August 4, 2026

To Whom It May Concern

NISSIN FOODS HOLDINGS CO., LTD.

Koki Ando

President & Representative Director, CEO

(securities code: 2897 TSE Prime)

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Notice of Disposal of Treasury Stock in Connection With Additional Contribution to the Board Benefit Trust (BBT)

At a meeting held today, the NISSIN FOODS HOLDINGS CO., Ltd. ("Company") Board of Directors resolved to dispose of treasury stock via third-party allotment ("Treasury Stock Disposal") in connection with an additional contribution to a stock benefit trust ("Board Benefit Trust") as part of a performance-linked stock compensation plan (the "Plan").

1. Overview of Disposal

(1)	Disposal date	August 28, 2026
(2)	Type and number of shares to be disposed	66,000 shares of Company common stock
(3)	Disposal price	2,849 yen per share
(4)	Total disposal price	188,034,000 yen
(5)	Entity receiving disposal	Custody Bank of Japan, Ltd. (Trust Account E)
(6)	Other	This Treasury Stock Disposal is the subject of an extraordinary report filed by the Company in accordance with the Financial Instruments and Exchange Act.

(Note) The intended entity receiving the disposal in question is the Japan Custody Bank, Ltd. (Trust Account E). The Company established this trust account established pursuant to a trust agreement ("Trust Agreement") between the Company and Mizuho Trust & Banking Co., Ltd. to establish a trust ("Trust") under which the Company is the trustor and Mizuho Trust & Banking Co., Ltd. is the trustee (with Japan Custody Bank, Ltd. as the re-trustee). Furthermore, this Treasury Stock Disposal will be conducted to make payments under the Plan to Company directors and executive officers and certain directors (collectively, "Eligible Directors;" excluding outside directors of the Company and Company subsidiaries) of the Company's designated subsidiaries ("Eligible Subsidiaries"). The transaction is substantively equivalent to the allocation of shares to Eligible Directors in consideration for services rendered to the Company and the Eligible Subsidiaries.

2. Purpose and reasons for the disposal

The Company introduced the Plan pursuant to a resolution approved at the 74th Annual General Meeting of Shareholders held on June 28, 2026 (for more information, see *Notice Concerning Adoption of Performance-Linked Stock Compensation Plan*, published on May 13, 2022 and *Notice Concerning Adoption of Performance-Linked Stock Compensation Plan (Detailed Terms)*, published on August 3, 2022).

For the Trust to acquire shares expected to be required for future benefits in the continuation of the Plan, the Company has decided to make an additional monetary contribution to the Trust ("Additional Trust"). Further, the Company has decided to conduct the Treasury Stock Disposal via third-party allotment to Trust Account E established at Custody Bank of Japan, Ltd. (re-trustee who received the re-entrustment of the Trust from the Trustee of the Trust, Mizuho Trust & Banking Co., Ltd.)) for the purpose of holding and disposing Company shares for the operation of the Plan.
The number of shares to be disposed of is equivalent to the number of shares expected to be granted to Eligible Directors during the trust period (portion related to the three fiscal years from the fiscal year beginning April 1, 2026 to the fiscal year beginning April 1, 2028) in accordance with the Officer Share Grant Rules. This number of shares is equivalent to 0.02% (rounded to two decimal places; 0.02% of the total 2,870,658 shares with voting rights outstanding as of March 31, 2026) of the total 297,584,500 shares of stock issued and outstanding as of March 31, 2026. Accordingly, the Company has determined that the degree of dilution is reasonable in light of the objectives of *Notice Concerning Adoption of Performance-Linked Stock Compensation Plan*, published on May 13, 2022.

Additional Trust Overview

Additional Trust date: August 28, 2026
Additional Trust amount: 188,034,000 yen
Type of shares to be acquired: Common stock of the Company
Number of shares to be acquired: 66,000 shares
Share acquisition date: August 28, 2026
Method of share acquisition: Acquisition via subscription to Company treasury stock ("Treasury Stock Disposal")

3. Basis and Details of Disposal Price Calculation

The disposal price was set at 2,849 yen, which represents the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the board of director resolution approving Treasury Stock Disposal.
The Company deemed the closing price on the business day immediately prior to the date of the resolution by the board of directors to be reasonable, as this price represents the Company's appropriate corporate value in the stock market.

End