



May 28, 2025

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(Code: 3156, Tokyo Stock Exchange Prime Market)
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Notice Concerning Introduction of Restricted Stock Unit Plan

At the meeting of the Board of Directors held on May 28, 2025, we reviewed our executive compensation plan and resolved to introduce a restricted stock unit plan (the "Plan"). We announced that the proposals related to the Plan will be discussed at our 6th Ordinary General Meeting of Shareholders (the "Annual Meeting") to be held on June 27, 2025.

Details

1. Purpose and Conditions of Introduction of the Plan

(1) Purpose of introduction

This Plan provides incentives for directors in charge of the execution of our business (hereinafter referred to as "eligible directors") to improve our corporate value over the medium to long term. It also promotes the sharing of value with shareholders. The system is introduced as a system that strongly encourages eligible directors to be aware of the value of shares and strongly motivates them to improve corporate value and achieve business results. By doing so, the system seeks commitment to management not in the short term but in the medium to long term, and earns a certain return when they retire as consideration for their commitment.

(2) Conditions for introduction

The amount of remuneration for directors who are responsible for the execution of our business has been approved at the extraordinary general meeting of shareholders held on November 27, 2018, to be no more than ¥500 million per year. At this Annual Meeting, we plan to introduce a new system separate from this remuneration framework, and request the approval of shareholders for the establishment of a remuneration framework for this Plan for eligible directors.

The Company's Board of Directors will decide on the specific timing and details of the award to each eligible director in accordance with the following provisions within the scope of the award framework.

2. Overview of restricted stock unit plan

(1) Outline of the Plan

The Plan is a stock-based compensation plan under which we award points to eligible directors in accordance with our regulations each year and issue shares of our common stock ("our stock") in accordance with the number of points held by each eligible director upon his or her retirement from our board of directors.

(2) Eligibility

We shall be the director responsible for the execution of our business.

(3) Granting points

The total number of points that we grant to the eligible directors under this plan shall be no more than 35,000 points per year (equivalent to 35,000 shares of our stock), and the number of points that we grant to each eligible director shall be determined by the Board of Directors.

Points granted are accumulated until the eligible director retires from our board of directors.

In the event of a stock split, allotment of shares without compensation, or consolidation of shares, we will make reasonable adjustments to the number of points granted and the number of points held by each eligible director in accordance with such ratio and other factors.

(4) Issuance of Shares, etc

Upon the retirement of the eligible director, we will deliver our shares to the eligible director as being equivalent to one share of our stock per point.

The amount to be paid per share when the shares are delivered shall, in principle, be the closing price of our shares on the Tokyo Stock Exchange on the business day prior to the date of resolution of the Board of Directors for the issuance of new shares or disposal of treasury shares (in the case that transactions have not been completed on the same day, the closing price on the most recent trading day prior to such closing date; the same shall apply hereafter).

In the issuance of shares, we shall pay monetary compensation claims to the eligible directors, and the eligible directors shall receive the delivery of shares by contributing such monetary compensation claims in kind.

However, from the viewpoint of securing tax payment funds for the eligible directors, a portion of the number of shares delivered may be paid in money.

(5) Conditions for receiving remuneration, etc. under the Plan

In the event that the eligible director resigns for reasons deemed legitimate by our Board of Directors, our shares shall be delivered based on the number of points held at the time of retirement (except that points less than one year from the grant of points are rounded down) and the closing price of our shares on the day prior to the Board of Directors held in the month in which the date of retirement belongs.

In the event that the eligible directors resign without good reason on the part of our Board of Directors, the eligible directors shall lose all of the points granted to them.

In addition, in the event the eligible director resigns due to death, in lieu of the delivery of shares pursuant to (4) above, the Company shall pay to the heir who will be the Successor of the eligible director the amount of money obtained by multiplying the number of points that the eligible director held at the time of his or her death (provided, however, that the points granted in the fiscal year to which the date of such resignation belongs shall be prorated by the number of months in office) by the closing price of our shares as of the date of his or her resignation due to his or her death.

In the event of a certain misconduct or any other reason prescribed by the Board of Directors of the Company, the number of points determined by the Board of Directors of the Company shall be lost.

(6) Treatment in organizational restructuring, etc.

If certain organizational restructuring, etc. are approved at our shareholders' meeting, etc. before the eligible director retires, we will pay the eligible director the amount of money obtained by multiplying the number of points held at that time (however, points less than one year from the grant of points) by the closing price of our shares on the date of such approval in lieu of the issuance of shares based on (4) above.