

【表紙】

【提出書類】 外国会社臨時報告書

【提出先】 関東財務局長

【提出日】 2026年4月28日

【会社名】 ネットアップ・インク  
(NetApp, Inc.)

【代表者の役職氏名】 エリザベス・オカラハン  
エグゼクティブバイスプレジデント・チーフアドミニストレーティブ  
オフィサー・アンド・コーポレートセクレタリー  
(Elizabeth O'Callahan, Executive Vice President, Chief Administrative Officer  
& Corporate Secretary)

【本店の所在の場所】 アメリカ合衆国カリフォルニア州95128、サンノゼ、オルセン・ドライ  
ブ、3060  
(3060 Olsen Drive, San Jose, California 95128, United States)

【代理人の氏名又は名称】 弁護士 松 添 聖 史

【代理人の住所又は所在地】 東京都港区六本木一丁目9番10号  
アークヒルズ仙石山森タワー 28階  
ベーカー & マッケンジー法律事務所  
(外国法共同事業)

【電話番号】 03-6271-9900

【事務連絡者氏名】 弁護士 渡 邊 大 貴

【連絡場所】 東京都港区六本木一丁目9番10号  
アークヒルズ仙石山森タワー 28階  
ベーカー & マッケンジー法律事務所  
(外国法共同事業)

【電話番号】 03-6271-9900

【縦覧に供する場所】 なし

注記

1. 文脈上別段の記載がある場合を除き、本書において「当社(Company若しくはCorporation)」とはネットアップ・インクを指し、「ネットアップ・インク(NetApp, Inc.)」とは、ネットアップ・インク及びその連結子会社を指す。
2. 別段の記載がある場合を除き、本書に記載の「米ドル(USD)」及び「\$」はアメリカ合衆国ドルを指す。本書において便宜上記載されている日本円への換算は、1米ドル = 159.99円の換算率(2026年3月30日現在の株式会社三菱UFJ銀行の対顧客電信直物売買相場仲値)により換算されている。

## 1【提出理由】

2026年4月27日、ネットアップ・インク（以下「当社」又は「Company」若しくは「Corporation」という。）は、1995年9月26日開催の当社の取締役会（以下「取締役会」又は「Board」という。）により当初採択され、2025年7月18日に取締役会によって修正・改定され、2025年9月10日に開催された当社の年次株主総会によってかかる修正・改定が承認されたネットアップ・インク従業員株式購入制度（以下「本プラン」又は「Plan」という。）に基づき、日本における当社の間接子会社の適格従業員（以下「Eligible Employees in Japan」という。）並びに日本国外における当社及び当社の1以上の子会社の適格従業員（以下「Eligible Employees Outside of Japan」という。）に対し、当社の普通株式を対象とする新株予約権証券（以下「Stock Acquisition Rights」という。）の募集を開始した。

このため、当社は、金融商品取引法第24条の5第4項並びに企業内容等の開示に関する内閣府令第19条第2項第2号の2及び第1号の規定により、本臨時報告書を提出する。

大文字を用いた用語で本書中に定義がないものは、別段の記載がない限り本プランにおいて定める意味を有するものとする。

## 2【報告内容】

### (A) Report under Article 19 Paragraph 2 Subparagraph 2-2 of the Cabinet Office Ordinance Concerning Disclosure of Particulars (Offering for the Eligible Employees in Japan)

#### (1) **Type and Name of Securities:**

Stock Acquisition Rights of the Company, which represent Moving Strike Price Stock Options (“**MSPSO**”).

##### (a) Nature of MSPSO

The Stock Acquisition Right is a right to purchase the Corporation’s common stock at a Purchase Price that is equal to eighty-five percent (85%) of the lower of (i) the fair market value of the common stock on the start date of the offering period, or (ii) the fair market value of the common stock on the purchase date, using the Plan Participant’s Contribution (provided that the maximum purchase amount per person in a single calendar year will be USD 25,000). The final Purchase Price will not be clear until the purchase date.

Accordingly, if the market value of the Corporation’s common stock falls, the Purchase Price of the Stock Acquisition Right will also fall, and the “Number of shares to be issued for the Stock Acquisition Rights” will thereby increase (provided that the maximum number of shares of common stock purchasable per Plan Participant on any one purchase date shall not exceed 1,500 shares, subject to periodic adjustments in the event of a change in the Corporation’s capitalization). However, the Contribution will not fluctuate based on the stock price unless the Plan Participant reduces the amount of his or her Contribution or withdraws from the Plan (both are permitted under the Plan).

The “Number of shares to be issued for the Stock Acquisition Rights” shall be the number of whole shares obtained by dividing the amount collected from the Plan Participant through payroll deductions during the Purchase Interval ending with that purchase date by the Purchase Price in effect for the Plan Participant for that purchase date, provided that, as set forth below, the “Total Amount of Payment upon Exercise of Stock Acquisition Purchase Rights)” will not fluctuate based on the stock price.

The Plan is intended to promote the interests of the Corporation by providing Eligible Employees with the opportunity to acquire a proprietary interest in the Corporation through participation in a payroll-deduction based employee stock purchase plan designed to qualify under Section 423 of the Internal Revenue Code. Participation in the Plan is optional and the “Total Amount of Payment upon Exercise of Stock Acquisition Purchase Rights” is determined based on the Contribution funded at the maximum rate of ten percent (10%) of the Cash Earnings. Accordingly, no minimum has been set for the “Total Amount of Payment upon Exercise of Stock Acquisition Purchase Rights.”

The maximum number of shares of common stock which may be issued under the Plan is 77,700,000 shares.

However, the Board may alter, amend, suspend, terminate or discontinue the Plan at any time in its sole discretion.

Furthermore, in the following cases, the Stock Acquisition Right may lapse and thereby not be exercised:

- A Plan Participant withdraws from the Plan during the offering period or the Purchase Interval
- A Plan Participant ceases to be an Employee during the offering period or the Purchase Interval

Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding common stock as a class without the Corporation's receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.

(b) Reason for the Decision to Use MSPSO as a Method of Funding

The Plan is intended to promote the interests of the Corporation by providing Eligible Employees with the opportunity to acquire a proprietary interest in the Corporation through participation in a payroll-deduction based employee stock purchase plan designed to qualify under Section 423 of the Internal Revenue Code.

(c) Description of a transaction that is scheduled to be conducted as derivative transaction or other transaction set forth in Article 19 Paragraph 9 of the Cabinet Office Ordinance, if the case falls under the case specified in the same paragraph

Not applicable.

(d) Content of Agreement to be Made Between the Offerees and the Company Concerning the Exercise of MSPSO

The terms and the like are set forth in the Plan and the online enrollment form prescribed by the Plan Administrator.

(e) Content of Agreement to be Made Between the Offerees and the Company Concerning the Trade of the Company's Common Stock

Not applicable.

(f) Content of Agreement to be Made Between the Offerees and the Company's Special Interested Parties, among Others, Concerning Stock Lending, if Any

Not applicable.

(g) Other Matters Essential for Investor Protection

Not applicable.

(2) **Description of Stock Acquisition Rights, etc.:**

- (a) Number of Stock Acquisition Rights Issued:52,858 (Estimated number. The number of Stock Acquisition Rights issued is equivalent to the Number of shares to be issued for the Stock Acquisition Rights.)

*Note: As of the date of submission of this document, the exercise price for the contribution amount and purchase period (from June 1, 2026 to November 30, 2026) have not yet been determined. Accordingly, if all Eligible Employees in Japan participate in the Plan and purchase the maximum amount per person of 247 shares under the assumption, the maximum expected amount of Contribution for the Purchase Interval pertaining to this Offering (from June 1, 2026 to November 30, 2026) will be USD 4,545,788 (JPY*

727,280,622). The “Number of shares to be issued for the Stock Acquisition Rights” will be calculated by dividing the abovementioned maximum expected amount of Contribution by 85% of the closing price per share of the Corporation’s common stock on the NASDAQ. For the purpose of convenience, this Foreign Company Extraordinary Report uses a figure (USD 86.00 (JPY 13,760)) that is equal to 85% of the closing price on March 30, 2026 of USD 101.18 (JPY 16,188). With regard to the election to participate in the Plan and the approval of the contribution rate, each Plan Participant shall comply with the procedures prescribed by the Plan Administrator.

(b) Issue Price (per Stock Acquisition Right): USD 0 (JPY 0)

(c) Total Issue Price: USD 0 (JPY 0)

(d) Type, Description and Number of Shares to be issued for the Stock Acquisition Rights:

1. Type of shares subject to Stock Acquisition Rights:

Common Shares (price USD 0.001 (JPY 0.2))

*Note: The shares to be issued for the Stock Acquisition Rights are expected to include newly issued stock, treasury stock, or stock acquired on the open market.*

*Note: Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding common stock as a class without the Corporation’s receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable in total per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.*

2. Description of Shares:

**Voting Rights:** Unless otherwise provided in the Certificate of Incorporation, each stockholder shall at every meeting of the stockholders be entitled to one vote in person or by proxy for each share of the capital stock having voting power held by such stockholder.

**Liquidation Rights:** The holders of Common Stock are entitled to receive any distributions.

3. Number of shares to be issued for the Stock Acquisition Rights:

52,858 shares in total, if all of the Stock Acquisition Rights are exercised (estimated number).

*Note: Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding common stock as a class without the Corporation’s receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable in total per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.*

*Note: As of the date of submission of this document, the exercise price for the contribution amount and purchase period (from June 1, 2026 to November 30, 2026) have not yet been determined. Accordingly, if all Eligible Employees in Japan participate in the Plan and purchase the maximum amount per person of 247 shares under the assumption, the maximum expected amount of Contribution for the Purchase Interval pertaining to this Offering (from June 1, 2026 to November 30, 2026) will be USD 4,545,788 (JPY 727,280,622). The “Number of shares to be issued for the Stock Acquisition Rights” will be calculated by dividing the abovementioned maximum expected amount of Contribution by 85% of the closing price per share of the Corporation’s common stock on the*

*NASDAQ. For the purpose of convenience, this Foreign Company Extraordinary Report uses a figure (USD 86.00 (JPY 13,760)) that is equal to 85% of the closing price on March 30, 2026 of USD 101.18 (JPY 16,188). With regard to the election to participate in the Plan and the approval of the contribution rate, each Plan Participant shall comply with the procedures prescribed by the Plan Administrator. See above note under (2)(a).*

(e) Amount of Payment upon Exercise of Stock Acquisition Rights:

USD 86.00 (JPY 13,760) per Stock Acquisition Right.

Total Amount of Payment upon Exercise of Stock Acquisition Rights: USD 4,545,788 (JPY 727,280,622)

*Note: Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding common stock as a class without the Corporation's receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable in total per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.*

*Note: As of the date of submission of this document, the exercise price for the contribution amount and purchase period (from June 1, 2026 to November 30, 2026) have not yet been determined. Accordingly, if all Eligible Employees in Japan participate in the Plan and purchase the maximum amount per person of 247 shares under the assumption, the maximum expected amount of Contribution for the Purchase Interval pertaining to this Offering (from June 1, 2026 to November 30, 2026) will be USD 4,545,788 (JPY 727,280,622). The "Number of shares to be issued for the Stock Acquisition Rights" will be calculated by dividing the abovementioned maximum expected amount of Contribution by 85% of the closing price per share of the Corporation's common stock on the NASDAQ. For the purpose of convenience, this Foreign Company Extraordinary Report uses a figure (USD 86.00 (JPY 13,760)) that is equal to 85% of the closing price on March 30, 2026 of USD 101.18 (JPY 16,188). With regard to the election to participate in the Plan and the approval of the contribution rate, each Plan Participant shall comply with the procedures prescribed by the Plan Administrator. See above notes under (2)(d)-3.*

(f) Exercise Period of Stock Acquisition Rights:

November 30, 2026

*Note: All Stock Acquisition Rights will be automatically exercised on the purchase date.*

(g) Terms and Conditions of Stock Acquisition Rights:

Each purchase right shall be automatically exercised in installments on each successive purchase date within the offering period, and shares of Common Stock shall accordingly be purchased on behalf of each Participant on each such Purchase Date. The purchase shall be affected by applying the Participant's payroll deductions for the Purchase Interval ending on such Purchase Date to the purchase of whole shares of Common Stock at the purchase price in effect for the Participant for that Purchase Date.

(h) Amount to be Transferred into Capital (the issue price of shares if issued upon Exercise of Stock Acquisition Rights):

USD 0.001 (JPY 0.2) per share

(i) Matters Relating to Transfer of Stock Acquisition Rights:

Not transferable.

**(3) Number and Breakdown of the Counterparties to the Solicitation of Acquisitions**

The Stock Acquisition Rights are expected to be granted under the Plan to 214 Eligible Employees in Japan of NetApp Japan, G.K.

**(4) Relationship between the Counterparties to the Solicitation and the Filing Company**

NetApp Japan, G.K. is a Japanese corporation, indirectly wholly-owned subsidiary of the Company.

**(5) Details of the Arrangement Between the Counterparties to the Solicitation and the Filing Company**

The terms and the like are set forth in the Plan and the online enrollment form prescribed by the Plan Administrator.

**(B) Report under Article 19 Paragraph 2 Subparagraph 1 of the Cabinet Office Ordinance Concerning Disclosure of Particulars (Offering for the Eligible Employees Outside of Japan)**

**(1) Type of Securities:**

Stock Acquisition Rights of the Company, which represent MSPSO.

Nature of MSPSO: Please refer to (A)(1)(a) “Nature of MSPSO” above.

**(2) Description of Stock Acquisition Rights, etc.:**

- (a) Number of Stock Acquisition Rights Issued: 2,841,735 (Estimated number. The number of Stock Acquisition Rights issued is equivalent to the Number of shares to be issued for the Stock Acquisition Rights.)

*Note: As of the date of submission of this document, the exercise price for the contribution amount and purchase period (from June 1, 2026 to November 30, 2026) have not yet been determined. Accordingly, if all Eligible Employees Outside of Japan participate in the Plan and purchase the maximum amount per person of 247 shares under the assumption, the maximum expected amount of Contribution for the Purchase Interval pertaining to this Offering (from June 1, 2026 to November 30, 2026) will be USD 244,389,210 (JPY 39,099,829,708). The “Number of shares to be issued for the Stock Acquisition Rights” will be calculated by dividing the abovementioned maximum expected amount of Contribution by 85% of the closing price per share of the Corporation’s common stock on the NASDAQ. For the purpose of convenience, this Foreign Company Extraordinary Report uses a figure (USD 86.00 (JPY 13,760)) that is equal to 85% of the closing price on March 30, 2026 of USD 101.18 (JPY 16,188). With regard to the election to participate in the Plan and the approval of the contribution rate, each Plan Participant shall comply with the procedures prescribed by the Plan Administrator.*

- (b) Issue Price (per Stock Acquisition Right): USD 0 (JPY 0)

- (c) Total Issue Price: USD 0 (JPY 0)

- (d) Type, Description and Number of Shares to be issued for the Stock Acquisition Rights:

1. Type of shares subject to Stock Acquisition Rights:

Common Shares (price USD 0.001 (JPY 0.2) per share)

*Note: The shares to be issued for the Stock Acquisition Rights are expected to include newly issued stock, treasury stock, or stock acquired on the open market.*

*Note: Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding common stock as a class without the Corporation’s receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable in total per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.*

2. Description of Shares:

Please refer to (A)(2)(d)2.

3. Number of shares to be issued for the Stock Acquisition Rights:

2,841,735 shares in total, if all of the Stock Acquisition Rights are exercised (estimated number).

*Note: Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding*

*common stock as a class without the Corporation's receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable in total per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.*

*Note: As of the date of submission of this document, the exercise price for the contribution amount and purchase period (from June 1, 2026 to November 30, 2026) have not yet been determined. Accordingly, if all Eligible Employees Outside of Japan participate in the Plan and purchase the maximum amount per person of 247 shares under the assumption, the maximum expected amount of Contribution for the Purchase Interval pertaining to this Offering (from June 1, 2026 to November 30, 2026) will be USD 244,389,210 (JPY 39,099,829,708). The "Number of shares to be issued for the Stock Acquisition Rights" will be calculated by dividing the abovementioned maximum expected amount of Contribution by 85% of the closing price per share of the Corporation's common stock on the NASDAQ. For the purpose of convenience, this Foreign Company Extraordinary Report uses a figure (USD 86.00 (JPY 13,760)) that is equal to 85% of the closing price on March 30, 2026 of USD 101.18 (JPY 16,188). With regard to the election to participate in the Plan and the approval of the contribution rate, each Plan Participant shall comply with the procedures prescribed by the Plan Administrator. See above note under (2)(a).*

(e) Amount of Payment upon Exercise of Stock Acquisition Rights:

USD 86.00 (JPY 13,760) per Stock Acquisition Right.

Total Amount of Payment upon Exercise of Stock Acquisition Rights: USD 244,389,210 (JPY 39,099,829,708)

*Note: Should any change be made to the common stock by reason of any stock split, stock dividend, recapitalization, combination of shares, exchange of shares or other change affecting the outstanding common stock as a class without the Corporation's receipt of consideration, appropriate adjustments shall be made to (i) the maximum number and class of securities issuable under the Plan, (ii) the maximum number and class of securities purchasable in total per Plan Participant on any one purchase date, (iii) the maximum number and class of securities purchasable in total by all Plan Participants on any one purchase date under the Plan and (iv) the number and class of securities and the price per share in effect under each outstanding purchase right in order to prevent the dilution or enlargement of benefits thereunder.*

*Note: As of the date of submission of this document, the exercise price for the contribution amount and purchase period (from June 1, 2026 to November 30, 2026) have not yet been determined. Accordingly, if all Eligible Employees Outside of Japan participate in the Plan and purchase the maximum amount per person of 247 shares under the assumption, the maximum expected amount of Contribution for the Purchase Interval pertaining to this Offering (from June 1, 2026 to November 30, 2026) will be USD 244,389,210 (JPY 39,099,829,708). The "Number of shares to be issued for the Stock Acquisition Rights" will be calculated by dividing the abovementioned maximum expected amount of Contribution by 85% of the closing price per share of the Corporation's common stock on the NASDAQ. For the purpose of convenience, this Foreign Company Extraordinary Report uses a figure (USD 86.00 (JPY 13,760)) that is equal to 85% of the closing price on March 30, 2026 of USD 101.18 (JPY 16,188). With regard to the election to participate in the Plan and the approval of the contribution rate, each Plan Participant shall comply with the procedures prescribed by the Plan Administrator. See above notes under (2)(d)-3.*

(f) Exercise Period of Stock Acquisition Rights:

November 30, 2026

*Note: All Stock Acquisition Rights will be automatically exercised on the purchase date.*

(g) Terms and Conditions of Stock Acquisition Rights:

Each purchase right shall be automatically exercised in installments on each successive Purchase Date within the offering period, and shares of Common Stock shall accordingly be purchased on behalf of each

Participant on each such Purchase Date. The purchase shall be affected by applying the Participant's payroll deductions for the Purchase Interval ending on such Purchase Date to the purchase of whole shares of Common Stock at the purchase price in effect for the Participant for that Purchase Date.

(h) Amount to be Transferred into Capital (the issue price of shares if issued upon Exercise of Stock Acquisition Rights):

USD 0.001 (JPY 0.2) per share

(i) Matters Relating to Transfer of Stock Acquisition Rights:

Not transferable.

**(3) Method of Issuance of Stock Acquisition Rights:**

The Stock Acquisition Rights are to be offered to 11,505 Eligible Employees Outside of Japan under the Plan who are employed by the Company and one or more of the Participating Corporation (outside of Japan).

**(4) Name of Underwriter or Person/Agent Making Secondary Offering**

Not applicable.

**(5) Areas Where Offering or Secondary Offering Is Made (Outside of Japan)**

Australia, Austria, Belgium, Brazil, Canada, China, Denmark, Finland, France, Germany, Hong Kong, Iceland, India, Indonesia, Ireland, Israel, Italy, Luxembourg, Malaysia, Mexico, Netherlands, New Zealand, Portugal, Qatar, Republic of Korea, Saudi Arabia, Singapore, Slovakia, Slovenia, Spain, Sweden, Switzerland, Taiwan, Thailand, United Arab Emirates, United Kingdom, and United States

**(6) Use of Proceeds from the New Issuance of Shares**

Amount of Proceeds: USD 244,389,210 (JPY 39,099,829,708)

Use of Proceeds from the Offering: The total estimated amount of the net proceeds obtained by exercising the stock acquisition rights of USD 244,389,210 (JPY 39,099,829,708) is expected to be applied to the general working capital including but not limited to capital investment and the payment of expenses for business operations, but the specific details and the amount and payment date for each use are expected to be determined based on the Corporation's business needs and are not yet determined at this time.

**(7) Date of Issuance**

June 1, 2026

**(8) Name of Securities Market to List on in Case of Listing the Securities**

Not applicable.

**(9) Matters Relating to MSPSOs**

(i) Reason for the Decision to Use MSPSO as a Method of Funding

Please refer to (A)(1)(b).

(ii) Description of a transaction that is scheduled to be conducted as derivative transaction or other transaction set forth in Article 19 Paragraph 9 of the Cabinet Office Ordinance, if the case falls under the case specified in the same paragraph

Not applicable.

(iii) Content of Agreement to be Made Between the Offerees and the Company Concerning the Exercise of MSPSO

Please refer to (A)(1)(c).

(iv) Content of Agreement to be Made Between the Offerees and the Company Concerning the Trade of the Company's Common Stock

Not applicable.

(v) Content of Agreement to be Made Between the Offerees and the Company's Special Interested Parties, among Others, Concerning Stock Lending, if Any

Not applicable.

(vi) Other Matters Essential for Investor Protection

Not applicable.

(10) **Matters to be Noted in Case of Allocation to Third Party**

Not applicable.

**Other Matters**

Amount of Capital and Outstanding Shares of the Company:

(a) Amount of Capital:

Common stock and additional paid-in capital: USD 1,147 million (JPY 183,509 million) as of January 23, 2026.

(b) Number of Outstanding Shares:

Common stock: 196,733,749 shares as of March 20, 2026.