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July 21, 2026

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(Securities code: 5885, Tokyo Standard Market)

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Notice Regarding Introduction of a Restricted Stock Compensation Plan for Directors

GDEP ADVANCE, Inc. (the “Company”) hereby announces that, at the meeting of its Board of Directors held on July 21, 2026, it resolved to introduce a restricted stock compensation plan for Directors (the “Plan”), and to submit a proposal relating thereto to the Company’s 11th Annual General Meeting of Shareholders scheduled to be held on August 27, 2026 (the “General Meeting of Shareholders”). The details are as follows.

In addition, concurrently with the resolution to introduce the Plan for Directors, the Company has also resolved to introduce a restricted stock compensation plan for its employee shareholding association. For an overview of the restricted stock compensation plan for the employee shareholding association, please refer to the Company’s notice dated July 21, 2026, “Notice Regarding Introduction of a Restricted Stock Compensation Plan for the Employee Shareholding Association.”

1. Purpose and Conditions for Introducing the Plan

(1) Purpose of Introducing the Plan

The Plan is introduced as a compensation arrangement under which shares of the Company’s common stock, subject to a certain transfer restriction period and to provisions regarding gratuitous acquisition by the Company and other conditions (the “Restricted Stock”), are allotted to the Company’s Directors (excluding Outside Directors; a Director who receives an allotment of Restricted Stock is hereinafter referred to as an “Eligible Director”), with the aim of providing the Eligible Directors with an incentive to sustainably improve the Company’s corporate value and of further promoting the sharing of value

between the Directors and shareholders.

(2) Conditions for Introducing the Plan

Since the Plan involves granting monetary compensation claims as remuneration to Eligible Directors for the purpose of allotting Restricted Stock, the introduction of the Plan is subject to the approval of shareholders at the General Meeting of Shareholders regarding the payment of such remuneration. At the General Meeting of Shareholders, the Company plans to request shareholders' approval to set the total amount of monetary compensation claims to be paid as remuneration relating to Restricted Stock for the Eligible Directors at ¥30 million or lower per year, separately from the amount of remuneration, etc. for Directors (excluding Outside Directors) of ¥100 million or lower per year (not including salaries paid to Directors concurrently serving as employees) approved at the extraordinary general meeting of shareholders held on January 27, 2020. The specific timing of payment and allocation to each Eligible Director will be determined by the Board of Directors, giving due respect to the opinions of the Nomination and Compensation Committee following its deliberation.

2. Outline of the Plan

(1) Allotment of Restricted Stock and Payment

Based on a resolution of the Board of Directors, the Company will pay monetary compensation claims to Eligible Directors as remuneration relating to Restricted Stock within the annual amount described above, and each Eligible Director will receive an allotment of Restricted Stock by contributing the entirety of such monetary compensation claim in kind.

The amount to be paid for the Restricted Stock will be determined by the Board of Directors within a range that is not particularly advantageous to each Eligible Director, based on the closing price of the Company's common stock on the business day immediately preceding the date of the Board of Directors' resolution relating to the issuance or disposal thereof (or, if no trading is conducted on such day, the closing price on the most recent trading day prior thereto).

In addition, upon the issuance or disposal of Restricted Stock, the Company will enter into a restricted stock allotment agreement with each Eligible Director, which will include the matters set forth in (3) below.

(2) Total Number of Shares of Restricted Stock

The total number of shares of Restricted Stock to be issued or disposed of to Eligible Directors shall be 10,000 shares or fewer per year.

Provided, however, that if, on or after the date of the resolution at the General Meeting of Shareholders, a stock split (including a gratis allotment of shares) or a reverse stock split of the Company's common

stock is conducted, or if any adjustment to the total number of shares of Restricted Stock to be allotted becomes necessary for any other similar reason, the Company will adjust the total number of shares of Restricted Stock within a reasonable range.

(3) Content of the Restricted Stock Allotment Agreement

Upon the allotment of Restricted Stock, the restricted stock allotment agreement to be entered into between the Company and each Director receiving the allotment, based on a resolution of the Board of Directors, shall include the following matters.

① Content of the Transfer Restriction

Each Eligible Director may not transfer, create any security interest over, or otherwise dispose of the Restricted Stock allotted to such Eligible Director (the “Allotted Shares”) during the period from the date of allotment of the Restricted Stock and determined in advance by the Board of Directors to be from 30 years to 50 years (the “Transfer Restriction Period”) (such restriction, the “Transfer Restriction”).

② Release of the Transfer Restriction

The Company will release the Transfer Restriction on all of the Allotted Shares upon the expiration of the Transfer Restriction Period (or, in the case where an Eligible Director resigns or retires from any position as a Director, Corporate Auditor, Executive Officer or any other office of the Company, for a justifiable reason, or resigns or retires due to death, at the time of such resignation or retirement), provided that the Eligible Director has continuously held such office throughout the Transfer Restriction Period (or, in the case of resignation or retirement for a justifiable reason or due to death during the Transfer Restriction Period, throughout the period from the date of allotment to the date of such resignation or retirement).

③ Gratuitous Acquisition of Restricted Stock

The Company will automatically acquire the Allotted Shares without consideration if, among other events, an Eligible Director resigns or retires from any Officer Position of the Company (excluding resignation or retirement for a justifiable reason or due to death) on or after the commencement date of the Transfer Restriction Period and before the expiration of the Transfer Restriction Period.

The Company will also automatically acquire, without consideration, any Allotted Shares for which the Transfer Restriction has not been released at the time of expiration of the Transfer Restriction Period.

④ Treatment in the Event of Organizational Restructuring, etc.

If, during the Transfer Restriction Period, a merger agreement under which the Company will be the dissolving company, a share exchange agreement or share transfer plan under which the Company will become a wholly owned subsidiary, or any other matter relating to organizational restructuring is

approved at a general meeting of shareholders of the Company (or, in the case where such organizational restructuring does not require the approval of a general meeting of shareholders of the Company, at a meeting of the Board of Directors of the Company), the Company will, by resolution of the Board of Directors, release the Transfer Restriction on all of the Allotted Shares prior to the effective date of such organizational restructuring.

⑤ Other Matters to Be Determined by the Board of Directors

Other matters relating to the Plan will be determined by the Company's Board of Directors and included as part of the content of the allotment agreement.

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