



February 13, 2026

To whom it may concern

Company name: CKD Corporation

Representative: Katsuhito Okuoka, President and Chief Executive Officer

(Code number: 6407, Stock exchange listing: TSE Prime Market, NSE Premier Market)

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### **Notice Regarding the Disposal of Treasury Stock as Restricted Stock to Executive Officers**

CKD Corporation (the “Company”) announces that, at the Board of Directors’ meeting held today, the Board of Directors resolved to dispose of treasury stock as restricted stock to executive officers (the “Disposal of Treasury Stock”) as described below.

#### **1. Overview of the Disposal**

(1) Date of payment	March 27, 2026											
(2) Class and number of shares to be disposed of	17,200 shares of common stock of the Company											
(3) Disposal price	4,645 yen per share											
(4) Total value of disposal	79,894,000 yen											
(5) Planned allottees	<table><tbody><tr><td>Two (2) corporate officers</td><td>: 240 shares</td></tr><tr><td>Five (5) executive officers</td><td>: 600 shares</td></tr><tr><td>One (1) fellow</td><td>: 120 shares</td></tr><tr><td>Six (6) Advisor</td><td>: 480 shares</td></tr><tr><td>Two-hundred ninety-one (291) employees</td><td>: 15,760 shares</td></tr></tbody></table>		Two (2) corporate officers	: 240 shares	Five (5) executive officers	: 600 shares	One (1) fellow	: 120 shares	Six (6) Advisor	: 480 shares	Two-hundred ninety-one (291) employees	: 15,760 shares
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#### **2. Purpose and reason for the Disposal**

The Company passed a resolution at the meeting of the Board of Directors held on February 13, 2026 to grant monetary claims in a total amount of 79,894,000 yen, and consequently 17,200 shares of the Company’s common stock (the “Allotted Stock”) will be issued through the Disposal of Treasury Stock, in exchange for the contribution in kind of the aforementioned monetary claims totaling 79,894,000 yen (the amount of monetary claims to be contributed per share of common stock shall be 4,645 yen) to two (2) corporate officers, five (5) executive officers, one (1) fellow, six (6) Advisors (collectively “Eligible Executive Officers”) and two-hundred ninety-one (291) employees who meet designated requirements (the “Eligible Employees”, together with the Eligible Executive Officers, “Eligible Persons”) in order to provide incentives for the sustainable increase of the corporate value of the Company’s group, as well as to further promote shared interests between Eligible Persons

and shareholders. In addition, in order to provide incentives to increase corporate value over the medium to long term, the Company passed a resolution providing that the Allotted Stock shall be subject to restrictions on transfer. The transfer restriction period for the Allotted Stock for the Eligible Executive Officers will be from March 27, 2026 (the Date of Payment) to the date on which they lose his/her position as a director, corporate officer, executive officer, fellow, Advisor or employee of the Company. The transfer restriction period for the Eligible Employees shall be from March 27, 2026 (the Date of Payment) to the date on which they lose his/her position as an employee of the Company.

**<Overview of Restricted Stock Allotment Terms and Conditions>**

In accordance with the Disposal of Treasury Stock, each Eligible Person will individually agree to a restricted stock allocation terms and conditions, the overview of which is as follows.

**(1) Transfer restriction period**

Eligible Executive Officers: From March 27, 2026 (the Date of Payment) until the date when the Eligible Executive Officer loses his/her position as a director, corporate officer, executive officer, fellow, Advisor or employee of the Company

Eligible Employees: From March 27, 2026 (the Date of Payment) until the date when the Eligible Employee loses his/her position as an employee of the Company

**(2) Conditions for lifting transfer restrictions**

Eligible Executive Officers: The Company shall lift the transfer restrictions on all of the Allotted Stock at the expiration of the transfer restriction period subject to the condition that the Eligible Executive Officer has continuously held a position as a director, corporate officer, executive officer, fellow, Advisor or employee of the Company from March 27, 2026 (the Date of Payment) to March 31, 2027 (the “Period of Service”). However, if the Eligible Executive Officer loses his/her position as a director, corporate officer, executive officer, fellow, Advisor or employee of the Company during the Period of Service due to death or other reasons deemed justifiable by the Company’s Board of Directors, the Company shall lift the transfer restrictions on all of the Allotted Stock at the expiration of the transfer restriction period (provided, however, that this shall not apply if the Company’s Board of Directors makes a different determination).

Eligible Employees: If the Eligible Employee loses his/her position as an employee of the Company due to death, expiration of the office term (including cases of re-employment after mandatory retirement) or other reasons deemed justifiable by the Company’s Board of Directors, the Company shall lift the transfer restrictions on all of the Allotted Stock at the expiration of the transfer restriction period (provided, however, that this shall not apply if the Company’s Board of Directors makes a different determination).

(3) Acquisition of the Allotted Stock by the Company without consideration

Upon expiration of the transfer restriction period, the Company shall acquire without payment of consideration the Allotted Stock for which transfer restrictions have not been lifted.

(4) Management of Allotted Stock

During the transfer restriction period, the Allotted Stock will be managed in a dedicated restricted stock account opened by the Eligible Person at a security company so that the Eligible Person cannot transfer, create a security interest on, or otherwise dispose of the Allotted Stock during the transfer restriction period.

(5) Measures to be taken upon restructuring, etc.

If a merger agreement under which the Company is the disappearing company, a share exchange agreement or stock transfer plan under which the Company becomes a wholly-owned subsidiary, or other event involving an organizational restructuring, etc. is approved at the Company's General Meeting of Shareholders (or at the Company's Board of Directors meeting in the case where approval at the General Meeting of Shareholders is not required for the said organizational restructuring, etc.) during the transfer restriction period, the transfer restrictions shall be lifted by resolution of the Company's Board of Directors immediately before the business day preceding the effective date of the said organizational restructuring, etc. on all of the Allotted Stock.

3. Basis of calculation of paid-in amount and specific details thereof

The Disposal of Treasury Stock will be carried out using the monetary claims paid to the intended allottees under the Company's restricted share-based remuneration plan as the contributed assets. The amount to be paid per share is 4,645 yen, which was the closing price of the Company's common stock on the Tokyo Stock Exchange on February 12, 2026 (the business day immediately prior to the date of the resolution of the Board of Directors), in order to adopt a price that is not arbitrary. This price is the market value immediately prior to the date of the resolution of the Board of Directors, is a reasonable price that properly reflects the Company's corporate value in a situation where there are no special circumstances indicating that the most recent stock price should not be relied upon, and is not especially favorable to the Eligible Persons.

End.