



February 6, 2026

Company name: Kurimoto, Ltd.
Representative: Kazutaka Kikumoto, President
Listed on: Tokyo Stock Exchange's Prime
Market (Securities code: 5602)
Inquiries: Hiroshi Ono, Executive Officer,
General Manager of Corporate
Planning Division
(Telephone: +81-6-6538-7719)

Disposal of Treasury Shares by Third-Party Allotment in Connection with Additional Contribution to Board Benefit Trust-Restricted Stock (BBT-RS)

Kurimoto, Ltd. (the “Company”) hereby announces that it has resolved, at a meeting of its Board of Directors held today, to dispose of its treasury shares by way of a third-party allotment (hereinafter referred to as the “Disposal of Treasury Shares”) as described below. Note that although the Disposal of Treasury Shares will formally be conducted as an allotment to Custody Bank of Japan, Ltd. (Trust E Account)—the re-trustee that has been re-entrusted by the trustee of the trust (hereinafter referred to as the “Trust”) established based on the trust agreement concluded with Mizuho Trust & Banking Co., Ltd. concerning the share-based remuneration plan, Board Benefit Trust-Restricted Stock (BBT-RS; hereinafter referred to as the “Plan”)—this transaction is substantially equivalent to allotting shares to the Company’s Directors (excluding Outside Directors), Executive Officers, and Fellow (hereinafter collectively referred to as “Directors, etc.”) as consideration for services rendered to the Company.

1. Overview of Disposal

(1) Date of disposal	February 24, 2026 (Tuesday)
(2) Class and number of shares to be disposed of	344,000 shares of common stock
(3) Disposal price	1,749 yen per share
(4) Total disposal amount	601,656,000 yen
(5) Planned allottees	The Company’s Directors (excluding Outside Directors): 6 persons; 185,000 shares The Company’s Executive Officers and Fellow: 13 persons; 159,000 shares (Notes 1, 2)
(6) Other matters	The Company will submit an extraordinary report in accordance with the Financial Instruments and Exchange Act in connection with the Disposal of Treasury Shares.

(Notes) 1. The formal allottee for the Disposal of Treasury Shares is Custody Bank of Japan, Ltd. (Trust E

Account). Trust E Account is a trust account that has been established through a trust agreement concluded between the Company and Mizuho Trust & Banking Co., Ltd., with the Company as the trustor and Mizuho Trust & Banking Co., Ltd. as the trustee (and Custody Bank of Japan, Ltd. as the re-trustee). Nevertheless, since the Disposal of Treasury Shares is being conducted to provide benefits to Directors, etc. based on the Plan and is substantially equivalent to allotting shares to Directors, etc. as consideration for services rendered to the Company, the Directors, etc. are listed as the planned allottees.

2. Based on the Plan, Directors, etc. shall be granted points determined upon considering such factors as the level of performance achieved and positions. When they acquire the right to receive benefits after meeting certain conditions, they will be provided with a number of the Company's shares corresponding to the granted points and cash equivalent to the amount calculated by converting the Company's shares into their market value (hereinafter referred to as the "Company's shares, etc."). Accordingly, the number of shares stated above is the maximum number, and the actual number of the Company's shares, etc. to be granted to the Directors, etc. will vary depending on such factors as the level of performance achieved and positions.

2. Purpose of and Reason for Disposal

At the 120th Annual General Meeting of Shareholders held on June 29, 2016, the Company received approval for the introduction of a share-based remuneration plan called the Board Benefit Trust (BBT) (hereinafter referred to as the "BBT Plan"). Subsequently, the Company received approval for resetting of limits on remuneration for the BBT Plan at the 125th Annual General Meeting of Shareholders held on June 25, 2021, and received approval for revising this BBT Plan to become the Plan at the 128th Annual General Meeting of Shareholders held on June 26, 2024.

Furthermore, the Company resolved, at the meeting of its Board of Directors held on June 26, 2025, to expand the scope of eligible recipients under the Plan to include the Company's Executive Officers and Fellow. (For an outline of the Plan, please refer to the "Notice Concerning Partial Revision of the Share-based Remuneration Plan" dated June 26, 2025.)

The Company has now decided, in order to continue the Plan, to make an additional contribution of funds to the Trust (hereinafter referred to as the "Additional Trust Contribution") so that the Trust may acquire the number of shares expected to be necessary for future grants, and to dispose of its treasury shares by way of a third-party allotment (the Disposal of Treasury Shares) to Trust E Account, established at Custody Bank of Japan, Ltd. (the re-trustee that has been re-entrusted by Mizuho Trust & Banking Co., Ltd., the trustee of the Trust) for the purpose of holding and disposing of the Company's shares to administer the Plan. Note that although the Disposal of Treasury Shares will formally be conducted as an allotment to Custody Bank of Japan, Ltd. (Trust E Account), this transaction is substantially equivalent to allotting shares to Directors, etc. as consideration for services rendered to the Company.

The number of shares to be disposed of is equivalent to the number of shares expected to be granted to Directors, etc. during the trust period based on the Rules on Provision of Shares to Officers (for the three fiscal years starting from the fiscal year ended on March 31, 2025 to the fiscal year ending on March 31, 2027). This number represents 0.54% of the 63,992,450 total issued shares as of September 30, 2025, and 0.57% of the 603,195 total voting rights as of September 30, 2025 (both figures rounded to the second decimal place). In light of the purpose of the Plan as described in the "Notice Concerning Partial Revision of the Share-based Remuneration Plan" dated June 26, 2025, the Company has determined that the scale of dilution is reasonable.

Note that the Company conducted a 5-for-1 share split of common shares on October 1, 2025, and accordingly, the number of total issued shares and the number of total voting rights above are stated by considering this share split.

*** Overview of the Additional Trust Contribution**

Date of Additional Trust Contribution: February 24, 2026

Amount of Additional Trust Contribution: 601,656,000 yen

Class of shares to be acquired: The Company's common stock

Number of shares to be acquired: 344,000 shares

Date of share acquisition: February 24, 2026

Method of share acquisition: Acquisition by way of underwriting the Company's disposal of treasury shares (the Disposal of Treasury Shares)

3. Basis for Calculation of Disposal Price and Specific Details Thereof

The disposal price has been set at 1,749 yen, which was the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the Board of Directors' resolution regarding the Disposal of Treasury Shares.

The closing price on the business day immediately preceding the date of the Board of Directors' resolution was chosen because it represents the Company's fair corporate value on the stock market and was determined to be reasonable.

The disposal price of 1,749 yen is an amount equivalent to 96.68% of the average closing price of 1,809 yen (rounded down to the nearest yen) for the most recent one-month period preceding the business day immediately preceding the date of the Board of Directors' resolution; an amount equivalent to 101.04% of the average closing price of 1,731 yen (rounded down to the nearest yen) for the most recent three-month period; and an amount equivalent to 102.40% of the average closing price of 1,708 yen (rounded down to the nearest yen) for the most recent six-month period. Taking the above into consideration, the Company has determined that the disposal price for the Disposal of Treasury Shares is not particularly advantageous and is reasonable.

Furthermore, all three Audit & Supervisory Board Members (two of whom are Outside Audit & Supervisory Board Members) present at the Board of Directors meeting have expressed their opinion that said disposal price does not fall under the category of particularly advantageous prices.

4. Matters Concerning Procedures under Code of Corporate Conduct

The Disposal of Treasury Shares does not require the implementation of the procedures for obtaining an opinion from an independent third party or for shareholder confirmation stipulated in Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. because (1) the dilution ratio is less than 25% and (2) it does not involve a change in controlling shareholders.