November 12, 2026

To whom it may concern

Company name	Wacoal Holdings Corp.
Representative Name	Masaaki Yajima Representative Director, President and CEO
	(Code No. 3591 TSE Prime Market)
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Announcement of the Introduction of the Employee Stock Ownership Plan (ESOP) Trust

Wacoal Holdings Corp. (the "Company") hereby announces that at its Board of Directors meeting held today, it resolved to introduce an employee incentive plan, the "Employee Stock Ownership Plan Trust" (the "Plan"), for employees of the Company and its subsidiaries (collectively, the "Employees"), as described below.

Details

1. Introduction of the Plan

(1) In its "Medium-Term Management Plan 2029," the Wacoal Group is working to establish a foundation for sustainable growth through the restructuring of existing businesses and the creation of new value.

The Company believes that the continuous efforts and contributions of each and every employee are essential to creating new value in the fields of beauty, comfort and health by transforming our business portfolio and shifting resources to growth areas. Based on this perspective, the Company will introduce the Plan with the aim of further increasing employees' motivation to contribute to the enhancement of corporate value and of sharing with employees the benefits of the Wacoal Group's medium- to long-term growth and enhancement of corporate value.

Through this Plan, the Company aims to foster an awareness among employees to take ownership of the Wacoal Group's sustainable growth and contribute to the realization of the "Medium-Term Management Plan 2029" through proactive challenges and value creation.

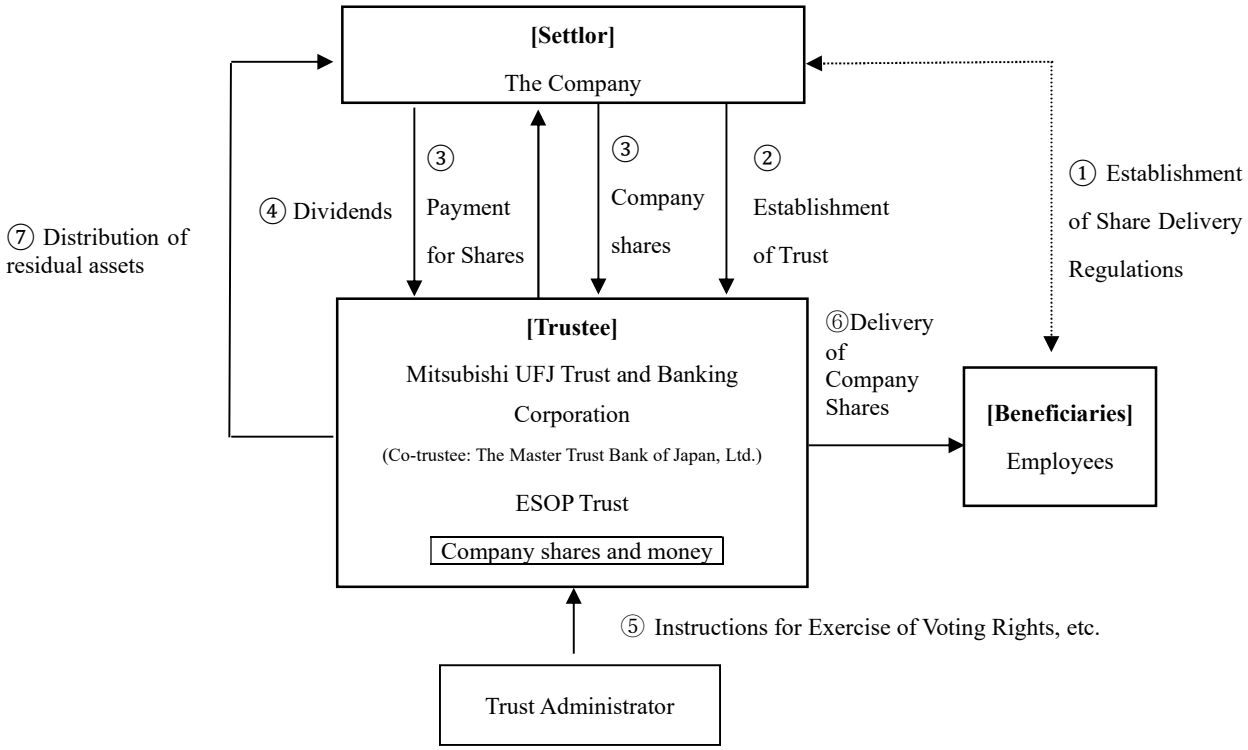
(2) This Plan adopts a mechanism known as an Employee Stock Ownership Plan (ESOP) Trust (hereinafter referred to as the "ESOP Trust").

Under this mechanism, the ESOP Trust, as an employee incentive plan, will deliver the Company's shares acquired by the trust to Employees who meet certain requirements, in accordance with the Share Delivery Regulations. (3) By introducing the ESOP Trust, employees can receive economic benefits from the rise in the Company's stock price, which is expected to encourage them to perform their duties with an awareness of the stock price and enhance their motivation to work.

In addition, voting rights attached to the Company's shares held in the ESOP Trust will be exercised through a mechanism that reflects the intentions of employees who are potential beneficiaries. This mechanism is effective as a corporate value enhancement plan that encourages employee participation in management.

(*) In conjunction with the introduction of the Plan, the Company has also resolved to dispose of 67,200 shares (243,868,800 yen) to the ESOP Trust out of the 3,008,611 treasury shares currently held by the Company (as of September 30, 2026). For details, please refer to the "Announcement of Disposal of Treasury Stock through Third-Party Allotment" disclosed separately today.

２．Mechanism of the Plan



① The Company will establish Share Delivery Regulations upon the introduction of the Plan.
② The Company will contribute funds and establish the ESOP Trust with Employees who meet the beneficiary requirements as beneficiaries.

③ The ESOP Trust, following the instructions of the Trust Administrator and using the funds contributed in ②, will acquire from the Company (disposal of treasury shares) the number of the Company's shares expected to be delivered to beneficiaries during the trust period.

④ Dividends will be paid on the Company's shares held in the ESOP Trust in the same manner as on other shares of the Company.

⑤ Regarding the Company's shares held in the ESOP Trust, throughout the trust period, the Trust Administrator will provide instructions regarding the exercise of shareholder rights, including voting rights, and the ESOP Trust will exercise its rights as a shareholder in accordance with such instructions.

⑥ In accordance with the Share Delivery Regulations, the Company's shares will be delivered to Employees who meet certain requirements, subject, in principle, to transfer restrictions until the date of their retirement.

⑦ Upon termination of the ESOP Trust, any residual assets remaining after distribution to the beneficiaries are expected to revert to the Company within the amount of the reserve for trust expenses remaining after deducting the funds used for share acquisition from the trust funds.

[Reference]

Details of the Trust Agreement

(1) Type of Trust: Money trust other than money trust managed as a specifically designated single-operation trust (third-party beneficiary trust)

(2) Purpose of Trust: Granting incentives to employees

(3) Settlor: The Company

(4) Trustee: Mitsubishi UFJ Trust and Banking Corporation
(Co-trustee: The Master Trust Bank of Japan, Ltd.)

(5) Beneficiary: Employees who satisfy the beneficiary requirements

(6) Trust Administrator: A third party with no interest in the Company (Certified Public Accountant)

(7) Date of Trust Agreement: November 27, 2026 (scheduled)

(8) Trust Period: November 27, 2026 to December 31, 2029 (scheduled)

(9) Plan Commencement Date: November 27, 2026 (scheduled)

(10) Exercise of Voting Rights: Voting rights of the Company's shares will be exercised in accordance with the instructions of the Trust Administrator, reflecting the voting decisions of potential beneficiaries.

(11) Type of Shares to be Acquired: Common stock of the Company

(12) Total Acquisition Price of Shares: 243,868,800 yen

(13) Method of Share Acquisition: Acquisition from the Company (disposal of treasury shares)

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