



[Translation]

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Company Name: Nippon Television Holdings, Inc.
Representative: Yoshikuni Sugiyama
Representative Director, Chairman and Chief
Executive Officer
(TSE Prime Market, Code No. 9404)
Contact: Chizuko Shoda
Managing Director, Corporate Administration &
Human Resources
Telephone: +81-3-6215-4111

Notice Regarding Introduction of Restricted Stock Compensation Plan

Nippon Television Holdings, Inc. (the “Company”) hereby announces that at the meeting of the Board of Directors held on May 8, 2025, it passed a resolution to introduce a restricted stock compensation plan (hereinafter, the “Plan”) as a new incentive plan for Board Directors, and will submit a proposal regarding the Plan to the 92nd Ordinary General Meeting of Shareholders to be held on June 27, 2025 (hereinafter, the “Shareholders Meeting”).

1. Purpose, etc. of Introducing the Plan

(1) Purpose of Introducing the Plan

The Plan is to be introduced as a compensation system to allot restricted stock (common stock of the Company subject to transfer restrictions by agreement) to executive Board Director of the Company (hereinafter, “Eligible Directors”), with the aim of providing them with the incentive to sustainably enhance the corporate value of the Company and to further promote the sharing of values between Eligible Directors and shareholders. The Company has previously provided Eligible Directors with monetary compensation to acquire the common stock of the Company through the officer shareholding association, but this Plan constitutes a transition to a compensation system in the form of granting restricted stock.

(2) Conditions for Introducing the Plan

The introduction of the Plan is subject to the approval of shareholders at the Shareholders Meeting. At the 75th Ordinary General Meeting of Shareholders held on June 27, 2008, the maximum amount of remuneration for Board Directors of the Company was approved to be 950 million yen per annum (including a maximum of 110 million yen for Outside Board Directors, excluding the employee portion of salaries for Board Directors who concurrently serve as employees), and the payment of monetary compensation claims under the Plan (monetary compensation claims for the allotment of restricted stock) shall be within the scope of this remuneration limit (the amount of monetary remuneration and the amount

of monetary compensation claims under the Plan shall not exceed the maximum).

In addition, if the introduction of the Plan is approved at the Shareholders Meeting, the Company intends to introduce a restricted stock compensation plan similar to the Plan for Board Directors at certain subsidiaries of the Company (hereinafter, “Eligible Subsidiaries”) and Operating Officers who have entered into a delegation agreement with the Company or Eligible Subsidiaries.

2. Overview of the Plan

Under the Plan, monetary compensation claims shall be granted to Eligible Directors based on a resolution of the Board of Directors of the Company in order to allot restricted stock each fiscal year, in principle, and all monetary compensation claims shall be contributed to the Company as property contributed in kind, which enables the issuance or disposal of the common stock of the Company to Eligible Directors who shall hold said stock.

The total amount of monetary compensation claims granted to Eligible Directors under the Plan shall be a maximum of 150 million yen per annum. In addition, the total number of shares of common stock of the Company to be issued or disposed of under the Plan shall be a maximum of 150,000 shares (however, in the event that the common stock of the Company is subject to a stock split (including the gratis allotment of common stock of the Company) or a reverse stock split on or after the date of resolution by the Shareholders Meeting, or any similar case, where an adjustment to the maximum number of shares to be allotted is required, this maximum may be reasonably adjusted), and the payment amount per share shall be the closing price of the Company’s common stock on the Tokyo Stock Exchange on the business day preceding the date of each resolution by the Board of Directors (if no transactions are concluded on that day, the closing price on the most recent trading day preceding that date). The specific payment timing and allotment to each Eligible Director shall be determined by the Board of Directors.

In addition, when issuing or disposing of the common stock of the Company under the Plan, a restricted stock allotment agreement (hereinafter, the “Allotment Agreement”) shall be entered into between the Company and Eligible Directors, and the details of the agreement shall include the following items.

- i. Eligible Directors may not transfer, establish a security interest in, or otherwise dispose of the common stock of the Company allotted under the Allotment Agreement during the period from the date of receipt of the allotment under the Allotment Agreement until the date of retirement (“retirement” is defined as the date as of which a Board Director of the Company no longer holds the position of Board Director of the Company or any other position determined by the Board of Directors of the Company).
- ii. In the event of certain occurrences, the Company shall acquire its common stock without consideration.
- iii. Details, etc. of the conditions for removing the transfer restrictions established in advance by the Board of Directors of the Company

The common stock allotted to Eligible Directors under the Plan shall be managed in dedicated accounts opened by Eligible Directors at securities companies designated by the Company during the transfer restriction period so that said common stock cannot be transferred, subject to a security interest, or otherwise disposed of during the transfer restriction period.