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RIX CORPORATION Announces Disposal of Treasury Shares as Restricted Share-Based Remuneration

RIX CORPORATION (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors of the Company held on today, to dispose of treasury shares (hereinafter the “Disposal of Treasury Shares”) as restricted share-based remuneration, as described below.

1. Outline of disposal

(1) Date of payment	August 7, 2025
(2) Class and number of shares to be disposed of	7,604 shares of common stock of the Company
(3) Disposal price	¥3,050 per share
(4) Total value of shares to be disposed	¥23,192,200
(5) Planned allottees	4,143 shares for three Directors* of the Company 3,461 shares for five Executive Officers of the Company * Excluding Directors Serving as Audit and Supervisory Committee Members and External Directors

2. Purpose and reason of disposal

At the 76th Annual General Meeting of Shareholders held on June 23, 2022, the Company obtained shareholders’ approval to introduce a stock compensation plan (hereinafter the “Plan”) whereby it allots restricted shares to Directors of the Company (excluding Directors Serving as Audit and Supervisory Committee Members and External Directors; hereinafter the “Eligible Directors”) for the purpose of raising their motivation to contribute to raising the share price of the Company and enhance corporate value by sharing the benefits and risks of share price fluctuations with shareholders. In addition, related matters have been approved at the Annual General Meeting of Shareholders as follows: Under the Plan, the total amount of monetary remuneration receivables provided to Eligible Directors as remuneration, etc. for allotting restricted shares shall be set at no more than ¥30 million per year, and the total number of restricted shares allotted to Eligible Directors shall be up to 30,000 shares per year. The period in which the transfer of allotted shares is restricted shall be from the allotment date of the restricted shares to the date on which the planned allottee retires or resigns from all their positions as Director, or Executive Officer.

At the Board of Directors meeting held today, the Company has resolved to provide monetary remuneration receivables of ¥23,192,200 in total for three Eligible Directors and five Executive Officers (hereinafter the “Persons Eligible for Allotment”) as restricted share-based

remuneration, from the date of the 79th Annual General Meeting of Shareholders to the Company’s 80th Annual General Meeting of Shareholders to be held June 2026, and allot 7,604 common shares of the Company,

as specified restricted shares, to the Persons Eligible for Allotment in exchange for the delivery of the entire monetary remuneration claims they hold as in-kind contributions to the Company.

The Company determines the amount of monetary remuneration claims provided to each of the Persons Eligible for Allotment by comprehensively taking into account the degree of their contribution at the Company and other conditions.

The provision of the monetary remuneration claims is conditional on the conclusion of restricted share allotment agreements (hereinafter the "Allotment Agreements") between the Person Eligible for Allotment and the Company, which include the following terms.

3. Outline of the Allotment Agreements

(i) Transfer restriction period

From August 7, 2025 to the date on which the Person Eligible for Allotment retires or resigns from all their positions as Director, or Executive Officer (this date is July 1, 2026 if the day of retirement is on or before June 30, 2026).

During the transfer restriction period specified above (hereinafter the "Transfer Restriction Period"), the Persons Eligible for Allotment shall not transfer the shares allotted to them (hereinafter the "Allotted Shares") to third parties, establish a pledge or other security interest on them, give them as gifts during life, leave them as bequests, or otherwise dispose of them (hereinafter the "Transfer Restriction").

(ii) Acquisition of restricted shares without consideration by the Company

If the Persons Eligible for Allotment retires or resigns from all their positions as Director, or Executive Officer during the period from the commencement date of the Transfer Restriction Period to the day preceding the date of the first Annual General Meeting of Shareholders to be held during the Transfer Restriction Period, and in the absence of any reasons that the Company's Board of Directors deems justifiable, the Company shall, as a matter of course, acquire without consideration all the Allotted Shares at the time of their retirement or resignation.

In addition, if there are any Allotted Shares for which the Transfer Restriction has not been lifted at expiration of the Transfer Restriction Period (hereinafter the "Expiration Time"), the Company shall acquire, as a matter of course, without any consideration such Allotted Shares under the conditions for lifting the Transfer Restriction specified in (iii) below, immediately after the Expiration Time.

(iii) Timing of the lifting of transfer restrictions

The Company shall lift the Transfer Restriction on all the Allotted Shares held by the Person Eligible for Allotment at the Expiration Time, on condition that the Person Eligible for Allotment remains in any position as Director, or Executive Officer until the date of the first Annual General Meeting of Shareholders held after the commencement date of the Transfer Restriction Period. However, if the Person Eligible for Allotment retires or resigns from all their positions as Director or Executive Officer for reasons the Board of Directors deems justifiable by the day preceding the date of the first Annual General Meeting of Shareholders held after the commencement date of the Transfer Restriction Period, the Transfer Restriction on a portion of the Allotted Shares shall be lifted immediately after the retirement or resignation. The number of such shares shall be calculated by multiplying the number of the Allotted Shares held by the Person Eligible for Allotment at the time of retirement or resignation by the number of months from July 2025 to the month including the date of their retirement, divided by 12 (any fractional shares resulting from the calculation that are less than one share shall be rounded down).

(iv) Administration of shares

Each of the Persons Eligible for Allotment shall open an account with SMBC Nikko Securities Inc. in a manner designated by the Company for the purpose of registering or recording the Allotted Shares and shall hold and maintain the Allotted Shares in the account until the Transfer Restriction is lifted.

(v) Treatment upon organizational restructuring etc.

During the Transfer Restriction Period, if proposals regarding a merger agreement in which the Company becomes the dissolving company, a share exchange agreement or a share transfer plan in which the Company becomes a wholly owned subsidiary, or any other organizational restructuring are approved by the general meeting of shareholders of the Company (or by the Board of Directors of the Company unless the proposals regarding organizational restructuring, etc. require approval by the general meeting of shareholders), the Transfer Restriction on a portion of the Allotted Shares shall be lifted immediately before the close of business on the business day preceding the effective date of the organizational restructuring, etc. based on the resolution of the Board of Directors. The number of such shares shall be calculated by multiplying the number of the Allotted Shares held by the Person Eligible for Allotment as of the date of such approval by the number of months from July 2025 to the month including the date of such approval, divided by 12. If the result exceeds 1, it shall be deemed to be 1. Any fractional shares resulting from the calculation that are less than one share shall be rounded down.

In this case, the Company shall automatically acquire the Allotted Shares for which the Transfer Restriction has not been lifted on the business day preceding the effective date of the organizational restructuring, etc., without any consideration, on the same date as described above.

4. Basis for calculation and details of the payment amount

To eliminate arbitrariness, the disposal price for the Disposal of Treasury Shares is set at ¥3,050, the closing price of a share of the Company's common stock on the Tokyo Stock Exchange on July 8, 2025, the business day preceding the date of resolution by the Board of Directors of the Company. This represents the market price immediately before the date of the Board of Directors' resolution, and thus is considered reasonable and not particularly advantageous to the planned allottees.