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To whom it may concern:

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Notice Concerning the Disposal of Treasury Stock as a Restricted Stock Incentive for the Group's Employee Shareholding Association

The Hachijuni Bank, Ltd. (the "Bank") hereby announces that at the meeting of the Board of Directors held today, it made a resolution to introduce a "Restricted Stock Incentive Plan for the Group's Employee Shareholding Association" (hereinafter, the "Plan"), and dispose of treasury stock as restricted stock (hereinafter, "Disposal of Treasury Stock" or "Disposal") in accordance with the Plan, with the Hachijuni Group Employee Shareholding Association (hereinafter, the "Shareholding Association") as the intended recipient of the allotment, as follows.

1. Overview of the Disposal

1) Date of disposal	April 1, 2026
2) Type and number of shares to be disposed of	2,029,900 shares of the Bank's common stock (Note)
3) Disposal price	1,645.5 yen per share
4) Total disposal value	3,340,200,450yen (Note)
5) Method of disposal (intended recipient of the allotment)	On the condition that the Shareholding Association applies for the acquisition of shares through a third-party allotment, the number of shares applied for determined by the Shareholding Association will be allotted to the Shareholding Association within the scope of the number of shares to be disposed of as stated in 2) above. (Accordingly, the number of shares allotted shall be the number of shares to be disposed of.) (2,029,900 shares for the Hachijuni Group Employee Shareholding Association) The Bank shall not accept a partial application for the number of shares allotted from each eligible employee (as defined below).
6) Others	The Bank has submitted an extraordinary report regarding the Disposal of Treasury Stock pursuant to the Financial Instruments and Exchange Act.

Note: The "number of shares to be disposed of" and the "total disposal value" are calculated based on the assumption that shares of common stock of the Bank are granted as restricted stock to 4,318 employees of the Bank and its subsidiaries, representing the maximum number of employees eligible under the Plan. The actual number of shares to be disposed of and the total disposal value will be determined according to the number of employees of the Bank and its subsidiaries who agree to the Plan (hereinafter, "Eligible Employees") (up to 4,318 employees), which will be fixed after the enrollment promotion for those who are not currently members of the Shareholding Association and the confirmation of agreement to the Plan by the members of the Shareholding Association, as well as the number of shares to be granted per person determined by the Bank in accordance with the employee's position and years of service. Specifically, as stated in 5) above, the "number of shares applied for" determined by the Shareholding Association will be the "number of shares to be disposed of," and the amount obtained by multiplying the said number by the disposal price per share

will be the “total disposal value.”

2. Purpose and Reason for the Disposal

At the meeting of the Board of Directors held today, the Bank resolved the Disposal of Treasury Stock in connection with the introduction of the Plan as a measure to enhance benefits and welfare for the Eligible Employees among the members of the Shareholding Association employed by the Bank and its subsidiaries. The Plan aims to create opportunities for the Eligible Employees to acquire the Bank’s common stock as restricted stock issued or disposed of by the Bank through the Shareholding Association to help them to build their assets. In addition, the Plan intends to provide them with incentives for achieving sustainable enhancement of the Bank’s corporate value and to further promote shared value between the Eligible Employees and the Bank’s shareholders.

The overview of the Plan is as described below.

[Overview of the Plan]

Under the Plan, the Bank and its subsidiaries shall provide monetary receivables to each Eligible Employee as a special incentive (hereinafter, the “Special Incentive”) to grant restricted stock. The Eligible Employees shall then contribute the Special Incentive to the Shareholding Association. Subsequently, the Shareholding Association shall make an in-kind contribution of the Special Incentive contributed by the Eligible Employees to the Bank and receive the Bank’s common stock as restricted stock through an issuance or disposal.

When the Bank newly issues or disposes of shares of the Bank’s common stock under the Plan, the amount to be paid per share of the said common stock shall be an amount determined by the Board of Directors within a range that will not be particularly advantageous for the Shareholding Association (and, by extension, the Eligible Employees), based on the closing price of the Bank’s common stock on the Tokyo Stock Exchange on the business day prior to the date of each resolution by Board of Directors related to the issuance or disposal (if there are no trades on that day, the closing price on the most recent preceding trading day).

The Bank and the Shareholding Association shall enter into a restricted stock allotment agreement related to the issuance or disposal of shares of common stock of the Bank under the Plan. The agreement shall include the following and other matters: 1) A prohibition on transferring to a third party, using as collateral, or otherwise disposing of allotted shares for a set period (hereinafter, “Transfer Restrictions”) and 2) The Bank’s right to acquire the allotted shares without compensation when certain circumstances have occurred. Furthermore, the grant of the Special Incentive to the Eligible Employees shall be made subject to the execution of a restricted stock allotment agreement between the Bank and the Shareholding Association.

Until the Transfer Restrictions are lifted, the Eligible Employees shall be restricted from withdrawing the members’ interests (hereinafter, “Restricted Stock Interests” or “RS Interests”) held by the Eligible Employees related to the restricted stock that the Eligible Employees will hold in exchange for the monetary receivables contributed to the Shareholding Association, in accordance with the Articles of Incorporation of the Shareholding Association and the Detailed Regulations for the Operation of the Shareholding Association (hereinafter, the “Shareholding Association Rules, etc.”) related to the Shareholding Association (Note).

Note: The Shareholding Association plans to resolve to revise the Shareholding Association Rules, etc. corresponding to the Plan prior to the Disposal of Treasury Stock at the Shareholding Association’s Board of Directors meeting to be held immediately after the Bank’s Board of Directors resolves the Disposal of Treasury Stock. Such revision is scheduled to become effective, if the number of objections from the Shareholding Association members is less than one third of the total number of Shareholding Association members during a set period after the notice is sent to the Shareholding Association members based on the Shareholding Association Rules, etc. after the resolution of the Shareholding Association’s Board of Directors.

In the Disposal of Treasury Stock, the Shareholding Association, which is the intended recipient of the allotment, shall pay all of the Special Incentive contributed by the Eligible Employees as property contributed in kind, in accordance with the Plan, and the Bank’s common stock (hereinafter, “Allotted Shares”) shall be disposed of to the Shareholding Association. The overview of a restricted stock allotment agreement (hereinafter, “Allotment Agreement”) to be concluded between the Bank and the Shareholding Association in connection with the Disposal of Treasury Stock is as set out in “3. Overview of the Allotment Agreement” below. The number of shares to be disposed of in the Disposal of Treasury Stock will be determined at a later date as described in the note to 1. above. If all of the Bank’s and its subsidiaries’ 4,318 employees, who are the maximum number of employees eligible for the Plan, participate in the Shareholding Association and agree to the Plan, the Bank plans to dispose of 2,029,000 shares. Assuming that such number

of shares are disposed of, the dilution amount of shares in the Disposal of Treasury Stock accounts for 0.41% (rounded off to two decimal places; the same shall apply hereunder in the calculation of the ratio) of the total number of issued shares, which is 493,767,424 as of September 30, 2025, representing 0.44% of the total number of voting rights, which is 4,565,183 as of September 30, 2025.

The Plan is introduced as a measure to enhance benefits and welfare for the Eligible Employees. The Plan aims to create opportunities for the Eligible Employees to acquire the Bank's common stock as restricted stock issued or disposed of by the Bank through the Shareholding Association to help them to build their assets. In addition, the Plan intends to provide them with incentives for achieving sustainable enhancement of the Bank's corporate value and to further promote shared of value between the Eligible Employees and the Bank's shareholders, thereby contributing to the increase in the Group's corporate value. Since the number of shares to be disposed of and the scale of the dilution of shares in the Disposal of Treasury Stock are reasonable, the Bank believes that the impact on markets will not be significant based on the scale of the dilution.

The Disposal of Treasury Stock will be implemented on the condition that the revised Shareholding Association Rules, etc. take effect by the day prior to the disposal date related to the Disposal of Treasury Stock and that the Allotment Agreement is executed between the Bank and the Shareholding Association within the prescribed period.

3. Overview of the Allotment Agreement

(1) Transfer restriction period

From April 1, 2026 to August 1, 2060

(2) Conditions for lifting of transfer restrictions

On the condition that an Eligible Employee has been a member of the Shareholding Association continuously during the transfer restriction period, the Bank shall lift the Transfer Restrictions on all of the Allotted Shares corresponding to the number of the Restricted Stock Interests held by the Eligible Employee who satisfies the condition at the point of expiration of the transfer restriction period.

(3) Treatment in the case of withdrawal from the Shareholding Association

If an Eligible Employee withdraws from the Shareholding Association (meaning cases in which the Eligible Employee has lost the membership or has applied for withdrawal, and including cases in which the Eligible Employee has withdrawn due to his or her death) during the transfer restriction period for reasons such as mandatory retirement or any other justifiable reason, the Bank shall lift the Transfer Restrictions on all of the Allotted Shares corresponding to the number of the Restricted Stock Interests held by the said Eligible Employee on the day on which the Shareholding Association accepts the Eligible Employee's application for withdrawal (in the case of losing the membership, the day on which the Eligible Employee has lost the membership [in the case of withdrawal due to his or her death, the day on which the Eligible Employee has passed away]; hereinafter, "Withdrawal Application Acceptance Day").

(4) Treatment in the case of becoming a non-resident

If the Bank determines that an Eligible Employee becomes a non-resident due to an overseas transfer or any other event during the transfer restriction period, the Transfer Restrictions shall be lifted on the day such determination was carried out (hereinafter, "Overseas Transfer Determination Date") for all of the Allotted Shares corresponding to the number of the Restricted Stock Interests held by the said Eligible Employee.

(5) Acquisition without compensation by the Bank

If, during the transfer restriction period, an Eligible Employee commits any act that violates laws or regulations or meets any other conditions specified in the Allotment Agreement, the Bank shall automatically acquire all of the Allotted Shares without compensation, corresponding to the number of the Restricted Stock Interests held by the said Eligible Employee at that point in time. In addition, the Bank shall automatically acquire without compensation any Allotted Shares for which the Transfer Restrictions remain in place as of the expiration of the transfer restriction period or as of the time for lifting of Transfer Restrictions specified in (3) or (4) above.

(6) Stock management

The Allotted Shares will be managed throughout the transfer restriction period in a dedicated account opened by the Shareholding Association with Nomura Securities Co., Ltd. so as to ensure that the Allotted Shares may not be transferred, used as collateral, or otherwise disposed of during the transfer restriction period. Furthermore, the Shareholding Association shall register and manage the Restricted Stock Interests separately from other members' interests (hereinafter, "Ordinary Interests") held by the Eligible Employees in accordance with the provisions of the Shareholding Association Rules, etc.

(7) Treatment in case of organizational restructuring, etc.

If during the transfer restriction period, a merger agreement where the Bank will be the non-surviving company, share exchange agreement or share transfer plan where the Bank will become a wholly owned subsidiary or other item concerning organizational restructuring, etc. are approved at an Annual General Meeting of Shareholders of the Bank (however, this shall be the Board of Directors of the Bank if the organizational restructuring, etc. does not require approval by the General Meeting of Shareholders of the Bank), the Bank may, by a resolution of the Board of Directors, acquire all of the Allotted Shares held by the Shareholding Association as of the date of the said approval, without consideration, on the business day prior to the effective date of the said organizational restructuring, etc. However, if the Bank becomes the non-surviving company or a subsidiary of another company due to the said organizational restructuring, etc., the Bank shall consider introducing an incentive plan similar to the Plan, applicable to shares of the company which will become the surviving company or the Bank's parent company after the said organizational restructuring etc., regardless of whether the said acquisition is implemented.

4. Basis for Calculation of the Disposal Amount and Specific Details Thereof

The Disposal of Treasury Stock for the Shareholding Association, the intended recipient of the allotment, will be implemented in the form of contribution by the Eligible Employees to the Shareholding Association, using the Special Incentive as property in kind, which is provided to the Eligible Employees for the purpose of granting the restricted stock. To ensure a price free of arbitrariness, the disposal amount has been set as 1,645.5 yen, which is the closing price of the Bank's common stock on the Tokyo Stock Exchange Prime Market on November 27, 2025 (the business day prior to the date of the resolution of the Board of Directors). This represents the market price of the Bank's shares just prior to the date of the resolution of the Board of Directors and is considered reasonable, without being particularly advantageous.

The deviation of the disposal amount from the average closing price of the Bank's common stock on the Tokyo Stock Exchange Prime Market (rounded off to two decimal places) is as follows.

Period	Average closing price (amounts less than one yen are rounded down)	Deviation
One month (October 28, 2025 to November 27, 2025)	1,562yen	5.35%
Three months (August 28, 2025 to November 27, 2025)	1,502 yen	9.55%
Six months (May 28, 2025 to November 27, 2025)	1,383 yen	18.98%

5. Matters Relating to Procedures Under the Corporate Code of Conduct

Given that 1) the dilution ratio resulting from the Disposal of Treasury Stock is below 25% and 2) such disposal does not involve any changes in controlling shareholders, the Bank, with regard to the Disposal of Treasury Stock, is not required to obtain an independent third-party opinion or confirm the intent of shareholders, as set forth in Rule 432 of the Securities Listing Regulations stipulated by the Tokyo Stock Exchange.

<Overview of the intended recipient of the allotment and the number of shares to be granted>

Number of shares to be granted per person = (A) Number of shares to be granted based on position + (B) Number of shares to be granted based on years of service

(A) Number of shares to be granted based on position

Position	Maximum number of employees receiving the grant	Number of shares
General Manager level	251 employees	400 shares
Deputy General Manager level	298 employees	300 shares
Manager level	741 employees	200 shares
Assistant Manager level	264 employees	100 shares

(B) Number of shares to be granted based on years of service

Years of service	Maximum number of employees receiving the grant	Number of shares
30 years or more	937 employees	700 shares
25 years or more but less than 30 years	326 employees	600 shares
20 years or more but less than 25 years	335 employees	500 shares
15 years or more but less than 20 years	664 employees	400 shares
10 years or more but less than 15 years	520 employees	300 shares
5 years or more but less than 10 years	713 employees	200 shares
Less than 5 years	823 employees	100 shares

(Reference)

[Structure of the Plan]

- 1) The Bank and its subsidiaries provide monetary receivables to Eligible Employees as Special Incentive for the granting of restricted stock.
- 2) The Eligible Employees contribute the monetary receivables described in 1) above to the Shareholding Association.
- 3) The Shareholding Association collects the monetary receivables contributed in 2) above and pays them to the Bank.
- 4) The Bank provides the Shareholding Association with the Allotted Shares as the restricted stock (referred to as “RS” in the following diagram).
- 5) The Allotted Shares are deposited in a dedicated account opened by the Shareholding Association through Nomura Securities Co., Ltd., and withdrawals during the transfer restriction period are restricted.
- 6) After the Transfer Restrictions are lifted, the Allotted Shares are transferred to the Ordinary Interests or the securities accounts held in the name of the Eligible Employees.

