposed of during a predetermined period

② The Company shall acquire such common stock without consideration upon the occurrence of certain events

At the Board of Directors meeting held today, the Company resolved to grant a total of 7,516 shares of the Company's common stock (hereinafter referred to as the ""Allotted Shares"") without consideration to 8 Directors of the Company (hereinafter referred to as the ""Allottees"") as compensation for the execution of their duties as Directors.

<Overview of the Restricted Stock Allotment Agreement>

The Company and each Allottee will individually execute a restricted stock allotment agreement (hereinafter referred to as the ""Allotment Agreement""), the overview of which is as follows.

(1) Transfer Restriction Period

The Allottees may not transfer, pledge, or otherwise dispose of the Allotted Shares during the period from July 17, 2026 (the allotment date) until the date on which they lose their position as a Director of the Company.

(2) Conditions for Lifting Transfer Restrictions

Subject to the condition that the Allottees continuously hold the position of Director of the Company during the period from June 2026 until the conclusion of the Annual General Meeting of Shareholders for the fiscal year ending February 2027 (hereinafter referred to as the ""Service Period""), the transfer restrictions on all of the Allotted Shares shall be lifted upon the expiration of the transfer restriction period. However, if an

Allottee loses the position of Director of the Company during the Service Period due to death or other reasons deemed legitimate by the Company's Board of Directors, the transfer restrictions shall be lifted upon the expiration of the transfer restriction period for a number of Allotted Shares calculated by multiplying the number of Allotted Shares by the number of months from June 2026 to the month including the date of such loss, divided by 12 (provided that if such number exceeds 1, it shall be deemed to be 1) (provided that any fraction of less than one share resulting from such calculation shall be rounded down).

(3) Acquisition by the Company Without Consideration

The Company shall automatically acquire without consideration any Allotted Shares for which transfer restrictions have not been lifted at the expiration of the transfer restriction period or at any other time specified in the agreement.

(4) Management of Shares

The Allotted Shares shall be managed in a dedicated account for restricted stock opened by the Allottees at Daiwa Securities Co. Ltd. during the transfer restriction period to ensure that they cannot be transferred, pledged, or otherwise disposed of during the transfer restriction period.

(5) Treatment in the Event of Organizational Restructuring, etc.

If, during the transfer restriction period, a merger agreement in which the Company becomes the absorbed company, a share exchange agreement or share transfer plan in which the Company becomes a wholly-owned subsidiary, or other matters related to organizational restructuring, etc. are approved at the Company's General Meeting of Shareholders (or the Company's Board of Directors if approval by the Company's General Meeting of Shareholders is not required for such organizational restructuring, etc.), the transfer restrictions on a number of Allotted Shares calculated by multiplying the number of Allotted Shares by the number of months from June 2026 to the month including the date of such approval, divided by 12 (provided that if such number exceeds 1, it shall be deemed to be 1) (provided that any fraction of less than one share resulting from such calculation shall be rounded down) shall be lifted immediately before the business day preceding the effective date of the organizational restructuring, etc. by resolution of the Board of Directors.

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