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July 16, 2026

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(Code: 6103; Tokyo Stock Exchange Prime Market
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Notice Regarding Disposal of Treasury Shares for Restricted Share-Based Remuneration

Okuma Corporation (the "Company") hereby announces that it has resolved, at the meeting of its Board of Directors held on July 16, 2026, to dispose of treasury shares (hereinafter, the "Treasury Share Disposal" or the "Disposal") as detailed below.

1. Outline of the Disposal

(1)	Due date of payment	August 14, 2026
(2)	Class and number of shares to be disposed of	6,600 shares of the common share of the Company
(3)	Disposal price	5,030 yen per share
(4)	Total amount to be disposed of	33,198,000 yen
(5)	Target of Disposal, number of persons, and number of shares to be disposed of	Members of the Board (excluding Independent Members of the Board): 5 persons, 5,800 shares Executive Officers: 4 persons, 800 shares
(6)	Others	A written notice of securities for the Treasury Stock Disposal has been filed under the Financial Instruments and Exchange Act.

2. Purposes and Reasons of the Disposal

The Company resolved, at a meeting of its Board of Directors held on May 12, 2021, to introduce a restricted share-based remuneration plan (hereinafter, the "Plan") as a new compensation program for its Members of the Board excluding Independent Members of the Board (hereinafter, the "Eligible Directors") in order to provide them with an incentive to continuous increase the corporate value of the Company and to further facilitate sharing of the interests with shareholders. In addition, the following were approved at the 157th Annual General Meeting of Shareholders held on June 23, 2021: to pay monetary claims of up to 100 million yen per year to the Eligible Directors as monetary remuneration to

be used as assets to be contributed for the acquisition of restricted shares under the Plan (hereinafter, the "Restricted Share-Based Remuneration"); to issue or dispose of up to 50,000 shares* of the Company's common shares per year; and that the transfer restriction period for the restricted shares will be from the date the common shares of the Company are allotted under the allotment agreement for restricted shares between the Company and the Eligible Directors until the time immediately after the Eligible Director's retirement from a position predetermined by the Board of Directors of the Company.

The Company has also introduced the similar Plan for titled Executive Officers.

The outline of the Plan is as follows.

*: Effective October 1, 2024, the Company implemented a 2-for-1 stock split of the common shares. Aforementioned "up to 50,000 shares per year" represent the number of shares before the stock split. After the split, the total number of restricted shares granted under the Plan was adjusted to "up to 100,000 shares per year," increasing from "up to 50,000 shares per year."

[Outline of the Plan]

The Eligible Directors and the Company's titled Executive Officers (hereinafter, the "Eligible Directors, etc.") shall, based on the Plan, make in-kind contribution of all the monetary claims to be provided by the Company, to purchase or subscribe for common shares of the Company. The per-share subscription (or purchase) price of such common shares shall be determined by a resolution of the Board based on the closing price of the common shares of the Company on the Tokyo Stock Exchange on the business day immediately prior to the date of such resolution (or the closing price on the transaction day immediately prior thereto if no transaction is made on such business day); provided that such price shall not be particularly advantageous to the Eligible Directors, etc. who subscribe to the common shares.

Upon the issuance or disposal of the common shares of the Company under the Plan, an allotment agreement for restricted shares shall be concluded between the Company and the Eligible Directors, etc. that includes the following: 1) The Eligible Directors, etc. may not transfer to a third party, establish collateral rights to, or otherwise dispose of the Company's common shares allotted under the agreement for a certain period; and 2) The Company will acquire the common shares without consideration if certain events occur.

In consideration of the Purposes of the Plan, the Company's business, the scope of responsibilities of each Eligible Directors, etc., and other circumstances, the Company has decided to grant monetary claims of 33,198,000 yen in total (hereinafter, the "Monetary Claims") and 6,600 shares of common shares to further enhance the motivation of each Eligible Director, etc.

Upon the Treasury Share Disposal, the five Eligible Directors and four titled Executive Officers, who are the scheduled allottees, will make in-kind contribution of all of the Monetary Claims to the Company under the Plan and receive the disposal of the common shares of the Company (hereinafter, the "Allotted Shares"). The outline of the allotment agreement for restricted shares, to be concluded between the Company and the Eligible Directors, etc. (hereinafter, the "Allotment Agreement") upon the Treasury Share Disposal, is described in 3 below.

3. Outline of Allotment Agreement

(1) Transfer restriction period

From August 14, 2026 (the payment date) until the time immediately following resignation or retirement as a director, executive officer, Audit & Supervisory Board member, senior officer not concurrently serving as a director, employee, adviser, senior adviser, or any other equivalent position of the Company or its subsidiaries.

(2) Conditions for removal of the transfer restriction

The Company shall remove the transfer restriction on all Allotted Shares upon expiration of the transfer restriction period on the condition that the Eligible Director, etc. has remained in a position as a director, executive officer, Audit & Supervisory Board member, senior officer not concurrently serving as a director, employee, adviser, senior adviser, or any other equivalent position of the Company or its subsidiaries throughout the period from the date of commencement of execution of duties until the time immediately before the conclusion of the first Annual General Meeting of Shareholders thereafter (hereinafter, the "Service Period").

(3) Treatment in the event that Eligible Directors, etc. resign or retire due to justifiable reasons during transfer restriction period

(i) Timing of removal of the transfer restriction

The Company shall remove the transfer restriction immediately after an Eligible Director's, etc. resignation or retirement if he/she resigns or retires from a position as a director, executive officer, Audit & Supervisory Board member, senior officer not concurrently serving as a director, employee, adviser, senior adviser, or any other equivalent position of the Company or its subsidiaries due to justifiable reasons.

(ii) Number of shares subject to the removal of transfer restriction

This shall be the number of Allotted Shares held at the time of resignation or retirement, as specified in (i), multiplied by the number of months from the month in which the date of commencement of the Service Period falls until the month in which the date of resignation or retirement of the Eligible Director, etc. falls, divided by 12 (if the result is greater than one, one shall be used). (However, if the calculation results in a fraction of less than a single unit share, the fraction shall be rounded down.)

(4) Acquisition by the Company without consideration

The Company shall automatically acquire without consideration the Allotted Shares for which transfer restriction has not been removed at the expiration of the transfer restriction period or at the time of removal of the transfer restriction stipulated in (3) above.

(5) Management of shares

The Allotted Shares shall be managed in a dedicated account opened by the Eligible Directors, etc. at Nomura Securities Co., Ltd. during the transfer restriction period to ensure that the Allotted Shares cannot be transferred, have collateral rights established to, or otherwise disposed of during this period. In order to ensure the effectiveness of the transfer restriction pertaining to the Allotted Shares, the Company has entered into an agreement with Nomura Securities Co., Ltd. in relation to the management of the account for the Allotted Shares held by each Eligible Director, etc. In addition, the Eligible Directors, etc. shall agree to the details of the management of such account.

(6) Treatment upon reorganization, etc.

If an agreement of merger in which the company will be merged into the surviving company, a share exchange agreement or a plan for creation of a parent company through which the Company will become a wholly-owned subsidiary, or other corporate restructuring of the Company is approved at a General Meeting of Shareholders of the Company (or at the Board if an approval at a General Meeting of Shareholders is not required for the organizational restructuring in question) during transfer restriction period, then, as of the time immediately preceding the business day immediately prior to the effective date of said reorganization, the Company shall, by resolution of the Board of Directors, remove the transfer restriction on the number of Allotted Shares held at that time multiplied by the number of months from the month in which the date of commencement of the Service Period falls until the month in which the date of said approval falls, divided by 12 (if the result is greater than one, one shall be used). (However, if the calculation results in a fraction of less than a single unit share, the fraction shall be rounded down.) Moreover, at the time immediately following the removal of such transfer restriction, the Company shall automatically acquire without consideration all of the Allotted Shares for which transfer restriction have not been removed.

4. Basis for Calculation of Amount to be Paid in and Specific Details Thereof

The Treasury Share Disposal to the scheduled allottees will be made with the monetary claims paid as Restricted Share-Based Remuneration for the Company's 162nd fiscal year under the Plan as the contributed assets. The disposal price is set at 5,030 yen, which is the closing price of the common shares of the Company on the Prime Market of the Tokyo Stock Exchange on July 15, 2026 (the business day preceding the date of the Board resolution), in order to eliminate arbitrariness. This is the market share price on the business day immediately prior to the date of the Board resolution, which we believe is reasonable and does not constitute a particularly advantageous price.