Note: This document is a translation of the original Japanese version and provided for reference purposes only. In the event of any discrepancy between the Japanese original and this English translation, the Japanese original shall prevail.

February 29, 2024

Company: TODA CORPORATION
Representative: Seisuke Otani, President and Representative Director
(Securities Code: 1860 TSE Prime Market)
Contact: Toshiyuki Kubodera, General Manager, Financial & IR Div.
(Phone: 03-3535-1357)

Notice Concerning the Introduction of Post-Delivery Type Stock Grant Program for Group Employee Shareholding Association

TODA CORPORATION (the "Company") hereby announces that at the Board of Directors Meeting held today, the Company has resolved to introduce a scheme to grant post-delivery type stock to employees of its domestic Group companies (the "Employees") through the TODA CORPORATION Group Employee Shareholding Association (the "Shareholding Association") as an incentive program for the Employees (the "Program") as described below.

1. Purpose of introducing the Program

Our domestic Group companies have been offering incentives to the Employees who participate in the Shareholding Association for the purpose of building their wealth and motivating them to work through the ownership of the Company's common stock, and will now introduce the Program to further promote this concept.

The introduction of the Program is intended to provide the Employees with an opportunity to acquire shares of the Company's common stock through the Shareholding Association, thereby sharing shareholder value over the medium- to long-term, contributing to medium- to long-term improvements in the Company's business performance and corporate value, and providing incentives to motivate the Employees to continue working for the Group.

2. Outline of the Program

(1) Eligible persons	The Shareholding Association participants who made continuous contributions and did not make any withdrawals during the eligible period (May through December 2024). * Inactive Shareholding Association participants, those who have withdrawn from the Shareholding Association for

	personal reasons, and those who reside overseas are not eligible.
(2) When to grant	Scheduled for March after the end of the eligible period.
(3) Eligible period	May 1, 2024 to December 31, 2024
(4) Number of shares granted per person	100 shares per person.
(5) Expected number of eligible persons	Maximum 940.
(6) Number of shares allocated	The maximum total number of shares allocated to the Shareholding Association is 94,000.

Under the Program, the Group company shall grant points to employees who are the Shareholding Association participants and have agreed to the Program (the "Eligible Employees") after the end of the eligible period as predetermined by the Group company. After the points are granted, the Group company shall provide a monetary claim to the Eligible Employee as a special stock incentive for the grant of shares of the Company's common stock (the "Special Stock Incentive"), and the Eligible Employee shall contribute the Special Stock Incentive to the Shareholding Association.

The Shareholding Association shall make an in-kind contribution to the Company of the Special Stock Incentive contributed by the Eligible Employees, and the Company shall allot shares of the Company's common stock by means of issuance of new shares or disposal of own shares. The number of shares to be allotted may be reasonably adjusted in the event of unavoidable circumstances requiring adjustments of the number of shares, such as a stock split, gratis allotment of shares, or consolidation of shares of the Company's common stock.

The allocation and management of the shareholdings in the Shareholding Association to be allocated shall be conducted through Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., the administrative agent of the Shareholding Association.

Specific details regarding the Program will be announced as soon as they are determined by the Board of Directors.

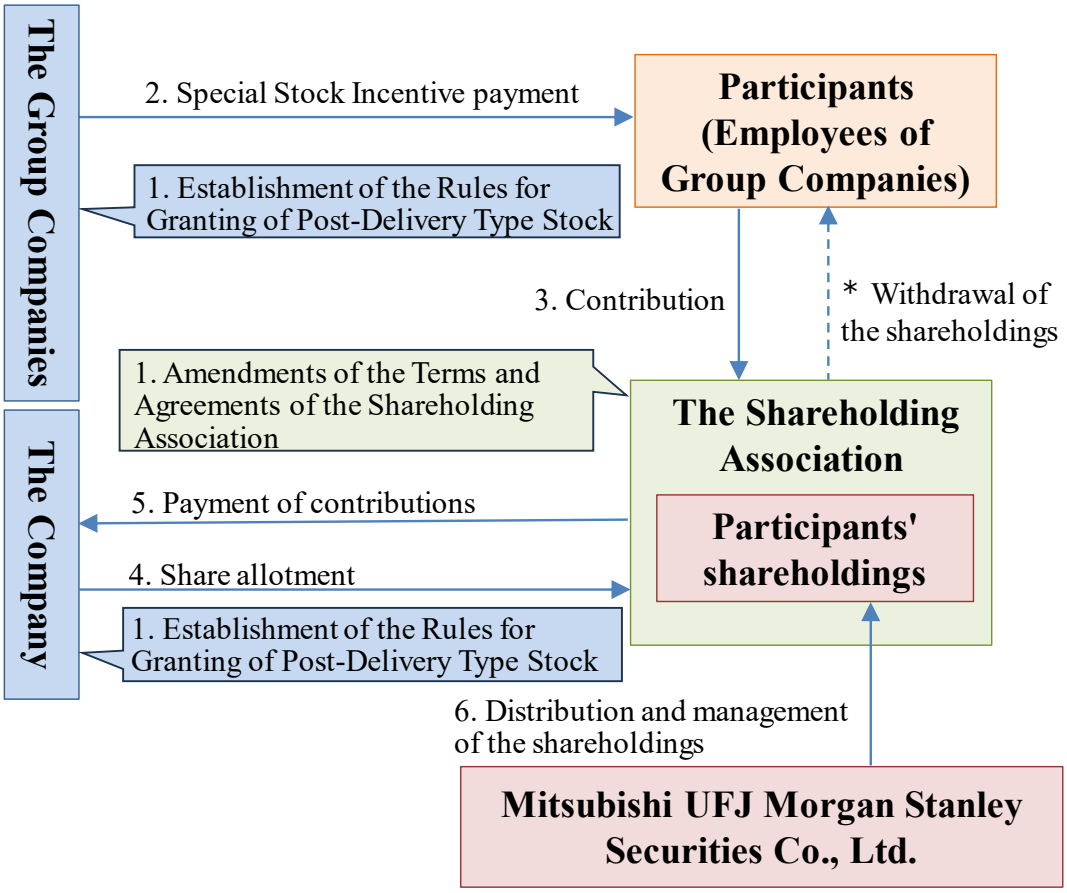
(Reference)

【Structure of the Program】

1. The Company and the domestic Group companies shall establish the Rules for Granting of Post-Delivery Type Stock, and the Shareholding Association shall amend its terms and agreements to include details relating to the granting of Special Stock Incentive.
2. The domestic Group company provides each participant with a Special Stock Incentive payment (in March after the end of the eligible period).
3. Each participant contributes the Special Stock Incentive paid to the Shareholding Association (in March after the end of the eligible period).
4. The Company allots the Company's common stock to the Shareholding Association.
5. The Shareholding Association aggregates the Special Stock Incentive contributions made by the participants and pays them to the Company.

6. The allocated Company's common stock shall be distributed and managed as participants' shareholdings within the Shareholding Association through Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., the administrative agent of the Shareholding Association.

* The participants may withdraw their shareholdings at their own discretion.



End