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To whom it may concern:

Company name	Ahresty Corporation
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Notice on Disposal of Treasury Shares as Restricted Stock Incentive for the Employee Stock Ownership Association

Ahresty Corporation (the “Company”) hereby announces that at the meeting of the Board of Directors held today, it was resolved to dispose of treasury shares, with the Ahresty Employee Stock Ownership Association (the “Association”) as scheduled allottee, under our restricted stock incentive plan for the employee stock ownership association (the “Plan”) as follows (the “Treasury Share Disposal” or the “Disposal”).

1. Overview of the Disposal

(1) Disposal date	December 12, 2025
(2) Class and number of shares to be disposed	338,850 shares of the Company’s common stock (Note)
(3) Disposal price	850 yen per share
(4) Total value of shares to be disposed	288,022,500 yen (Note)
(5) Disposal method (scheduled allottee)	The shares will be allotted to the Association by private placement on the condition that the Association will apply to subscribe for the shares. The number of shares for subscription specified by the Association, which is not more than the number of shares to be disposed of described in item (2) above, will be allotted to the Association. (That number of shares to be allotted will be the number of shares to be disposed of.) (338,850 shares to the Association) Applications from eligible employees (defined below) for a portion of the number of shares to be granted will not be accepted.
(6) Others	The Company has submitted an Extraordinary Report under the Financial Instruments and Exchange Act regarding this Treasury Share Disposal.

(Note) The number of shares to be disposed of and the total value of shares to be disposed of were calculated by assuming that the shares will be granted as restricted stock to 2,098 employees of the Company and its subsidiaries, which is the maximum number of employees eligible for the Plan. The number and total value of shares to be actually disposed of will be determined according to (i) the number of employees of the Company and its subsidiaries who have agreed to the Plan with three or more contribution units (a

maximum of 2,098 employees) (“Eligible Employees”) and (ii) the number of shares to be granted per employee determined according to the employee levels defined by the Company (for employees in managerial positions: 300 shares per employee, for up to 161 employees; for employees in general positions: 150 shares per employee, for up to 1,937 employees) after the completion of membership campaigns to attract those employees who have yet to join the Association and the confirmation of Association members’ approval of the Plan. Specifically, as described in item (5) above, the number of shares for subscription specified by the Association will be the number of shares to be disposed of, and the amount obtained by multiplying that number by the disposal price per share will be the total value of shares to be disposed of.

2. Purpose of and Reason for the Disposal

Under the 25-27 Medium-Term Management Plan newly started in the fiscal year ending March 31, 2026, the Company will promote fundamental transformation of its MONOZUKURI and revenue structure, with “Reinvent Arhesty - Reinventing Ahresty for the future -” as the core concept, and preserving and reengineering as the key words. The Company recognizes that achieving this transformation requires the active participation of every employee in the execution of the Medium-Term Management Plan. Therefore, as part of its efforts to encourage each and every employee to take ownership as a driving force of this transformation, at the meeting of the Board of Directors held today, the Company resolved to create an opportunity for Eligible Employees to acquire shares of the Company’s common stock issued or disposed of by the Company as restricted stock through the Association, and introduce the Plan for the following purposes:

- To provide an incentive for Eligible Employees to strive for sustained enhancement of the Company’s corporate value.
- To encourage Eligible Employees to further share value with shareholders.
- To support wealth building for Eligible Employees.

The outline of the Plan is as follows.

[Outline of the Plan]

Under the Plan, a monetary claim (“Special Incentive”) will be provided by the Company and its subsidiaries to each Eligible Employee to be granted as restricted stock. Eligible Employees will contribute the Special Incentive to the Association. The Association will receive the issuance and disposal of the Company’s common stock as restricted stock by making an in-kind contribution to the Company of the Special Incentive contributed by the Eligible Employees.

Upon a new issuance or disposal of the Company’s common stock under the Plan, the payment amount per share of the common stock will be determined by the Board of Directors based on the closing price of the Company’s common stock on the Tokyo Stock Exchange on the business day prior to the day of relevant resolution of the Board of Directors (or the most recent closing price prior to that date if no trades were executed on that day), within a range that does not offer any particularly favorable terms to the Association (and, by extension, to the Eligible Employees).

Upon the issuance or disposal of the Company’s common stock under the Plan, the Company and the Association will conclude the restricted stock allotment agreement which provides that i) the transfer of the allotted shares to a third party, the pledge of a security interest, or any other disposition are prohibited for a certain period of time (the “Transfer Restriction”), and ii) the Company may acquire the allotted shares without consideration under certain circumstances. The grant of the Special Incentive to the Eligible Employees will be made subject to the conclusion of the restricted stock allotment agreement between the

Company and the Association.

Until the Transfer Restrictions are lifted, the Eligible Employees will be restricted from withdrawing the Membership Interests (“Restricted Stock Interests” or “RS Interests”) held by the Eligible Employees in relation to the restricted stock to be held by the Eligible Employees in exchange for the monetary claims contributed to the Association, in accordance with the Regulations of the Association and the Detailed Regulations for the Operation of the Association, etc. (the “Association Regulations”) (Note).

(Note) The Association plans to resolve to revise the Association Regulations corresponding to the Plan prior to the Treasury Share Disposal at the meeting of the Association’s Board of Directors to be held immediately after the Company’s Board of Directors resolves the Treasury Share Disposal. Such revision is scheduled to become effective two weeks after the notice is sent to the Association members based on the Association Regulations after the resolution of the Association’s Board of Directors and if the number of objections from the Association members is less than one third of the total number of Association members.

In the Treasury Share Disposal, the Association, which is the scheduled allottee, shall pay in all of the Special Incentive contributed by the Eligible Employees as properties contributed in kind, in accordance with the Plan, and the common stock of the Company (the “Allotted Shares”) shall be allotted to the Association. The outline of the Restricted Stock Allotment Agreement (the “Allotment Agreement”) to be concluded between the Company and the Association in connection with the Treasury Share Disposal is as described in “3. Outline of the Allotment Agreement” below. The number of shares to be disposed of in the Treasury Share Disposal will be determined at a later date as described in the note on 1. above. If all of the Company and its subsidiaries’ 2,098 employees, who are the maximum number of employees to whom the Plan can be applied, participate in the Association and agree to the Plan, the Company plans to dispose 338,850 shares. Assuming that such number of shares are disposed of, the dilution amount of shares in the Treasury Share Disposal will account for 1.33% (rounded to the second decimal place; the same shall apply hereunder in the calculation of the ratio) of the total number of issued shares, which is 25,546,717 as of March 31, 2025, representing 1.37% of the total number of voting rights, which is 247,521 as of March 31, 2025.

The Plan is introduced as a measure to improve benefits and welfare for the Eligible Employees for the purpose of supporting wealth building for the Eligible Employees by creating opportunities to acquire the Company’s common stock to be issued or disposed of as restricted stock through the Association. In addition, the Company believes that the Plan will contribute to the increase in the Group’s corporate value by providing an incentive for Eligible Employees to strive for sustained enhancement of the Company’s corporate value and encouraging Eligible Employees to further share value with shareholders. Since the number of shares to be disposed of and the scale of the dilution of shares in the Treasury Share Disposal are reasonable, the Company believes that the impact on markets will be insignificant.

The Treasury Share Disposal will be implemented on the condition that the revised Association Regulations will take effect by the day immediately preceding the date of the Treasury Share Disposal and that the Allotment Agreement is concluded between the Company and the Association within the prescribed period.

3. Outline of the Allotment Agreement

(1) Transfer restriction period

From December 12, 2025, to December 1, 2028

(2) Conditions for lifting the Transfer Restrictions

Provided that an Eligible Employee has been a member of the Association continuously during the transfer restriction period, the Transfer Restriction shall be lifted for all of the Allotted Shares corresponding to the number of the Restricted Stock Interests held by the Eligible Employee who satisfies the condition at the time when the transfer restriction period expires.

(3) Treatment in the case of withdrawal from the Association

If an Eligible Employee withdraws from the Association (meaning cases in which the Eligible Employee has lost the membership or has applied for withdrawal, and including cases in which the Eligible Employee has withdrawn due to loss of life) due to mandatory retirement or for other justifiable reasons, and the day on which the Association accepts the Eligible Employee's application for withdrawal (in the case of losing the membership, the day on which the Eligible Employee has lost the membership [in the case of withdrawal due to loss of life, the day on which the Eligible Employee has passed away]; the "Withdrawal Application Acceptance Day") falls within the transfer restriction period from December 12, 2026 to December 1, 2028, the Company shall lift the Transfer Restriction on shares equivalent to 50% of the Allotted Shares corresponding to the number of the Restricted Stock Interests held by the relevant Eligible Employee on the Withdrawal Application Acceptance Day.

(4) Acquisition by the Company without Consideration

If an Eligible Employee, during the transfer restriction period, withdraws from the Association as of the Withdrawal Application Acceptance Day within the transfer restriction period until December 11, 2026, withdraws from the Association due to mandatory retirement or for other justifiable reasons, or falls under any of the grounds set forth in the Allotment Agreement, the Company shall automatically acquire all of the Allotted Shares without consideration, corresponding to the Restricted Stock Interests held by the relevant Eligible Employee at the time of any of the events mentioned. In addition, the Company shall acquire the Allotted Shares for which the Transfer Restriction is not lifted at the time of lifting of the Transfer Restriction as set forth in (3) above.

(5) Management of Shares

To prevent the Allotted Shares from being transferred, pledged as a security interest, or otherwise disposed of during the transfer restriction period, the Allotted Shares shall be managed in a dedicated account opened by the Association with Nomura Securities Co., Ltd., during the transfer restriction period. Furthermore, the Association shall register and manage the Restricted Stock Interests separately from other member's interests (the "Ordinary Interests") held by the Eligible Employees in accordance with the provisions of the Association Rules.

(6) Treatment in the event of organizational restructuring, etc.

If a merger agreement under which the Company is to be dissolved, a share exchange agreement or share transfer plan under which the Company is to become a wholly owned subsidiary, or other matters concerning reorganization are approved at a General Meeting of Shareholders of the Company (or at a meeting of the Board of Directors of the Company, if approval at a General Meeting of Shareholders of

the Company is not required for the reorganization) during the transfer restriction period, the Transfer Restrictions on all of the Allotted Shares held by the Eligible Employees, corresponding to the number of the Restricted Stock Interests held by the Association as of the date of the approval, will be lifted immediately before the business day prior to the effective date of the reorganization, etc., by a resolution of the Board of Directors.

4. Basis of Calculation and Specific Details for the Disposal Amount

The Treasury Share Disposal for the Association, which is the scheduled allottee, will be implemented, using the contribution to the Association made by Eligible Employees, which is the Special Incentive provided to the Eligible Employees as their investment properties for the purpose of granting the restricted stock. To eliminate arbitrariness in the disposal price, the closing price for the shares of the Company's common stock of 850 yen on the Prime Market of the Tokyo Stock Exchange on August 7, 2025 (the business day prior to the day of resolution at the Board of Directors' meeting) is used as the disposal price. As this is the market price the day prior to the day of resolution of the Board of Directors, the Company considers it reasonable and not a particularly favorable price.

The deviation of the disposal price from the average closing price of the Company's common stock on the Tokyo Stock Exchange Prime Market (rounded to the second decimal place) is as follows.

Period	Average closing price (amounts less than one yen are rounded down)	Deviation
One month (July 8, 2025 to August 7, 2025)	779 yen	9.11%
Three months (May 8, 2025 to August 7, 2025)	731 yen	16.28%
Six months (February 10, 2025 to August 7, 2025)	686 yen	23.91%

The Company's Audit and Supervisory Committee (consisting of five members including four Outside Directors) has expressed its opinion that the disposal prices above do not constitute a particularly favorable price for the scheduled allottee and is legitimate, considering that the Treasury Share Disposal is intended for the implementation of the Plan and the disposal price is set at the closing price of the Company's common stock on the Prime Market of the Tokyo Stock Exchange on the business day prior to the day of resolution of the Board of Directors.

5. Matters Relating to Procedures under the Corporate Code of Conduct

Since the Treasury Share Disposal i) will have a dilution ratio of less than 25%, and ii) will not involve any change in the controlling shareholder, it is not required to obtain an opinion from an independent third party or to follow the procedures to confirm the intent of shareholders as stipulated in Article 432 of the Securities Listing Regulations of the Tokyo Stock Exchange.

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