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Press Release

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### **Notice Regarding Disposal of Treasury Shares as Restricted Stock Compensation**

Kanamic Network Co., Ltd. (hereinafter the “Company”) announced its resolution at the meeting of its Board of Directors held today to dispose of its treasury shares (hereinafter the “Disposal of Treasury Shares” or the “Disposal”). The details are as below.

#### 1. Outline of the Disposal

(1) Date of the Disposal	January 20, 2023
(2) Class and number of shares to be disposed of	17,000 shares of common stock of the Company
(3) Disposal price	569 yen per share
(4) Total value of shares to be disposed of	9,673,000 yen
(5) Allottees, number thereof, and number of shares to be allotted	Directors (excluding Outside Directors) of the Company 5 allottees, 14,000 shares Employees of the Company 1 allottee, 2,000 shares Employees of the Company’s subsidiaries 1 allottee, 1,000 shares

#### 2. Purpose and Reasons for the Disposal

The Company resolved at the meeting of its Board of Directors held on November 2, 2021, to introduce a restricted stock compensation plan (hereinafter the “Plan”) for the Company’s Directors (excluding Outside Directors, hereinafter the “Eligible Director(s)”) and the Company’s employees (hereinafter the “Eligible Employee(s)”). The objectives of the Plan are to provide those eligible for the Plan with an incentive for working to continuously enhance the corporate value of the Company and to further promote the sharing of values with shareholders. To further promote those objectives, the Company resolved at the meeting of its Board of Directors held on December 21, 2022, to add employees of the Company’s subsidiaries (hereinafter the “Eligible Subsidiary Employee(s)”) to those eligible for the Plan (the Eligible Directors, the Eligible Employees, and the Eligible Subsidiary Employees, hereinafter collectively the “Grantees”). In addition, at the 21st Ordinary General Meeting of Shareholders held on December 22, 2021, the Company obtained approval on providing monetary claims of up to 90 million yen per year to the Eligible Directors as monetary compensation to be contributed for the acquisition of restricted stock (hereinafter the “Restricted Stock Compensation”) in

accordance with the Plan. The Company also obtained approval that the number of common stock to be issued or disposed of under the Plan shall not exceed 150,000 per year, and that the transfer restriction period for the restricted stock shall be from the date of allotment of common stock of the Company under the restricted stock allotment agreement to be executed between the Company and the Eligible Director until the date of his or her resignation or retirement from the position as an officer or employee of the Company or its subsidiary, as previously determined by the Board of Directors of the Company.

The outline, etc., of the Plan is as follows.

[Outline, etc., of the Plan]

The Grantees shall pay in all of the monetary claims provided by the Company and its subsidiaries under the Plan as property contributed in kind and shall receive the Company's common stock to be issued or disposed of. The amount to be paid in per share shall be determined by the Board of Directors based on the closing price of the common stock of the Company on the Tokyo Stock Exchange on the business day preceding the date of each resolution of the Board of Directors (or the closing price on the transaction day immediately prior thereto if no transaction is made on such business day) to the extent that the amount is not particularly favorable to the Grantees who will subscribe to such common stock.

In addition, upon the issuance or disposal of the Company's common stock under the Plan, the Company and the Grantee shall conclude a restricted stock allotment agreement which shall include: (1) The Grantee shall be prohibited, for a certain period of time, to transfer to third parties, to create a security interest in, or to otherwise dispose of the Company's common stock allotted under the restricted stock allotment agreement; and (2) the Company shall acquire such common stock without compensation upon the occurrence of certain events.

This time, following consultation with the Company's voluntary body which is the equivalent of a compensation committee, and taking into consideration the objectives of the Plan, the business conditions of the Company, the scope of responsibilities of each Grantee, and various other circumstances, the Company has decided to grant a total of 9,673,000 yen in monetary claims (hereinafter the "Monetary Claims") and 17,000 shares of common stock for the purpose of further increasing the motivation of each Grantee.

In the Disposal of Treasury Shares, the seven Grantees, who are the scheduled allottees under the Plan, will pay in all of the Monetary Claims as property contributed in kind to the Company or its subsidiary and will receive the Company's common stock to be disposed of (hereinafter the "Allotted Shares"). The outline of the restricted stock allotment agreement to be concluded between the Company and the Grantees upon the Disposal of Treasury Shares (hereinafter the "Allotment Agreement") is as follows in section 3.

### 3. Outline of the Allotment Agreement

<For the Eligible Directors>

(1) Transfer restriction period

From January 20, 2023 (the date of the Disposal) until the time immediately following his or her resignation or retirement from any position as an officer or employee of the Company or its subsidiary (hereinafter the "Position").

(2) Conditions for lifting of the transfer restriction

The restriction on transfer of all of the Allotted Shares shall be lifted at the expiration of the transfer restriction period on the condition that the Eligible Director has continuously held the Position during the period from the date of the Ordinary General Meeting of Shareholders to be held in fiscal 2022 until immediately before the conclusion of the Ordinary General Meeting of Shareholders to be held in fiscal 2025 (hereinafter the "Service Period").

(3) Treatment in the event that the Eligible Director resigns or retires on justifiable grounds during the Service Period

In the event that an Eligible Director resigns or retires from the Position on justifiable grounds (includes resignation or retirement due to death), with the approval of the Company's Board of Directors, the transfer restriction on all of the Allotted Shares shall be lifted immediately following the resignation or retirement of the Eligible Director.

(4) Acquisition without compensation by the Company

In the event that an Eligible Director resigns or retires from the Position on other than justifiable grounds during the transfer restriction period, commits an act in violation of laws and regulations, or falls under

other certain events stipulated in the Allotment Agreement, the Company shall automatically acquire all of the Allotted Shares without compensation at the time of such resignation or retirement. In addition, the Company shall automatically acquire the Allotted Shares without compensation for which the transfer restriction is not lifted immediately after the lifting of the transfer restriction.

(5) Treatment in the event of organizational restructuring, etc.

During the transfer restriction period, if a merger agreement in which the Company is the disappearing company, a share exchange agreement or a share transfer plan in which the Company becomes a wholly-owned subsidiary, or other organizational restructuring, etc. is approved at the Company's General Meeting of Shareholders (or by the Company's Board of Directors in cases where the approval of the Company's General Meeting of Shareholders is not required for such organizational restructuring, etc.), the Company shall, by resolution of the Company's Board of Directors, lift the transfer restriction for all of the Allotted Shares immediately before the business day that precedes the effective date of the organizational restructuring, etc.

(6) Management of shares

During the transfer restriction period, the Allotted Shares shall be managed in a dedicated account opened by the Eligible Director at Nomura Securities Co., Ltd., to ensure that they may not be transferred, created a security interest in, or otherwise disposed of during the transfer restriction period. The Company has concluded an agreement with Nomura Securities Co., Ltd. concerning the management of the accounts for the Allotted Shares held by the Eligible Directors to ensure the effectiveness of the transfer restriction, etc. related to the Allotted Shares. The Eligible Directors shall also agree to the details of the management of such accounts.

<For Eligible Employees and Eligible Subsidiary Employees>

(1) Transfer restriction period

January 20, 2023, to January 20, 2026

(2) Conditions for lifting of the transfer restriction

The restriction on transfer of all of the Allotted Shares shall be lifted at the expiration of the transfer restriction period on the condition that the Eligible Employee or Eligible Subsidiary Employee has continuously held any position as an officer or an employee of the Company or its subsidiary (hereinafter the "Position") during the transfer restriction period.

(3) Treatment in the event that the Eligible Employee or Eligible Subsidiary Employee resigns or retires on justifiable grounds during the transfer restriction period

In the event that an Eligible Employee or Eligible Subsidiary Employee resigns or retires from the Position on justifiable grounds (includes resignation or retirement due to death), with the approval of the Company's Board of Directors, the transfer restriction on all of the Allotted Shares shall be lifted immediately following the resignation or retirement of the Eligible Employee or Eligible Subsidiary Employee.

(4) Acquisition without compensation by the Company

In the event that an Eligible Employee or Eligible Subsidiary Employee resigns or retires from the Position on other than justifiable grounds during the transfer restriction period, commits an act in violation of laws and regulations, or falls under other certain events stipulated in the Allotment Agreement, the Company shall automatically acquire all of the Allotted Shares without compensation at the time of such resignation or retirement. In addition, the Company shall automatically acquire the Allotted Shares without compensation for which the transfer restriction is not lifted immediately after the lifting of the transfer restriction.

(5) Treatment in the event of organizational restructuring, etc.

During the transfer restriction period, if a merger agreement in which the Company is the disappearing company, a share exchange agreement or a share transfer plan in which the Company becomes a wholly-owned subsidiary, or other organizational restructuring, etc. is approved at the Company's General Meeting of Shareholders (or by the Company's Board of Directors in cases where the approval of the Company's General Meeting of Shareholders is not required for such organizational restructuring, etc.), the Company shall, by resolution of the Company's Board of Directors, lift the transfer restriction for all of the Allotted Shares immediately before the business day that precedes the effective date of the organizational restructuring, etc.

(6) Management of shares

During the transfer restriction period, the Allotted Shares shall be managed in a dedicated account opened by the Eligible Employee or the Eligible Subsidiary Employee at Nomura Securities Co., Ltd., to

ensure that they may not be transferred, created a security interest in, or otherwise disposed of during the transfer restriction period. The Company has concluded an agreement with Nomura Securities Co., Ltd. concerning the management of the accounts for the Allotted Shares held by the Eligible Employees and Eligible Subsidiary Employees to ensure the effectiveness of the transfer restriction, etc. related to the Allotted Shares. The Eligible Employees and Eligible Subsidiary Employees shall also agree to the details of the management of such accounts.

#### 4. Basis for Calculating the Amount to Be Paid in and Details Thereof

The Disposal of Treasury Shares to the scheduled allottees shall be funded by the monetary claims provided as the Restricted Stock Compensation for the 23rd through 25th fiscal years of the Company under the Plan. To ensure the exclusion of arbitrary pricing, the disposal price is set at 569 yen, the closing price of the Company's common stock on the Prime Market of the Tokyo Stock Exchange on December 20, 2022 (the business day preceding the date of the resolution of the Board of Directors). This is the market price immediately before the date of the resolution of the Board of Directors, and the Company believes that this is reasonable and is not particularly favorable.