

May 22, 2025

Company name: SIGMAXYZ Holdings Inc.
 (TSE Prime Market Stock Code: 6088)
 Name of representative: Hiroshi Ota,
 Representative Director and President
 Contact person: Shinya Tabata,
 Representative Director and CFO
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Notice of Revision of the Amount of Remuneration for Allotment of Restricted Shares to Directors (Excluding Directors Who Are Audit & Supervisory Committee Members and Outside Directors), and Determination of the Amount of Remuneration for Allotment of Restricted Shares to Directors Who Are Audit & Supervisory Committee Members

SIGMAXYZ Holdings Inc. (hereinafter the “Company”) hereby announces that at its Board of Directors meeting held on May 22, 2025, the Company resolved to revise the Company's remuneration for allotment of restricted shares to directors (excluding those who are members of the Audit & Supervisory Committee and outside directors) and to introduce a remuneration for allotment of restricted shares to directors who are members of the Audit & Supervisory Committee. The company resolved to submit these proposals to the 17th Annual General Meeting of Shareholders to be held on June 24, 2025. The decision will be made at the 17th Annual General Meeting of Shareholders scheduled to be held on June 24, 2025.

1. Revision of the Amount of Remuneration for Allotment of Restricted Shares to Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The Company would like to decrease the total number of restricted shares to be allocated at no more than 400,000 shares per year, considering that (i) the Company will add outside Directors (excluding outside Directors who are Audit & Supervisory Committee Members) to the scope of this system to provide them with incentives to prevent damage to the Company's corporate value and maintain its credibility through shared value with shareholders, and that the Company will grant restricted shares to outside Directors if this proposal is approved; and (ii) restricted shares will also be granted to Directors who are Audit & Supervisory Committee Members.

(The proposed amendments are underlined.)

	Current	Proposed Amendments
Eligible Directors	Directors of the Company (excluding <u>Directors who are Audit & Supervisory Committee Members and outside Directors</u>)	Directors of the Company (excluding <u>Directors who are Audit & Supervisory Committee Members</u>)
Monetary remuneration claims to be granted	No more than ¥400 million per year	No more than ¥400 million per year (<u>of which, no more than ¥10 million per year for monetary remuneration claims to be granted to outside Directors</u>)
Total number of	No more than <u>1,600,000</u> shares per	No more than <u>400,000</u> shares per

[Reference Translation]

restricted shares to be allocated to Eligible Directors	year (Note)	year <u>(of which, no more than 10,000 shares per year to be allocated to outside Directors)</u>
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Note: The current total number of restricted shares to be allocated to Eligible Directors has been adjusted to no more than 1,600,000 shares after the stock splits carried out on April 1, 2022, and December 1, 2024.

- The remuneration based on this proposal is not linked to performance.

2. Determination of the Amount of Remuneration for Allotment of Restricted Shares to Directors Who Are Audit & Supervisory Committee Members

For the purpose of providing Eligible Directors with incentives to prevent damage to the Company's corporate value and maintain its credibility through shared value with shareholders, the Company shall propose to allot the Company's restricted shares to the Eligible Directors as stated below.

	Proposed
Eligible Directors	Directors who are Audit & Supervisory Committee Members
Monetary remuneration claims to be granted	No more than ¥10 million per year for monetary remuneration claims to be granted
Total number of restricted shares to be allocated to Eligible Directors	No more than 10,000 shares per year to be allocated

- The remuneration based on this proposal is not linked to performance.

• This document is the English translation of the legal disclosure material in Japanese released on May 22, 2025. If there is any discrepancy between this English translation and the original Japanese version, please refer to the Japanese version.