

June 24, 2025

To whom it may concern:

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Notice Concerning Issuance of New Shares in Relation to Restricted Share Compensation

SCSK Corporation announces that, at a meeting held on June 24, 2025, the Board of Directors resolved to issue new shares in accordance with the Company's restricted share compensation plan. Details are as follows.

1. Overview of New Share Issuance

(1) Date of issuance	July 18, 2025
(2) Type and number of shares to be issues	250,094 shares of common stock
(3) Per share issuance amount	¥4,214 per share
(4) Total issuance amount	¥1,053,896,116
(5) Recipients (number of shares to be allocated)	Directors of the Company ^{*1} 3 (26,627 shares) Senior executive officers of the Company ^{*2} 22 (55,826 shares) Senior corporate officers of the Company 29 (23,403 shares) Officers and employees of subsidiaries 14 (144,238 shares) ^{*1} Excluding outside directors, part-time directors, and directors who are Audit and Supervisory Committee members ^{*2} Excluding individuals holding concurrent positions as directors

2. Reason for Issuance

The following resolutions were made at the 54th Ordinary General Meeting of Shareholders held on June 23, 2022:

- i. A restricted share compensation plan will be introduced for directors (excluding outside directors, part-time directors, and directors who are Audit and Supervisory Committee members). The aim of this plan will be to have directors share the same interests as shareholders in order to provide incentive for them to pursue ongoing improvements in corporate value as described in Grand Design 2030.
- ii. Directors will be issued compensation in form of restricted shares of stock. The transfer restriction period for these shares shall commence on the allocation date and end with the day that said director resigns from their position as a director or from another position defined by Board of

Directors of the Company.

iii. The monetary compensation claims to be issued to applicable recipients through the restricted share compensation plan shall be allocated entirely in the form of in-kind contributions, which shall be processed as issuance or disposal of common shares of the Company's stock.

iv. The number of common shares of the Company's stock issued or disposed of through this system shall not exceed 100,000 shares per year, and the upper limit for the issuance of restricted stock compensation to applicable recipient shall be set at ¥150 million and included within current compensation limits.

Moreover, at the 57th Ordinary General Meeting of Shareholders held on June 25, 2025. It was resolved that the upper limit for restricted stock compensation would be raised to ¥450 million per, which may be used for the issuance or disposal of up to 150,000 shares of the Company's common stock a year.

In addition to directors, senior executive officers (excluding those holding concurrent positions as directors) and senior corporate officers of the Company or the its subsidiaries as well as directors, officers, and employees of subsidiaries will also be provided with restricted shares under the plan to have them share the same interests as shareholders in order to provide incentive for them to pursue ongoing improvements in corporate value as described in Grand Design 2030.

It was resolved at a meeting of the Board of Directors held on June 24, 2025 that, based on the purpose, scope of applicable positions, and other provisions of the plan, monetary compensation claims totaling ¥1,053,896,116 would be issued by the Company and its subsidiaries to three directors, 22 senior executive officers, and 29 senior corporate officers of the Company as well as to 14 directors, officers, and employees of subsidiaries, which will be provided in the form of in-kind contributions to pay for allocation of restricted stock in an amount of 250,094 shares of the Company's common stock. The shares issued as part of this issuance will represent 0.08% of the total number of shares issued, and will thus have a minimal effect in diluting outstanding shares. Accordingly, this amount has been judged to be rational when considering the purpose of the plan.

Restricted Share Allocation Contract

Contracts containing the following provisions have been concluded with applicable directors and senior executive officers with regard to the allocation of shares.

(1) Transfer Restriction Period

The transfer restriction period for restricted shares allocated through this issuance shall begin on July 18, 2025, the date of issuance, and end with the day that the recipient resigns from their position as director, senior executive officer, or senior corporate officer of the Company (or director, executive officer, senior corporate officer, or employee of the Company or of a subsidiary in the case that the recipient is a director, officer, or employee of a subsidiary). Based on the restricted share allocation contract, shares of the Company's common stock allocated through this issuance cannot be transferred, used as collateral, or otherwise leveraged.

(2) Removal of Transfer Restrictions

All transfer restrictions on the allocated shares shall be removed following the conclusion of the transfer restriction period on the condition that the recipient of the share allocation maintained a position as director, senior executive officer, or senior corporate officer of the Company (or director, executive officer, senior corporate officer, or employee of the Company or of a subsidiary in the case that the recipient is a director, officer, or employee of a subsidiary) over a service period spanning from the day of the most recent ordinary general meeting of shareholders of the Company or respective subsidiary held prior to the date of issuance to the day of the

ordinary general meeting of shareholders of the Company or respective subsidiary for the following year. For senior executive officers, senior corporate officers, and employees of the Company or of a subsidiary, the service period shall span from April 1 (prior to the date of issuance) to March 31 of following year. Should a recipient of the issuance of shares become deceased during the aforementioned service period, transfer restrictions on all shares will be removed. Should a recipient of the issuance of shares resign from their position as director, senior executive officer, or senior corporate officer (or director, executive officer, senior corporate officer, or employee of the Company or of a subsidiary in the case that the recipient is a director, officer, or employee of a subsidiary) during the service period for a reason judged by the Board of Directors to be legitimate, transfer restrictions will be removed from shares in an amount calculated by dividing by 12 the number of months from the month after the month in which the service period began (or from the month in which the service period began in the case that the recipient is a senior executive officer, senior corporate officer, or employee of the Company or of a subsidiary) to the month in which the resigned and then by multiplying this amount by the number of allocated shares (amounts of less than one share will be truncated).

(3) Reclamation without Compensation

The Company shall reclaim, without compensation, any shares for which transfer restrictions have not been removed at the end of the transfer restriction period.

(4) Management of Shares

During the transfer restriction period, allocated shares shall be managed by a dedicated account for restricted shares established by the recipient with Daiwa Securities Co. Ltd. in order to prevent shares from being transferred, used as collateral, or otherwise leveraged during the transfer period.

(5) Procedures Pertaining to Business Combinations

Should a merger resulting in the dissolution of the Company or a transference or exchange of shares resulting in the Company becoming the wholly owned subsidiary of another company be approved at a General Meeting of Shareholders (or approved by the Board of Director in cases in which approval at a General Meeting of Shareholders is not required) during the transfer restriction period, transfer restrictions will be removed from shares in an amount calculated by dividing by 12 the number of months from the month after the month in which the service period began (or from the month in which the service period began in the case that the recipient is a senior executive officer, senior corporate officer, or employee of the Company or of a subsidiary) to the month of the approval date of the business combination (round down to 1 should the number exceed 1) and then by multiplying this amount by the number of allocated shares held as of the date of approval of the businesses combination (amounts of less than one share will be truncated). This removal of transfer restrictions will be conducted except in case in which effective date of the business combination is prior to the end of the transfer restriction period, will be based on approval be the Board of Directors, and will take place immediately before the start of the last business day proceeding the effective date of the business combination.

3. Basic for Calculating Issuance and Details of Amount

The allocation of shares will be purchased using monetary compensation claims issued to the recipients applicable under the restricted share compensation plan. To prevent arbitrariness, the payment amount will be ¥4,214, which was determined using the closing price for the Company's shares on the Tokyo Stock Exchange on June 23, 2025 (the business day proceeding resolution by the Board of Directors). The stock price as of the day proceeding resolution by the Board of

Directors has been chosen as there is no particular reason not to use the Company's recent stock price. This amount has thus been selected as a rational indicator of SCSK's corporate value that does not give preferential treatment to any specific recipient.