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To whom it may concern,

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## Notice Regarding the Introduction of a Restricted Stock Compensation Plan

Pasona Group Inc. (hereinafter referred to as "the Company") has reviewed the executive compensation plan at the Board of Directors meeting held today, and has resolved to introduce a restricted stock compensation plan (hereinafter referred to as "this plan"). Accordingly, the Company has decided to present a proposal concerning this plan at the 18th Annual General Meeting of Shareholders, scheduled to be held on August 22, 2025 (hereinafter referred to as "the Shareholders' Meeting"). The Company hereby informs you of the details as follows.

### 1. Purpose of Implementing this Plan, etc.

This plan is designed for the Directors of the Company (including Directors who are Audit and Supervisory Committee Members as well as Outside Directors, hereinafter referred to as "Eligible Directors"). The purpose of this plan is to provide incentives aimed at enhancing the continuous growth of corporate value and to further promote value sharing with shareholders.

Upon introducing this plan, Eligible Directors will be compensated with either (i) the Company's common stock or (ii) a monetary claim for obtaining the Company's common stock. Therefore, it is a condition that the Company receives the approval of the shareholders at the Shareholders' Meeting for the provision of such compensation. The amount of remuneration and other compensation for the Company's Directors was approved at the 10th Annual General Meeting of Shareholders held on August 18, 2017. The monetary compensation for Directors (excluding Directors who are Audit and Supervisory Committee Members) was approved to be within 600 million yen per year (of which the portion for Outside Directors is within 50 million yen per year, though this does not include salaries for Directors also serving as employees). The monetary compensation for Directors who are Audit and Supervisory Committee Members was approved to be within 100 million yen per year.

Additionally, for the performance-linked stock compensation plan for Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors), a separate framework from the above-mentioned monetary compensation framework was approved. This involves contributing an amount of up to 800 million yen over five business years to a trust as the source for stock acquisition, with the total number of points granted per fiscal year being within 260,000 points. At the Shareholders' Meeting, the Company plans to seek approval from all shareholders to newly introduce this plan and set the compensation framework related to this plan for the Eligible Directors within the scope of the aforementioned monetary compensation framework.

## 2. Overview of This plan

Under this plan, the remuneration provided to Eligible Directors will be in the form of either (i) common stock of the Company or (ii) a monetary claim serving as a contribution in kind for acquiring common stock of the Company. Eligible Directors will have common stock issued or disposed to them based on resolutions made by the Board of Directors of the Company. Based on this plan, the total amount of the Company's common stock or monetary claims to be granted to Directors who are not Audit and Supervisory Committee Members will be within 300 million yen per year (with the portion for Outside Directors being within 25 million yen per year, excluding salaries for Directors who concurrently serve as employees). For Directors who are Audit and Supervisory Committee Members, the total amount of the Company's common stock or monetary claims to be granted will be within 100 million yen per year. Additionally, the total number of common shares newly issued or disposed of to Directors who are not Audit and Supervisory Committee Members will be within 150,000 shares per year (of which, the shares for Outside Directors will be within 12,500 shares per year). For Directors who are Audit and Supervisory Committee Members, the total number of common shares newly issued or disposed of will be within 50,000 shares per year.

However, if a stock split of the Company's common stock (including a gratuitous allotment of the Company's common stock) or a reverse stock split is conducted with an effective date set for a day after the resolution of the Shareholders' Meeting, the total number will be adjusted on and after the effective date in a reasonable manner according to the split or reverse split ratio, as necessary.

Under this plan, when remuneration provided to Eligible Directors involves granting the Company's common stock instead of paying monetary claims, the common stock is issued or disposed of as remuneration for the Directors. In this case, no payment for monetary claims as contributions in kind for the exchange of the common stock will be required. However, the amount of the Company's common stock granted to Eligible Directors is calculated based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day preceding the date of each board resolution concerning the issuance or disposal of the common stock (or the closing price of the latest transaction prior if no transaction is conducted on that particular day).

On the other hand, when monetary claims are provided to Eligible Directors as remuneration under this plan, to be used as a contribution in kind for acquiring the Company's common stock, the Eligible Directors shall, based on the resolution of the Company's Board of Directors, pay in the entirety of the monetary claims provided under this plan as a contribution in kind and receive issuance or disposal of the Company's common stock. In this case, the payment amount per share will be determined at the Board of Directors meeting 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 each board resolution (or the closing price of the most recent prior trade if no trade was concluded on that day), ensuring that the amount is not particularly advantageous to the Eligible Directors subscribing to the common stock.

Furthermore, the specific timing and distribution of payments to each Eligible Director will be determined by the Nomination and Remuneration Committee, which is composed of a majority of Independent Outside Directors who meet the Company's independence criteria.

Furthermore, when issuing or disposing of the Company's common stock (hereinafter referred to as "this stock") or when granting monetary claims as a contribution in kind according to this plan, it is conditional that a restricted stock allocation agreement be concluded between the Company and the Eligible Directors. This agreement must include provisions such as: (1) prohibiting any transfer to third parties, setting of security interests, or any other disposition regarding this stock during a certain period (hereinafter referred to as the "transfer restriction period"), and (2) allowing the Company to acquire this stock without compensation if certain circumstances arise. This stock is scheduled to be managed in a special account opened by the Eligible Directors at Nomura Securities Co., Ltd., such that they cannot be transferred, used as collateral, or otherwise disposed of during the transfer restriction period.

Note that the Company also plans to introduce the same restricted stock compensation plan for Executive Officers who do not concurrently serve as Directors of the Company, provided that the proposal related to this plan is approved at the Shareholders' Meeting.

[Reference 1]

Regarding the remuneration for Directors who are Audit and Supervisory Committee Members, the Company plans to submit a proposal at the Shareholders' Meeting to revise the total amount of 100 million yen per year to a new total amount of 200 million yen per year.

This revision is proposed in consideration of the fact that the number of Directors who are Audit and Supervisory Committee Members has increased by one since the approval at the 10th Annual Shareholders' Meeting held on August 18, 2017, as well as the expanded responsibilities and expected roles of Directors and Audit and Supervisory Committee Members.

[Reference 2]

The Company's 18th Annual Shareholders' Meeting is scheduled to be held on Friday, August 22, 2025.

Furthermore, the meeting is planned to be held as a virtual-only shareholders' meeting, with no physical location.