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May 20, 2025

To whom it may concern

Company Name: Matching Service Japan Co., Ltd.
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Representative Director,
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(Securities code: 6539 Prime
Market of Tokyo stock Exchange)
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Notice Regarding Introduction of Restricted Stock Compensation Plan

Matching Service Japan Co., Ltd. (Headquarters: Chiyoda-ku, Tokyo; Representative Director, Chairman and CEO: Takahiro Arimoto; hereinafter referred to as the "Company") resolved at the Board of Directors meeting held on May 20, 2025, to revise its officer compensation system and introduce a Restricted Stock Compensation Plan (hereinafter referred to as the "Plan"). Accordingly, the Company has decided to submit a proposal regarding the Plan to the 35th Annual General Meeting of Shareholders (hereinafter referred to as the "Shareholders' Meeting"), scheduled to be held on June 25, 2025. Details are provided below.

1. Purpose of Introducing the Plan

The objective of the Plan is to provide an incentive for the Company's Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors; hereinafter referred to as the "Eligible Directors") to drive the sustainable enhancement of corporate value while also promoting greater value sharing with shareholders.

As the introduction of the Plan involves granting monetary claims as compensation to the Eligible Directors for the allocation of restricted stock, its implementation is subject to shareholder approval for such compensation at the Shareholders' Meeting.

The amount of compensation paid to the Company's Directors (excluding Directors who are Audit and Supervisory Committee Members) was set at ¥200 million or less per year at the 26th Annual General Meeting of Shareholders held on June 29, 2016. At the Shareholders' Meeting, the Company plans to seek shareholder approval to newly introduce the Plan and to set a separate compensation limit for the Eligible Directors, independent of the above compensation limit.

2. Outline of the Plan

The total amount of monetary claims to be paid to the Eligible Directors under the Plan shall be ¥40 million or less per year, and the total number of common shares to be newly issued or disposed of by the Company shall be 75,000 shares or less per year.

However, if a stock split (including a gratis allotment of common stock of the Company) or a reverse stock split of the Company's common stock is carried out with an effective date on or after the date of the resolution at the Shareholders' Meeting, the total number shall be adjusted within a reasonable range as necessary in accordance with the split ratio, reverse split ratio, etc. after the effective date.

The Shares shall be delivered as compensation under the Plan, and no monetary contribution shall be required for the delivery of the Shares. The per-share payment amount of the Company's common stock to be issued or disposed of under the Plan will be determined by the Board of Directors based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the relevant Board resolution (or, if no transaction occurred on that day, the most recent prior trading day), within a range that does not confer a particular advantage to the Eligible Directors.

The specific timing and allocation of the Shares to each Eligible Director will be determined by the Board of Directors after consulting with the Nomination and Compensation Committee.

Furthermore, the issuance or disposal of the Shares under the Plan will be subject to the execution of a Restricted Stock Allotment Agreement between the Company and the Eligible Directors. This agreement will include provisions such as:

(i) a specified period (hereinafter referred to as the "Restricted Period") during which the Shares may not be transferred to a third party, pledged as collateral, or otherwise disposed of; and

(ii) the Company's right to acquire the Shares without compensation under certain conditions.

The Shares will be managed in a dedicated account opened by the Eligible Directors with Nomura Securities Co., Ltd. to prevent the Shares from being transferred, pledged as collateral, or otherwise disposed of during the Restricted Period.