

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.



May 18, 2026

To whom it may concern

Company name: YUASA CO., LTD.  
Name of representative: Hiroyuki Tamura, Representative Director,  
President & CEO  
(Securities code: 8074; Prime Market of  
the Tokyo Stock Exchange)  
Inquiries: Kenichi Tanaka, Representative Director,  
Senior Managing Director, Supervisory  
Manager of Management Administration  
(Telephone: +81-3-6369-1255)

## Notice Concerning Continuation and Partial Revision of "Board Incentive Plan (BIP) Trust"

YUASA CO., LTD. (the "Company") hereby announces that at a meeting of the Board of Directors held on May 18, 2026, it resolved to continue and partially revise the "Board Incentive Plan (BIP) Trust" (the "BIP Trust System"), an incentive plan introduced for the Company's officers and employees since fiscal 2018.

Accordingly, the Company will submit a proposal regarding the BIP Trust System (the "Proposal") to the 147th Ordinary General Meeting of Shareholders scheduled to be held on June 25, 2026 (the "General Meeting of Shareholders").

### Notes

#### 1. Continuation and Partial Revision of the BIP Trust System

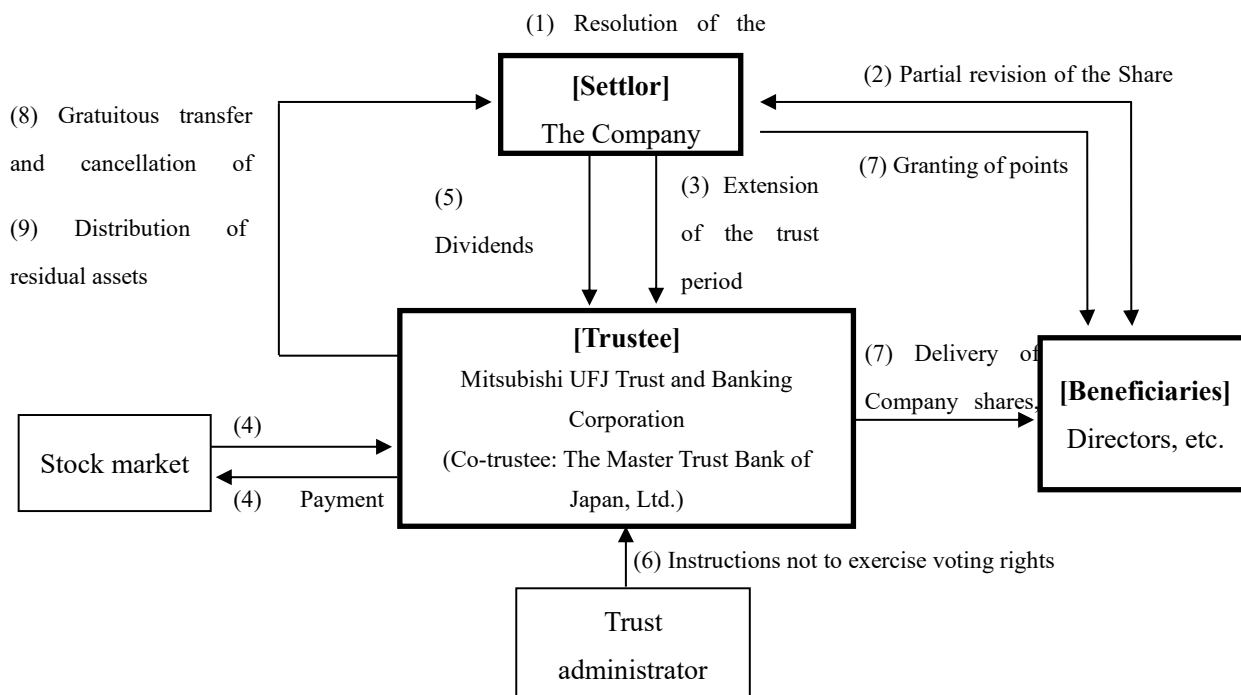
- (1) At a meeting of the Board of Directors held on May 18, 2026, the Company resolved to continue, with partial revisions, the BIP Trust System for Directors (excluding Outside Directors and non-residents of Japan; the same shall apply hereinafter) and Executive Officers (excluding non-residents of Japan; the same shall apply hereinafter) (collectively, "Directors, etc."), with the aim of increasing their motivation to achieve medium- to long-term performance improvements and their awareness of contributing to the enhancement of shareholder value, and to submit the Proposal to the General Meeting of Shareholders. The same shall apply hereinafter.) and Executive Officers (excluding non-residents of Japan. The same shall apply hereinafter.) (collectively, "Directors, etc."), the Company resolved to continue the BIP Trust System, with partial revisions, and to submit the Proposal to the General Meeting of Shareholders.
- (2) The partial revision of the BIP Trust System is subject to the approval of the resolution on officer compensation at the General Meeting of Shareholders (the BIP Trust System after the revision is hereinafter referred to as

the "System").

- (3) The System adopts a mechanism called the Board Incentive Plan (BIP) Trust. The BIP Trust (the "Trust") is a system, similar to Performance Share and Restricted Stock systems in the United States, under which Company shares and cash equivalent to the conversion value of Company shares (the "Company Shares, etc.") are delivered and paid (the "Delivery, etc.") to Directors, etc., according to their rank and the degree of achievement of performance targets, etc.
- (4) The following points will be revised from the previous system.

	Before Revision	After Revision
Target Period (hereinafter referred to as the "Target Period")	Three consecutive fiscal years corresponding to the Mid-term Management Plan	Consecutive fiscal years corresponding to the Mid-term Management Plan (initially five consecutive fiscal years after this revision)
Upper limit of funds to be contributed by the Company	Total of 540 million yen for the Target Period	Amount calculated by multiplying 180 million yen by the number of years in the Target Period (900 million yen for the initial five fiscal years after this revision)
Upper limit of the number of Company shares, etc. to be delivered to Directors, etc. from the Trust	56,000 points per fiscal year	Number of points calculated by multiplying 56,000 points by the number of years in the Target Period (280,000 points for the initial five fiscal years after this revision)
Details of performance achievement conditions	Varies according to the degree of achievement of corporate performance indicators set forth in the Mid-term Management Plan (consolidated net sales, consolidated ordinary income, and profit attributable to owners of parent in the current Mid-term Management Plan), etc.	Varies according to the degree of achievement of performance indicators set forth in the Mid-term Management Plan, etc.

## 2. Mechanism of the System



- ① The Company will obtain a resolution for approval of officer compensation at this General Meeting of Shareholders regarding the partial revision of the BIP Trust system.
- ② The Company will partially revise the Share Delivery Rules related to the details of this system at a meeting of the Board of Directors.
- ③ The Company will entrust additional money within the scope approved by the resolution of this General Meeting of Shareholders in (1) above, and extend the trust period of the Trust for which Directors, etc. who satisfy the beneficiary requirements are beneficiaries.
- ④ The Trust will acquire Company shares from the stock market using the money entrusted in (3) above as the source of funds, in accordance with the instructions of the trust administrator. The number of shares to be acquired by the Trust shall be within the scope approved by the resolution of this General Meeting of Shareholders in (1) above.
- ⑤ Dividends will be paid on the Company shares held in the Trust in the same manner as other Company shares.
- ⑥ Voting rights shall not be exercised for the Company shares held in the Trust throughout the trust period.
- ⑦ During the trust period, Directors, etc. will be granted a certain number of points in accordance with the Share Delivery Rules, and Company shares, etc. will be delivered to Directors, etc. who satisfy certain beneficiary requirements according to the points accumulated at the time of their retirement.
- ⑧ If residual shares remain at the expiration of the trust period due to non-achievement of performance targets, etc., the Company will either continue to use the Trust for this system or a new similar share-based compensation system by amending the trust agreement and making additional entrustments, or the Trust will transfer the residual shares to the Company without compensation and the Company will cancel them by a resolution of the Board of Directors, or the Trust will sell the residual shares on the stock market and donate the proceeds to an organization that has no interest in the Company or its Directors, etc.
- ⑨ At the termination of the Trust, residual assets after distribution to beneficiaries are scheduled to belong

to the Company within the scope of the trust expense reserve, which is calculated by deducting the share acquisition funds from the trust money. Any portion exceeding the trust expense reserve is scheduled to be donated to an organization that has no interest in the Company or its Directors, etc.

(Note) If there are no more Company shares remaining in the Trust due to the delivery of Company shares, etc. to Directors, etc. who satisfy the beneficiary requirements, the Trust will terminate before the expiration of the trust period. In addition, the Company may entrust additional cash to the Trust and the Trust may additionally acquire Company shares within the scope approved by the resolution of this General Meeting of Shareholders as funds for the acquisition of Company shares to be delivered to Directors, etc.

### 3. Details of the System

#### (1) Overview of the Plan

The Plan is a stock compensation plan under which the Company's shares are acquired through the Trust using the amount of compensation for Directors, etc. contributed by the Company as the source of funds, and the Company's shares, etc. are delivered to Directors, etc. (Details are as described in (2) and subsequent sections below.)

#### (2) Maximum amount of money to be contributed by the Company

The Plan shall cover consecutive fiscal years corresponding to the Mid-Term Management Plan as the applicable period. In the event that the trust period is extended as described in the fourth paragraph of this section (2), the applicable period shall be the consecutive fiscal years corresponding to the period of each subsequent Mid-Term Management Plan.

The Company shall set the maximum amount of trust money to be contributed for each applicable period at an amount calculated by multiplying 180 million yen by the number of years in the applicable period (900 million yen for the initial five fiscal years after the current revision), and shall contribute such trust money as compensation for Directors, etc., and establish the Trust for a period corresponding to the applicable period with Directors, etc. who satisfy the beneficiary requirements as beneficiaries (including the extension of the trust period as described in the fourth paragraph of this section (2). The same shall apply hereinafter.) The maximum amount per fiscal year remains unchanged from the content approved at the 139th Ordinary General Meeting of Shareholders held on June 22, 2018 (hereinafter referred to as the "139th General Meeting").

The Trust shall acquire the Company's shares from the stock market or from the Company (disposal of treasury stock) using the entrusted money as the source of funds, in accordance with the instructions of the trust administrator. During the trust period, the Company shall grant points (as described in (3) below) to Directors, etc., and the Trust shall deliver the Company's shares, etc.

At the expiry of the trust period of the Trust, the Trust may be continued by amending the trust agreement and making additional entrustments instead of establishing a new Trust. In such case, the fiscal years covered by the Mid-Term Management Plan set by the Company at that time shall be the new applicable period, and the trust period of the Trust shall be extended for a number of years corresponding to that period. For each extended trust period, the Company shall make additional contributions within the range of the maximum amount of trust money to be contributed to the Trust as approved by a resolution of this General

Meeting of Shareholders, and shall continue to grant points to Directors, etc. during the extended trust period, and the Trust shall continue to deliver the Company's shares, etc. However, in the case of making such additional contributions, if there are any Company shares (excluding those corresponding to points granted to Directors, etc. for which delivery has not been completed) and cash remaining in the trust property on the last day of the trust period prior to the extension (hereinafter referred to as "Remaining Shares, etc."), the total amount of the Remaining Shares, etc. and the trust money to be additionally contributed shall be within the range approved by a resolution of this General Meeting of Shareholders. This extension of the trust period is not limited to once, and may be carried out in the same manner thereafter.

In addition, if any Directors, etc. who may satisfy the beneficiary requirements remain in office at the end of the trust period (or at the expiry of the extended trust period if the trust period has been extended as described above), no further points will be granted to Directors, etc. thereafter, but the trust period of the Trust may be extended for a maximum of 10 years until the delivery of the Company's shares, etc. to such Directors, etc. is completed.

(3) Calculation method and maximum number of the Company's shares, etc. to be acquired by Directors, etc.

During the trust period, the following two types of points will be granted at a prescribed time each year, and in principle, the Company's shares, etc. will be delivered at the time of retirement of Directors, etc. according to the cumulative value of each type of point (hereinafter referred to as "Cumulative Points").

(1) Fixed points: Points determined according to the position

(2) Variable points: Points determined according to the position, which are added to or subtracted from the total points granted during the applicable period after the expiration of the applicable period, depending on the degree of achievement of [indicators set forth in the Mid-term Management Plan / performance] (for the five fiscal years after the current revision, ordinary income, ROIC, and overseas sales are scheduled to be adopted as indicators).

One point shall be equivalent to one share of the Company's stock. If the number of shares of the Company's stock in the Trust increases or decreases due to a stock split, gratuitous allotment of shares, consolidation of shares, etc., the Company will adjust the number of shares of the Company's stock to be delivered, etc. per point in proportion to the ratio of such increase or decrease.

The maximum number of points to be granted to Directors, etc. during the initial trust period after the current revision shall be the number of points obtained by multiplying 56,000 points by 5, the number of years in the applicable period (the upper limit assuming the maximum addition based on the degree of achievement of [indicators set forth in the Mid-term Management Plan / performance] after the expiration of the applicable period). The maximum number of shares of the Company's stock, etc. that Directors, etc. can receive from the Trust during the trust period of the Trust shall be the number of shares corresponding to the maximum number of points (hereinafter referred to as the "Maximum Number of Shares to be Delivered"). Therefore, the Maximum Number of Shares to be Delivered corresponding to the initial applicable period after the current revision, which covers five fiscal years, will be 280,000 shares. If the above points are adjusted, the Maximum Number of Shares to be Delivered will also be adjusted accordingly.

If the Trust is continued as described in (2) above, the Maximum Number of Shares to be Delivered during the extended trust period shall be the number of shares corresponding to the maximum number per

fiscal year multiplied by the number of years of the extended trust period. This Maximum Number of Shares to be Delivered has been set based on the maximum amount of trust money in (2) above, with reference to the recent stock price, etc. There is no change to the upper limit per fiscal year from the content approved at the 139th General Meeting of Shareholders.

(4) Timing of delivery, etc. of the Company's stock, etc. to Directors, etc.

Directors, etc. who satisfy the beneficiary requirements shall receive delivery, etc. of the number of shares of the Company's stock, etc. calculated based on (3) above at the time of their retirement. At this time, the Director, etc. shall receive delivery of the number of shares of the Company's stock corresponding to 50% of the accumulated points (fractions less than one unit shall be rounded down), and the remainder shall be converted into cash within the Trust, and the Director, etc. shall receive a cash payment equivalent to the proceeds from the conversion.

If a Director, etc. dies during the trust period, all of the Company's stock corresponding to the accumulated points granted at that time shall be converted into cash within the Trust, and the heir of the Director, etc. shall receive a cash payment equivalent to the proceeds from the conversion.

If a Director, etc. becomes a non-resident of Japan during the trust period, all of the Company's stock corresponding to the accumulated points granted at that time shall be converted into cash within the Trust, and the Director, etc. shall receive a cash payment equivalent to the proceeds from the conversion.

(5) Voting rights related to the Company's stock in the Trust

To ensure neutrality in management, voting rights for the Company's stock in the Trust shall not be exercised during the trust period.

(6) Handling of dividends related to the Company's stock in the Trust

Dividends related to the Company's stock in the Trust shall be received by the Trust and used for trust fees and trust expenses of the Trust.

(7) Handling at the end of the Trust

If residual shares remain at the end of the Trust (or at the end of the extended trust period if the trust period is extended as described in (2) above) due to non-achievement of corporate performance indicators, etc., the Trust will transfer the residual shares to the Company without compensation, and the Company plans to either cancel them by resolution of the Board of Directors or sell the residual shares in the market and donate the proceeds to an organization that has no interest in the Company or its Directors, etc.

Residual dividends related to the Company's stock in the Trust at the end of the trust period will be used as funds for stock acquisition if the Trust is continued. If the Trust is terminated due to the expiration of the trust period, the portion exceeding the reserve for trust expenses is planned to be donated to an organization that has no interest in the Company or its Directors, etc.

(Reference) Details of the Trust Agreement

(1) Type of trust:

Money trust other than a money trust for specific sole investment (third-party trust)

(2) Purpose of trust:

Granting incentives to Directors, etc.

(3) Settlor:

The Company

(4) Trustee:

Mitsubishi UFJ Trust and Banking Corporation (Co-trustee: The Master Trust Bank of Japan, Ltd.)

(5) Beneficiaries:

Those among Directors, etc. who meet the beneficiary requirements

(6) Trust administrator:

A third party who is a professional practitioner and has no interest in the Company

(7) Trust agreement date:

August 6, 2018

(8) Trust period:

August 6, 2018 to August 31, 2026

(scheduled to be extended to August 31, 2031 by amending the trust agreement in August 2026)

(9) System start date:

September 1, 2018

(10) Exercise of voting rights:

Voting rights shall not be exercised.

(11) Type of shares to be acquired:

Common shares of the Company

(12) Total amount of shares to be acquired:

460 million yen (planned)

(13) Method of share acquisition:

Acquisition from the stock market

(14) Period of share acquisition:

August 27, 2026 to September 18, 2026 (planned)

(15) Holder of vested rights:

The Company

(16) Residual assets:

The residual assets that the Company, as the holder of vested rights, may receive shall be within the scope of the trust expense reserve, which is calculated by deducting the funds for share acquisition from the trust money.

End