

Notice regarding Disposal of Treasury Stock as Restricted Stock to Employees of the Group

On January 31, 2025, Hokkoku Financial Holdings, Inc (President: Shuji Tsuemura) hereby announces that its board of directors resolved to dispose of treasury stock as restricted stock, as follows

1. Overview of the Disposal

(1)Payment date	March 14, 2025
(2)Type and number of shares to be disposed	Our common shares 65,084 shares
(3)Disposal price	5,350 yen per share
(4)Total value of Disposal	348,199,400 yen
(5)Planned allotment counterparty	1,773 employees of the Company 62,932 shares 67 employees of our subsidiaries 2,152 shares
(6)Others	The Disposal of treasury stock is subject to the effectiveness of the Securities Registration Statement under the Financial Instruments and Exchange Act.

2.Purpose and reason for the disposal

On April 28, 2022, the Company's Board of Directors resolved the adoption of a restricted stock grant plan (the "Plan") for employees of the Group, with the intention of enhancing the motivation of them and providing them with incentives for sustainable improvement of corporate value and shareholder value.

On this occasion, after consideration of the purpose of the Plan, our business performance and other general circumstances, the Company resolved to grant a total amount of monetary claims 348,199,400 yen to 1,773 employees of our company and 67 employees of our subsidiaries who satisfy the prescribed requirements and allot the total number of our common shares 65,084 shares by way of in-kind contribution for the above monetary claims. (the amount of monetary claims to be contributed per share in the offering is 5,350 yen)

<Overview of the Allotment Agreement>

The company enter into the restricted stock allotment agreements (the "Allotment Agreements"), which are summarized below, with each eligible employee.

(1) Transfer Restriction Period

Each eligible employee may not transfer, mortgage or otherwise dispose of the Allotted Shares during the period from March 14, 2025 (payment date) to March 28, 2025.

(2) Termination of the transfer restriction

The Company shall terminate the transfer restriction of all Allotted Shares at the expiration of the Transfer Restriction Period.

(3) Free acquisition by the Company

In the event of any breach of law, internal rules and this Allotment Agreement or any other reason set forth in its Board of Directors, the Company will acquire such shares free of charge.

(4) Management of shares

The Allotment Shares shall be managed in the Exclusive Account for the Restricted Shares opened by the Eligible Employee at Daiwa Securities Co., Ltd., in order to prevent the transfer, establishment of security interest, or any other disposition during the Transfer Restriction Period.

(5) Treatment in organizational restructuring, etc.

During the Transfer Restriction Period, if any matter relating to the merger agreement in which the Company becomes an extinguished company, the share exchange agreement or the share transfer plan in which the Company becomes a wholly owned subsidiary, or any other organizational restructuring or the like is approved at the Company's General Meeting of Shareholders (or by the Board of Directors of the Company, where such organizational restructuring or the like does not require approval of its General Meeting of Shareholders), the Company shall, by its Board of Directors resolution, terminate the transfer restriction with respect to all of the Allotted Shares, prior to the Effective Date of the Organizational Restructuring, etc.

3. Basis for calculating the amount to be paid and other specific details

The disposal of treasury stock is conducted by using monetary claims paid to the planned allotment counterparties under the Plan. The paid-in value is set at 5,350 yen, the closing price of the Company's common stock on the Tokyo Stock Exchange on January 30, 2025 (the business day prior to Board of Directors resolution date), in order to eliminate arbitrary transactions. Therefore, the Company believes that this is a reasonable one that appropriately reflects its corporate value and does not correspond to the value that is particularly favorable to the planned allotment counterparties, unless there are any special circumstances indicating that the Company cannot rely on the latest price.