

**Notice Concerning Disposal of Treasury Shares as Restricted Share Awards  
under the Restricted Share Award Plans  
for Directors and others**

KITZ Corporation (the “Company”) hereby announces that it was resolved at today's Board of Directors meeting to dispose of treasury shares as restricted share awards under the Restricted Share Award Plans (hereinafter referred to as the “Treasury Share Disposal”). The details are provided below.

1. Overview of the disposal

(1) Payment date	April 23, 2026
(2) Class and number of shares to be disposed	Common shares of the Company: 54,159 shares
(3) Disposal price	1,839 yen per share
(4) Total disposal amount	99,598,401 yen
(5) Allottee(s)	<p>9 Directors*<sup>1</sup>: 22,762 shares          6 Senior Executive Officers*<sup>2</sup>: 15,231 shares          6 Executive Officers: 4,374 shares          23 Directors of the Company’s subsidiaries*<sup>3</sup>: 11,792 shares          *<sup>1</sup> Excluding those concurrently serving as Senior Executive Officers          *<sup>2</sup> Including those concurrently serving as Directors          *<sup>3</sup> Excluding those concurrently serving as Directors, Senior Executive Officers, and Executive Officers of the Company.</p>

2. Purpose of and reasons for disposal

At the Board of Directors meeting held on February 10, 2022, the Company resolved to introduce the Restricted Share Award Plan (“Plan I”) and the Post-Delivery Performance-Linked Share Award Plan (“Plan II,” collectively referred to as “the Plans”) as new share award systems for its Directors (excluding Outside Directors), including those elected in the future. The purpose of these plans is to incentivize the continuous enhancement of the Group's corporate value and strengthen alignment with shareholder interests. In conjunction with the transition to a company with a nominating committee, etc., as resolved at the 110th Ordinary General Meeting of Shareholders, the Company’s Compensation Committee has reintroduced equivalent plans. In reintroducing the Plans, Plan I was revised to include Outside Directors as eligible recipients, thereby expanding the scope to encompass all Directors and Officers (after transitioning to a company with a nominating committee, etc., this refers to Senior Executive Officers or Executive Officers; the same applies hereinafter) of the Company.

In addition, the Company has introduced the same scheme for directors of its domestic subsidiaries from this fiscal year.

<Overview of Plan I>

Under Plan I, the Board of Directors will determine the amount paid per share of the Company’s common shares issued or disposed of to the Directors, Officers, and Directors of the Company’s subsidiaries (hereinafter referred to as “Eligible Persons”) based on the closing price of the Company’s common shares on the Tokyo Stock Exchange on the business day preceding the resolution date (the closing price from the most recent prior trading day if no trading occurred on that day). The amount will

be set within a range that ensures no special benefit to eligible recipients of the allocation.

A Restricted Share Allocation Agreement (“Allocation Agreement I”) will also be executed between the Company and the eligible recipients of the allocation for the issuance or disposal of the Company’s common shares under Plan I with terms including:

- (1) The allocated shares cannot be transferred, pledged, or otherwise disposed of during a predetermined period.
- (2) The Company will acquire the shares without consideration if certain circumstances arise.

<Overview of Plan II>

Plan II is a performance-linked share award plan where share awards are granted to the Company’s eligible Officers and Directors of the Company’s subsidiaries (hereinafter referred to as “Eligible Officers;”). Share awards are calculated based on performance indicators (“Performance Indicators”) during a specified period (the “Evaluation Period”). Performance Indicators and Evaluation Period are each separately determined by resolutions of the Board of Directors. Specifically, this performance-linked share award plan grants Eligible Officers shares of the Company’s common shares as part of their compensation. The number of shares is calculated based on Performance Indicators during the Evaluation Period, using a formula separately determined by the Board of Directors.

A Restricted Share Allocation Agreement (“Allocation Agreement II”) will also be executed between the Company and the Eligible Officers of the allocation for the issuance or disposal of the Company’s common shares under Plan II with terms including:

- (1) Eligible Officers shall not transfer, pledge, or otherwise dispose of the Company’s common shares allocated to them under Allocation Agreement II from the date of allocation until the day they cease to hold their position determined by the Company’s Board of Directors.
- (2) The Company will acquire the shares without consideration if certain circumstances arise.

As resolved at the Board of Directors meeting held today, Under Plan I, the Company will dispose a total of 54,159 shares of its common shares (hereinafter referred to as “Allocated Shares”) to allocate to 9 Directors (excluding those concurrently serving as Senior Executive Officers; the same applies hereinafter), 6 Senior Executive Officers, and 6 Executive Officers, as well as 23 Directors of the Company’s subsidiaries (hereinafter collectively referred to as “Allocation Recipients”). This allocation is carried out through a contribution in kind, using monetary compensation claims totaling 99,598,401 yen (including with 1,839 yen per share as the amount of the monetary compensation claim contributed for each share). With respect to the Company’s Directors and Officers, the monetary compensation claims to be granted against the Company are determined after taking into account the purpose of Plan I, the Company’s performance, the scope of responsibilities of each recipient, and other relevant factors. With respect to Directors of the Company’s subsidiaries, the monetary compensation claims to be granted against respective subsidiaries are determined after taking into account the purpose of Plan I, the performance of respective subsidiaries, the scope of responsibilities of each recipient, and other relevant factors.

The Allocation Recipients will fully pay the monetary compensation claims as contributions in kind and subscribe to the Allocated Shares.

<Overview of Allocation Agreement I>

The Company and the Allocation Recipients will individually enter into Restricted Share Allocation Agreements, the key details of which are outlined below:

(1) Transfer restriction period

Allocation Recipients are prohibited from transferring, pledging, or otherwise disposing of the Allocated Shares from April 23, 2026 (payment date), until they cease to hold any position as a Director, Officer of the Company, or Director of the Company’s subsidiary.

(2) Conditions for lifting of transfer restriction

If Allocation Recipients continuously hold any of the positions of Director, Senior Executive Officer, Executive Officer of the Company, or Director of the Company’s subsidiary (“Eligible Position”) during the period from April 23, 2026 (payment date), to the conclusion of the Ordinary General Meeting of Shareholders for the fiscal year ending December 2026 (or from January 1, 2026 to December 31, 2026 in the case of Officers, or from payment date to the conclusion of the Company’s subsidiary’s Ordinary General Meeting of Shareholders for the fiscal year ending December 2026 in case of Directors of the Company’s subsidiaries; hereinafter collectively referred to as Service Provision Period), transfer restrictions on all Allocated Shares will be lifted upon the expiration of the transfer restriction period. However, if they lose their Eligible Position during the Service Provision Period due to death, expiration of their term, or other reasons deemed valid by the Compensation Committee (or the Board of Senior Executive Officers for Executive Officers and

Directors of the Company's subsidiaries), the transfer restrictions will be lifted upon the expiration of the transfer restriction period for the number of Allocated Shares calculated by multiplying the total number of Allocated Shares by a fraction. This fraction is determined by dividing the number of months from April 2026 (or January 2026 in the case of Officers) to the month including the date of loss by 12 (with a maximum value of 1). Any fractional shares resulting from this calculation will be rounded down.

(3) Acquisition by the Company without consideration

The Company shall acquire without consideration any Allocated Shares for which transfer restrictions have not been lifted upon the expiration of the transfer restriction period or at other specified times as stipulated in the agreement.

(4) Share management

To prevent the transfer, pledge, or other disposal of the Allocated Shares during the transfer restriction period, the shares will be managed in a dedicated account opened by the recipients at Daiwa Securities Co., Ltd.

(5) Handling of organizational restructuring

If, during the transfer restriction period, matters such as a merger agreement in which the Company becomes the dissolving company, a share exchange agreement or share transfer plan in which the Company becomes a wholly owned subsidiary, or other organizational restructuring matters are approved by the General Meeting of Shareholders (or the Board of Directors if approval by the General Meeting of Shareholders is not required), the Board of Directors may resolve to lift transfer restrictions. The transfer restrictions will be lifted as of the time immediately prior to the close of business on the business day preceding the effective date of such organizational restructuring for the number of Allocated Shares, calculated by multiplying the total number of Allocated Shares by a fraction. This fraction is determined by dividing the number of months from April 2026 (or January 2026 in the case of Officers) to the month including the effective date of the restructuring by 12 (with a maximum value of 1). Any fractional shares resulting from this calculation will be rounded down.

3. Basis and specific details for calculating the amount to be paid in

The Treasury Share Disposal will be conducted using monetary compensation claims granted to the allottees under the Plans as contributions in kind. The payment amount is set at 1,839 yen, which is the closing price of the Company's common shares on the Tokyo Stock Exchange on March 25, 2026 (the business day prior to the date of the Board of Directors resolution), to ensure the elimination of arbitrariness. This represents the market share price immediately prior to the date of the Board of Directors' resolution. In the absence of special circumstances suggesting the unreliability of the most recent share price, the Company considers this to be a reasonable valuation. It appropriately reflects the Company's corporate value and does not confer any undue advantage on the allottees.