Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail.

July 3, 2026

To all parties concerned,

Company Name: SEINO HOLDINGS CO., LTD.
Representative: Yoshitaka Taguchi, CEO and President
(Code: 9076 TSE Prime, NSE Premier)
Inquiries: Mitsutaka Takahashi, Executive Officer
Finance & IR Department
(TEL: +81-584-82-5023)

Notice Regarding Disposal of Treasury Shares as Restricted Share-Based Compensation

SEINO HOLDINGS CO., LTD. (the "Company") hereby announces that, at a meeting of its Board of Directors held today, the Company resolved to dispose of treasury shares ("Disposal of Treasury Shares") as follows.

1. Overview of the disposal

(1)	Date of disposal	July 31, 2026
(2)	Class and number of shares to be disposed of	187,500 shares of common stock of the Company
(3)	Price of disposal	2,650 yen per share
(4)	Total amount of disposal	496,875,000 yen
(5)	Allottees of shares to be disposed of, number of allottees, and number of shares to be disposed of	Directors of the Company (excluding directors who are members of the Audit and Supervisory Committee): 5 directors, 94,500 shares Directors who are members of the Audit and Supervisory Committee: 3 directors, 9,000 shares Executive officers who do not concurrently serve as directors of the Company: 10 executive officers, 84,000 shares
(6)	Other matters	The Company filed an extraordinary report regarding the Disposal of Treasury Shares in accordance with the Financial Instruments and Exchange Act.

2. Purpose and reasons for disposal

The Company resolved at the Company's Board of Directors meeting held on May 14, 2026 to partially revise the restricted share-based compensation plan for its directors (excluding directors who are members of the Audit and Supervisory Committee), and to introduce a restricted share-based compensation plan for directors who are members of the Audit and Supervisory Committee (hereinafter collectively referred to as the "Plan"). In addition, under the Plan, the Company will newly issue or dispose of restricted shares by resolution of the Board of Directors to executive officers who do not concurrently serve as directors of the Company ("Eligible Executive Officers") in the same manner as it does for Eligible Directors (as defined below).

The purpose of the Plan is to, for directors of the Company (excluding directors who are members of the Audit and Supervisory Committee) and Eligible Executive Officers, provide incentives to enhance the corporate value of the Company on a sustainable basis and to further promote value sharing with shareholders, and for directors who are members of the Audit and Supervisory Committee (hereinafter, together with directors who are not members of the Audit and Supervisory Committee, the "Eligible Directors"; together with Eligible Executive Officers, the "Eligible Recipients"), foster alignment of interests with shareholders, provide incentives to enhance the Company's corporate value by preventing its erosion, and ensure the proper exercise of the supervisory function in evaluating the appropriateness of business operations from an objective standpoint.

At the Company's 105th Ordinary General Meeting of Shareholders held on June 25, 2026, the Company obtained approval from shareholders to, based on the Plan, grant monetary compensation claims to directors of the Company (excluding directors who are members of the Audit and Supervisory Committee) for the purpose of granting restricted shares of up to 594 million yen (of which up to 54 million yen is for outside directors; excluding the employment salary of directors who concurrently serve as employees) per year (however, in principle, the amount of such compensation is intended to be paid in a lump sum substantially equivalent to the compensation for duties performed over a period of three fiscal years and substantially equivalent to the compensation not exceeding 198 million yen per fiscal year) and to revise the transfer restriction period of restricted shares from a "period stipulated by the Board of Directors of the Company that is between three and six years" to "period from the date of delivery of the restricted shares until the date on which the directors cease to hold office as a director of the Company or any other position designated by the Board of Directors of the Company (excluding cases where the director ceases to hold office and is reappointed simultaneously)". In addition, the Company obtained approval from shareholders to grant monetary compensation claims to directors who are members of the Audit and Supervisory Committee for the purpose of granting restricted shares of up to 66 million yen per year (however, in principle, the amount of such compensation is intended to be paid in a lump sum substantially equivalent to the compensation for duties performed as a director who is a member of the Audit and Supervisory Committee over a period of three fiscal years and substantially equivalent to the compensation not exceeding 22 million yen per fiscal year) and to set the transfer restriction period of restricted shares to "period from the date of delivery of the restricted shares until the date on which the directors cease to hold office as a director of the Company or any other position designated by the Board of Directors of the Company (excluding cases where the director ceases to hold office and is reappointed simultaneously)".

The Disposal of Treasury Shares will be conducted in accordance with the Plan. An overview of the Plan is as follows.

Overview of the Plan, etc.

Eligible Recipients will, pursuant to a resolution of the Board of Directors of the Company (and with respect to granting to directors who are members of the Audit and Supervisory Committee, pursuant to consultation among such directors and a resolution of the Board of Directors), contribute the full amount of monetary compensation claims granted under the Plan as property contributed in kind, and in turn, receive common shares of the Company that have been issued or disposed of.

The total number of the common shares of the Company to be issued or disposed of by the Company to the Eligible Directors of the Company under the Plan will be: for directors (excluding directors who are members of the Audit and Supervisory Committee), up to 148,500 shares per year (of which up to 13,500 shares are for outside directors); and for directors who are members of the Audit and

Supervisory Committee, up to 16,500 shares per year (however, from today onward, in the event of a share split (including the gratis allotment of the common shares of the Company) or a share consolidation, or any other circumstances that require an adjustment to the total number of the common shares of the Company issued or disposed of as restricted shares, such total number may be adjusted within a reasonable range in accordance with the split ratio, consolidation ratio, or the like). However, because monetary compensation claims to be granted for the purpose of granting restricted shares are, in principle, intended to be paid in a lump sum in an amount substantially equivalent to compensation for duties performed over a period of three fiscal years, the number of shares to be granted will, in substance, not exceed 49,500 shares per fiscal year for directors (excluding directors who are members of the Audit and Supervisory Committee) and 5,500 shares per fiscal year for directors who are members of the Audit and Supervisory Committee, respectively.

The amount to be paid in per share of the common stock described above shall be determined by the Board of Directors based on the closing price of the common shares of the Company on the Tokyo Stock Exchange on the business day immediately preceding the date of each Board of Directors resolution (or, if no trading occurs on that day, the closing price on the most recent preceding trading day), within a range that is not unduly favorable to the directors subscribing for such shares.

Upon the issuance or disposal of the common shares of the Company pursuant to the Plan, the Company shall enter into an allotment agreement for restricted shares with each Eligible Recipient, the terms of which shall include, among others, provisions to the effect that (i) the Eligible Recipient shall not transfer, create any security interest in, or otherwise dispose of the common shares of the Company allotted to such Eligible Recipient for a certain period, and (ii) the Company shall acquire such common shares without consideration if certain events occur.

In this instance, taking into account the purpose of the Plan, the business conditions of the Company, the scope of duties of each Eligible Recipient, and various other circumstances, the Board of Directors of the Company (and, with respect to payments to directors who are members of the Audit and Supervisory Committee, pursuant to consultation among such directors and the Board of Directors) has resolved to grant Eligible Recipients monetary compensation claims of 496,875,000 yen in total (of which 250,425,000 yen for directors (excluding directors who are members of the Audit and Supervisory Committee), 23,850,000 yen for directors who are members of the Audit and Supervisory Committee, and 222,600,000 yen for Eligible Executive Officers; the “Monetary Compensation Claims”) and to dispose of 187,500 shares of common stock (of which 94,500 shares for directors (excluding directors who are members of the Audit and Supervisory Committee), 9,000 shares for directors who are members of the Audit and Supervisory Committee, and 84,000 shares for the Eligible Executive Officers) by having the Monetary Compensation Claims contributed in kind.

The amount of Monetary Compensation Claims under the Plan is intended to be paid in a lump sum substantially equivalent to the compensation for duties performed over a period of three fiscal years, substantially amounting to 165,625,000 yen per fiscal year (of which 83,475,000 yen for directors (excluding directors who are members of the Audit and Supervisory Committee), 7,950,000 yen for directors who are members of the Audit and Supervisory Committee, and 74,200,000 yen for Eligible Executive Officers). The Company considers this to be equivalent to the granting of 62,500 shares per fiscal year (of which 31,500 shares for directors (excluding directors who are members of the Audit and Supervisory Committee), 3,000 shares for directors who are members of the Audit and Supervisory Committee, and 28,000 shares for Eligible Executive Officers).

In the Disposal of Treasury Shares, pursuant to the Plan, 19 Eligible Recipients who are prospective allottees will contribute the full amount of the Monetary Compensation Claims as property contributed in kind to receive common shares of the Company. The overview of the allotment agreement for restricted shares (the “Allotment Agreement”) to be entered into between the Company and the Eligible Recipients in connection with the Disposal of Treasury Shares is as described in Section 3 below.

3. Overview of the Allotment Agreement

(1) Transfer restriction period

Each Eligible Recipient shall not, pursuant to the Allotment Agreement and with respect to each share of the common stock of the Company allotted to such Eligible Recipient in accordance with the classifications set forth in the "Target Shares" column of the table below (hereinafter simply referred to as the "Target Shares"), transfer, create any security interest in, or otherwise dispose of such shares during the period from July 31, 2026 until the date on which such Eligible Recipient retires from, or otherwise ceases to hold or be employed in, all positions as an officer, etc. of the Company ((i) with respect to Eligible Directors, their status as directors of the Company, (ii) with respect to Eligible Executive Officers who are delegated executive officers, their status as directors and delegated executive officers of the Company, and (iii) with respect to Eligible Executive Officers who are employed executive officers, their status as employed executive officers and other employees of the Company; the same applies hereinafter) (such retirement or cessation, excluding cases where such Eligible Recipient assumes or is reappointed to any of the foregoing positions at the same time as such retirement or cessation, hereinafter simply referred to as "Retirement"; the same applies hereinafter in connection with Retirement) (the "Transfer Restriction Period").

Target Shares	Applicable Service Period (as defined below)	Transfer Restriction Period
Target Shares (1)	Eligible Directors: From June 25, 2026 until the conclusion of the Company's 106th Ordinary General Meeting of Shareholders Eligible Executive Officers: From June 25, 2026 until March 31, 2027	From July 31, 2026 until the date of the Eligible Recipient's Retirement from all positions as an officer, etc. of the Company
Target Shares (2)	Eligible Directors: From the date of the Company's 106th Ordinary General Meeting of Shareholders until the conclusion of the Company's 107th Ordinary General Meeting of Shareholders Eligible Executive Officers: From April 1, 2027 until March 31, 2028	
Target Shares (3)	Eligible Directors: From the date of the Company's 107th Ordinary General Meeting of Shareholders until conclusion of the Company's 108th Ordinary General Meeting of Shareholders Eligible Executive Officers: From April 1, 2028 until March 31, 2029	

(2) Conditions for lifting transfer restrictions

The Company will lift the transfer restrictions upon the expiration of the Transfer Restriction Period, on the condition that the Eligible Recipient has continuously held a position as an officer, etc. of the Company or any other position during the period corresponding to the classification of each Target Share (the "Applicable Service Period").

(3) Treatment in the event of an Eligible Recipient's Retirement during the transfer restriction period due to the expiration of his or her term of office, death, mandatory retirement, or other legitimate reason

(I) Lifting of transfer restrictions

With respect to the Target Shares, during the Applicable Service Period corresponding to each Target Share, in the event of an Eligible Recipient's Retirement from all positions as an officer, etc. of the Company due to the expiration of his or her term of office, death, mandatory retirement, or any other legitimate reason, the transfer restriction shall be lifted immediately upon such Retirement, provided that such Eligible Recipient has continuously held the relevant position up to the time of Retirement (however, in the event of Retirement due to death, the transfer restriction shall be lifted at a time separately determined by the Board of Directors promptly following the death).

(II) Number of shares subject to transfer restrictions lifted

In accordance with the classification of Target Shares set forth in (1) above, the transfer restrictions on each Target Share shall be lifted in the number calculated as provided in (i) through (iii) below.

(i) If the date of Retirement of the Eligible Recipient occurs after the expiration of the Applicable Service Period corresponding to each Target Share: All of the Target Shares

(ii) If the date of Retirement of the Eligible Recipient falls within the Applicable Service Period corresponding to each Target Share: The number obtained by dividing the number of months from the commencement date of the Applicable Service Period corresponding to each Target Share to the date of Retirement by 12 (however, for Eligible Executive Officers, in the event of Retirement during the Applicable Service Period corresponding to Target Shares (1), dividing the number of months by 9) (if the result exceeds 1, it shall be treated as 1)

(iii) If the date of Retirement of the Eligible Recipient falls on a date prior to the commencement of the Applicable Service Period corresponding to each Target Share: The transfer restrictions applicable to each Target Share shall not be lifted

(4) Acquisition of restricted shares without consideration by the Company

With respect to the Target Shares for which the transfer restrictions have not been lifted pursuant to the Allotment Agreement, the Company shall automatically acquire such shares without consideration immediately upon determination that the transfer restrictions will not be lifted.

(5) Management of shares

To prevent the transfer, creation of any security interest in, or other disposal of the Target Shares during the Transfer Restriction Period, the Target Shares will be managed in dedicated accounts opened by the Eligible Recipients with Nomura Securities Co., Ltd. during the Transfer Restriction Period. To ensure the effectiveness of the transfer restrictions and other conditions applicable to the Target Shares, the Company has entered into an agreement with Nomura Securities Co., Ltd. regarding the management of the accounts holding the Target Shares held by each Eligible Recipient. It is understood that the Eligible Recipients agree to the terms governing the management of such dedicated accounts.

(6) Treatment in organizational restructurings, etc.

(I) Lifting of transfer restrictions

If, during the Transfer Restriction Period, a merger agreement in which the Company is to become the dissolving company, a share exchange agreement or share transfer plan in which the Company is to become a wholly owned subsidiary, or any other matters relating to organizational restructuring, etc. is approved at a general meeting of shareholders of the Company (or, if such approval at a general meeting of shareholders is not required for the relevant organizational restructuring, etc., by the Board of Directors of the Company), the Company will, by a resolution of the Board of Directors of the Company, lift the transfer restrictions of each Target Share held by Eligible Recipients as of the time of such approval, with respect to the number of shares calculated in accordance with (II) below, as of the time immediately prior to the business day preceding the effective date of such organizational restructuring, etc.

(II) Number of shares subject to transfer restrictions lifted

In accordance with the classification of Target Shares set forth in (1) above, the transfer restrictions on each Target Share shall be lifted in the number calculated as provided in (i) through (iii) below.

(i) If the effective date of organizational restructuring, etc. occurs after the expiration of the Applicable Service Period corresponding to each Target Share: All of the Target Shares

(ii) If the effective date of organizational restructuring, etc. falls within the Applicable Service Period corresponding to each Target Share: The number obtained by multiplying the number of the relevant Target Shares by the result obtained by dividing the number of months from the commencement date of the Applicable Service Period corresponding to each Target Share to the effective date of organizational restructuring, etc. by 12 (however, for Eligible Executive Officers, if the effective date of the organizational restructuring, etc. falls during the Applicable Service Period corresponding to Target Shares (1), by 9 instead of 12) (if the result exceeds 1, it shall be treated as 1); any shares constituting less than one share unit shall be disregarded

(iii) If the effective date of organizational restructuring, etc. falls on a date prior to the commencement of the Applicable Service Period corresponding to each Target Share: The transfer restrictions applicable to each Target Share shall not be lifted

4. Basis for calculating the payment amount and specific details thereof

The Disposal of Treasury Shares to the prospective allottees will be conducted pursuant to the Plan by contributing the monetary compensation claims granted to the prospective allottees in connection with the issuance of restricted shares as property contributed in kind.

To ensure that the price of disposal is free from arbitrariness, it has been set at 2,650 yen, which is the closing price of the common shares of the Company on the Prime Market of the Tokyo Stock Exchange on July 2, 2026 (the business day immediately preceding the date of the Board of Directors resolution). This represents the market price immediately prior to the date of the Board of Directors resolution, and the Company believes it is a reasonable price that does not constitute a particularly favorable price.

End