



FOR IMMEDIATE RELEASE

Lasertec Corporation
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(Tokyo Stock Exchange Prime Market, Code 6920)

Notice of Disposal of Treasury Shares for Restricted Stock Compensation

Yokohama, September 27, 2023 - Lasertec Corporation (the "Company") announces that it has resolved at the Board of Directors meeting held today to dispose of its treasury shares (the "Disposal of Treasury Shares") for Restricted Stock compensation as described below:

1. Outline of the Disposal

(1) Date of the Disposal	October 25, 2023
(2) Number and class of shares to be disposed	3,690 shares of the Company's common stock
(3) Disposal price	22,905 yen per share
(4) Total amount of disposal	84,519,450 yen
(5) Recipients of the disposed shares	The Company's four Executive Officers with a special corporate title (including Directors not serving as Outside Directors of the Company) receiving 3,690 shares
(6) Others	The Company submits a Securities Registration Statement for this Disposal of Treasury Shares in accordance with the Financial Instruments and Exchange Act.

2. Purpose and Reasons for the Disposal

At the 59th Ordinary General Meeting of Shareholders on September 28, 2021, the Company resolved to introduce a stock compensation plan (the "Plan") under which Restricted Stock is granted to the Directors of the Company (excluding Outside Directors) so that the Directors share the risks and rewards of stock price fluctuations and become more strongly motivated to achieve better stock performance and greater enterprise value. The Company received approval to set the maximum amount of monetary compensation claims, based on the Plan, to be awarded to the Company's Directors (excluding Outside Directors) in the form of Restricted Stock to 300 million yen annually, to set the maximum number of shares of Restricted Stock to be granted in each fiscal year to 30,000 shares. At the 61st Ordinary General Meeting of Shareholders on September 27, 2023, the Company also received approval to revise the Transfer Restricted Period for Restricted Stock as the period from the date of grant of the Restricted Stock to the date of the individual Director's retirement from the office of Director or retirement from the office of Executive Officer, whichever comes later. In light of the resolution to introduce the office of Executive Officer adopted by the Company's Board of Directors on August 5, 2022, it was resolved at the Company's Board of Directors

meeting on August 7, 2023, to make Executive Officers of the Company eligible for allotment under the Plan.

It was resolved at the Company's Board of Directors meeting on September 27, 2023, that 3,690 shares of the Company's common stock be allotted as Restricted Stock to the Company's four Executive Officers with a special corporate title (including Directors not serving as Outside Directors of the Company) (the "Allottees") by granting monetary compensation claims of 84,519,450 yen for the period from the 61st Ordinary General Meeting of Shareholders to the 62nd Ordinary General Meeting of Shareholders to be held in September 2024, all of which the Allottees can receive by making in-kind contributions to the Company. The amount of monetary compensation claims for each Allottee has been decided based on a comprehensive review of various matters, including contributions made by each Allottee to the Company. In addition, the said monetary compensation claims will be granted subject to certain conditions, including the execution of a Restricted Stock agreement between each Allottee and the Company ("Restricted Stock Grant Agreement") that effectively stipulates the items below.

3. Outline of Restricted Stock Grant Agreement

(1) Transfer Restrictions

The Allottees granted Restricted Stock may not assign, pledge, encumber, gift before death, bequeath, or otherwise dispose of in any manner the granted Restricted Stock from October 25, 2023, to the date of retirement from the office of Director or retirement from the office of Executive Officer, whichever comes later ("Transfer Restricted Period"). The restrictions described in this paragraph are hereinafter referred to as "Transfer Restrictions."

(2) Acquisition of Restricted Stock at no cost

If an Allottee resigns both from the office of Director and from the office of Executive Officer by the day before the date of the first Ordinary General Meeting of Shareholders held after the start of the Transfer Restricted Period, the Company shall acquire the Restricted Stock granted to the Allottee at no cost unless the Board of Directors finds a justifiable reason for the Allottee's resignation.

Additionally, if Restricted Stock is not fully released from Transfer Restrictions before the end of the Transfer Restricted Period ("Time of Expiry") because the conditions of provision (3) below have not been satisfied, the Company shall naturally acquire the Restricted Stock granted to the Allottee at no cost immediately following the Time of Expiry.

(3) Release from Transfer Restrictions

If an Allottee who has been granted Restricted Stock continues to serve as a Director or Executive Officer until the date of the first Ordinary General Meeting of Shareholders held after the start of Transfer Restricted Period, the Company shall release the Restricted Stock granted to the Allottee from Transfer Restrictions in its entirety at the Time of Expiry. However, in the event that an Allottee resigns both from the office of Director and from the office of Executive Officer prior to the date of the first Ordinary General Meeting of Shareholders held after the start of the Transfer Restricted Period for a reason deemed justifiable by the Company's Board of Directors, the Company shall release the granted shares from Transfer Restrictions immediately after the resignation for the number of shares calculated by multiplying the number of granted shares held by the Allottee at that point by the number of months from October 2023 up to and inclusive of the month of the Allottee's resignation both from the office of Director and from the office of Executive Officer divided by twelve (any amount less than one resulting from the calculation shall be rounded down).

(4) Management of shares

The Allottees shall complete procedures for opening an account at SMBC Nikko Securities Inc. in the manner as designated by the Company for stating or recording matters related to the granted shares and shall keep and maintain the granted shares in the account until the release of Transfer Restrictions.

(5) In the case of reorganization

In the event that a proposal of the Company's merger with another company that makes the Company disappear, or a proposal of stock exchange agreement, stock transfer plan or any other form of reorganization that makes the Company a wholly-owned subsidiary is approved at the General Shareholder Meeting or, if approval of the General Shareholder Meeting is not required, at the Board of Directors meeting (hereinafter "Upon Approval of Reorganization") during the Transfer Restricted Period, and also in the event that a Director who has been granted Restricted Stock resigns both from the office of Director and from the office of Executive Officer due to the reorganization, the Company shall release the Restricted Stock granted to the Director from Transfer Restrictions on the working day prior to the effective date of the reorganization for the number of shares calculated by multiplying the number of granted shares held by the Allottee at that point by the number of months from October 2023 up to and inclusive of the month of the Allottee's resignation from the office of Director divided by twelve (any amount less than one resulting from the calculation shall be rounded down).

Upon Approval of Reorganization, the Company shall naturally acquire at no cost the granted Restricted Stock that has not been released from Transfer Restrictions as of the business day before the effective date of the reorganization.

4. Basis of calculation of the payment amount and specific details thereof

The disposal price has been set at 22,905 yen, which is the closing price of the Company's common stock on the Tokyo Stock Exchange on September 26, 2023, the business day immediately preceding the date of the resolution by the Company's Board of Directors, to preclude any arbitrariness in its determination. Since this is the market price set immediately preceding the date of the resolution by the Company's Board of Directors, we believe it is a reasonably determined price giving no particular favor.

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