



MEMBERSHIP

April 17, 2025

To Whom It May Concern

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Notice Concerning the Disposal of Treasury Stock as Restricted Stock Compensation

Arealink Co., Ltd. hereby announces that, as of the Board of Directors meeting held today, the Company has resolved the following regarding the disposal of treasury stock (hereinafter “treasury stock disposal”) as restricted stock compensation.

Notice

1. Outline of the Disposal

This treasury stock disposal will be conducted for the Company's directors without requiring payment of money or delivery of assets in kind as compensation for directors, etc., and for the Company's executive officers by way of payment of all monetary compensation claims paid by the Company as assets contributed in kind and receiving an allotment of the Company's common stock.

a. Summary of disposal for the Company's directors

(1)	Date of distribution	May 16, 2025
(2)	Type of stock to be disposed of, and quantity	Common shares of the Company: 24,549 shares
(3)	Disposal price	2,000 yen per share to be disposed of
(4)	Intended recipients	4 Directors (excluding Outside Directors) , 24,549 shares
(5)	Other	This treasury stock disposal is conducted as remuneration free of charge to directors (Companies Act, Article 202 (2)). However, the fair market price is the closing price of the Company's common shares on the Tokyo Stock Exchange (2,000yen) on the business day before the date of resolution by the Board of Directors meeting held today (April 16, 2025), and the total amount is 49,098,000 yen.

b. Summary of disposal for the Company's executive officers

(1)	Date of distribution	May 16, 2025
(2)	Type of stock to be disposed of, and quantity	Common shares of the Company: 1,032 shares
(3)	Disposal price	2,000 yen per share to be disposed of
(4)	Total amount of disposal	2,064,000 yen
(5)	Intended recipients	1 Executive Officer , 1,032shares

2. Purpose and Reason for the Disposal

At the Board of Directors meeting on February 12, 2021, the Company resolved to introduce a restricted stock compensation plan (hereinafter the "Plan") as an incentive for the Company's Directors (excluding Outside Directors, and hereinafter "Eligible Directors") to continuously improve the Company's corporate value and to promote further shared value with its shareholders.

Also, as approved at the 26th Ordinary General Meeting of Shareholders held on March 24, 2021, based on this Plan the amount for restricted stock to be paid shall be no more than 50 million yen per year (excluding the portion of employee's salary for directors who concurrently serve as employees) to the Company's directors and shall be within the already existing range of monetary compensation, the total number of common shares issued or disposed of by the Company under this Plan shall be no more than 50,000 shares per year, and the transfer restriction period is to be a period specified by the Board of Directors in the period of 3 to 10 years from the date of issuance or disposal. The Company has introduced this Plan for its executive officers (hereinafter including Company's directors "Eligible Directors, etc.") in the same manner as the Company's Eligible Directors.

At today's Board of Directors meeting, the Company resolved to allot 25,581 common shares (hereinafter "Allotted Shares") as restricted stock to the 5 Eligible Directors, etc., of which directors are not required to pay money, and executive officers are required to provide all monetary compensation claims paid by the company as assets contributed in kind, after full consideration is given to various matters, such as the Plan's purpose, the Company's financial results, and the directors' area of responsibility. Also, the transfer restriction period will be 5 years.

3. Outline of the Allotment Contract for Restricted Stock

Along with disposal of the treasury stock, the Company and Eligible Directors will conclude separate Allotment Contracts for Restricted Stock, and the outline is as follows.

(1) Transfer Restriction Period

The Eligible Directors must not transfer, create a security interest on, or dispose of the Allotted Shares during the period from May 16, 2025 (date of disposal) to May 15, 2030.

(2) Conditions for Cancelling the Restriction

The transfer restriction period will be cancelled on all of the Allotted Shares on the date of maturation of the transfer restriction period, on the condition that the Eligible Directors were either Directors or employees of the Company continuously during the transfer restriction period. However, if, during the transfer restriction period, an Eligible Director dies, completes his/her term of office, retires, or leaves office or resigns for a reason

recognized as justifiable by the Company's Board of Directors, the transfer restriction will be cancelled for the Allotted Shares for the quantity as calculated for the number of months from the month including the disposal date to the month including the applicable date of resignation divided by 12 (however, if the result is more than 1, then 1 is used), and multiplied by the number of Allotted Shares (however if the calculation results in portions of less than 1 share, that portion will be discarded).

(3) The Company's Acquisition Without Contribution

Upon cancellation of restrictions as specified in (2), the Company will, as a matter of course, acquire, without contribution, stock from the Allotted Shares that has not had the restrictions cancelled.

(4) Administration of the Stock

The Allotted Shares will be administered in dedicated accounts opened by the Eligible Directors at Okasan Securities Co., Ltd. This is to ensure Eligible Directors do not transfer, create a security interest on, or dispose of the restricted stock during the transfer restriction period.

(5) Handling When there is a Reorganization, etc.

During the transfer restriction period, if a reorganization is approved at the Ordinary General Meeting of the Shareholders (however, if the concerned reorganization does not require the approval of the Ordinary General Meeting of the Shareholders, then approval by the Board of Directors) and the Company becomes a non-surviving company in a merger contract, or a wholly-owned subsidiary in an exchange of stock or stock transfer plan, or some other reorganization, the transfer restriction period will be cancelled for the Allotted Shares for the quantity as calculated for the number of months from the month including the distribution date to the month including the applicable date of reorganization divided by 12 (however, if the result is more than 1, then 1 is used), and multiplied by the number of Allotted Shares (however if the calculation results in portions of less than 1 share, that portion will be discarded) as of a time on the day immediately prior to the day the reorganization goes into effect.

4. Basis for Calculation of the Amount to be Paid and Specific Details Thereof

In order to eliminate arbitrariness, the disposal price for the disposal of treasury stock is set at 2,000 yen, which was the closing price of the Company's shares on the Tokyo Stock Exchange on the business day immediately preceding the date of resolution by the Board of Directors of the Company (April 16, 2025). This was the market share price immediately prior to the date of resolution by the Board of Directors of the Company and is considered to be a reasonable and not particularly favorable price.