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June 26, 2025

To whom it may concern:

Company Name: GSI Creos Corporation

Representative: Tadaaki Yoshinaga

Representative Director, President and CEO

(Code: 8101, Tokyo (Prime Market))

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Notice Regarding Disposal of Treasury Shares as Restricted Stock Compensation

GSI Creos Corporation (the “Company”) hereby announced that it resolved to dispose treasury shares as restricted stock compensation (“Disposal of Treasury Shares”) at a meeting of its Board of Directors held on June 26, 2025, as follow.

1. Outline of the Disposal

(1) Disposal date	July 14, 2025
(2) Class and number of shares to be disposed	8,423 shares of common stock of the Company
(3) Disposal price	2,048 yen per share
(4) Total value of shares to be disposed	17,250,304 yen
(5) Allottees and number thereof, number of shares to be disposed	Eligible Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors): 4 persons, 8,423 shares

2. Purpose and Reason of the Disposal

As “Notice Regarding Introduction of Restricted Stock Compensation Plan” announced on May 15, 2019, the Company resolved, at a meeting of its Board of Directors held on May 15, 2019, to introduce a restricted stock compensation plan (the “Plan”) to enhance Eligible Director’s awareness of management participation and increase the Company’s corporate value sustainably by owning the stocks of our Company and in order to increase the Company’s value of mid/long term by further promoting shared values with shareholders.

Based on the purpose of the Plan, the Company's business performance and other various factors, the Company has resolved to provide monetary compensation 17,250,304 yen to 4 Eligible Directors at a meeting of its Board of Directors held on June 26, 2025. At the same meeting, it has resolved to be disposed 8,423 shares of common stock of the company by being paid in all the Monetary Compensation Claims, which are claims against the Company, in the form of contributions in kind by 4 Eligible Directors based on the Plan. The transfer restriction period shall be 30 years to achieve an increase in the sustainably Company's value which is the purpose of introducing the Plan and shared values with shareholders for mid/long term.

< Overview of the Restricted Stock Allocation Agreement >

The Company will enter into individual restricted stock allocation agreements with each Eligible Directors. The overview is as follows:

(1) Transfer restriction period: From July 14, 2025 to July 13, 2055

Eligible Directors shall not transfer, create a security interest on, gift inter vivos or otherwise disposing of Allotted Stock during the transfer restriction above.

(2) Conditions for release of transfer restrictions

The Company shall release transfer restrictions on all the Restricted Stock at the expiration of the restricted period on the condition which the allottees have continuously served in any of the positions of Director, auditor, officer, employee.

However, in case the allottees vacate above positions due to retirement, retirement because of death or other justifiable reason, the transfer restriction of the number as a result of dividing by 12 from the following month of the month including the date of the General Meeting of Shareholders immediately prior to the payment day to the month including the date which the allottees vacate the positions (if the value is above 1, then 1 shall be applied) by multiplying the number of shares held by Eligible Directors as of the date the allottees vacate the positions (provided, however, that, any function less than one share as a result of the calculation shall be rounded off) shall be released.

(3) The Company's acquisition of Allotted Stock without contribution

If there are any remaining Allotted Shares for which the transfer restrictions have not been released as of the release of the transfer restriction above, the Company shall naturally acquire them without contribution.

(4) Treatment in Cases of Restructuring

If, during the transfer restriction period, the Company's shareholder's meeting (or the Board of Directors in cases where shareholder approval is not required for such restructuring) approves a merger agreement in which the Company becomes a dissolved company, a share exchange agreement or share transfer plan in which the Company becomes a wholly-owned subsidiary, or other matters related to restructuring, the transfer restriction of the number as a result of dividing by 12 from the following month of the month

including the date of the General Meeting of Shareholders immediately prior to the payment day to the month including the date which restructuring was approved (if the value is above 1, then 1 shall be applied) by multiplying the number of shares held by Eligible Directors as of the date restructuring was approved (provided, however, that, any function less than one share as a result of the calculation shall be rounded off) shall be released as of the date before the business day prior to the effective date of the restructuring. In such cases, if there are any remaining Allotted Shares for which the transfer restrictions have not been released as of the release of the transfer restriction, the Company shall naturally acquire them without contribution.

(5) Management of stock

All the Allotted stock shall be managed in dedicated accounts opened by Eligible Directors at Mizuho Securities Co., Ltd. in the manner which the Company determined until the transfer restriction is released.

3. Basis of Calculation and Specific Details for the Payment Amount

To avoid disposing of the shares based on arbitrary decisions on price, the disposal price of the shares shall be the closing price of the Company's common stocks on the Tokyo Stock Exchange of 2,048 yen on June 25, 2025 (the business day immediately preceding the date of the resolution by the Board of Directors). As the price is the market price of the day immediately preceding the date of the resolution of the Board of Directors, the Company believes that it is reasonable, and the disposal price is not an especially favorable price.