



June 13, 2025

To Whom It May Concern

Company name : Hokkoku Financial Holdings, Inc.
Representative : Shuji Tsuemura, Representative Director and President
Cord No. : 7381, Prime Market, Tokyo Stock Exchange
Contact : Naotaka Terai, Managing Executive Officer,
General Manager of Corporate Planning Department

Notice regarding Disposal of Treasury Stock as Restricted Stock for Directors and so forth

On June 13, 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	July 11, 2025
(2) Type and number of shares to be disposed	Our common shares 25,543 shares
(3) Disposal price	4,780 yen per share
(4) Total value of Disposal	122,095,540 yen
(5) Planned allotment counterparty	3 directors of the Company 3,812 shares 11 executive officers of the Company 5,596 shares 33 employees of the Company 16,135 shares
(6) Others	Regarding the disposal of treasury stock, we have submitted an extraordinary report in accordance with 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 Performance-linked Compensation System (the "system") for Directors who are not Audit & Supervisory Committee members (except for outside directors, "eligible directors"), with the intention of providing them with incentives for sustainable improvement of corporate value and promote sharing of value with shareholders.

In addition, at the 1st Ordinary General Meeting of Shareholders held on June 14, 2022, the following matters were approved.

1. Based on the system, the total number of our common shares to be allotted to eligible directors as performance-linked stock compensation and the total amount of monetary claims to be paid shall be within 80,000 shares per year and within 250 million yen per year, respectively.

2. Conclude an allotment agreement between the Company and an eligible director with a transfer restriction period from the date of allotment of restricted stock to the date on which the person no longer in a position such as director, executive officer, or any other position stipulated by the Board of Directors of the Company.

The Company has also introduced a performance-linked stock compensation system similar to that for its eligible directors for its executive officers and some employees.

On this occasion, based on the Company's business performance for the period from April 1, 2024 to March 31, 2025, the Company resolved to grant a total amount of monetary claims 122,095,540 yen to 3 directors, 11 executive officers and 33 employees of our company and then allot the total number of our common shares 25,543 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 4,780 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 Directors and so forth.

(1) Transfer Restriction Period

Each eligible Directors and so forth may not transfer, mortgage or otherwise dispose of the Allotted Shares during the period from July 11, 2025 (payment date) until the date of the person no longer in a position such as director, executive officer, or any other position stipulated by the Board of Directors of the Company (however, if the date is prior to the submission date of the Company's Semi-annual Securities Report for the fiscal year to which the payment date belongs, the date will be until the submission date of the Semi-annual Securities Report, except in cases where they lose their position due to death, expiration of their term of office, or other reasons deemed legitimate by the Board of Directors of the Company).

(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., 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 the 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 4,780 yen, the closing price of the Company's common stock on the Tokyo Stock Exchange on June 12, 2025 (the business day prior to Board of Directors resolution date), 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 exceptional circumstances indicating that the Company cannot rely on the latest price.