



July 30, 2026

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Japan Lifeline Announces Disposal of Treasury Stock for its Performance-Linked Stock Compensation Plan

TOKYO, JAPAN – July 30, 2026 –Japan Lifeline Co., Ltd. (the “Company”) announces that its Board of Directors, at a meeting held today, resolved to dispose of treasury stock (the “Disposal of Treasury Stock”) to the executive compensation Board Incentive Plan (BIP) Trust (the “Trust”). The Trust serves as the vehicle for the Company's performance-linked stock compensation plan (the “Plan”) for its Directors (excluding Directors who serve as Audit & Supervisory Committee Members and Outside Directors; hereinafter simply referred to as “Directors”), which was initially approved at the 37th Ordinary General Meeting of Shareholders held on June 28, 2017. Details are as follows.

1. Overview of the Disposal

(1) Date of disposal	August 20, 2026
(2) Class and number of shares to be disposed	163,600 shares of common stock
(3) Disposal price	1,450 yen per share
(4) Total disposal amount	237,220,000 yen
(5) Method of disposal (Allottee)	The Master Trust Bank of Japan, Ltd. (Board Incentive Plan (BIP) Trust Account)
(6) Other	The Company has submitted an Extraordinary Report concerning the Disposal of Treasury Stock in accordance with the Financial Instruments and Exchange Act.

2. Purpose and Reason for the Disposal

The Company introduced the Plan in the fiscal year ended March 31, 2018, and partially revised it in the fiscal years ended March 31, 2022, and March 31, 2024. The Plan is designed to further clarify the link between Directors' compensation and the Company's performance and stock value. By aligning their interests with those of shareholders, it aims to enhance their motivation to contribute to medium- to long-term performance growth and corporate value creation.

In conjunction with the extension of the Trust period, this Disposal of Treasury Stock will be made to The Master Trust Bank of Japan, Ltd. (Board Incentive Plan (BIP) Trust Account), which serves as a co-trustee under the executive compensation BIP trust agreement entered into between the Company and Mitsubishi UFJ Trust and Banking Corporation.

The number of shares to be disposed of corresponds to the number of shares expected to be delivered to Directors during the trust period, based on the Share Delivery Rules pertaining to the Plan. This represents a dilution of 0.23% of the total number of issued shares (rounded to two decimal places; or a ratio of 0.23% against the total 701,961 voting rights as of March 31, 2026). Because the shares allotted through this disposal will be delivered to Directors strictly in accordance with the Share Delivery Rules, they are not expected to flow into the stock market all at once. Consequently, the Company anticipates minimal impact on the stock market and deems both the number of shares to be disposed of and the scale of dilution to be reasonable.

3. Basis for Calculation of the Disposal Price and Specific Details Thereof

To eliminate arbitrariness and reflect recent stock price trends, the disposal price has been set at 1,450 yen, which is the closing price of the Company's shares on the Tokyo Stock Exchange, Inc. (the "Tokyo Stock Exchange") on July 29, 2026, the business day immediately preceding the Board of Directors' resolution regarding the Disposal of Treasury Stock. The Company adopted this price because it represents the most recent market price prior to the Board's resolution, providing a highly objective and reasonable basis for calculation.

Furthermore, all Directors who serve as Audit & Supervisory Committee Members (three members, including two Outside Directors) have expressed the opinion that the basis for calculating the disposal price is reasonable and that it does not constitute a particularly favorable price.

4. Procedures under the Code of Corporate Conduct

Because the dilution ratio resulting from the Disposal of Treasury Stock is less than 25% and it does not involve any change in controlling shareholders, the Company is not required to obtain an opinion from an independent third party or conduct procedures to confirm the intent of shareholders, as stipulated in Article 432 of the Securities Listing Regulations of the Tokyo Stock Exchange.

[Reference] Overview of the Trust

(1) Type of trust	Money trust other than a specified individually operated money trust (third-party benefit trust)
(2) Purpose of trust	To enhance motivation to contribute to continuous growth in performance and corporate value over the medium to long term by delivering Company shares and providing cash to Directors who satisfy beneficiary requirements
(3) Settlor	Japan Lifeline Co., Ltd. (the "Company")
(4) Trustee	Mitsubishi UFJ Trust and Banking Corporation (Co-trustee: The Master Trust Bank of Japan, Ltd.)
(5) Beneficiaries	Directors who meet the beneficiary requirements
(6) Trust administrator	A third party with no conflict of interest with the Company
(7) Date of trust agreement extension	August 17, 2026 (Scheduled)
(8) Trust period	August 14, 2017 to August 31, 2029 (Scheduled)
(9) Exercise of voting rights	No voting rights shall be exercised
(10) Amount of additional trust money	Approximately 229 million yen (including trust fees and trust expenses)

(Note) The amount will be kept within the limits approved at the Ordinary General Meeting of Shareholders held on June 28, 2023: a maximum trust money limit of 300 million yen per three consecutive fiscal years and a maximum share acquisition limit of 132,200 shares per fiscal year.