July 21, 2026

Company name:	VT HOLDINGS CO., LTD.
Name of representative:	Takuya Yamazaki, President and CEO, Representative Director
	(Securities code: 7593; Tokyo Stock Exchange Prime Market Nagoya Stock Exchange Premier Market)
Inquiries:	Kazushige Ito, CFO, Managing Director (Telephone: +81-52-203-9500)

Notice Regarding the Disposal of Treasury Shares as Restricted Stock Remuneration

VT HOLDINGS CO., LTD. (the "Company") hereby announces that, pursuant to a resolution of its Board of Directors adopted today, it has resolved to dispose of treasury shares as restricted stock remuneration (the "Treasury Share Disposal"), as described below.

1. Overview of the Disposal

(1) Payment Date	August 5, 2026
(2) Class and Number of Shares to be Disposed of	54,155 shares of the Company's common stock
(3) Disposal Price	¥472 per share
(4) Total Disposal Value	¥25,561,160
(5) Allottees	Five Directors of the Company* 54,155 shares *Excluding Outside Directors and Directors who are Audit and Supervisory Committee Members.

2. Purpose and Reason for the Disposal

At the 44th Ordinary General Meeting of Shareholders of the Company held on June 25, 2026, shareholders approved the introduction of a stock remuneration plan under which restricted stock is allotted to the Company's Directors (excluding Outside Directors and Directors who are Audit and Supervisory Committee Members; the "Eligible Directors") (the "Plan"), with the aim of ensuring that the Eligible Directors share with shareholders the merits and risks of stock price fluctuations and raise even further their motivation to increase the Company's stock price and corporate value.
Shareholders also approved, under the Plan, the establishment of total monetary remuneration, in an annual amount not exceeding ¥90 million, to be provided to the Eligible Directors as remuneration related to restricted stock, the allotment of no more than 180,000 shares of restricted stock to the Eligible Directors in each fiscal year, and the period from the allotment date of the restricted stock until the date on which the Eligible Director retires from the position of Director of the Company as the transfer restriction period for the restricted stock.

Today, pursuant to a resolution of the Board of Directors, the Company determined to provide five Eligible Directors who are scheduled to receive the allotment (the "Eligible Allottees") with monetary remuneration totaling ¥25,561,160 as remuneration related to restricted stock for the period from the 44th Ordinary General Meeting of Shareholders to the 45th Ordinary General Meeting of Shareholders.
The Company also determined to allot 54,155 shares of its common stock as restricted stock to the Eligible Allottees, who shall receive such allotment by providing the entire amount of such monetary remuneration through contributions in kind.
The amount of monetary remuneration to be provided to each Eligible Allottee has been determined after comprehensively considering various factors, including each Eligible Allottee's contributions to the Company. In

addition, the dilution resulting from the Treasury Share Disposal will be 0.04% of the total number of issued shares of 122,581,034 shares as of March 31, 2026 (rounded to the third decimal place). As the dilution will be minor, the Company considers the Treasury Share Disposal reasonable in light of the purpose of the Plan.

Such monetary remuneration will be provided subject to the condition that each Eligible Allottee enters into a restricted stock allotment agreement with the Company (the "Allotment Agreement"), the principal provisions of which are set forth below.

3. Overview of the Allotment Agreement

(i) Transfer Restriction Period

From August 5, 2026 until the date on which the Eligible Allottee retires from the position of Director of the Company

During the transfer restriction period specified above (the "Transfer Restriction Period"), an Eligible Allottee may not transfer, create a right of pledge on, create a transfer security interest on, gift inter vivos, bequeath, or otherwise dispose of in any way to any third party the restricted stock allotted to the Eligible Allottee (the "Allotted Stock") (the "Transfer Restrictions").

(ii) Acquisition of Restricted Stock without Consideration

If an Eligible Allottee retires from the position of Director of the Company before the day preceding the date of the first Ordinary General Meeting of Shareholders to be held after the starting date of the Transfer Restriction Period, the Company shall automatically acquire such Allotted Stock without consideration, unless there is a reason the Board of Directors of the Company deems justifiable.

In addition, among the Allotted Stock, the Company shall automatically acquire without consideration the Allotted Stock on which the Transfer Restrictions have not been lifted at the expiration of the Transfer Restriction Period in accordance with the provisions of "(iii) Lifting of the Transfer Restrictions" below, immediately after the expiration of the Transfer Restriction Period.

(iii) Lifting of the Transfer Restrictions

The Company shall lift the Transfer Restrictions on all of the Allotted Stock upon expiration of the Transfer Restriction Period, on the condition that the Eligible Allottee has remained in the position of Director of the Company throughout the period up to the date of the first Ordinary General Meeting of Shareholders to be held after the starting date of the Transfer Restriction Period.

However, if the Eligible Allottee retires from the position of Director of the Company before the day preceding the date of the first Ordinary General Meeting of Shareholders to be held after the starting date of the Transfer Restriction Period due to a reason the Board of Directors of the Company deems justifiable, the Company shall lift the Transfer Restrictions immediately after such retirement with respect to the number of Allotted Stock calculated by multiplying the number of Allotted Stock held by the Eligible Allottee at the time of such retirement by a fraction, the numerator of which is the number of months from July 2026 through the month that includes the date of such retirement and the denominator of which is 12, with any fraction of less than one share rounded down.

(iv) Provisions Regarding the Management of Shares

Each Eligible Allottee shall complete the procedures required to open an account with SMBC Nikko Securities Inc. in the manner designated by the Company, for the registration or recording of the Allotted Stock, and shall keep and maintain the Allotted Stock in such account until the Transfer Restrictions are lifted.

(v) Treatment in the Event of Reorganization, Etc.

If, during the Transfer Restriction Period, proposals relating to a merger agreement in which the Company is the disappearing company, a share exchange agreement or share transfer plan in which the Company becomes a wholly

owned subsidiary, or other reorganization, etc. are approved at the Company's General Meeting of Shareholders (or at a meeting of its Board of Directors in cases where approval at the Company's General Meeting of Shareholders is not required in relation to the reorganization, etc.) (this applies only when the date on which the reorganization, etc. becomes effective is before the expiration of the Transfer Restriction Period, hereinafter "at Approval of Reorganization, etc."), and the Eligible Allottee as a result of the reorganization, etc. retires from the position of Director of the Company, the Company shall, by resolution of its Board of Directors, lift the Transfer Restrictions immediately prior to the business day preceding the effective date of such reorganization, etc. with respect to the number of Allotted Stock calculated by multiplying the number of Allotted Stock held by the Eligible Allottee on the date of such approval by a fraction, the numerator of which is the number of months from July 2026 through the month that includes the date of such approval and the denominator of which is 12 (provided that if the resulting fraction exceeds 1, it shall be deemed to be 1), with any fraction of less than one share rounded down.
In addition, at Approval of Reorganization, etc., the Company shall automatically acquire without consideration the Allotted Stock on which the Transfer Restrictions have not been lifted on the business day prior to the date on which the reorganization, etc. becomes effective.

4. Basis for Calculation of the Disposal Price and Specific Details

In order to exclude the effects of temporary fluctuations in the Company's share price and any arbitrariness, the disposal price for the Treasury Share Disposal has been determined as the higher of (i) the average closing price of the Company's common stock during normal trading on the Tokyo Stock Exchange on each trading day of the month preceding the month that includes the date of the resolution by the Board of Directors regarding the Treasury Share Disposal (excluding non-trading days), with any fraction of a yen rounded up to the nearest whole yen, and (ii) the closing price of the Company's common stock during normal trading on the Tokyo Stock Exchange on the business day immediately preceding the date of the resolution by the Board of Directors regarding the Treasury Share Disposal (July 17, 2026) (or, if there is no closing price on such date, the closing price on the closest preceding trading day), whichever is higher. Accordingly, the disposal price has been set at ¥472. The Company considers this disposal price to be reasonable and not particularly advantageous.

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.