

<TRANSLATION>



June 26, 2024

Company Name	Nissan Motor Co., Ltd.
Code No.	7201
Inquiry	IR Department (TEL 045-523-5523)

### **Disposal of Treasury Stock as Post-Vesting Allotment Type Stock-Based Compensation (FY2022 Second RSU)**

Nissan (the “Company”) resolved (the “Resolution”) at the Board of Directors meeting held on June 25, 2024 to dispose of its treasury stock (the “Treasury Stock Disposal” or the “Disposal”). Details are set forth below.

#### **1. Purpose and Rationale for Treasury Stock Disposal**

The Company has introduced restricted stock units (“RSUs”) from FY2020 as part of a stock-based compensation plan (the “Plan”).

Under the Plan, executive officers, corporate officers and certain employees of the Company and its group companies, as well as directors (except Outside Directors) of the Company’s group companies, in each case selected by the Company (collectively, “Recipients”) will be provided common stock of the Company. The purpose of the Plan is to enable such Recipients to share the benefits as well as risks of stock price fluctuation with the Company’s stockholders and to stimulate the motivation of such Recipients to contribute to an increase in stock price and a continued advancement of corporate value.

RSUs are rights to receive the number (predetermined for each Recipient) of shares of Common Stock (“Allotted Shares”). The Company will grant such RSUs to Recipients at the direction of the Compensation Committee (with respect to Recipients who are executive officers of the Company) or the Chief Executive Officer (with respect to all other Recipients), in each case based on the Restricted Stock Unit Regulations and the proposal to be made by the person having the authority to make such proposal. One-third of such RSUs will vest (and equivalent Allotted Shares will be provided to Recipients) each year over the course of three fiscal years, conditioned on such Recipients’ continued employment and other conditions during a certain period (the “Subject Period”).

For details of the Plan, please refer to the “Grant of Post-Vesting Allotment Type Stock-Based Compensation and Submission of Shelf Registration Statement” dated June 29, 2022.

The Company has granted to Recipients the RSUs described in the Shelf Registration Statement submitted on June 26, 2024. With respect to those RSUs with a vesting date of June 28, 2024 (“FY2022 Second RSU”), Allotted Shares will be allotted to the scheduled grantees (allottees) set out in 2.(6) below by means of the Treasury Stock Disposal in accordance with the Resolution. The actual number of Allotted Shares will be finalized upon the vesting of the RSUs.

## 2. Summary of Treasury Stock Disposal

(1) Payment Period	From September 4, 2024 to November 20, 2024
(2) Class and Number of Shares to be Disposed	1,059,381 shares of common stock of the Company
(3) Method of Disposal	Disposal of the shares to each grantee shall be subject to the condition that such grantee makes application for subscription of shares and that such grantee shall contribute all of the monetary compensation claim (see (7) below) granted to such grantee, which shall be the asset contributed in kind to the Company in exchange for the common stock to be allotted.
(4) Disposal Price	JPY 539.7 per share
(5) Total Amount of Disposal Price	JPY 571,747,926
(6) Scheduled Grantees (Scheduled Allottees)	Executive officers of the Company: 5 person(s); 139,694 shares
	Corporate officers and employees of the Company: 170 person(s); 537,542 shares
	Directors, corporate officers and employees, etc. of the Company’s group companies: 119 person(s); 382,145 shares
(7) Assets to be Contributed; Description and Value Thereof	Assets to be Contributed: Assets other than cash (assets contributed in kind)
	Description of Assets Contributed in Kind: Monetary compensation claims granted to allottees based on vesting of FY2022 Second RSU against the Company or the Company’s group companies
	Value of Assets to be Contributed: JPY 539.7 (Price per share is equal to the disposal price)
(8) Other	With respect to the Treasury Stock Disposal, the Supplement Document to Shelf Registration Statement for FY2022 Second RSU will be submitted on or prior to July 31, 2024, based on the effectiveness of the Shelf Registration Statement (Date of Submission: June 26, 2024; Effective Date: July 4, 2024) under the Financial Instruments and Exchange Act.

## 3. Calculation Basis of Disposal Price and its Specific Content

The disposal price of the Treasury Stock Disposal based on the Resolution is JPY 539.7, which is the closing price of the shares of common stock of the Company on the Tokyo Stock Exchange as of the business day immediately preceding the date of the Resolution (June 24, 2024). The

disposal price is such closing price because the Company has determined that such stock price is reflective of corporate performance and market supply and demand and is therefore reasonable and exclusive of arbitrariness, given the common stock of the Company are listed and no special circumstance exists that suggests the latest stock price cannot be relied upon. In light of the foregoing, the Company has determined that the Disposal is not an offering at a favorable price.

End

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