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Notice Concerning Issuance of New Shares as Restricted Share-Based Remuneration

Future Innovation Group, Inc. (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held on April 18, 2025, to issue new shares as restricted share-based remuneration (the “Issuance of New Shares” or “Issuance”) as described below.

1. Overview of the Issuance

(1) Payment date	May 16, 2025
(2) Class and number of shares to be issued	118,800 shares of common stock of the Company
(3) Issue price	246 yen per share
(4) Total issue price	29,224,800 yen
(5) Allottees, number of allottees, and the number of shares to be allotted to each allottee	Directors (excluding Directors who are audit and supervisory committee members and Outside Directors) 3 persons: 62,400 shares Executive Officers 9 persons: 56,400 shares
(6) Other	A written notice of securities in accordance with the Financial Instruments and Exchange Act has been filed for the Issuance of New Shares.

2. Purpose and reason for the Issuance

At a meeting of the Board of Directors held on February 25, 2021, the Company resolved to introduce a restricted share-based remuneration plan (the “Plan”) with the aim of providing incentives to the Company’s Directors (excluding Directors who are audit and supervisory committee members and Outside Directors; the “Eligible Directors”) and Executive Officers (together with the Eligible Directors, the “Eligible Officers”) to sustainably enhance the Company’s corporate value and to further promote value sharing between the Eligible Officers and shareholders.

The following is an overview, etc. of the Plan.

Under the Plan, monetary remuneration claims will be granted to the Eligible Officers each fiscal year, in principle, for the purpose of allotting restricted shares. Such monetary remuneration claims will be paid as property contributed in kind, and common stock of the Company will be issued or disposed of. The total amount of monetary remuneration claims to be granted to the Eligible Directors under the Plan shall be within the scope of their remuneration, etc. and shall not exceed 30 million yen per year. The specific timing of payment and

allocation to each Eligible Director shall be determined by the Board of Directors.

The total number of shares of common stock to be issued or disposed of by the Company under the Plan shall not exceed 100,000 shares per year for the Eligible Directors. The amount of payment per share shall be the closing price of the common stock of the Company on the Tokyo Stock Exchange on the business day prior to the date of the relevant resolution at the Board of Directors (or, if no trading occurred on that date, the closing price on the most recent trading day prior to that date).

When issuing or disposing of common stock of the Company under the Plan, a restricted share allotment agreement shall be concluded between the Company and the Eligible Officers. The agreement shall include, 1) a prohibition on the transfer, pledge, or other disposal of the Company's common stock allocated under the agreement by the Eligible Officers for a certain period; and 2) provisions for the Company to acquire such common stock without consideration in certain circumstances.

Taking into consideration the purpose of the Plan, the Company's business performance, the scope of the Eligible Officers' responsibilities, and various other circumstances, the Company has decided to grant the Eligible Officers a total of 29,224,800 yen in monetary remuneration claims (the "Monetary Remuneration Claims") and a total of 118,800 shares of common stock of the Company.

In addition, the transfer restriction period shall be until the time an Eligible Officer resigns or retires to realize the objectives of introducing the Plan, namely, to provide incentives for the sustainable enhancement of corporate value and to share shareholder value.

In connection with the Issuance of New Shares under the Plan, 12 Eligible Officers to whom shares are to be allotted shall contribute the full amount of the Monetary Remuneration Claims against the Company as property contributed in kind, and shall subscribe to the common stock to be disposed of by the Company.

3. Overview of the restricted share allotment agreement

The Company and each Eligible Officer shall individually enter into a restricted share allotment agreement (the "Allotment Agreement"), an overview of which is as follows.

(1) Transfer restriction period

The Eligible Officers may not transfer, pledge, or otherwise dispose of the shares during the period from the payment date (the "Payment Date") until the time of their resignation or retirement from any position as Directors or Executive Officers of the Company (the "Transfer Restriction Period").

(2) Conditions for lifting restrictions on transfers

On the condition that an Eligible Officer has continuously served as a Director or Executive Officer of the Company throughout the Transfer Restriction Period, the transfer restrictions on all of the common stock of the Company allocated under the Allotment Agreement (the "Shares") shall be lifted upon the expiration of the Transfer Restriction Period.

(3) Reasons for acquisition by the Company without contribution

- 1) If it is confirmed that an Eligible Officer will resign or retire from all positions as a Director and Executive Officer of the Company for reasons other than death, expiration of term of office, mandatory retirement, or any other justifiable reasons, the Company shall acquire all of the Shares without contribution.
- 2) Other reasons for the Company's acquisition of the shares without contribution shall be as provided in an allotment agreement, pursuant to a resolution of the Company's Board of Directors.

(4) Handling of death and mid-term resignation

Notwithstanding the provisions of (2) above, if an Eligible Officer resigns or retires from all positions as a Director and Executive Officer of the Company in the middle of the period from the day following the Annual General Shareholders' Meeting for the year in which the Payment Date belongs to the date of the following Annual General Shareholders' Meeting, due to death or other justifiable reasons, at the time of such resignation or retirement, the transfer restrictions shall be lifted for the number of shares calculated by multiplying the number of the Shares by a fraction, the numerator of which is the number of months from the month including the Payment Date to the month including the date of such resignation or retirement, and the denominator of which is 12 (any fractional number of shares of less than one share unit resulting from this calculation shall be rounded up to the nearest whole share unit). At the time immediately after the lifting of the transfer restrictions, the Company shall naturally acquire, without consideration, the Shares for which the restrictions have not been lifted.

(5) Handling upon organizational restructuring, etc.

Notwithstanding the provisions of (1) and (2) above, if, during the Transfer Restriction Period, any matters concerning organizational restructuring, etc., such as a merger agreement in which the Company becomes the absorbed company, a share exchange agreement or a share transfer plan in which the Company becomes a wholly owned subsidiary, are approved at a General Shareholders' Meeting of the Company (or by the Board of Directors of the Company, if approval at the Company's General Shareholders' Meeting is not required for such organizational restructuring, etc.), the transfer restrictions shall be lifted, by resolution of the Board of Directors, with respect to the number of shares calculated by multiplying the number of the Shares by a fraction, the numerator of which is the number of months from the month including the Payment Date to the month including the date of such approval, and the denominator of which is 12 (provided that if the result of this calculation exceeds 1, it shall be deemed to be 1) (any fractional number of shares less than one share unit resulting from this calculation shall be rounded up to the nearest whole share unit), at the time immediately before the business day prior to the effective date of the organizational restructuring, etc. At the time immediately after the lifting of the transfer restrictions, the Company shall naturally acquire, without consideration, the Shares for which the restrictions have not been lifted.

(6) Management of shares

To ensure that the Shares cannot be transferred, pledged, or otherwise disposed of during the Transfer Restriction Period, they will be managed in dedicated accounts opened by Eligible Officers at Nomura Securities Co., Ltd. during the Transfer Restriction Period. To ensure the effectiveness of the transfer restrictions, etc. on the Shares, the Company and the Eligible Officers have entered into an agreement with Nomura Securities Co., Ltd. concerning the management of the accounts for the Shares held by each Eligible Officer.

4. Grounds for calculating the payment amount and specific details thereof

The payment amount for the Issuance of New Shares has been set at 246 yen, which is the closing price of the Company's common stock on the Prime Market of the Tokyo Stock Exchange on April 17, 2025 (the business day prior to the date of the Board of Directors' resolution), in order to eliminate arbitrariness in determining the amount. As this amount represents the market stock price immediately prior to the date of the Board of Directors' resolution, it is considered to be a rational amount that is not particularly advantageous.