

August 8, 2025

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Notice Regarding the Disposal of Treasury Stock through Third-party Allotment in Connection with an Additional Contribution Made to a Stock-based Compensation Trust (J-ESOP)

Digital Information Technologies Corporation ("the Company") hereby announces that at the Board of Directors meeting held today, the Company resolved to dispose treasury stock through a third-party allotment (hereinafter, the "Disposal of Treasury Stock"), as outlined below. This Disposal of Treasury Stock will formally be executed as an allotment to Custody Bank of Japan, Ltd. (Trust Account E), which acts as the re-trustee of a trust (hereinafter, the "Trust") established under a trust agreement between the Company and Mizuho Trust & Banking Co., Ltd. in connection with the stock compensation plan known as the "Stock-based Compensation Trust (J-ESOP)" (hereinafter, the "Plan").

1. Outline of the disposition

(1)	Disposal date	Monday, August 25, 2025
(2)	Class and number of shares for disposition	140,000 shares of common stock
(3)	Disposal price	2,615 yen per share
(4)	Total Amount of Disposal	366,100,000 yen
(5)	Scheduled allottees	Employees of the Company: 1,244 persons – 140,000 shares (*Notes 1 and 2)
(6)	Other	The Disposal of Treasury Stock shall be subject to the effectiveness of the securities registration statement filed in accordance with the Financial Instruments and Exchange Act.

Note 1: While the formal allottee of the treasury stock is Custody Bank of Japan, Ltd. (Trust Account E), the substance of the allotment is equivalent to allocating shares to the Company's employees. Custody Bank of Japan, Ltd. (Trust Account E) serves as the re-trustee under a trust established pursuant to a trust agreement concluded between the Company (as settlor) and Mizuho Trust & Banking Co., Ltd. (as trustee). The trust has been established for the purpose of implementing the stock compensation plan (the "Plan"). Meanwhile, the Disposal of Treasury Shares will be conducted to deliver shares to employees of the Company under the Plan, and is, in substance, equivalent to an allotment of shares to the employees as consideration for services rendered. Accordingly, the scheduled allottees are described as the employees of the Company.

Note 2: Under the Plan, points are granted to employees in accordance with their individual performance and degree of contribution. Shares of the Company equivalent to the number of points granted are delivered to the employees when certain conditions are met and the rights to receive such shares are vested. Therefore, the number of shares indicated above represents the maximum possible number, and the actual number of shares to be delivered will vary depending on each employee's degree of contribution and other factors.

2. Purpose and reason for the disposition

The Company introduced the Plan based on a resolution of the Board of Directors adopted at its meeting held on May 15, 2019. (For details regarding the Plan, please refer to the press release titled “Notice Regarding Introduction of Stock-based Compensation Trust (J-ESOP)” dated May 15, 2019.

*Available only in Japanese)

In continuing the implementation of the Plan, the Company has decided to make an additional cash contribution to the Trust (the “Additional Trust”) to fund the acquisition of shares expected to be granted in the future, and to dispose of treasury shares through a third-party allotment to Custody Bank of Japan, Ltd. (Trust Account E), which serves as the re-trustee under the Trust re-entrusted by Mizuho Trust & Banking Co., Ltd., the original trustee. While the Disposal of Treasury Shares will formally be conducted as an allotment to Custody Bank of Japan, Ltd. (Trust Account E), the substance of the transaction is effectively equivalent to allotting shares to employees of the Company as compensation for services rendered.

The number of shares to be disposed corresponds to the number of shares estimated to be granted to employees under the “Share Grant Rules” during the trust period, covering the seven fiscal years from the fiscal year ending June 30, 2026 to the fiscal year ending June 30, 2032. This represents 0.90% of the total number of issued shares as of June 30, 2025 (15,501,820 shares), and 0.95% of the total number of voting rights as of the same date (148,135 voting rights), both rounded to the third decimal place. In light of the purpose of the Plan described in the aforementioned press release dated May 15, 2019, the Company believes that the level of dilution is reasonable.

*Outline of the Additional Trust

Date of the Additional Trust: August 25, 2025

Amount of the Additional Trust: 356,100,000 yen

Class of shares to be acquired: Common shares of the Company

Total number of shares to be acquired: 140,000 shares

Share acquisition date: August 25, 2025

How shares will be acquired: Acquired by undertaking the disposition of treasury stock of the Company (the Disposition of Treasury Stock)

Note: The Trust will acquire additional shares of the Company using funds consisting of the Additional Trust contribution (356,100,000 yen) and cash already held in trust assets (10,000,000 yen).

3. Basis for the calculation of the disposition price and the specific details thereof

The disposition price has been set at 2,615 yen, the closing price of the Company’s common shares on the Tokyo Stock Exchange on the trading day immediately preceding the date of the resolution adopted by the Board of Directors as concerns the Disposition of Treasury Stock. The decision to use the closing price on the trading day immediately preceding the date of the resolution adopted by the Board of Directors was based on the determination made that it constitutes a reasonable representation of the Company’s appropriate corporate value in the stock market.

The disposition price of 2,615 yen per share corresponds to the average closing price of 2,479 yen (rounded down to the nearest yen) for the one-month period up to the trading day immediately preceding the date of the resolution adopted by the Board of Directors multiplied by 105.49%, the average closing price of 2,460 yen (rounded down to the nearest yen) for the three-month period up to the aforementioned day multiplied by 106.30%, and the average closing price of 2,447 yen (rounded down to the nearest yen) for the six-month period up to the aforementioned day multiplied by 106.87%. Upon taking the above into account, we have deemed the disposition price for the Disposition of Treasury Stock to be reasonable and not particularly favorable.

With regard to the above disposal price, the Company has received opinions from three Audit & Supervisory Board Members (including two Outside Audit & Supervisory Board Members) who attended

August 8, 2025

the Board of Directors meeting, stating that the price does not constitute a particularly favorable disposal price.

4. Matters concerning procedures under the Code of Conduct

The Disposal of Treasury Stock does not require obtaining an opinion from an independent third party or confirming shareholder intent, as stipulated in Article 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, since (i) the dilution ratio is less than 25%, and (ii) the transaction does not result in a change of the controlling shareholder.