

June 20, 2025

Press release

Company name: SAKURA internet Inc.  
Listing: Tokyo Stock Exchange  
Securities code: 3778  
Representative: Kunihiro Tanaka, President and CEO  
Inquiries: Masataka Kawada, Director, CFO  
Telephone: +81-06-6476-8790

## Notice Regarding Disposal of Treasury Shares as Restricted Stock Compensation

We hereby announce that, at the meeting of the Board of Directors held today, our company resolved to dispose of treasury shares as restricted stock compensation (hereinafter, the “Disposal of Treasury Shares”) as outlined below.

### 1. Overview of the Disposal

(1) Payment Date	July 7, 2025
(2) Class and Number of Shares to Be Disposed	19,730 shares of the Company’s common stock
(3) Disposal Price	4,280 yen per share
(4) Total Disposal Amount	84,444,400 yen
(5) Allottees	Directors(excluding Outside Directors): 4 persons, 9,577 shares Executive Officers: 13 persons, 10,153 shares

### 2. Purpose and Reason for the Disposal

At the 23rd Annual General Meeting of Shareholders held on June 23, 2022, shareholders approved the introduction of a restricted stock compensation plan (the “Plan”) for Directors (excluding Outside Directors; the “Eligible Directors”) to further align their interests with those of shareholders by sharing both the merits and risks of stock price fluctuations, and to enhance motivation to contribute to the Company’s stock price and corporate value.

Under this Plan, it was resolved to set an annual limit of ¥100 million in monetary compensation claims to be granted to Eligible Directors for the purpose of issuing restricted shares, to cap the number of restricted shares to be allotted each fiscal year at 200,000 shares, and to set the restriction period from the date of share allocation until the date the recipient resigns or retires from all positions as Director, Executive Officer, or employee of the Company.

At the 26th Annual General Meeting of Shareholders held on June 20, 2025, shareholders approved increasing the annual limit of monetary compensation claims to ¥200 million.

Based on the resolution of the Board of Directors today, the Company has resolved to grant a total of ¥84,444,400 in monetary compensation claims to 4 Eligible Directors and 13 Executive Officers (collectively, the “Allottees”) for the period from the 26th to the 27th Annual General Meeting of Shareholders (scheduled for June 2026). These

Allottees shall contribute the entire amount of their compensation claims in kind to receive an allotment of 19,730 shares of restricted common stock of the Company.

The amount of monetary compensation claims for each Allottee was determined comprehensively based on factors such as their contribution to the Company. The granting of these compensation claims is conditional upon the execution of a Restricted Stock Allotment Agreement (the “Agreement”) containing the following key terms.

### 3. Summary of the Allotment Agreement

#### (1) Restriction Period

From July 7, 2025 until the Allottee retires or resigns from all positions as Director, Executive Officer, or employee of the Company.

During the restriction period, Allottees are prohibited from transferring, pledging, assigning as collateral, gifting, bequeathing, or otherwise disposing of the allotted shares (the “Restricted Shares”).

#### (2) Forfeiture without Compensation

If an Allottee resigns or retires from all Company positions before the day prior to the first General Meeting of Shareholders after the start of the restriction period, the Company shall automatically acquire all of the Restricted Shares without compensation, unless the Board of Directors deems there is a just cause.

In addition, any Restricted Shares still subject to transfer restrictions at the end of the restriction period shall be acquired by the Company without compensation immediately thereafter.

#### (3) Lifting of Restrictions

The Company shall lift the transfer restrictions on all Restricted Shares held by an Allottee at the end of the restriction period, provided the Allottee has remained in a qualified position until the first General Meeting of Shareholders following the start of the restriction period.

If the Allottee retires or resigns prior to that date for reasons deemed valid by the Board, the Company will lift restrictions on a pro rata portion of shares, calculated based on the number of full months served during the 12-month period.

#### (4) Share Management

Allottees are required to open an account with SMBC Nikko Securities Inc. in accordance with procedures designated by the Company and must keep the Restricted Shares in that account until the restrictions are lifted.

#### (5) Organizational Restructuring Events

In the event of a merger agreement where the Company is dissolved, a share exchange or transfer that results in the Company becoming a wholly-owned subsidiary, or other organizational restructuring approved by the General Meeting of Shareholders or Board of Directors (if no shareholder approval is required), the Company may lift restrictions on a prorated number of shares based on the number of full months from July 2025 until the approval month, capped at 100%.

The Company will acquire, without compensation, any remaining Restricted Shares not subject to lifting of restrictions before the business day prior to the effective date of such restructuring.

#### 4. Basis for Determining the Disposal Price

To ensure the fairness and objectivity of the disposal price, it has been set at ¥4,280 per share, which is the closing price of the Company's common stock on the Tokyo Stock Exchange on June 19, 2025, the business day immediately prior to the date of the Board resolution. This price reflects the prevailing market value and is deemed neither particularly advantageous nor unreasonable.

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.
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