

December 24, 2025

NPC Incorporated
(Securities code: 6255;
Listing: Growth of TSE)
1-7-15 Higashi-ueno, Taito-ku,
Tokyo 110-0015, Japan

Notice Concerning Disposition of Treasury Stock as Restricted Stock Remuneration

NPC Incorporated (the “Company”) hereby announces that the Company has resolved to dispose of its treasury stock as restricted stock remuneration at the meeting of the Board of Directors held today. Details are as follows:

Descriptions

1. Summary of Disposition

(1) Date of disposition	January 23, 2026
(2) Class and number of shares to be disposed of	Common stock of the Company 25,800 shares
(3) Disposition price	686 Yen per share
(4) Total disposition value	¥17,698,800
(5) Recipients of the shares, the number thereof, and shares to be disposed of	3 Directors of the Company (excluding outside directors) 25,800 shares

2. Purposes and reasons for disposition

The Company has resolved to introduce the restricted stock remuneration plan (the “Plan”) for the Company’s Directors excluding outside directors (the “Eligible Directors”) at the meeting of Board of Directors held on October 9, 2019, in order to provide incentives to continuously improve the corporate value of the Company and to promote sharing value with our shareholders.

At the 27th general meeting of shareholders held on November 28, 2019, it was approved that monetary remuneration claims not exceeding 40 million yen per year (not including the employee salary for a Director serving concurrently as an employee), separate from the existing remuneration, should be granted to the Directors of the Company as property contributed in-kind in connection with grant of restricted stock under the Plan, that the total amount of common stock to be issued or disposed of under the Plan should be within 150,000 shares per year, and that the transfer restriction period is to be determined at the meeting of the Board of Directors within 30 years from the issuance or disposition date, etc.

At the meeting of the Board of Directors held today, the Company has resolved to allocate 25,800 shares (the “Allocated Shares”) of the common stock of the Company as restricted stock to the 3 Eligible Directors, by granting a total amount of 17,698,800 yen in monetary compensation claims after comprehensive

consideration of the purpose of this Plan, business results of the Company, the range of responsibility of each Eligible Director and other various factors. The Eligible Directors will make in-kind contribution of all monetary compensation claims to the Company according to the Compensation Plan, and will receive disposed shares of common stock of the Company. The transfer restriction period should be 30 years, for the purpose of providing the Eligible Directors with incentive to improve the mid-to-long-term corporate value.

3. Outline of restricted stock allocation contract

The Company will conclude a restricted stock allocation agreement with Eligible Directors respectively. The outline of the agreement is as follows:

(1) Transfer restriction period

From January 23, 2026 (date of disposition) until January 22, 2056, the Eligible Directors shall not transfer, arrange security interests, or otherwise dispose of any of the shares allocated to them.

(2) Condition of removal of transfer restriction period

The Company shall remove the transfer restrictions on all the Allocated Shares upon the expiration of the transfer restriction period, provided that the Eligible Directors have continuously served as Directors throughout such period. However, when an Eligible Director resigns the position during the transfer restriction period due to death, expiry of term of office, reaching retirement age or any other reasons deemed justifiable by the Board of Directors, the Company shall remove the transfer restriction on the Allocated Shares in number obtained by multiplying the number of the Allocated Shares held by the Eligible Director, by the number obtained by dividing the number of months from the month that includes date of disposition to the month that includes the resignation date by 12 (provided that if the result exceeds 1, it shall be deemed as 1), with fractional share less than one share resulting from the calculation being rounded down.

(3) Acquisition by the Company without cost

The Company shall automatically acquire, free of charge, any Allocated Shares for which the transfer restriction has not been removed as of the expiration of the transfer restriction period or upon removal of the transfer restriction as provided for in (2) above.

(4) Management of shares

The Allocated Shares will be managed in the dedicated account opened by Eligible Directors at Okasan Securities Co., Ltd. in order to ensure it is impossible to transfer, arrange security interests, or otherwise dispose of any of the shares allocated to them during the transfer restriction period.

(5) Treatment of the Allocated Shares at the organizational restructuring, etc.

In case organizational restructuring, such as a merger contract whereby the Company becomes the non-surviving party to the merger, or a share exchange agreement or share transfer agreement whereby the Company becomes a wholly-owned subsidiary to the other party, is approved at the General Meeting of Shareholders (or by the Company's Board of Directors if such organizational restructuring, etc. does not require the approval at the General Meeting of Shareholders), the Allocated Shares in number obtained by multiplying the number of the Allocated Shares held by the Eligible Directors at that point, by the number

obtained by dividing the number of months from the month that includes date of disposition to the month that includes the date of approval of reorganization by 12 (provided that if the result exceeds 1, it shall be deemed as 1) , with fractional share less than one share resulting from the calculation being rounded down shall be removed as of the time immediately before the business day prior to the effective date of organizational restructuring, etc., pursuant to the resolution of the Board of Directors.

4. Basis of calculation and specific details of the amount to be paid

The disposition of the treasury stock will be performed based on the monetary compensation claims paid to the Eligible Directors according to the Plan. The award amount per share will be based on 686 yen, the closing price of the Company's common stock at the Tokyo Stock Exchange on December 23, 2025 to exclude arbitrariness. As this amount is the market share value on the business day just before the date of resolution of the meeting of the Board of Directors, and in the circumstances where no special reasons exist indicating that it cannot be relied on the most recent share price, the Company believes that the amount is reasonable, reflecting the Company's corporate value appropriately and is not particularly advantageous to the Eligible Directors.

Note : This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.