



July 25, 2025

To All Concerned Parties

Company Name: en Japan Inc.
(Code: 4849, TSE Prime Market)
Representative: Michikatsu Ochi,
Representative Director, Chairman
and President
Contact: Jun Nakajima,
Director and Executive Officer,
Head of Corporate Strategy
Division
(Tel: +81-3-3342-4506)

Notice Concerning Issuance of Stock Options (Stock Acquisition Rights)

en Japan inc. (the “Company”) hereby announces that it has resolved at the Board of Directors meeting held today to determine the offering terms for stock acquisition rights to be issued as stock options to the Company’s employees and to solicit subscribers for such stock acquisition rights, as outlined below.

1. Purpose of the issuance of stock acquisition rights

The purpose of this issuance is to further enhance the motivation of our employees to contribute to increasing the Company’s stock price and corporate value by enabling them to share both the benefits and risks associated with stock price fluctuations with shareholders.

2. Outline of the issuance of stock acquisition rights

1. Name of stock acquisition rights: en Japan inc. 12th Series Stock Acquisition Rights

2. Total number of stock acquisition rights to be issued: 793

The above total number is the planned number of allotments. If the total number of stock acquisition rights to be allotted decreases, such as when no application for subscription is made, the total number of stock acquisition rights to be allotted shall be the total number of stock acquisition rights to be issued.

3. Class and number of shares to be issued upon the exercise of stock acquisition rights

The class of shares to be issued upon the exercise of stock acquisition rights shall be the common stock of the Company, and the number of shares to be issued upon the exercise of each stock acquisition right (the “Number of Granted Shares”) shall be 100. However, if the Company conducts a stock split of its common stock (includes gratis allotment of the common shares of the Company; the same shall apply hereinafter to descriptions of the stock split) or share consolidation of the common stock of the Company on or after the date on which the offering of stock acquisition rights is resolved at the Board of Directors of the Company (hereinafter, the “Resolution Date”), the Number of Granted Shares shall be adjusted according to the following formula with any fractional shares less than one (1) share resulting from such adjustment being truncated.

Number of Granted Shares after adjustment = Number of Granted Shares before adjustment × Ratio of stock

split or share consolidation

The Number of Granted Shares after adjustment shall apply, in the case of a stock split, on or after the day immediately following the record date of the stock split (or, if the record date is not set, the effective date), and in the case of a share consolidation, on or after the effective date of the share consolidation. However, in cases where a stock split is carried out on condition that a proposal to increase the capital or reserve by reducing the amount of surplus is approved at a general meeting of shareholders, and if a day prior to the date of conclusion of such general meeting of shareholders is set as the record date for the stock split, the Number of Granted Shares after adjustment shall apply retroactively from the day immediately following the date of such record date on or after the day immediately after the conclusion of such general meeting of shareholders.

In addition, if the Company conducts, on or after the Resolution Date, a merger or company split, or in other cases equivalent to these events where it is necessary to adjust the Number of Granted Shares, the Company may appropriately adjust the Number of Granted Shares to a reasonable extent.

When the Number of Granted Shares is to be adjusted, the Company shall notify or issue a public notice of necessary matters to each holder of the Stock Acquisition Rights recorded on the stock acquisition rights register (hereinafter, the “Stock Acquisition Rights Holder(s)”) no later than the day immediately preceding the date on which the adjusted Number of Granted Shares is to be applied. However, in the case where no notification or public notice can be given by the day immediately preceding the date of such application, the notification or public notice shall be given promptly thereafter.

4. Value of assets to be contributed upon the exercise of stock acquisition rights

The value of assets to be contributed upon the exercise of each stock acquisition right shall be the amount obtained by multiplying the amount to be paid in per share of shares that can be received upon the exercise of each stock acquisition right (hereinafter, the “Exercise Price”), which is assumed to be 1 yen, by the Number of Granted Shares.

5. Exercise period of stock acquisition rights

From August 16, 2025, to August 15, 2037

6. Matters concerning capital and capital reserve that increase when shares are issued upon the exercise of share acquisition rights

- (1) The amount of increase in capital caused by the issuance of shares upon the exercise of stock acquisition rights shall be one-half of the maximum amount of increase in capital, etc. calculated in accordance with Article 17, Paragraph 1 of the Regulations on Corporate Accounting, with any fractions of less than 1 yen resulting from the calculation being rounded up.
- (2) The amount of increase in capital reserve caused by the issuance of shares upon the exercise of stock acquisition rights shall be the amount obtained by subtracting the amount of increase in capital stated in (1) above from the maximum amount of increase in capital, etc. stated in (1) above.

7. Restriction on acquisition of stock acquisition rights by transfer

The acquisition of stock acquisition rights by transfer requires approval by resolution of the Board of Directors of the Company.

8. Conditions for the acquisition of stock acquisition rights

If the proposals set forth in (1), (2), (3), (4) or (5) below are approved by the Company's general meeting of shareholders (if a resolution of the general meeting of shareholders is not necessary, a resolution of the Board of Directors of the Company is reached), the Company may acquire the stock acquisition rights without compensation on the date separately determined by its Board of Directors.

- (1) Proposal for approval of a merger agreement under which the Company is a dissolving company
- (2) Proposal for approval of a company split agreement or a company split plan under which the Company is a splitting company
- (3) Proposal for approval of a share exchange agreement or a share transfer plan under which the Company is a wholly-owned subsidiary
- (4) Proposal for approval of an amendment to the Articles of Incorporation to set a provision requiring the approval of the Company for the acquisition of any of the shares issued by the Company by transfer
- (5) Proposal for approval of an amendment to the Articles of Incorporation to set a provision requiring the approval of the Company for the acquisition of the class of shares to be issued upon the exercise of stock acquisition rights by transfer, or a provision allowing the Company to acquire such class of shares by resolution of a general meeting of shareholders

9. Policy for determining the details of delivery of stock acquisition rights of a reorganized company under organizational restructuring

In the event the Company goes through a merger (only if the Company becomes a dissolving company as a result of the merger), an absorption-type company split or incorporation-type company split (only if the Company becomes the splitting company, respectively), or a share exchange or share transfer (only if the Company becomes a wholly-owned subsidiary, respectively) (hereinafter collectively referred to as "Organizational Restructuring"), the stock acquisition rights of stock companies listed in Article 236, Paragraph 1, Item 8 (a) to (e) of the Companies Act (hereinafter, the "Reorganized Company (Companies)" shall be delivered in each case to the Stock Acquisition Rights Holders of the stock acquisition rights remaining (hereinafter, the "Remaining Stock Acquisition Rights") immediately before the effective date of Organizational Restructuring (meaning the date on which the absorption-type merger takes effect, the date on which the company incorporated through the incorporation-type merger is established, the date on which the absorption-type company split takes effect, the date on which the company incorporated through the incorporation-type company split is established, the date on which the share exchange takes effect, and the date on which the wholly-owning parent company is established by share transfer; the same applies hereinafter). Provided, however, that the foregoing shall apply only when the delivery of stock acquisition rights of the Reorganized Company will be made in accordance with each of the following paragraphs as stipulated in the absorption-type merger agreement, incorporation-type merger agreement, absorption-type company split agreement, incorporation-type company split plan, share exchange agreement, or share transfer plan.

- (1) Number of stock acquisition rights of the Reorganized Company to be delivered

The same number of stock acquisition rights as the number of Remaining Stock Acquisition Rights held by the Stock Acquisition Rights Holders shall be delivered, respectively.

- (2) Class of shares of the Reorganized Company to be issued upon the exercise of stock acquisition rights

Common stock of the Reorganized Company.

- (3) Number of shares of the Reorganized Company to be issued upon the exercise of stock acquisition rights
The number shall be determined in accordance with 3. above, taking into consideration the terms and conditions of Organizational Restructuring.

- (4) Value of assets to be contributed upon the exercise of stock acquisition rights

The value of assets to be contributed upon the exercise of each stock acquisition right to be delivered shall be the amount obtained by multiplying the exercise price after the reorganization set forth below by the number of shares of the Reorganized Company to be issued upon the exercise of the stock acquisition right determined in accordance with (3) above. The exercise price after reorganization shall be 1 yen per share of the Reorganized Company. The delivery of which can be received by exercising each Stock Acquisition Right to be issued.

- (5) Exercise period of stock acquisition rights

The exercise period of stock acquisition rights shall be from the later of either the commencement date of the exercise period of stock acquisition rights set forth in 5. above or the effective date of the Organizational Restructuring, to the expiration date of the exercise period of stock acquisition rights set forth in 5. above.

- (6) Matters concerning capital and capital reserve that increase when shares are issued upon the exercise of share acquisition rights

To be determined in accordance with 6 above.

- (7) Restriction on acquisition of stock acquisition rights by transfer

The acquisition of stock acquisition rights by transfer requires approval by resolution of the Board of Directors of the Reorganized Company.

- (8) Conditions for the acquisition of stock acquisition rights

To be determined in accordance with 8. above.

- (9) Other conditions for the exercise of stock acquisition rights

To be determined in accordance with 11. below.

10. Rules on fractions of less than one (1) share arising from the exercise of stock acquisition rights

Any fractions of less than one (1) share in the number of shares to be delivered to the Stock Acquisition Rights Holders who have exercised the stock acquisition rights shall be truncated.

11. Other conditions for the exercise of stock acquisition rights

- (1) Stock Acquisition Rights Holders may exercise their stock acquisition rights on condition that they hold any of the positions as director, executive officer, or employee of the Company or its subsidiary. If, after the allotment of the stock acquisition rights and before the expiration of the period for evaluating conditions for achieving performance set forth in the allotment agreement, a Stock Acquisition Rights Holder loses his/her position as director, executive officer, and employee of the Company or its subsidiary, the Stock Acquisition Rights Holder shall, in principle, forfeit the stock acquisition rights effective the time of loss of such position.
- (2) Notwithstanding (1) above, Stock Acquisition Rights Holders may exercise their stock acquisition rights within the period set forth in 5. above, but only within the period set forth below in the cases set forth below (excluding cases where the merger agreement, share exchange agreement, or share transfer plan

stipulates that stock acquisition rights of the Reorganized Company will be delivered to the Stock Acquisition Rights Holders in accordance with 9. above).

In the case where a proposal for approval of a merger agreement under which the Company becomes a dissolving company or a proposal for approval of a share exchange agreement or a share transfer plan under which the Company becomes a wholly-owned subsidiary has been approved at a general meeting of shareholders (in cases where a resolution of the general meeting of shareholders is not necessary, if a resolution is reached by the Company's Board of Directors);

Fifteen (15) days from the day immediately following the date of such approval

- (3) The Board of Directors of the Company shall determine the method of calculating the number of stock acquisition rights that can be exercised in accordance with the degree of achievement of the numerical targets set forth in the allotment agreement, and the Stock Acquisition Rights Holders may exercise only the number of stock acquisition rights in accordance with the degree of achievement of the numerical targets. In addition, other conditions for the exercise of stock acquisition rights shall be determined by the Board of Directors of the Company.
- (4) In cases where Stock Acquisition Rights Holders forfeit their stock acquisition rights, such stock acquisition rights may not be exercised.

12. Method of calculating the amount to be paid in for stock acquisition rights

The amount to be paid in for each stock acquisition right shall be the amount obtained by multiplying the option price per share calculated according to the basic figures in (2) to (7) below using the Black-Scholes Model of the following formula (fractions of less than 1 yen are rounded off) by the Number of Granted Shares.

$$C = Se^{-qT} N(d) - Xe^{-rT} N(d - \sigma\sqrt{T})$$

where:

$$d = \frac{\ln\left(\frac{S}{X}\right) + \left(r - q + \frac{\sigma^2}{2}\right)T}{\sigma\sqrt{T}}$$

- (1) Option price per share (C)
- (2) Stock price (S): The closing price of the Company's common stock in regular trading on the Tokyo Stock Exchange on August 15, 2025 (if there is no closing price, the base price of the next trading day)
- (3) Exercise price (X): 1 yen
- (4) Expected remaining period (T): 5 years
- (5) Stock price volatility (σ): The rate of stock price volatility calculated based on the closing price of the Company's common stock in regular trading on each trading day during a 5-year period (from August 15, 2020, to August 15, 2025)
- (6) Risk-free rate of interest (r): The rate of interest on government bonds whose remaining years correspond to the expected remaining period
- (7) Dividend yield (q): Dividend per share (actual dividend for the fiscal year ended March 31, 2025) ÷ Share price as specified in (2) above
- (8) Cumulative distribution function of the standard normal distribution ($N(\cdot)$)

*The amount calculated as described above is the fair value of the stock acquisition rights and does not constitute issuance under favorable terms. The monetary remuneration claims equivalent to the total amount to be paid in for the stock acquisition rights held by the allottees against the Company shall be

offset by their obligations to pay for the allotment of the stock acquisition rights.

13. Date of allotment of stock acquisition rights: August 15, 2025

14. Payment due date for subscription to stock acquisition rights: August 15, 2025

15. Persons to whom stock acquisition rights are allotted, the number of such persons, and the number of stock acquisition rights to be allotted

| Allottees | Number of allottees | Number of stock acquisition rights to be allotted |
|--------------------------|------------------------|--|
| Employees of the Company | 75 | 793 |