The following statement is an English-language translation of the original Japanese-language document provided for your convenience. In the event there is any discrepancy between the Japanese and English versions, the Japanese version is presumed to be correct.

July 13, 2026

To whom it may concern:

Company name: JGC HOLDINGS CORPORATION
Representative: Masayuki Sato
Chairman, President and Chief Executive Officer (CEO)
(Code number: 1963, Stock Exchange: Tokyo)
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Manager, IR Unit
Finance/IR Office
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Notice on Disposal of Treasury Shares as Performance Share Unit

JGC HOLDINGS CORPORATION announces that at the Board of Directors meeting held on July 13, 2026 it was resolved to dispose of treasury shares as Performance Share Unit (hereafter, the "disposal of treasury shares") as follows:

1. Overview of the Disposal

(1)	Payment date	August 6, 2026
(2)	Type and number of shares to be disposed of	148,322 common shares of JGC HOLDINGS
(3)	Disposal price	2,336 yen per share
(4)	Total value of disposal	346,480,192 yen
(5)	Recipients, number of recipients, and number of shares to be disposed of	- JGC HOLDINGS' directors (※): 29,368 shares for 3 directors ※Excluding outside directors - JGC HOLDINGS' executive officers: 35,153 shares for 12 executive officers - Directors of JGC HOLDINGS' subsidiaries: 29,038 shares for 14 directors - Executive officers of JGC HOLDINGS' subsidiaries not concurrently serving as directors: 54,763 shares for 35 executive officers
(6)	Other matters	A written Securities Registration Statement based on the Financial Instruments and Exchange Act has been submitted for the disposal of treasury shares.

2. Purpose and reasons for the disposal

JGC HOLDINGS has introduced a new compensation system for JGC HOLDINGS's directors (excluding outside directors, hereinafter referred to as "applicable directors") and executive officers who do not concurrently serve as directors, as well as directors and executive officers of our subsidiaries (hereinafter collectively referred to as "Applicable directors, etc.") to share the merits and risks of stock price fluctuations with our shareholders more fully, to clarify the linkage between the compensation of the target directors, etc. and the company's performance and the value of our company's stock, and to further enhance the incentive for achieving the performance targets set forth in JGC HOLDINGS's medium-term management plan and for increasing the stock price and the medium- to long-term corporate value of the JGC Group. At JGC HOLDINGS' 127th general shareholders meeting held on June 29, 2023, approval was given to paying monetary claims and money (hereinafter referred to as "performance-linked stock compensation") as property for the acquisition of our common stock, to the applicable directors under the system at up to 160 million yen per year.

This time, JGC HOLDINGS has decided at the Board of Directors meeting held on July 13, 2026, to conduct the disposal of treasury shares for 64 applicable directors, etc. by having them make in-kind contribution of the monetary claims granted to them as performance-linked stock compensation for the one business year ending on March 31, 2026.

In addition, JGC HOLDINGS plans to enter into a restricted stock allocation agreement (hereinafter referred to as "allocation agreement") with the applicable directors, etc. who are expected to be allotted. The outline of this allocation agreement is as follows in 3.

3. Overview of the Allocation Agreement

(1) Restricted period: August 6, 2026 to August 5, 2056

During the restricted period prescribed above (hereafter, the "restricted period"), an applicable recipient cannot transfer to a third party, establish the right of pledge on, assign as mortgage, provide as an inter vivos gift, bequeath, or conduct any other disposition with the restricted stock allocated to that applicable recipient (hereafter, "allocated stock").

(2) Removal of restrictions

JGC HOLDINGS shall remove any restrictions on all allocated stock under the condition that the applicable recipient occupies the position of director, executive officer, or employee of JGC HOLDINGS or a subsidiary thereof from the start date of the restricted period continuously.

(3) Handling in case the applicable directors, etc. resign due to the expiration of their term, mandatory retirement, death, or other legitimate reasons during the restricted period.

During the restricted period, if the applicable directors, etc. resign or retire from any of the above positions due to the expiration of their term, mandatory retirement, death, or other legitimate reasons, the restriction on all the allocated shares will be removed immediately after the resignation or retirement.

(4) Gratuitous acquisition of restricted stock

JGC HOLDINGS shall gratuitously acquire all the allocated stock as a matter of course immediately at the point in time if, during restricted period, the applicable directors, etc. violate any laws or meet certain criteria of the allocation agreement.

(5) Stipulations on the management of shares

The applicable directors, etc. shall open an account at Nomura Securities Co., Ltd. and the allocated shares shall be stored and retained in the dedicated account until the restrictions are released, so that they cannot be transferred, have a security interest set, or be otherwise disposed of during the restricted period.

(6) Handling of organizational restructuring, etc.

During the restricted period, if a proposal regarding a merger agreement in which JGC HOLDINGS is the non-surviving entity, a stock exchange agreement or stock transfer plan in which JGC HOLDINGS becomes a wholly owned subsidiary, or other organizational restructuring, etc. is approved by the general shareholders meeting of JGC HOLDINGS (of JGC HOLDINGS' Board of Directors if the approval of the general shareholders meeting of JGC HOLDINGS is not required for the organizational restructuring, etc.), the restrictions shall be removed immediately before the business day prior to the effective date of the organizational restructuring, etc. based on a resolution by JGC HOLDINGS' Board of Directors.

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

For the calculation of the payment amount under this system, the number of shares to be granted is based on "3. Overview of the allocation agreement", and the disposal price for the disposal of treasury shares shall be the closing price of 2,336 yen of the common shares of JGC HOLDINGS at the Tokyo Stock Exchange Prime Market as of the business day immediately prior to the date of the resolution by JGC HOLDINGS' Board of Directors (July 10, 2026) for a price that eliminates arbitrariness. As this is the market stock price immediately prior to the date of the resolution by JGC HOLDINGS' Board of Directors held today, it is believed to be reasonable and to not constitute a particularly favorable price.

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