



February 10, 2026

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Executive Officer
(Securities code: 6800; TSE Prime Market)
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**Notice Regarding Treasury Share Disposal via Third-Party Allotment Following
Introduction of Employee Shareholding Association Incentive Plan**

YOKOWO CO., LTD. (the “Company”) hereby announces that, at the meeting of the Board of Directors held on February 10, 2026, it has resolved to dispose of treasury shares by third-party allotment (the “disposal of treasury shares”) following introduction of an incentive plan based on the employee shareholding association (“ESOP Trust”).

1. Overview of the disposal

(1) Disposal date	March 9, 2026
(2) Class and number of shares to be disposed of	Common shares, 276,800 shares
(3) Disposal price	2,601 yen per share
(4) Total disposal amount	719,956,800 yen
(5) Planned allottee	The Master Trust Bank of Japan, Ltd. (ESOP Trust Account)
(6) Other	The disposal of treasury shares is subject to effectiveness of the notification under the Financial Instruments and Exchange Act.

2. Purpose and reason of the disposal

The Company has resolved to introduce the ESOP Trust at the meeting of the Board of Directors held on February 10, 2026, in order to vitalize the Company’s employee shareholding association (the “Shareholders’ Association”) and help stable asset development of employees as part of employee benefits, and to enhance employee engagement and provide incentives for an increased sense of ownership and better financial performance, thereby improving the Company’s corporate value in the medium-to-long term. The disposal of treasury shares will be by third-party allotment to The Master Trust Bank of Japan, Ltd. (ESOP Trust Account) which is a joint trustee under the ESOP Trust agreement concluded between the Company and Mitsubishi UFJ Trust and Banking Corporation (the “Trust Agreement”; the trust set up in accordance with the Trust Agreement is called the “Trust”) following introduction of the ESOP Trust.

The number of shares to be disposed of is the number of shares the Trust is expected to transfer to the Shareholders' Association during the trust period. Its dilution rate is 1.16% of 23,849,878 shares, the total number of shares issued as of September 30, 2025 (rounded to the nearest hundredth; 1.19% of 232,878 voting rights, the total number of voting rights as of September 30, 2025).

The Company's shares allotted by the disposal of treasury shares are transferred to the Shareholders' Association during the trust period, and a temporary flow of the shares to the stock market due to the disposal is not expected. We have therefore judged that its impact on the stock market is small, and the number of shares to be disposed of and the dilution rate are reasonable.

Regarding the overview of the ESOP Trust, please refer to the "Notice Regarding Introduction of Employee Shareholding Association Incentive Plan" disclosed on February 10, 2026.

[Content of the Trust Agreement]

Trust type	Specified individually-operated money trust (third-party trust)
Purpose of the trust	Provide the Company's shares to the Shareholders' Association in a stable and continuous manner and enhance employee benefits for employees who meet the beneficiary requirements
Trustor	The Company
Trustee	Mitsubishi UFJ Trust and Banking Corporation (Joint trustee: The Master Trust Bank of Japan, Ltd.)
Beneficiaries	Members of the Shareholders' Association who meet the beneficiary requirements
Trust administrator	A third-party professional that has no conflict of interest with the Company
Trust agreement date	March 3, 2026 (scheduled)
Trust period	From March 3, 2026, to March 15, 2031 (scheduled)
Exercise of voting rights	The trustee will exercise voting rights of the Company's shares in accordance with instructions of the trust administrator reflecting the voting right exercise situation of the Shareholders' Association

3. Basis for calculation of the disposal price and its specifics

The disposal price is set at 2,601 yen, the closing price of the Company's shares on the Tokyo Stock Exchange on the business day preceding the date of the resolution at the Board of Directors regarding the disposal of treasury shares (February 9, 2026), to ensure that the price is free of arbitrariness in light of the recent stock price trends. We decided to adopt the closing price of the Company's shares on the business day preceding the date of the resolution at the Board of Directors because we have judged that it is the market value immediately before the resolution at the Board of Directors and is highly objective and reasonable as the basis for calculation.

Regarding the above disposal price, all members of the Company's Audit & Supervisory Board (four including three outside members) have expressed opinions that the basis for calculation of the disposal price is reasonable and does not qualify as a particularly advantageous disposal price.

4. Procedures under the corporate code of conduct

The dilution rate of the shares is less than 25%, and there is no change to the controlling shareholders. Therefore, procedures for receipt of the opinion of an independent third party and confirmation of the intent of shareholders, prescribed in Rule 432 of the Securities Listing Regulations established by Tokyo Stock Exchange, Inc., are not necessary.