(English Translation of the Original Japanese Document)

News Release

May 26, 2026

To whom it may concern:

Company name: OPEN Group, Inc.
Representative: Tomomichi Takahashi, Representative Director
(Stock code: 6572 Prime Market of TSE)
Inquiries: Satoshi Matsui, Director
(TEL +81-3-6778-7588)

Notice Concerning Disposal of Treasury Shares as Share-based 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 share-based remuneration (hereinafter "Disposal of Treasury Shares") to its employees, its subsidiaries' employees, and business collaborators (hereinafter the "Recipients") as described below.

1. Overview of disposal

(1) Date of payment	June 25, 2026
(2) Class and number of shares for disposal	53,582 common shares of the Company
(3) Disposal value	¥199 per share
(4) Total disposal value	¥10,662,818
(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	Employees of the Company and its subsidiaries 20 individuals; 45,302 shares The Company's business collaborators 3 individuals; 8,280 shares

2. Purpose and reason for the Disposal of Treasury Shares

At the Board of Directors meeting held on October 13, 2023, the Directors discussed and reviewed trust-type stock options (hereinafter, "TSO") in light of the views expressed by the National Tax Agency in its publication "Taxation of Stock Options (Q&A)." After consultation and verification using outside experts, the Company determined that additional unexpected burdens would arise for eligible officers and employees, preventing the initially expected incentives from being realized. Considering past communications with eligible officers and employees and the history of TSO implementation, the Company decided to partially compensate for the additional burdens and to waive some of its recourse rights.

The Company has now decided to pay share remuneration to 20 employees of the Company and its subsidiaries and three business collaborators of the Company as partial compensation for the additional burden. At the Board of Directors meeting held today, it was resolved to grant a total of ¥10,662,818 in monetary compensation, on the condition that the Disposal of Treasury Shares is paid as a contribution in kind, and to allocate the disposed treasury shares to the Recipients.

The share-based remuneration expenses related to this Disposal of Treasury Shares will be covered using the provision for loss on trust-type stock options recorded in the year ended February 29, 2024. Therefore, no impact is expected on the financial results for the year ending February 28, 2027.

3. Basis for calculation of disposal values and specific details

The share price for the Disposal of Treasury Shares to be granted to the 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 Recipients, and it is therefore deemed to be reasonable.

4. Reason for selection of the Company's Business Collaborators as Recipients, etc.

(1) Overview of the Company's Business Collaborators

(1) Name	Hiroyuki Nakahara
(2) Address	Kawasaki City, Kanagawa Prefecture
(3) Occupation	Company Executive
(4) Relationship with the Company	Former contractor

(1) Name	Tetsuya Nakao
(2) Address	Shinagawa-ku, Tokyo
(3) Occupation	Company Executive
(4) Relationship with the Company	Contractor

(1) Name	Kazuhiko Abe
(2) Address	Funabashi City, Chiba Prefecture
(3) Occupation	Company Executive
(4) Relationship with the Company	Former contractor

* The Company has confirmed that neither the Company's Business Collaborators nor the officers or major shareholders (major investors) of the scheduled disposal recipient have any relationships with antisocial forces and has filed the confirmation to that effect with Tokyo Stock Exchange, Inc.

(2) Reason for selection of the Company's Business Collaborators as Recipients

The three Company's business collaborators were selected as Recipients because they are holders of the TSO.

(3) Holding policy of the Company's Business Collaborators

The Company has confirmed that the Company's Business Collaborators intend to continue holding the Company's common shares acquired through the Disposal of Treasury Shares over the long term.
The Company plans to obtain a letter of commitment from them, in which they agree to the following: if they transfer all or some of the Company's common shares issued through the third-party allotment during the two-year period from the due date of payment, they will notify the Company in writing, the Company will report such information to Tokyo Stock Exchange, Inc., and such information will be made available for public inspection.

5. Matters concerning the procedure required by the corporate code of conduct

This third-party allotment does not require the procurement of an opinion from an independent third party or require procedures for confirming the intent of shareholders, which are provided for under Rule 432 of the Securities Listing Regulations of the Tokyo Stock Exchange, because (i) the dilution ratio is less than 25% and (ii) this third-party allotment does not involve a change in controlling shareholder (no change in controlling shareholder is expected even in the event all share acquisition rights or acquisition request rights should be exercised).

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