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AIRMAN

FASF MEMBERSHIP

July 30, 2026

To whom it may concern

Company name:	AIRMAN CORPORATION (URL https://www.airman.co.jp/en/)
Representative:	Goichi Sato, Representative Director and President (Code No. 6364; TSE Prime)
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Notice Concerning the Disposal of Treasury Shares as Restricted Stock Compensation for Employees of AIRMAN CORPORATION

AIRMAN CORPORATION (the "Company") hereby announces that, at a meeting of its Board of Directors held on July 30, 2026, it resolved to dispose of treasury shares as restricted stock compensation (the "Disposal of Treasury Shares"), as described below.

1. Overview of the Disposal

(1) Payment due date	September 25, 2026
(2) Class and total number of shares to be disposed of	The Company's common stock: 4,127 shares
(3) Disposal price	1,973 yen per share Provided, however, that if the closing price of the Company's common shares on the Tokyo Stock Exchange on the trading day immediately preceding August 6, 2026 (the "Pricing Date"), which has been designated by the Board of Directors of the Company as the date for determining the final terms and conditions of the Disposal of Treasury Shares, taking into consideration share price fluctuations and other relevant circumstances at that time (the "TSE Closing Price"), exceeds the amount stated above, the disposal price shall be equal to the TSE Closing Price on the trading day immediately preceding the Pricing Date.*

(4) Total disposal amount	8,142,571 yen The amount stated above is an estimate as of the date hereof and shall be calculated by multiplying the disposal price by 4,127 shares.*
(5) Proposed allottees	27 employees of the Company: 4,127 shares

* Method for Determining the Disposal Price of the Treasury Shares (Rationale for Allowing for a Period between the Date of the Disposal Resolution and the Pricing Date)

In the case of a disposal of shares by way of a third-party allotment, such as the Disposal of Treasury Shares, all terms and conditions are ordinarily determined on the date of the resolution approving the disposal. However, in connection with the Disposal of Treasury Shares, the Company today adopted the resolution approving the Disposal of Treasury Shares and, at the same time, announced its "Consolidated Financial Results for the Three Months Ended June 30, 2026 (Under Japanese GAAP)." The Company also resolved to revise its consolidated earnings forecast for the fiscal year ending March 31, 2027, and announced the revision. It also resolved to acquire treasury shares and announced the acquisition. For details, please refer to the Company's notices dated July 30, 2026, entitled "Notice Concerning Revisions to Financial Results Forecasts" and "Notice Concerning Determination of Matters Related to Purchase of Treasury Shares." Depending on the stock market's reaction to the announcements concerning the revision to the consolidated earnings forecast and the acquisition of treasury shares, the Company's share price may fluctuate on and after today, the Date of the Disposal Resolution. The Company believes that the disposal terms should be determined fairly, with due consideration given to the interests of existing shareholders. Accordingly, if the Company's share price increases following these announcements, the Company considers it more appropriate to determine the terms of the Disposal of Treasury Shares in a manner that reflects such increase, given that determining those terms without reflecting such increase could result in a discrepancy between the disposal terms and the actual value of the treasury shares at the time of the disposal, thereby potentially prejudicing the interests of existing shareholders. For this reason, the Company has designated as the Pricing Date a date falling after the passage of a certain period from today, the Date of the Disposal Resolution, in order to allow the impact of these announcements to be reflected in the Company's share price. The disposal price will be determined by reference to the higher of the value of the treasury shares as of the Date of the Disposal Resolution and their value as of the Pricing Date. Therefore, the disposal price will not be changed in a manner disadvantageous to the Company.

2. Purpose of and Reasons for the Disposal

As stated in the “Notice Concerning Introduction of Restricted Stock Plan to Our Company Employees during the Period Covered by the New Medium-Term Management Plan” dated May 23, 2025, the Company has resolved to introduce a restricted stock compensation plan (the “Plan”). Taking into account its new medium-term management plan, “Medium-Term Vision 2027,” the Company intends to enable employees of the Company who satisfy certain conditions (the “Eligible Allottees”) to hold shares of the Company, thereby providing them with incentives to work toward the sustainable enhancement of the Company’s corporate value and further promoting the sharing of value between the Eligible Allottees and the Company’s shareholders.

With this in mind, the Board of Directors of the Company, at a meeting held today and after taking into consideration the purpose of the Plan, the Company’s business performance and various other circumstances, resolved to grant monetary claims totaling 8,142,571 yen (the “Monetary Claims”) to 27 Eligible Allottees. The Board of Directors also resolved to dispose of 4,127 shares of the Company’s common stock (the “Allotted Shares”) under the Plan to the 27 Eligible Allottees by having them contribute all of their respective Monetary Claims to the Company in kind.

< Summary of the Restricted Stock Allotment Agreements >

The Company will enter into a separate restricted stock allotment agreement with each Eligible Allottee. The key terms of the agreements are as follows.

(1) Transfer Restriction Period

From September 25, 2026 to September 25, 2028

During the period specified above (the “Transfer Restriction Period”), the Eligible Allottees shall not transfer, create any security interest in, make an inter vivos gift of, or otherwise dispose of the Allotted Shares.

(2) Conditions for Lifting the Transfer Restrictions

The transfer restrictions on all of the Allotted Shares shall be lifted upon the expiration of the Transfer Restriction Period, provided that the Eligible Allottee has continuously held the position of an employee of the Company or any of its subsidiaries throughout the Transfer Restriction Period.

Notwithstanding the foregoing, if the Eligible Allottee ceases to hold such position during the Transfer Restriction Period for a justifiable reason, including retirement upon reaching the mandatory retirement age or the death of the Eligible Allottee (the same shall apply hereinafter), reasonable adjustments shall be made, as necessary, to the timing of the lifting of the transfer restrictions and the number of Allotted Shares with respect to which the transfer restrictions are to be lifted.

(3) Events Triggering Acquisition without Consideration

If an Eligible Allottee ceases to be an employee of the Company or any of its subsidiaries before the expiration of the Transfer Restriction Period for any reason other than a justifiable reason, the Company shall acquire all of the Allotted Shares held by that Eligible Allottee without consideration. In addition, if there are any Allotted Shares with respect to which the transfer restrictions have not been lifted as of the time specified in (2) above, the Company shall automatically acquire such Allotted Shares without consideration.

(4) Treatment in the Event of Organizational Restructuring, etc.

Notwithstanding the provisions of (1) above, if, during the Transfer Restriction Period, a merger agreement under which the Company will become the non-surviving company, a share exchange agreement or share transfer plan under which the Company will become a wholly owned subsidiary, or any other matter relating to an organizational restructuring or similar transaction is approved at a general meeting of shareholders of the Company (or by the Board of Directors of the Company if shareholder approval is not required for such organizational restructuring or similar transaction), the Company shall, by resolution of its Board of Directors, lift the transfer restrictions on the number of Allotted Shares calculated as set forth below. The transfer restrictions shall be lifted immediately before the start of the business day preceding the effective date of such organizational restructuring or similar transaction. The number of Allotted Shares with respect to which the transfer restrictions are to be lifted shall be calculated by multiplying (i) the number of Allotted Shares held by the relevant Eligible Allottee on the date of such approval (the "Approval Date for the Organizational Restructuring, etc.") by (ii) a fraction, the numerator of which is the number of months from and including the month containing the Payment Date through and including the month containing the Approval Date for the Organizational Restructuring, etc., and the denominator of which is 24; provided, however, that if such fraction exceeds one, it shall be deemed to be one. Any fractional share resulting from this calculation shall be rounded down to the nearest whole share. In such case, if any Allotted Shares remain subject to the transfer restrictions immediately after the restrictions are lifted, the Company shall automatically acquire those Allotted Shares without consideration.

(5) Management of the Shares

Each Eligible Allottee shall open a dedicated account with Mizuho Securities Co., Ltd., in the manner specified by the Company, in which the Allotted Shares shall be entered or recorded, and shall hold and maintain all of the Allotted Shares in such dedicated account until the transfer restrictions are lifted.

3. Basis and Details of the Calculation of the Payment Amount

As described in "1. Overview of the Disposal — Method for Determining the Disposal Price of the Treasury Shares (Rationale for Allowing for a Period between the Date of the Disposal Resolution and the Pricing Date)," in order to give due consideration to the interests of existing shareholders and eliminate arbitrariness in the determination of the disposal price, the Company will ultimately determine the disposal price for the Disposal of Treasury Shares at the higher of (i) 1,973 yen, the closing price of the Company's shares on the Tokyo Stock Exchange on July 29, 2026, the trading day immediately preceding the date of the Board of Directors' resolution, and (ii) the TSE Closing Price on August 5, 2026, the trading day immediately preceding the Pricing Date. The Company believes that this method of determining the disposal price is reasonable and gives due consideration to the interests of existing shareholders. Moreover, because the disposal price will be set at an amount equal to the relevant market price of the Company's shares, the Company considers the disposal price, in the absence of any special circumstances indicating that the most recent market price is not a reliable basis, to appropriately reflect the Company's corporate value, to be reasonable, and not to constitute a particularly favorable price for the Eligible Allottees.