



August 14, 2025

To whom it may concern:

Company Name: TAIYO HOLDINGS CO., LTD.
 Representative: Hitoshi Saito, President and CEO
 (Code: 4626, Listed on Prime
 Market of Tokyo Stock Exchange)
 Inquiries: Sayaka Tomioka, Managing
 Executive Officer, CFO
 Tel: +81-3-5953-5200 (main line)

**(Addition) Additional explanation to the “Notice Regarding the Determination of the Issue Price, etc.
 for the Issuance of New Shares as Stock Compensation Plan”**

Taiyo Holdings Co., Ltd. (hereinafter, “Taiyo Holdings”) hereby provides additional explanation regarding the overview of the share issuance and the performance-based stock compensation plan as follows, in relation to the “Notice Regarding the Determination of the Issue Price, etc. for the Issuance of New Shares as Stock Compensation Plan” disclosed on August 12, 2025.

[Additional information on the share issuance and the performance-based stock compensation plan]

In the “Notice Regarding the Issuance of New Shares as Stock Compensation Plan” disclosed on August 1, 2025 (hereinafter, the “August 1 Notice”), Taiyo Holdings indicated that 23,100 shares of common stock would be issued as part of the issuance of new shares (hereinafter, “New Share Issuance”). Following the determination of the issue price of the New Share Issuance at 7,170 yen per share, Taiyo Holdings hereby announces that the number of new shares to be issued has been revised to 21,700 shares of common stock.

(Reference) Overview of the share issuance

	“Notice Regarding the Issuance of New Shares as Stock Compensation Plan” disclosed on August 1, 2025 (excerpt)	“Notice Regarding the Determination of the Issue Price, etc. for the Issuance of New Shares as Stock Compensation Plan” disclosed on August 12, 2025 (excerpt)
(1) Total number of new shares to be issued	23,100 shares of common stock	21,700 shares of common stock
(2) Issue price	6,750 yen per share	7,170 yen per share
(3) Total amount of the issue price	155,925,000 yen	155,589,000 yen

The New Share Issuance is based on a performance-based stock compensation plan (hereinafter, “the Plan”) for executive board directors (referring to board directors as defined in each item under Article 363, paragraph (1) of the Companies Act; the same applies hereinafter) and senior corporate executive officers (hereinafter, “Payment Recipients”). Under the Plan, once the eligibility period (meaning the period beginning from the date of the Ordinary General Shareholders’ Meeting held two years before the fiscal year in which the performance-based stock compensation was granted and ending on the day before the Ordinary General Shareholders’ Meeting held in the fiscal year before then) has elapsed, the Payment Recipients who have received their performance-based stock compensation pay the compensation amount in exchange for shares of common stock issued or disposed of by Taiyo Holdings. However, all income tax, resident tax, and other taxes levied on the performance-based stock compensation, all social

ENGLISH TRANSLATION OF JAPANESE-LANGUAGE DOCUMENT

This is a translation of the original Japanese-language document and is provided for convenience only.

In the event of any discrepancy between this translated document and Japanese original, the original shall prevail

security premiums related to the performance-based stock compensation, all payment handling fees, and any fractional portion (the rounded off portion) are excluded from performance-based stock compensation; hereafter the same shall apply.

In the Issuance, Taiyo Holdings will pay 354,693,752 yen of performance-based stock compensation to the Payment Recipients, this amount being within 3.4% of profit before income taxes (14,566 million yen) as of the 79th fiscal year by “1 - the average effective tax rate for the most recent three fiscal years - the average ratio of net income attributable to noncontrolling interests for the most recent three fiscal years (71.62%).” This performance-based stock compensation will be exchanged for 21,700 shares of common stock to be issued as performance-based stock compensation pursuant to the performance-based stock compensation plan.

Please note that in the August 1 Notice, the number of new shares to be issued as part of the New Share Issuance was set at 23,100 shares, based on the issue price of 6,750 yen, which was the benchmark price for stock compensation plan resolved at the Board of Directors meeting held on June 25, 2025, as part of stock compensation plan. However, since the issue price for the New Share Issuance has been determined to be 7,170 yen, which is higher than the benchmark price, the number of new shares to be issued under the New Share Issuance has decreased compared to the number stated in the August 1 Notice. The transfer restriction period will last for three years, starting from the payment date of the newly issued shares of common stock.

Under the New Share Issuance, pursuant to the performance-based stock compensation plan, four Payment Recipients designated as allottees will receive 21,700 shares of common stock. The Payment Recipients, their number, and the number of shares of common stock to be issued are as follows.

Payment Recipients	Number of people	Number of new shares to be issued
Executive Board Director (excluding *one who has retired)	One person	7,200 shares
Executive Board Director (*who has retired)	One person	12,100 shares
Senior Corporate Executive Officer (excluding *one who has retired)	One person	1,200 shares
Senior Corporate Executive Officer (*who has retired)	One person	1,200 shares

* “Executive Board Director and Senior Corporate Executive Officer who have resigned” refers to those who held each position during the period from the date of the 78th Ordinary General Shareholders’ Meeting (June 15, 2024) to the day before the date of the 79th Ordinary General Shareholders’ Meeting (June 21, 2025) and who resigned or retired from such positions after the date of the 79th Ordinary General Shareholders’ Meeting and as of August 1, 2025. They continue to hold their positions as officers of Taiyo Holdings.