MEMBERSHIP

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September 9, 2026

To Whom It May Concern,

Company name: Uchida Yoko Co., Ltd.
Name of representative: Noboru Okubo, President and CEO
(Securities Code: 8057, TSE Prime)
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Notice Concerning the Disposal of Treasury Shares for Restricted Stock Compensation

Uchida Yoko Co., Ltd. (the "Company") hereby announces that it has resolved, at a meeting of the Board of Directors held on September 9, 2026, to dispose of treasury shares as restricted stock compensation (the "Disposal of Treasury Shares") as described below.

1. Overview of disposal

(1)	Date of disposal	September 30, 2026
(2)	Class and number of shares to be disposed of	Common shares of the Company: 73,250 shares
(3)	Disposal price	2,224 yen per share
(4)	Total disposal amount	162,908,000 yen
(5)	Scheduled disposal recipient	6 Directors*: 46,001 shares * Excluding Outside Directors 20 Executive Officers: 27,249 shares
(6)	Other	The Company will submit an extraordinary report pursuant to the Financial Instruments and Exchange Act regarding the Disposal of Treasury Shares.

2. Purpose and reason for disposal

The Company resolved, at a meeting of its Board of Directors held on September 10, 2019, to introduce a stock compensation plan (the "Plan") that issues restricted shares to the Directors of the Company (excluding Outside Directors; "Eligible Directors") with the objectives of providing incentives to the Eligible Directors of the Company for the continuous improvement of the corporate value, and of further promoting value sharing with shareholders, and at the 81st Ordinary General Meeting of Shareholders of the Company held on October 12, 2019, it was approved to set the total amount of monetary compensation claims to be paid to the Eligible Directors as compensation, etc. for restricted shares under the Plan at 100 million yen or less per year, to set the total number of restricted shares to be allotted to the Eligible Directors in each fiscal year at a maximum of 200,000 shares, and to set the transfer restriction period for restricted shares between three years and 30 years as determined by the Board of Directors of the Company (The Company conducted a stock split at a ratio of 5 shares for 1 common share on January 21, 2026. The maximum number of shares is the number of shares after adjustment due to the stock split). At the 83rd Ordinary General Meeting of Shareholders of the Company held on October 16, 2021, approval was obtained to revise the total amount of monetary compensation claims to be paid to the Eligible Directors as compensation, etc. for restricted shares from 100 million yen or less per year to 150 million yen or less per year.

A similar stock compensation plan has also been introduced for Executive Officers who do not concurrently serve as Directors of the Company ("Eligible Executive Officers").

Today, by a resolution at a meeting of the Board of Directors of the Company, it was resolved that 73,250 shares of the Company's common stock will be allotted as restricted shares by paying a total of 162,908,000 yen in monetary compensation claims to six Eligible Directors and 20 Eligible Executive Officers of the Company ("Eligible Allottees") who are scheduled allottees, as restricted stock compensation for the period from the 87th Ordinary General Meeting of Shareholders of the Company (October 11, 2025) to July 20, 2026, the end of the 88th fiscal year for Eligible Directors, and for the period of the 88th fiscal year from July 21, 2025 to July 20, 2026, for Eligible Executive Officers, and by those Eligible Allottees providing, by way of contribution in kind, the entirety of such monetary compensation claims. The amount of monetary compensation claims paid to each Eligible Allottee has been determined by comprehensively considering various matters, such as the degree of contribution of each Eligible Allottee to the Company. In addition, the said monetary compensation claims will be provided on the condition that, among other things, each Eligible Allottee shall enter into a restricted stock allotment agreement (an "Allotment Agreement") with the Company, which generally includes the following details.

The transfer restriction period is set at 30 years in order to achieve the purpose of introducing the Plan for as long as possible, which is to provide the Eligible Allottees with an incentive to continuously improve the corporate value and to further promote value sharing with shareholders.

3. Overview of the Allotment Agreement

(1) Transfer restriction period

September 30, 2026 to September 29, 2056

During the transfer restriction period set forth above (the "Transfer Restriction Period"), the Eligible Allottees may not transfer, pledge, establish a security right on, or otherwise dispose of the allotted shares ("Transfer Restrictions").

(2) Acquisition of restricted shares without consideration

The Company will automatically acquire all of the allotted shares for which the Transfer Restrictions have not been lifted at the time of expiration of the Transfer Restriction Period without consideration immediately after the expiration of the Transfer Restriction Period.

In addition, if any of the grounds for acquisition without consideration stipulated in the Allotment Agreement occurs during the Transfer Restriction Period, the Company shall automatically acquire the number of allotted shares stipulated in the Allotment Agreement without consideration.

(3) Lifting of Transfer Restrictions

Upon expiration of the Transfer Restriction Period, the Company will lift the Transfer Restrictions on all the allotted shares held by an Eligible Allottee at the time of such expiration on the condition that the Eligible Allottee has continuously remained in the position of Director or other certain position in the Company during the Transfer Restriction Period. However, if the Eligible Allottee retires from the position of Director or other certain position in the Company before the expiration of the Transfer Restriction Period for the reason set forth in the Allotment Agreement, the Transfer Restrictions related thereto shall be lifted immediately after such retirement.

(4) Provisions on the management of shares

The Eligible Allottees shall complete the opening of an account with SMBC Nikko Securities Inc. to book or record the allotted shares in the method designated by the Company and shall retain and maintain the allotted shares in the account until the Transfer Restrictions are lifted.

(5) Handling in the case of reorganization, etc.

During the Transfer Restriction Period, if a merger agreement under which the Company becomes a disappearing company, a share exchange agreement or a share transfer plan under which the Company becomes a wholly-owned subsidiary, or any other proposal related to reorganization, etc., is approved at a General Meeting of Shareholders of the Company (or by the Board of Directors of the Company in cases where the reorganization, etc., does not require an approval by a General Meeting of Shareholders of the Company), Transfer Restrictions related to the allotted shares will be lifted immediately prior to the business day preceding the effective date of said reorganization, etc., by a resolution of the Board of Directors.

In this case, on the business day immediately preceding the effective date of said reorganization, etc., the Company shall automatically acquire without consideration all of the allotted shares for which the Transfer Restrictions have not been lifted as of said day in accordance with the above provisions.

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

In order to establish a price that eliminates arbitrariness, the disposal price for the Disposal of Treasury Shares has been set as the Tokyo Stock Exchange closing price of 2,224 yen for the Company's common share on the business day immediately preceding the date of resolution at the meeting of the Board of Directors of the Company (September 8, 2026). This is the market price immediately before the date of resolution at the meeting of the Board of Directors of the Company, and the Company believes that it is reasonable and does not fall under a particularly favorable price.