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June 27, 2025

To whom it may concern

Company name	Grandy House Corporation
Name of representative	President Yasushi Sayama (Code No. 8999 TSE Prime Market)
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# Notice Concerning Disposal of Treasury Shares as Restricted Stock Compensation

Grandy House Corporation (the "Company") hereby announces that it has resolved, at a meeting of its Board of Directors held on June 27, 2025, to dispose of treasury shares (hereinafter referred to as the "Disposal of Treasury Shares" or "Disposal"), as follows.

## 1. Overview of disposal

(1) Date of disposal	July 25, 2025
(2) Class and number of shares to be disposed of	Company common stock 55,610shares
(3) Disposal price	534yen per share
(4) Total disposal amount	29,695,740yen
(5) Recipients of shares to be disposed of, the number of recipients, and the number of shares to be disposed of	Directors of the Company (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors.) 5 persons 34,267shares Delegated Executive Officer of the Company 1 person 2,434shares Directors of the Company's subsidiary (excluding Outside Directors.) 7 persons 18,909shares
(6) Other matters	As the Disposal of Treasury Shares falls under a public offering of securities that does not require notification of public offering or secondary distribution as prescribed in Article 2-12, Item 1 of the Enforcement Order of the Financial Instruments and Exchange Act, the Company has not submitted a securities notice.

2. Purpose and reason for disposal

At a meeting of the Board of Directors held on May 20, 2024, the Company resolved to introduce a restricted stock compensation plan (the "Plan") as a new compensation plan for eligible Directors, etc., with the aims of providing incentives to Directors of the Company (excluding Directors who are Audit and Supervisory Committee members, and Outside Directors; hereinafter referred to as the "eligible Directors") and Directors of the Company's subsidiaries (excluding Outside Directors; hereinafter collectively referred to as "eligible Directors, etc." including eligible Directors) for the sustained improvement of the Company's corporate value, and of further promoting value sharing with shareholders. In addition, at the 33rd Ordinary General Meeting of Shareholders held on June 27, 2024, it was approved to grant receivables of not more than 25 million yen per year to the eligible Directors as compensation to be used as properties contributed in-kind for the acquisition of restricted stock under the plan (hereinafter referred to as the "restricted stock compensation"), and to issue or dispose of not more than 45,000 shares of the Company common stock per year. It was also approved that the transfer restriction period for the restricted stock shall be from the day on which the Company common shares are allotted under the restricted stock allotment agreement executed between the Company and the eligible Director until the time immediately after the eligible Director retires or resigns from a position predetermined by the Company's Board of Directors as an officer or an employee of the Company or its subsidiaries. (However, if the timing immediately after such retirement or resignation is before the day on which 3 months have passed after the fiscal year that includes the day on which the Company common shares are allotted, the expiration of the transfer restriction period may be adjusted to a reasonable extent.)

Under the Plan, in addition to the eligible Directors, etc., a similar restricted stock compensation will be provided to delegated Executive Officers (hereinafter, "eligible Directors, etc." includes delegated Executive Officers) who do not concurrently serve as directors of the Company or its subsidiaries, as consideration for the execution of their duties, as follows.

The outline of the Plan is as follows.

[Outline of the Plan, etc.]

Eligible Directors, etc., will pay all receivables provided by the Company or its subsidiaries under the Plan as properties contributed in-kind, in exchange for the issuance or disposal of the Company's common shares. The amount to be paid in per share shall be determined at a meeting of the Board of Directors, based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day preceding the date of each resolution of the Board of Directors (if no transaction has been closed on the same day, the closing price of the most recent transaction day), to the extent that the amount is not particularly favorable to eligible Directors, etc. who subscribe to the said common shares.

In addition, upon the issuance or disposal of the Company's common shares under the Plan, the Company and the eligible Directors shall enter into a restricted stock allotment agreement, which shall include provisions such as (1) the eligible Directors are prohibited, for a certain period of time, from transferring to a third party, creating any security interest on, or otherwise disposing of the Company's common shares allotted under the restricted stock allotment agreement, and (2) the Company shall acquire, without consideration, such common shares in the event of certain circumstances.

After consulting with and receiving a report from the Compensation Advisory Committee, the Company has decided to grant receivables totaling 29,695,740yen (hereinafter referred to as the "receivables") and 55,610shares of common stock for the purpose of further motivating respective eligible Directors, etc., taking into consideration the purpose of the Plan, the Company's business conditions, the scope of duties of respective eligible Directors, etc., and various circumstances.

For the Disposal of Treasury Shares, the 13 eligible Directors, etc., who are the scheduled allottees, will pay all of the receivables against the Company and its subsidiaries as properties contributed in-kind, in exchange for the disposal of the Company common shares (hereinafter referred to as "Allotted Shares"). The overview of the restricted stock allotment agreement to be executed between the Company and the eligible

Directors, etc., in connection with the Disposal of Treasury Shares (hereinafter referred to as the "Allotment Agreement".) is as described in 3, below.

3. Overview of the Allotment Agreement

(1) Transfer restriction period

Period from July 25, 2025 (hereinafter referred to as the "Disposal Date") to the time immediately after resignation or retirement from any positions as a Director or a delegated Executive Officer of the Company or its subsidiaries

(2) Conditions for lifting the transfer restrictions

The transfer restrictions shall be lifted for all of the Allotted Shares at the time of expiration of the transfer restriction period on the condition that the eligible Directors, etc., continued to hold the position of either a Director or a delegated Executive Officer of the Company or its subsidiaries during the period from the commencement date of execution of their duties until immediately prior to the conclusion of the first Ordinary General Meeting of Shareholders after that (hereinafter referred to as the "service period").

(3) Handling in the event of resignation or retirement of the eligible Directors, etc. during the service period due to expiration of their term of office or other justifiable reasons

(i) Timing of lifting the transfer restrictions

In the case that an eligible Director, etc., resigns or retires from the position of a Director, or a delegated Executive Officer of the Company or its subsidiaries due to the expiration of the term of office, or other justifiable reasons (including resignation due to death), the transfer restrictions shall be lifted immediately after the resignation or retirement of the eligible Director, etc.

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

The number of the shares obtained by multiplying the number of the Allotted Shares held at the time of said resignation or retirement as specified in (i) by the number obtained by dividing the number of months from the month including the Disposal Date to the month including the day of resignation or retirement of an eligible Director, etc., by the number of the months during the service period (12) (capped at 1 if the number exceeds 1). (However, if a fraction of less than one share occurs as a result of the calculation, such a fraction shall be discarded.)

(4) Acquisition by the Company without consideration

If an eligible Director, etc., commits an act in violation of laws and regulations during the transfer restriction period, or that otherwise falls under any of the certain events stipulated in the allotment agreement, the Company shall automatically acquire all of the Allotted Shares held at such time without consideration. At the time of expiration of the transfer restriction period, or at the time of lifting the transfer restrictions as specified in (3), above, the Company shall automatically acquire, without consideration, the Allotted Shares for which the transfer restrictions have not been lifted.

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

During the transfer restriction period, if a merger agreement under which the Company becomes a disappearing company, or a share exchange agreement or a share transfer plan under which the Company becomes a wholly-owned subsidiary, or any other matters related to organizational restructuring, etc., is approved at a General Meeting of Shareholders (provided, however, that in cases where the organizational restructuring, etc., does not require approval at a General Meeting of Shareholders of the Company, a meeting of the Board of Directors of the Company), the transfer restrictions shall be lifted, by resolution of the Board of Directors, immediately prior to the business day preceding the effective date of said organizational restructuring, etc., with respect to the number of the shares obtained by multiplying the number of the Allotted Shares held at such time by the number obtained by dividing the number of months from the month including the Disposal Date to the month including the date of such approval by the number of the months during the service period (12) (capped at 1 if the number exceeds 1). (However, if a fraction of less than one share occurs as a result of the calculation, such a fraction shall

be discarded.) In addition, at the time immediately after the transfer restrictions are lifted, the Company shall automatically acquire, without consideration, all of the Allotted Shares for which the Transfer Restrictions has not been lifted.

(6) Management of shares

During the transfer restriction period, the Allotted Shares shall be managed in a dedicated account opened at Nomura Securities Co., Ltd. by the Eligible Directors, etc., so that the Allotted Shares may not be transferred, pledged as security interests, or otherwise disposed of during the transfer restriction period. In order to ensure the effectiveness of the restrictions on the transfer of the Allotted Shares, the Company has executed an agreement with Nomura Securities Co., Ltd., in connection with the management of the accounts of the Allotted Shares held by each eligible Director, etc. In addition, the eligible Directors, etc., shall consent to the details of the management of the relevant accounts.

4. Basis of calculation of the amount to be paid in and specific details thereof

The Disposal of Treasury Shares to the scheduled allottee will be made using receivables that were granted as restricted stock compensation for the 35th fiscal year of the Company under the Plan as properties contributed in-kind. The disposal price has been set at 534yen, which is the closing price of the Company common shares on the Prime Market of the Tokyo Stock Exchange on June 26, 2025 (the business day immediately preceding the date of resolution at the meeting of the Board of Directors), in order to eliminate arbitrariness. This is the market share price immediately preceding the date of resolution at the meeting of the Board of Directors, and we believe that it is reasonable and is not considered particularly favorable.