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September 10, 2026

Company name :	Weathernews Inc.
Representative :	Tomohiro Ishibashi, President and Representative Director
Stock code :	4825
Stock exchange :	Tokyo (Prime Market)
Contact :	Director and Executive Officer Masanori Yoshitake
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Notice of Disposition of Treasury Shares as Restricted Stock Compensation

Weathernews Inc. hereby announces that at a meeting of its Board of Directors held today, a resolution was passed to dispose of treasury stock as restricted stock compensation (hereinafter referred to as the "Treasury Stock Disposal") as detailed below.

1. Overview of the Disposal

(1) Date of Disposal	October 5, 2026
(2) Type and Number of Shares to be Disposed	Common stock of the Company: 36,600 shares
(3) Disposal Price	1,997 yen per share
(4) Total Disposal Amount	73,090,200 yen
(5) Planned Disposal Recipient	3 Directors of the Company (limited to executive directors who are not outside directors) 4,900 shares 10 Executive Officers of the Company (including those with executive officer status) 14,000 shares 24 Employees of the Company 17,700 shares

2. Purpose and Reason for Disposal

The Company resolved at its Board of Directors meeting held on July 12, 2018 to introduce a stock compensation system (hereinafter referred to as the "System") under which restricted shares are granted to its directors (limited to executive directors who are not outside directors), for the purpose of further enhancing the motivation of such directors to contribute to increases in the Company's share price and enhancement of its corporate value over the medium to long term, and of enabling them to share with shareholders the benefits and risks of share price fluctuations based on improved governance. In addition, at the Company's 32nd Ordinary General Meeting of Shareholders held on August 11, 2018, the Company obtained shareholder approval for the following matters relating to its directors (limited to executive directors who are not outside directors): (i) the aggregate annual amount of monetary compensation claims payable as compensation, etc. for restricted stock for the period from the date of the Company's ordinary general meeting of shareholders held during the fiscal year in which the transfer restriction period begins through the date of the next ordinary general meeting of shareholders, together with the monetary compensation claims payable as compensation, etc. under the performance-linked stock compensation system for each Target Period (for details of the performance-linked stock compensation system and the Target Periods, please refer to the Company's press release dated July 12, 2018, "Notice Regarding the Introduction of a Restricted Stock Compensation System and a Performance-Linked Stock Compensation System"), to be set at not more than ¥200 million per year in total; (ii) the maximum aggregate number of restricted shares to be allotted to such directors in each fiscal year, to be set at 200,000 shares; and (iii) the transfer restriction period for the restricted shares, to be set by the Company's Board of Directors within a range of 10 to 50 years. If the total number of the Company's issued shares increases or decreases due to a share consolidation, share split, free allotment of shares or similar event after the date of the Company's 32nd Ordinary General Meeting of Shareholders, the maximum aggregate number of shares of the Company's common stock to be granted to Eligible Directors (200,000 shares) and the number of shares to be granted to each Eligible Director shall be adjusted proportionately.

By resolution of its Board of Directors adopted today, the Company resolved to grant restricted stock compensation for the period from the Company's 40th Annual General Meeting of Shareholders to the Company's 41st Annual General Meeting of Shareholders, scheduled to be held in August 2027, to three directors (limited to executive directors who are not outside directors), ten executive officers and twenty-four employees (hereinafter referred to as the "Allottees") by paying the Allottees an aggregate of ¥73,090,200 in monetary compensation claims and allotting 36,600 shares of the Company's common stock as restricted stock to the Allottees in exchange for their contribution in kind of the entirety of such monetary compensation claims. The amount of the monetary compensation claim payable to each Allottee has been determined after comprehensive consideration of various factors, including each Allottee's contribution to the Company. Such monetary compensation claims will be paid subject to, among other conditions, the execution by each Allottee of a restricted stock allotment agreement with the Company (hereinafter referred to as the "Allotment Agreement") containing the terms described below.

The transfer restriction period has been set at 50 years in order to realize, over as long a term as possible, the purpose of the System, which is to further enhance the Allottees' motivation to contribute to increases in the Company's share price and enhancement of its corporate value over the medium to long term, and to enable them to share with shareholders the benefits and risks of share price fluctuations based on improved governance.

(Note) The Company implemented a 2-for-1 stock split of its common stock effective March 1, 2026. The total number of shares allocated for each fiscal year reflects adjustments made for the stock split.

3. Overview of the Allotment Agreement

① Transfer Restriction Period

October 5, 2026 to October 4, 2076

During the transfer restriction period set forth above (hereinafter referred to as the "Transfer Restriction Period"), an Allottee may not transfer, create a pledge or security interest over, make an inter vivos gift or testamentary gift of, or otherwise dispose of in any manner the restricted shares allotted to such Allottee (hereinafter referred to as the "Allotted Shares") to any third party (such restriction, the "Transfer Restriction").

② Acquisition of Allotted Shares without Consideration

If an Allottee retires or resigns from all positions as a director, executive officer and employee of the Company on or before the day immediately preceding the date of the first Ordinary General Meeting of Shareholders of the Company held on or after the commencement date of the Transfer Restriction Period, the Company shall automatically acquire the Allotted Shares without consideration as of the time of such retirement or resignation, unless the Board of Directors determines that there is a justifiable reason for such retirement or resignation (such as the expiration of the Allottee's term of office).

In addition, if, among the Allotted Shares, there remain any shares as to which the Transfer Restriction has not been released pursuant to the grounds for release set forth in ③ below as of the expiration of the Transfer Restriction Period (hereinafter referred to as the "Expiration Date"), the Company shall automatically acquire such shares without consideration immediately after the Expiration Date.

③ Release of Transfer Restriction

Provided that an Allottee has continuously held a position as a director, executive officer or employee of the Company from the commencement date of the Transfer Restriction Period through the date of the first Ordinary General Meeting of Shareholders of the Company held on or after such commencement date, the Company shall release the Transfer Restriction on all of the Allotted Shares held by such Allottee as of the Expiration Date. However, if an Allottee retires or resigns from all positions as a director, executive officer and employee of the Company before the expiration of the Transfer Restriction Period for a reason that the Company's Board of Directors determines to be justifiable (such as the expiration of the Allottee's term of office), the Company shall, as of immediately after the time of such retirement or resignation, release the Transfer Restriction on a number of Allotted Shares equal to the number of Allotted Shares held by the Allottee at that time multiplied by the number obtained by dividing the number of months from September 2026 through the month in which the retirement or resignation occurs by 12 (provided that if the result exceeds 1, it shall be deemed to be 1; and provided further that any fraction of less than one share resulting from such calculation shall be rounded down).

④ Provisions Concerning Management of Shares

An Allottee shall complete the opening of an account with SMBC Nikko Securities Inc., in the manner designated by the Company, for the recording or registration of the Allotted Shares, and shall hold and maintain the Allotted Shares in such account until the Transfer Restriction is released.

⑤ Treatment upon Reorganization

If, during the Transfer Restriction Period, a proposal relating to a merger agreement under which the Company would become the dissolved company, a share exchange agreement or share transfer plan under which the Company would become a wholly owned subsidiary, or any other reorganization is approved at a general meeting of shareholders of the Company (or, if such approval is not required at a general meeting of shareholders, by the Company's Board of Directors) (provided that the effective date of such reorganization occurs before the Expiration Date; the date of such approval, the "Reorganization Approval Date"), and an Allottee retires or resigns from all positions as a director, executive officer and employee of the Company in connection with such reorganization, the Company's Board of Directors may resolve to release, as of immediately before the close of business on the business day preceding the effective date of such reorganization, the Transfer Restriction on a number of Allotted Shares equal to the number of Allotted Shares held by the Allottee as of the Reorganization Approval Date multiplied by the number obtained by dividing the number of months from September 2026 through the month in which the Reorganization Approval Date falls by 12 (provided that if the result exceeds 1, it shall be deemed to be 1; and provided further that any fraction of less than one share resulting from such calculation shall be rounded down).

In addition, upon the Reorganization Approval Date, the Company shall, as of the business day preceding the effective date of such reorganization, automatically acquire without consideration all Allotted Shares as to which the Transfer Restriction has not been released as of that date.

4. Basis for Calculating the Payment Amount and Specific Details

The disposal price for the Treasury Stock Disposal has been set, in order to eliminate arbitrariness, at ¥1,997 the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board of Directors' resolution (September 9, 2026). This is the market price immediately preceding the date of the Board of Directors' resolution and is considered to be a reasonable price that is not particularly advantageous.