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For Immediate Release
(English translation of the original Japanese document)

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# Notice Regarding Disposal of Treasury Shares as Restricted Shares Remuneration

At a meeting of the Board of Directors held on March 19, 2025, Kakaku.com, Inc. (the “Company”) resolved to conduct a disposal of treasury shares as restricted shares remuneration (the “Disposal of Treasury Shares” or the “Disposal”) as described below.

1. Overview of the Disposal

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| (1) Disposal date | April 24, 2025 |
| (2) Class and number of shares for disposal | 48,619 common shares of the Company |
| (3) Disposal value | 2,236.5 yen per share<br>Note: However, if the closing price of the Company's common shares (the "TSE Closing Price") on the trading day immediately prior to March 26, 2025 (the "Conditions Determination Date") determined by the Board of Directors of the Company as the date on which the final conditions for the Disposal of Treasury Shares are to be determined after taking into account various circumstances such as share price fluctuations at that time, exceeds the above amount, the TSE Closing Price on the trading day immediately prior to the Conditions Determination Date will be used. |
| (4) Total disposal value | 108,736,394 yen<br>Note: The above is the estimated amount as of today, and is the amount calculated by multiplying the disposal value (price) by 48,619 shares. |
| (5) Scheduled recipients of disposal | Executive Officers 12 persons, 48,619 shares |
| (6) Others | With regard to the Disposal of Treasury Shares, a Written Extraordinary Report pursuant to the Financial Instruments and Exchange Act has been submitted. |

Note: Method of determining the disposal value (price) of treasury shares (Purpose of setting a certain period from the date of the disposal resolution to the Conditions Determination Date)

In the event that the shares are disposed of by way of third-party allotment, as in the case of the Disposal of Treasury Shares, all conditions will normally be determined on the date of the disposal resolution. However, in connection with the Disposal of Treasury Shares, the Company announced a resolution to acquire shares of LiPLUS Holdings inc., Formulation of mid-term management plan, Revision of Earnings Forecast, Transition to a Company with an Audit & Supervisory Committee (for details, please refer to the Company's "Notice of Acquisition of Shares (Acquisition of Subsidiary) and Regarding Change in Subsidiary", "Notice Regarding Formulation of a Medium-Term Management Plan", " Notice of Revision of Consolidated Earnings Forecast for the Fiscal Year Ending March 31, 2025", "Notice Regarding Transition to a Company with an Audit & Supervisory Committee" dated March 19, 2025) at the same time as the resolution for Disposal of Treasury Shares. Depending on how the stock market reacts to the announcement of the Disposal of Treasury Shares, the share price of the Company after today (the date of the disposal resolution) may be affected. If there is an increase in the stock price based on these announcements, the Company's decision on the disposal conditions of the Treasury Shares without reflecting the increase in the share price will cause a discrepancy between the disposal conditions and the substantial value of the Treasury Shares at the time of disposal. Since there is a risk of harming the interests of existing shareholders, from the viewpoint of determining fair disposal conditions that take into account the interests of existing shareholders, and in order to avoid arbitrary, and the Company believes that it is more appropriate to determine the conditions for the Disposal of Treasury Shares after reflecting the increase in the share price. Therefore, to reflect these announcements on the impact of share price as of today (the date of the disposal resolution), the Company has set the date on which a certain period has elapsed as the Conditions Determination Date. The disposal value (price) of the treasury shares will be determined based on the value of the Treasury Shares as of the date of the disposal resolution or the value of the treasury shares as of the Conditions Determination Date, whichever is higher. Therefore, there will be no change in the disposal value (price) of the Treasury Shares that would be disadvantageous to the Company.

2. Purpose and reason for the Disposal

The Company, at a Board of Directors meeting held on May 15, 2024, resolved to introduce a new restricted shares remuneration plan (the “Plan”) for the purpose of providing incentives to continuously increase the Company’s corporate value, and further promoting shared value between Eligible Officers and shareholders. “Eligible Officers” are the Company’s Directors (excluding non-executive Directors; the “Eligible Directors”) and Executive Officers (collectively, the “Eligible Officers”).

Details of the Plan are as follows:

At the beginning of each fiscal year, Eligible Officers of the Company shall be granted monetary claims as in-kind contribution for the allocation of common shares of the Company to be issued/disposed of by the Company.

The Company, at a Board of Directors meeting held on March 19, 2025, has resolved to conduct a Disposal of Treasury Shares as restricted shares to the Executive officers under this Plan.

In principle, the amount to be paid per share of common stock to be issued or disposed of by the Company under this plan shall be the TSE Closing Price of the Company's common stock on the business day immediately preceding the date of each Board of Directors resolution (or the closing

price of the immediately preceding trading day if no trading was effected on that date). However, for the reasons stated in “1. Overview of the Disposal Note: Method of determining the disposal value (price) of treasury shares (Purpose of setting a certain period from the date of the disposal resolution to the Conditions Determination Date) ”, shall be the higher of (i) the TSE Closing Price on the business day immediately preceding the date of each Board resolution (or the closing price of the immediately preceding trading day if no trading was effected on that date) or (ii) the closing price of the Company's common shares on the trading day immediately preceding the Conditions Determination Date.

When issuing/disposing of common shares under the Plan, the Company and the Eligible Officers shall enter into a Restricted Share Allotment Agreement, which shall include, among others, the following provisions (i) allotted shares shall not be transferred, used to create a security interest, or otherwise disposed of during a certain period and (ii) in the event of certain circumstances, the Company shall acquire such common shares without compensation.

In consideration of the purpose of the Plan, the business performance of the Company, the scope of responsibility of the Executive Officers, and various other factors, the Company has decided to allocate a total of 48,619 shares of the Company’s common stock and grant monetary claims as in-kind contribution equal to the total disposal value.

Furthermore, to provide incentives to continuously increase the Company’s corporate value and promote shared value with shareholders, in principle, the restricted share transfer period is set to continue until the Executive Officers resign or retire.

In this Disposal of Treasury Shares, based on the Plan, the twelve Executive Officers who are the scheduled allottees shall pay all monetary compensation claims to the Company as a contribution in kind, to receive common shares to be disposed of by the Company.

3. Overview of restricted share allotment agreement

The Company shall enter into a restricted share allotment agreement (the “Allotment Agreement”) with each of the Executive Officers. The main points of the Allotment Agreement are as follows.

(1) Transfer restriction period

The Executive Officers shall not transfer, create a security interest, or otherwise dispose of the common shares of the Company allotted under the Allotment Agreement (the “Allotted Shares”); from the date of disposal (April 24, 2025; the “Disposal Date”) until the time when the Executive Officer resigns or retires as Director, Audit & Supervisory Board Member, Executive Officer, or employee of the Company (the “Restriction Period”). (However, if this happens before the expiration date which is three months after the end of the fiscal year in which the Disposal Date falls, the expiration day shall be the expiration date three months after the end of the fiscal year in which the Disposal Date falls.)

(2) Conditions for lifting transfer restrictions

As a rule, the Company shall lift transfer restrictions on all Allotted Shares upon the expiration of the Restriction Period, provided that the Executive Officer has remained an Executive Officer of the Company during the period from April 1 of the fiscal year in which the Disposal Date falls to March 31 of the following year.

(3) Reasons for the Company’s acquisition of Allotted Shares without compensation

(i) If an Executive Officer retires or resigns from their position as Director, Audit & Supervisory Board Member, Executive Officer, or employee of the Company, for reasons excluding their death, completion of their term of office or reaching their retirement age, or any other reason the Company's Board of Directors deems justifiable, the Company shall acquire all Allotted Shares without compensation.

(ii) Other reasons for acquisition without compensation shall be as specified in the Allotment Agreement based on a resolution of the Company's Board of Directors.

(4) Treatment in case of death or early retirement

Notwithstanding the provisions of (1) (2) above, if an Executive Officer retires or resigns from any position as Director, Audit & Supervisory Board Member, Executive Officer, or employee of the Company due to their death or other justifiable reasons in the middle of the Restriction Period, the transfer restrictions shall be lifted as follows:

The number of shares shall be calculated by multiplying the number of the Allotted Shares held at the time of the aforementioned resignation or retirement, the quotient obtained by dividing the number of months from April 1 of the year in which the Disposal Date falls until the month in which the date of the aforementioned retirement or resignation falls by 12. (However, if the calculation results in a quotient exceeding 1, the quotient shall be deemed as 1. If the calculation results in a fraction of less than 1 share, the fraction shall be rounded up.) Furthermore, the Company shall rightfully acquire without compensation the Allotted Shares on which the transfer restrictions have not been lifted, immediately following the lifting of the transfer restrictions.

(5) Treatment in case of organizational restructuring

Notwithstanding the provisions of (1) and (2) above, if the Company's General Meeting of Shareholders (or by the Board of Directors in cases where approval at the Company's General Meeting of Shareholders is not required) approves a merger in which the Company is absorbed, or a share-exchange or share-transfer plan in which the Company becomes a wholly-owned subsidiary, or other reorganization in the middle of the Restriction Period, transfer restriction on Allotted Shares shall be lifted as based on a resolution by the Board of Directors, immediately prior to the business day preceding the effective date of the reorganization, etc. The transfer restrictions shall be lifted for the number of Allotted Shares calculated by multiplying the number of the Allotted Shares by the quotient obtained by dividing the number of months from April 1 of the year in which the Disposal Date falls until the month in which the aforementioned approval is made by 12. (However, if the calculation results in a quotient exceeding 1, the quotient shall be deemed as 1. If the calculation results in a fraction of less than 1 share, the fraction shall be rounded up.) Furthermore, the Company shall rightfully acquire without compensation the Allotted Shares on which the transfer restrictions have not been lifted, immediately following the lifting of the transfer restrictions.

(6) Management of Allotted Shares

During the Restricted Period, the Allotted Shares are managed in a dedicated account opened by each of the Executive Officers with Nomura Securities Co., Ltd.

Note: Allotted Shares are managed in a dedicated account opened by each of the Executive Officers with Nomura Securities Co., Ltd., to ensure that the shares cannot be transferred, used to create a security interest or otherwise disposed of during the Restriction Period. The Company and Executive

Officers have entered into an agreement with Nomura Securities Co., Ltd. related to the management of the accounts for the Allotted Shares held by each of the Executive Officers to ensure the effectiveness of the transfer restrictions.

4. Basis for determining the amount to be paid and its specific details

The disposal value (price) for the Disposal of Treasury Shares is as described in "1. Overview of Disposal Note: Method of determining the disposal value (price) of treasury shares (Purpose of setting a certain period from the date of the disposal resolution to the Conditions Determination Date) ". From the viewpoint of consideration for the interests of existing shareholders, and in order to avoid arbitrary pricing, the TSE Closing Price of 2,236.5 yen on the trading day immediately prior to the Board of Directors' Meeting (March 18, 2025) will be compared with the TSE Closing Price on the trading day immediately prior to the Conditions Determination Date (March 25, 2025), and the disposal value (price) of the treasury shares will be determined at the higher amount. The method of determining the disposal value (price) of the treasury shares is a reasonable method that takes into account the interests of existing shareholders. In addition, since the disposal value (price) is determined at the same amount as the market share price, in situations where there are no special circumstances indicating that the most recent share price cannot be relied upon, the Company believes that this price is not particularly favorable for the Allottees, as it appropriately reflects the corporate value of the Company.