

May 7, 2025
HENNGE K.K.
(Securities Code: 4475, TSE Growth)

Notice Regarding Acquisition of Treasury Shares
(The acquisition of treasury shares pursuant to the provisions of its Articles of Incorporation pursuant to Article 165, Paragraph 2 of the Companies Act)

HENNGE K.K. (hereinafter the “Company”) announces that the Board of Directors resolved today to acquire the treasury shares pursuant to the provisions of Articles 156 of the Companies Act as applied pursuant to Article 165, Paragraph 3 of the same act.

1. The reason of acquiring treasury shares

As disclosed in the “Notice Regarding Introduction of Restricted Stock Compensation Plan” on November 25, 2021, the Company introduced the Restricted Stock Plan for the Company’s directors and auditors. Also, as disclosed in the “Notice Regarding Introduction of Qualified Stock Option (Stock Acquisition Rights) to the Employees of the Company and its Subsidiary” on November 18, 2022, the Company resolved the introduction of qualified stock option to the employees of the Company and its subsidiary. In accordance with the policy, as disclosed in the “Notice Regarding Issuance of Stock Options (Stock Acquisition Rights)” on May 7, 2025, the Company resolved to issue the Stock Options as the Stock Acquisition Rights to the employees of the Company and its subsidiary.

The Company determined that it is appropriate to acquire treasury shares and deliver shares by disposal of such treasury shares as much as possible from the perspective of avoiding dilution of share value due to an increase in the total number of outstanding shares and capital allocation when granting the Restricted Stock and issuing the Stock Acquisition Rights.

The Company plans to allocate its own funds for the full amount to acquire treasury shares. The Company believes that it has sufficient liquidity for the ordinary business operations and it is in a strong financial position to execute the acquisition of treasury shares as the Company does not have a debt from financial institutions as of today.

2. Details of acquiring treasury shares

(1) Class of shares to be acquired

Common stock of the Company

(2) Total number of shares to be acquired

300,000 shares (maximum)

Up to 0.93% of total number of shares issued and outstanding (excludes treasury shares)

(3) Total amount of shared to be acquired

675 million Japanese yen (maximum)

(4) Acquisition period

From May 8, 2025 to June 30, 2025

(5) Method of acquisition

Market purchasing on the Tokyo Stock Exchange pursuant to the discretionary purchase agreement

There is a possibility that the Company will not make any purchase or will only make a partial purchase depending on factors including market conditions.

(Reference) Status of treasury shares as of March 31, 2025

Number of outstanding shares excluding treasury shares

32,150,104 shares

Number of shares of treasury shares

350,496 shares