

Date: June 19, 2026

Listed company name: Nitto Denko Corporation

Stock exchange listing: Tokyo, Prime Market

Code number: 6988

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Notice Concerning Disposition of Treasury Shares as Remuneration for Performance-Linked Shares

Nitto Denko Corporation (the “Company”) hereby announces that it decided to dispose of treasury shares as remuneration for performance-linked shares (hereinafter, the “Disposition of Treasury Shares” or “Disposition”) at the meeting of its Board of Directors held today.

1. Overview of the Disposition

(1) Date of disposition	July 9, 2026
(2) Type and number of shares to be disposed	Common shares of the Company 22,200
(3) Disposition price	3,180 yen per share
(4) Total disposition price	70,596,000 yen
(5) Envisaged purchasers	Directors of the Company (*) 4 people *Excluding Outside Directors
(6) Other	Regarding the Disposition of Treasury Shares, a Written Notice of Securities in accordance with the Financial Instruments and Exchange Act has been filed.

2. Purposes and Reasons for the Disposition

At the 153rd Ordinary General Meeting of Shareholders held on June 22, 2018, the Company received approval for the introduction of a share-based remuneration plan to provide performance-linked shares (hereinafter, the “Plan”) to the Directors of the Company (excluding Outside Directors; hereinafter, the “Eligible Directors”) with the purpose of incentivizing even more strongly the Eligible Directors to contribute to mid- and long-term improvement to the Company’s performance and the sustained growth of its corporate value. At the same time, the Company obtained approval for the following matters:

- The total amount of monetary remuneration receivables to be provided to the Eligible Directors as remuneration, etc. in connection with the performance-linked shares shall be capped at JPY364 million a year; the total number of common shares to be allotted to the Eligible Directors in each fiscal year shall be

capped at 48,400 shares (currently at 242,000 shares as the Company conducted a 5-for-1 share split of its common shares as of October 1, 2024), among others.

3. Overview of the Plan

i. Overview of the Plan

The Company shall establish in advance the number of shares to be issued, the performance evaluation period, and evaluation index according to their position. The number of shares, calculated by multiplying the payment rate according to the achievement level of the evaluation index by the number of shares to be issued, will be allotted to each Eligible Director at the end of the performance evaluation period, on condition that they have held the position of Eligible Director under the Plan during the entire performance evaluation period (however, this includes newly-appointed Directors in the first year of their performance evaluation period). At this time, monetary remuneration receivables in an amount equivalent to the market value of the allotted shares shall be paid to the Eligible Directors, and each Eligible Director will acquire the Company's common shares by transferring such monetary remuneration receivables to the Company in the form of contribution in kind. The Company's common shares acquired by Eligible Directors may be transferred at their discretion as long as they are not subject to insider trading regulations.

ii. Remuneration Period and Performance Evaluation Period

The three fiscal years from April 1, 2023 to March 31, 2026 (hereinafter, the "Applicable Period") shall constitute the remuneration period and performance evaluation period.

iii. Index of Performance Achievement and Payment Rate

The number of shares to be delivered to each person shall be determined based on consolidated operating profit, consolidated ROE, and ESG items (the nine future-financial targets set out in the Company's Mid-Term Management Plan) at the end of the third year from the start of the performance evaluation period. Ambitious targets are to be set, with no payouts being made if targets are not achieved, and the payout rate will vary between 0% and 150% depending on the level of achievement.

iv. Amount to Be Paid per Share

The amount shall be determined by the Board of Directors of the Company, after the end of the performance evaluation period, based on the closing price of our common share at the Tokyo Stock Exchange on the business day preceding the resolution date of our Board of Directors meeting regarding the issuance of new shares or disposition of treasury shares to be paid under the Plan (if no transaction is effected on that date, the closing price on the most recent trading day prior to that date shall apply) within a range that is not particularly advantageous to any Eligible Director receiving the common shares of the Company.

v. Conditions for the Issuance of the Company's Common Shares

- The Eligible Director continuously held the position of Director (excluding Outside Directors) of the Company during the Applicable Period
- The Eligible Director has not committed any act of misconduct as determined by the Board of Directors of the Company

- The Eligible Director must satisfy other requirements determined by the Board of Directors of the Company as being necessary to achieve the purpose of Performance-Linked Share-Based Remuneration

vi. Treatment in the Event of a Change in Position of an Eligible Director During the Applicable Period

- In the event of an Appointment, Promotion, or Demotion to an Eligible Director during the Applicable Period

- i Performance-Linked Share-Based Remuneration shall not be granted for the Applicable Period to any individual that is newly appointed as a Director of the Company (excluding Outside Directors)*.

* In the first fiscal year of the performance evaluation period, Directors newly appointed at the Ordinary General Meeting of Shareholders held immediately prior to the Board resolution establishing the performance evaluation period and performance indicators shall be included as Eligible Directors (the same shall apply in subsequent fiscal years).

- ii For Eligible Directors who are promoted or demoted (change in position), the number of shares calculated using the following formula shall be the number of shares to be issued based on the position held.

The number of shares to be issued = The number of shares to be issued before change in position + (The number of shares to be issued after change in position - The number of shares to be issued before change in position) × Remaining number of months of the Applicable Period after change in position* / 36

* If the period is less than 1 month, it shall be calculated as 0 months.

- Performance-Linked Share-Based Remuneration shall not be granted for the Applicable Period to any individual who resigns or otherwise ceases to serve as a Director of the Company (excluding Outside Directors) during the Applicable period.

vii. Treatment in the Event of a Corporate Reorganization or Discontinuation of the Plan During the Applicable Period

During the Applicable Period, in the event that approval is given at the Shareholders' Meeting of the Company (or at a meeting of the Board of Directors of the Company in the case that approval by the Shareholders' Meeting of the Company is not required regarding organizational restructuring, etc.) on matters regarding merger agreements under which the Company becomes the disappearing company, share exchange agreements or share transfer plans under which the Company becomes a wholly owned subsidiary of another company, or any other agenda items regarding organizational restructuring, etc., Performance-Linked Share-Based Remuneration shall not be granted for the Applicable Period.

4. Grounds for Calculating the Amount to be Paid and its Specific Details

In order to make it the price without any arbitrary nature, the disposition price for the Disposition of Treasury Shares was decided as 3,180 yen, the closing price of our common share at the Tokyo Stock Exchange on the business day immediately preceding the resolution date of our Board of Directors (June 18th, 2026). We presume this is the market price immediately before the resolution date of our Board of Directors, and therefore, is reasonable and does not fall under particularly advantageous prices.