

August 7, 2026

Press Release

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(Code: 5901, Prime Market of Tokyo Stock Exchange)

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Disposal of Treasury Shares for Performance-Linked Equity Compensation Plan

The Board of Directors of Toyo Seikan Group Holdings, Ltd. (the “Company”) resolved today to dispose of treasury shares in order to deliver shares of the Company under the performance-linked equity compensation plan for directors and officers (“Disposal”), as described below.

1. Outline of Disposal

1) Date of share transfer	August 25, 2026
2) Class and number of shares to be transferred	131,000 common shares of the Company
3) Unit price	4,250 yen per share
4) Total price	556,750,000 yen
5) Transferee	Sumitomo Mitsui Trust Bank, Limited (trust account) (Re-trustee: Custody Bank of Japan, Ltd. (trust account))
6) Notes	The Disposal is subject to the effectiveness of the filing under the Financial Instruments and Exchange Act of Japan.

2. Purpose and background of Disposal

As the Company has established a performance-linked equity compensation plan (the “Plan”) for its directors and officers, excluding outside directors (“Eligible Directors and Officers”), the Disposal is conducted to transfer shares of the Company to Sumitomo Mitsui Trust Bank, Limited (trust account), which is the trustee of the trust established for the Plan (the “Trust”); the re-trustee is Custody Bank of Japan, Ltd. (trust account).

For details of the Plan, please refer to the press release dated May 14, 2026, titled “Notice Concerning Partial Revision and Continuation of the Performance-Linked Equity Compensation Plan.”

The number of shares to be transferred to the trustee will be equivalent to the number of shares expected to be delivered to Eligible Directors and Officers, which is estimated in accordance with the share delivery rules of the Company by taking account of possible changes in positions of

individual Eligible Directors and Officers and their composition during the extended period of the Trust, among other factors. The share dilution resulting from the Disposal will be 0.09% of the total number of shares issued, 153,162,162 shares, as of June 30, 2026, or 0.09% of the total number of voting rights, 1,509,721 units, as of the same date (both percentages are rounded to two decimal places).

We consider that the Plan links compensation for Eligible Directors and Officers clearly to the Company's business performance and share price and contributes to increasing corporate value over the medium- to long-term. We have also concluded that the scale of the Disposal and the subsequent dilution are reasonable and have minimal impact on the stock market.

[Reference] Outline of the trust agreement for the Trust

Trustor:	Toyo Seikan Group Holdings, Ltd. (the Company)
Trustee:	Sumitomo Mitsui Trust Bank, Limited (Re-trustee: Custody Bank of Japan, Ltd.)
Beneficiaries:	Eligible Directors and Officers who satisfy the beneficiary requirements
Trust administrator:	A third party independent of the Company and its directors and officers
Exercise of voting rights:	The voting rights attached to the shares held in the Trust will not be exercised during the period of the Trust.
Type of trust:	Entrustment of money other than money trust (Third-party benefit trust)
Date of trust agreement:	August 19, 2021
Extended period of trust:	From August 19, 2021 to August 31, 2031 (planned)
Purpose of trust:	To deliver shares of the Company to the beneficiaries of the Trust in accordance with the Company's share delivery rules

3. Basis for determining the disposal price and related descriptions

We have determined the disposal price at 4,250 yen per share, the closing price of the Company's shares on the Tokyo Stock Exchange on August 6, 2026 (the last business day prior to the date of the relevant resolution by the Board of Directors) in order to take account of recent share price trends and prevent arbitrary pricing. We chose the above-mentioned closing price because it reflects the market value of the Company's shares immediately before the resolution of the Board of Directors, which we determined to be highly objective and reasonable as a pricing basis for the Disposal.

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