(English Translation of the Original Japanese Document)

News Release

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To whom it may concern:

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Notice Concerning Disposal of Treasury Shares as Restricted Share-Based Remuneration and Performance-based Share Remuneration

OPEN Group, Inc. (the "Company") hereby announces that at its Board of Directors meeting held today, the Company resolved to perform a disposal of treasury shares as restricted share remuneration and performance-based share remuneration (hereinafter, "Disposal of Treasury Shares") as described below.

1. Overview of disposal

(1)	Date of payment	June 25, 2026
(2)	Class and number of shares for disposal	78,239 common shares of the Company
(3)	Disposal value	¥199 per share
(4)	Total disposal value	¥15,569,561
(5)	Investment implementation method	Contribution in kind using monetary compensation claims
(6)	Individuals to receive share allocation, the number of such individuals, and the number of shares to be allocated	Directors (excluding Directors who are Audit and Supervisory Committee Members) 2 persons 13,869 shares Directors who are Audit and Supervisory Committee Members 4 persons 14,999 shares Executive Officers 1 person 49,371 shares

2. Purpose and reasons for Disposal of Treasury Shares

At the Board of Directors meeting held on January 14, 2022, the Company resolved to adopt a restricted share remuneration system for its Directors with the aim of raising awareness of corporate value creation and sharing interests with shareholders, and a performance-based share remuneration system for its Executive Officers, etc., who do not concurrently serve as Directors (hereinafter, collectively, the "Systems"). At the 23rd Ordinary General Meeting of Shareholders held on May 27, 2022, the following two items were passed relating to the Systems: 1) To pay Directors (excluding Directors who are Audit and Supervisory Committee Members) monetary compensation of up to ¥24 million per year for the granting of restricted shares, while setting a maximum number of 40,000 restricted shares to be allocated per fiscal year; and 2) To pay Directors who are Audit and Supervisory Committee Members monetary compensation of up to ¥10 million per year for the granting of restricted shares, while setting a maximum number of 15,000 restricted shares to be allocated per fiscal year.

At a meeting held today, the Board of Directors resolved to provide a total monetary compensation of ¥15,569,561 to one Executive Officer, two Directors (excluding Directors who are Audit and Supervisory Committee Members) and four Directors who are Audit and Supervisory Committee Members (collectively, the "Eligible Individuals"). This compensation will be provided in the form of contribution in kind through the Disposal of Treasury Shares. The decision was made taking into account the Company's performance, the contributions made by the Eligible Individuals, and other relevant factors. Additionally, the Board decided to proceed with the Disposal of Treasury Shares. In order to better achieve the purpose of the Systems, which is to enhance the awareness of Directors and officers regarding corporate value creation and share interests with shareholders, a transfer restriction period is imposed on the granted shares. This period will end on the later of either three months after the end of the fiscal year in question, or the date on which the relevant Director, Executive Officer, or employee of the Company or any of its subsidiaries resigns, as detailed in section 3 below.

3. Outline of the restricted share allocation agreement

The Company will enter into a restricted share allocation agreement (hereinafter, the "Allocation Agreement") with each of the Eligible Individuals. The following is an outline of the Allocation Agreement:

(1) Details of transfer restrictions

The Eligible Individuals will not be able to transfer, pledge, or otherwise dispose of the Company's common shares granted to them under the Allocation Agreement (hereinafter, the "Allocated Shares") during the following period (hereinafter, the "Transfer Restriction Period"): from the payment date of June 25, 2026 to the later of three months after the end of the current fiscal year or the date on which the Eligible Individual concerned retires from their position as a Director, Executive Officer, or employee of the Company or any of its subsidiaries (hereinafter, "Transfer Restrictions").

(2) Lifting of Transfer Restrictions

The Company will lift the Transfer Restrictions on all of the Allocated Shares at the expiration of the Transfer Restriction Period, provided that the Eligible Individual concerned has continuously held their position as Director, Executive Officer, or employee of the Company's group during the period from the payment date of June 25, 2026 to immediately before the conclusion of the first Ordinary General Meeting of Shareholders of OPEN Group, Inc. (hereinafter, the "Service Period").

(3) Acquisition of the Allocated Shares without reimbursement

If an Eligible Individual resigns from their position as Director of the Company before the expiration of the Service Period or is no longer an Executive Officer or an employee of the Company, or if any of the following events occurs as stipulated in the Allocation Agreement, the Company will automatically acquire all of the Allocated Shares concerned without reimbursement.

(4) Handling in the event of organizational restructuring, etc.

The Board of Directors will resolve to lift the Transfer Restrictions if, during the Service Period, the General Meeting of Shareholders approves one of three resolutions: a proposal regarding a merger in which the Company becomes a dissolved entity, a stock exchange agreement in which the Company becomes a wholly-owned subsidiary, or a share transfer plan or other organizational restructuring (or, in the case of similar approval by the Board of Directors when the approval concerned is not required from the General Meeting of Shareholders). The number of Allocated Shares for which the Transfer Restrictions will be lifted will be reasonably determined based on the period from the start of the Transfer Restriction Period to the date of approval of the organizational restructuring. This lifting of Transfer Restrictions will occur prior to the effective date of the organizational restructuring. In such a case, immediately after the Transfer Restrictions are lifted pursuant to the above provisions, the Company will automatically acquire without reimbursement any Allocated Shares for which the Transfer Restrictions still apply.

(5) Management of shares

During the Transfer Restriction Period, the Allocated Shares must be managed in dedicated accounts opened by the Eligible Individuals at SMBC Nikko Securities Inc. This ensures that the shares cannot be transferred, pledged, or otherwise disposed of during the Transfer Restriction Period.

4. Basis for calculation of payment values and specific details

The share price for the Disposal of Treasury Shares to be granted to the Eligible Individuals (designated recipients) has been set at ¥199. To ensure an unbiased price, this is the Tokyo Stock Exchange closing price for the Company's shares on the business day immediately preceding the date of the Board of Directors' resolution (May 25, 2026). Since this is the stock market price immediately before the Board of Directors' resolution, it is not particularly advantageous to the Eligible Individuals (designated recipients), and it is

therefore deemed to be reasonable.

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