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June 29, 2026

To whom it may concern

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Notice Concerning Disposal of Treasury Shares as Restricted Stock Compensation

UORIKI CO., LTD. (the "Company") announces that at its Board of Directors meeting held today, it was resolved to conduct a disposal of treasury shares (the "Disposal of Treasury Shares" or the "Disposal") as outlined below.

1. Overview of the Disposal

(1)	Disposal date	July 28, 2026
(2)	Class and number of shares to be disposed	Common shares of the Company: 3,000 shares
(3)	Disposal price	2,227 yen per share
(4)	Total value of shares to be disposed	6,681,000 yen
(5)	Recipients and the number thereof; and the number of shares to be disposed	Directors of the Company (excluding Outside Directors): 5 people, 3,000 shares

2. Purpose and Reason for the Disposal

The Company has resolved at its Board of Directors meeting held on May 8, 2020, to introduce a restricted stock compensation plan (the "Plan") as a new remuneration program for the Directors of the Company, excluding Outside Directors (the "Eligible Directors") for the purpose of providing incentives to the Eligible Directors for the sustainable improvement of the Company's corporate value and further promoting the sharing of value with the Company's shareholders. Additionally, at the 36th General Meeting of Shareholders held on June 26, 2020, the Company obtained approval for the following matters in accordance with the Plan: 1) The provision of monetary receivables as monetary compensation (the "Restricted Stock Compensation") to be used as property contributed for acquiring restricted stocks shall amount to a maximum of 80,000 thousand yen per year for the Eligible Directors; 2) The total number of issuance or disposal of shall be up to 60,000 shares of the Company's common share per year; and 3) The transfer restriction period for restricted stocks shall be set between 3 to 50 years, as stipulated by the Board of Directors.

The outline of the Plan is as follows.

[Outline of the Plan]

The Eligible Directors will pay all monetary receivables provided by the Company pursuant to the Plan in the form of property contributed, and receive the Company's common shares to be issued or disposed of. The paid-in amount per share shall be determined by the Board of Directors within the scope of an amount that is not particularly advantageous to the Eligible Directors who will receive the common shares, based on the closing price of the Company's common share on the Tokyo Stock Exchange on the business day immediately preceding the day of the resolution by the Board of Directors (if no transaction was concluded on that day, the closing price on the most recent trading day immediately preceding that day).

Furthermore, when issuing or disposing of the Company's common shares pursuant to the Plan, the Company and the Eligible Directors shall enter into a restricted share allotment agreement, which includes provisions prescribing the following matters: 1) The Eligible Directors shall not transfer, create a security interest on, or otherwise dispose of the Company's common shares allotted to them pursuant to a restricted share allotment agreement for a certain period of time to any third party; and 2) Under certain circumstances, the Company shall make a gratis acquisition of the common shares allotted to them.

At its Board of Directors meeting held today, considering the business conditions of the Company, the scope of responsibilities held by each Eligible Director, their shareholdings in the Company, and various other factors, it was decided to grant each of the Eligible Directors monetary receivables totaling 6,681,000 yen (the "Monetary Receivables") and 3,000 shares of common share for the purpose of further improving their motivation. Furthermore, for the purpose of realizing long-term value sharing with shareholders, which is the objective of introducing the Plan, the transfer restriction period has been set as 30 years in the present case.

For the Disposal of Treasury Shares, 5 Eligible Directors, the intended recipients of the allocation, shall pay all the Monetary Receivables in the form of property contributed in kind to the Company according to the restricted stock compensation plan. In return, the Eligible Directors will receive shares of the Company's common shares (the "Allotted Shares") that will be disposed of by the Company. For the Disposal of Treasury Shares, the Company and each Eligible Director will enter into a restricted stock allotment agreement (the "Allotment Agreement"). For the summary of the Allotment Agreement, please see 3 as described below.

3. Outline of the Allotment Agreement

(1) Transfer restriction period:

July 28, 2026 (the payment date) to July 27, 2056

(2) Conditions for lifting the transfer restriction

The Company shall lift the transfer restriction on all of the Allotted Shares upon the expiration of the transfer restriction period, provided that each Eligible Director has continuously retained its position as a Director during the transfer restriction period.

(3) Treatment in the event that an Eligible Director retires from his or her position during the transfer restriction period due to the expiration of the term of office or any other legitimate reason

(i) Timing of the lifting of transfer restrictions

In the event that an Eligible Director retires from his or her position as a Director due to the expiration of the terms of office or any other legitimate reason (including the case of death), the transfer restrictions shall be lifted upon the retirement.

(ii) Number of Allotted Shares subject to the lifting of transfer restrictions

The number of shares is obtained by multiplying the number of Allotted Shares owned at the time of the retirement stipulated in (i) above by the number obtained by dividing the number of months from the month including the payment date through to the month in which the date of the retirement of the Eligible Directors falls, by 12 (if this number is greater than 1, it will be considered as 1). Fractional shares of less than 1 share will be rounded down.

(4) Gratis acquisition of Allotted Shares by the Company

When the transfer restriction period expires or is lifted in the case defined in (3) above, the Company shall acquire gratis any Allotted Shares for which the transfer restriction has not been lifted as a matter of course.

(5) Management of shares

During the transfer restriction period, the Allotted Shares shall be managed in dedicated accounts opened by the Eligible Directors at Nomura Securities Co., Ltd. to ensure that they cannot be transferred, that a security interest cannot be created, and that they cannot otherwise be disposed of during the said period. To ensure the effectiveness of the transfer restriction on the Allotted Shares, the Company has entered into an agreement with Nomura Securities Co., Ltd. relating to the management of the accounts for the Allotted Shares owned by the Eligible Directors. Furthermore, the Eligible Directors have consented to the details of managing these accounts.

(6) Treatment in the event of organizational restructuring, etc.

During the transfer restriction period, if a merger agreement in which the Company is the dissolving 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 by the Company's Board of Directors, if the approval of the Company's General Meeting of Shareholders is not required with regard to the organizational restructuring, etc.), the transfer restriction shall be lifted for the number of shares obtained by multiplying the number of Allotted Shares owned at the applicable time by the number obtained by dividing the number of months from the month including the payment date through to the month in which the date of the approval falls by 12 (if this number is greater than 1, it will be considered as 1; fractional shares of less than 1 share will be rounded down) immediately before the business day prior to the effective date of the organizational restructuring, etc. based on a resolution of the Board of Directors. In addition, immediately after the transfer restriction is lifted, the Company shall acquire gratis any Allotted Shares for which the transfer restriction has not been lifted as a matter of course.

4. Basis of calculation and specific details of the amount to be paid in

For the Disposal of Treasury Shares to the intended recipients of allotments, Monetary Receivables for restricted stock compensation for the Company’s 43rd term fiscal year based on the Plan shall be provided in the form of property contributed. To eliminate arbitrariness in the disposal amount, it shall be 2,227 yen, which is the closing price of the Company common shares on the Prime Market of the Tokyo Stock Exchange on June 26, 2026 (the business date prior to the date of the Board of Directors resolution). This is the market share price on the date immediately before the date of the Board of Directors resolution, which is deemed to be reasonable and not especially advantageous.