

October 14, 2025

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Notice Regarding Disposal of Treasury Shares as Restricted Stock for Directors

Digital Information Technologies Corporation ("the Company") hereby announces that, at the Board of Directors meeting held today, it resolved to conduct the disposal of treasury shares as restricted stock (hereinafter referred to as the "Disposal of Treasury Shares") as described below.

1. Overview of the Disposal

(1)	Payment Date	November 14, 2025
(2)	Type and Number of Shares to be Disposed	2,900 shares of the Company's common stock
(3)	Disposal Price per Share	2,554 yen per share
(4)	Total Disposal Price	7,406,600 yen
(5)	Planned Allottees	Directors of the Company* – 3 persons, 1,200 shares Directors of the Company's subsidiaries* – 8 persons, 1,700 shares *Excluding outside directors.

2. Purpose and Reason for the Disposal

At the Board of Directors meeting held on August 9, 2024, the Company resolved to introduce a new compensation system for directors of the Company (excluding outside directors; hereinafter referred to as the "Eligible Directors"), including those to be appointed in the future, in the form of restricted stock, in order to provide incentives to the Eligible Directors to sustainably enhance the corporate value of the Company Group and to further promote value sharing with shareholders (hereinafter referred to as the "System").

Furthermore, at the 23rd Annual General Meeting of Shareholders held on September 26, 2024, the shareholders approved that, under the System, the Eligible Directors would be granted claims for monetary compensation (separate from the existing monetary compensation framework for current directors) up to 50 million yen per year as consideration for the contribution in kind for the issuance of restricted shares, and that the transfer restriction period for the restricted shares shall be from the date of delivery of the restricted shares until the date on which the relevant Eligible Director ceases to be a director of the Company or holds any other position specified by the Board of Directors.

In addition, the Company has also introduced a similar restricted stock grant system for directors of its subsidiaries (hereinafter collectively with the Eligible Directors referred to as the "Eligible Persons"). The outline of the System is as follows.

Overview of the System

Under the System, the Eligible Persons will contribute in full the monetary compensation claims granted by the Company as consideration in kind and, in return, will receive newly issued or disposed common shares of the Company.

The total number of the Company's common shares to be issued or disposed to the Eligible Directors under the System shall not exceed 50,000 shares per year. The payment amount per share shall be determined by the Board of Directors based on the closing price of the Company's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board

resolution (or, if no transaction occurred on that day, the closing price on the most recent preceding trading day), in a manner that is not particularly advantageous to the Eligible Persons.

Furthermore, upon the issuance or disposal of the Company's common shares under the System, the Company and the Eligible Persons will enter into a restricted stock allocation agreement, which will include, among other things, the following provisions:

- 1) The allocated common shares may not be transferred, pledged, or otherwise disposed of for a predetermined period.
- 2) The Company may acquire the allocated common shares without consideration upon the occurrence of certain events.

In consideration of the purpose of the System, the Company's business performance, the scope of responsibilities of each Eligible Person, and other relevant circumstances, the Company resolved as follows:

- (i) Monetary compensation claims granted to three directors of the Company based on the resolution of the Board of Directors held today, and
- (ii) Monetary compensation claims granted to eight directors of the Company's subsidiaries based on the resolutions of the respective subsidiaries' Boards of Directors,

in the total amount of ¥7,406,600, as consideration in kind for the issuance or disposal of a total of 2,900 shares of the Company's common stock (hereinafter referred to as the "Allocated Shares"), at a contribution amount of ¥2,554 per share.

Overview of the Restricted Stock Allocation Agreement

The Company and each Eligible Person will enter into a restricted stock allocation agreement individually. The outline of the agreement is as follows:

1) Transfer Restriction Period

The Eligible Persons shall not transfer, pledge, or otherwise dispose of the Allocated Shares from November 14, 2025 (the payment date) until the date on which they cease to hold any position as a director, statutory auditor, executive officer, advisor, or employee of the Company or its subsidiaries.

2) Conditions for Lifting Transfer Restrictions

Subject to continuously holding any position as a director, statutory auditor, executive officer, advisor, or employee of the Company or its subsidiaries (hereinafter referred to as the "Position") during the period from November 14, 2025 (the payment date) to October 1, 2026 (hereinafter referred to as the "Service Period"; the period from the payment date until the conclusion of the ordinary general meeting of shareholders for the fiscal year ending June 2026 shall be defined as the "Service Provision Period"), all transfer restrictions on the Allocated Shares shall be lifted at the end of the transfer restriction period.

However, if an Eligible Person loses the Position during the Service Period due to death, expiration of term, or any other reason deemed reasonable by the Board of Directors of the Company, the number of Allocated Shares for which the transfer restrictions are lifted at the end of the restriction period shall be calculated by multiplying the total number of Allocated Shares by a fraction obtained by dividing the number of months from November 2025 to the month including the date of such loss by 11 (capped at 1). Any fraction less than one share resulting from the calculation shall be rounded down.

3) Acquisition by the Company Without Consideration

The Company shall automatically acquire, without consideration, any Allocated Shares for which the transfer restrictions have not been lifted at the end of the transfer restriction period or at other specified dates set forth in the agreement.

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4) Share Management

To prevent transfer, pledge, or other disposition of the Allocated Shares during the transfer restriction period, the Allocated Shares shall be held in a dedicated restricted stock account opened by the Eligible Persons with Daiwa Securities Co., Ltd. during the transfer restriction period.

5) Treatment in Case of Corporate Reorganization, etc.

If, during the transfer restriction period, matters related to a merger in which the Company is the disappearing company, a share exchange or share transfer plan under which the Company becomes a wholly owned subsidiary, or other corporate reorganizations are approved by the Company's shareholders meeting (or, if shareholder approval is not required, by the Company's Board of Directors), the Board of Directors may resolve to lift the transfer restrictions on the Allocated Shares calculated by multiplying the total number of Allocated Shares by a fraction obtained by dividing the number of months from November 2025 to the month including the effective date of such corporate reorganization by 11 (capped at 1). Any fraction of less than one share resulting from the calculation shall be rounded down.

3. Basis and Details of the Payment Amount

The payment for this disposal of treasury shares will be made in consideration in kind using the monetary compensation claims granted to the Planned Allottees under the System. To eliminate arbitrariness, the payment amount has been set at ¥2,554 per share, which corresponds to the closing price of the Company's common shares on the Tokyo Stock Exchange on October 10, 2025 (the business day immediately preceding the date of the Board resolution).

This price represents the market price immediately before the Board resolution and, in the absence of any special circumstances indicating that reliance on the recent market price is inappropriate, it is considered a reasonable amount that appropriately reflects the Company's corporate value and is not particularly advantageous to the Eligible Persons.