November 25, 2026

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(Securities code: 6289; TSE Prime Market)
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Notice Regarding Disposal of Treasury Shares as Restricted Stock Remuneration

GIKEN LTD. (the "Company") hereby announces that at the meeting of the Board of Directors held today, its Board of Directors resolved to dispose of the Company's treasury shares as restricted stock remuneration (hereinafter the "Disposal of Treasury Shares" or "Disposal"). The details are described below.

1. Overview of the Disposal

(1)	Disposal date	December 24, 2026		
(2)	Class and number of shares subject to disposal	34,275 shares of the Company's common stock		
(3)	Disposal price	1,803 yen per share		
(4)	Total value of disposal	61,797,825 yen		
(5)	Allottees, number of allottees, and number of shares to be disposed of	Directors of the Company (excluding Outside Directors)	5	16,598 shares
		Managing Operating Officers of the Company	3	4,974 shares
		Employee Operating Officers of the Company etc.	11	6,528 shares
		Directors of the Company's subsidiaries	2	3,471 shares
		Managing Operating Officers of the Company's subsidiaries	1	1,192 shares
		Employee Operating Officers of the Company's subsidiaries	3	1,512 shares

2. Purpose and reasons for Disposal

The Company has introduced a remuneration plan as Restricted Stock Remuneration Plan (hereinafter the "Plan") for the Directors (excluding Outside Directors; hereinafter the "Eligible Directors"), Managing Operating Officers, and Employee Operating Officers of the Company as well as the Directors, Managing Operating Officers, and Employee Operating Officers of the Company's subsidiaries (collectively with Eligible Directors, hereinafter the "Eligible Directors, Etc.") in order to provide an incentive to sustainably increase the Company's corporate value and to further promote the sharing of values with the shareholders. At the 42nd Ordinary General Meeting of Shareholders held on November 28, 2023, approval was obtained for matters including the following. Under this Plan, the Company will grant monetary claims whose total amount will be up to 50 million yen per year to Eligible Directors as restricted stock remuneration (hereinafter the "Restricted Stock Remuneration"), and will issue or dispose of up to 50,000 shares of the Company's common stock per year. The transfer restriction period on the restricted stock will be from the date on which the Eligible Director is allotted the Company's common stock pursuant to the restricted stock allotment agreement entered into between the Company and the Eligible Director, until the time immediately after the Eligible Director retires or resigns from the positions as an officer or employee of the Company or its subsidiaries that are predefined by the Board of Directors. (However, if such retirement or resignation occurs within three months after the end of the business

year in which the shares were allotted, the end of the transfer restriction period may be reasonably adjusted.)

The overview of the Plan is as follows.

[Overview of the Plan, etc.]

The Eligible Directors, Etc. will contribute all of the monetary claims granted by the Company under the Plan as property contributed in kind, and will, in return, receive the Company's common stock that will be issued or disposed of by the Company. The amount to be contributed per stock will be determined by the Board of Directors based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding each of the dates of resolution by the Board of Directors (or the closing price on the transaction day immediately prior thereto if no transaction is made on such business day), and within an amount that will not be particularly advantageous to the Eligible Directors, Etc. subscribing to the common stock.

In issuing or disposing of the Company's common stock under the Plan, the Company will enter into a restricted stock allotment agreement with the Eligible Directors, Etc. The agreement will include, among other terms, (i) a provision prohibiting the Eligible Directors, Etc. from transferring, pledging, or otherwise disposing of the Company's common stock allotted to them under the restricted stock allotment agreement to third parties for a certain period of time, and (ii) a provision that the Company will acquire such common stock without compensation if certain conditions are met.

Based on the recommendation of the Nomination and Remuneration Committee, the Company has decided to grant monetary claims totaling 61,797,825 yen (hereinafter the "Monetary Claims") and 34,275 shares of the Company's common stock to the Eligible Directors, Etc. This decision is intended to provide an incentive for each Eligible Director, Etc. to share greater value with shareholders and to continuously enhance the Company's corporate value, taking into account the Company's business performance and the scope of responsibilities of each individual.

In this Disposal of Treasury Shares, pursuant to the Plan, the 25 Eligible Directors, Etc., who are scheduled to be allottees, will contribute all of their Monetary Claims against the Company as property contributed in kind, and will receive the shares of the Company's common stock (hereinafter the "Allotted Stock"). The overview of the restricted stock allotment agreement (hereinafter the "Allotment Agreement") to be entered into between the Company and the Eligible Directors, Etc. in connection with this Disposal of Treasury Shares is as described in "3. Overview of the Allotment Agreement" below.

3. Overview of the Allotment Agreement

(1) Transfer restriction period

From December 24, 2026 (hereinafter the "Disposal Date") until the later of (i) the time immediately after the Eligible Director, Etc. resigns or retires from all positions as Director, Managing Operating Officer, Employee Operating Officer, Audit & Supervisory Board Member, Corporate Adviser, Senior Corporate Adviser, employee of the Company or its subsidiaries, or any other equivalent position, or (ii) December 1, 2027.

(2) Conditions for lifting the transfer restrictions

The transfer restrictions on all of the Allotted Stock will be lifted at the expiration of the transfer restriction period, provided that the Eligible Directors, Etc. have continuously held the positions set forth in (1) above, during the period described below (hereinafter the "Service Period").

Directors of the Company and its subsidiaries:

From the commencement of their duties until immediately before the conclusion of the first Ordinary General Meeting of Shareholders thereafter

Managing Operating Officers of the Company and its subsidiaries:

From the conclusion of the Company's Board of Directors meeting held immediately after the 45th Ordinary General Meeting of Shareholders of the Company until the conclusion of the Board of Directors meeting held immediately after the 46th Ordinary General Meeting of Shareholders of the Company

Employee Operating Officers of the Company and its subsidiaries:

From December 1, 2026 until November 30, 2027

(3) Treatment in the event of resignation or retirement of the Eligible Directors, Etc. due to the expiration of their term of office, reaching the mandatory retirement age, or any other justifiable reason, either during the Service Period or after the Service Period has elapsed but before the expiration of the transfer restriction period

(i) Timing of lifting transfer restrictions

If Eligible Directors, Etc. resign or retire from any position as Directors, Managing Operating Officers, Employee Operating Officers, Audit & Supervisory Board Members, Corporate Advisers, Senior Corporate Advisers, employees of the Company or its subsidiaries, or any other equivalent position, due to the expiration of their term of office, reaching the mandatory retirement age, or any other justifiable reason (including resignation or retirement due to death), the transfer restrictions will be lifted immediately after such resignation or retirement.

(ii) Number of shares subject to the lifting of transfer restrictions

The number of Allotted Stock subject to the lifting of transfer restrictions will be calculated by multiplying the number of Allotted Stock held by the Eligible Director, Etc. at the time of resignation or retirement specified in (i) above by a fraction, the numerator of which is the number of months from the month including the Disposal Date to the month including the resignation or retirement date of the Eligible Director, Etc., and the denominator of which is the total number of months of the Service Period (12 months). If the resulting fraction exceeds one, it will be deemed as one. Any fraction less than one share resulting from the calculation will be rounded down.

(4) The Company's acquisition without consideration

If an Eligible Director, Etc. commits an act in violation of laws or regulations during the transfer restriction period, or otherwise falls under certain events specified in the Allotment Agreement, the Company will automatically acquire, without consideration, all Allotted Stock held by such Eligible Director, Etc. at that time. Furthermore, the Company will automatically acquire, without consideration, any Allotted Stock for which the transfer restrictions have not been lifted at the expiration of the transfer restriction period or immediately after the lifting of transfer restrictions specified in (3) above.

(5) Procedure in the event of organizational restructuring, etc.

If, during the transfer restriction period, a merger agreement under which the Company becomes a dissolving company, a share exchange agreement under which the Company becomes a wholly-owned subsidiary, a share transfer plan, or other matters relating to reorganization are approved at the Company's shareholders meeting (the Board of Directors meeting if approval by the Company's shareholders meeting is not required for the reorganization), the transfer restriction on a number of Allotted Stock will be lifted immediately prior to the last business day before the effective date of such corporate reorganization, etc., by resolution of the Board of Directors. The number of such Allotted Stock will be the number of Allotted Stock held at that time, multiplied by a fraction, the numerator of which is the number of months from the month including the Disposal Date to the month including the date of such approval, and the denominator of which is the total number of months of the Service Period (12 months); provided that if the resulting fraction exceeds one, it shall be deemed one, and any fraction of less than one share resulting from the calculation shall be rounded down. Furthermore, the Company will automatically acquire, without consideration, all Allotted Stock for which the transfer restrictions have not been lifted immediately prior to the last business day before the effective date of such corporate reorganization, etc.

(6) Administration of shares

To ensure that the Allotted Stock will not be transferred, subject to a security interest, or disposed of during the transfer restriction period, the Allotted Stock will be administered in a dedicated account at Nomura Securities Co., Ltd., to be opened by the Eligible Directors, Etc. during the transfer restriction period. In order to secure the effectiveness of the transfer restriction pertaining to the Allotted Stock, the Company has concluded an agreement with Nomura Securities Co., Ltd. for the administration of accounts of the Allotted Stock possessed by the Eligible Directors, Etc. In addition, it is necessary for the Eligible Directors, Etc. to agree to the method of

administration of said accounts.

4. Basis of calculating the amount to be paid in for Allotted Stock and its specific details

The Disposal of Treasury Shares to the scheduled allottees will be carried out by contributing the Monetary Claims for the Restricted Stock Remuneration granted under the Plan as property contributed in kind. In order to eliminate arbitrariness, the Disposal price has been set at 1,803 yen, which is the closing price of the Company's common stock on the Tokyo Stock Exchange Prime Market on November 24, 2026 (the trading day immediately prior to the Board of Directors meeting). This price represents the market price immediately prior to the Board resolution and is considered reasonable, and not unduly favorable.

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