



March 27, 2026

To All Concerned Parties

Company: Loadstar Capital K.K.
Representative: Tatsushi Iwano, President
(Code: 3482 Tokyo Stock Exchange Prime Market)
Inquiries: Takuya Kawabata, CFO
(TEL. +81-3-6630-6690)

Notice of Issuance of Share Acquisition Rights (Paid-in Stock Options)

Loadstar Capital K.K. (the “Company”) hereby announces that at the Board of Directors meeting held today, the Board of Directors resolved to issue the following share acquisition rights as stock options to directors of the Company, pursuant to Articles 236, 238 and 240 of the Companies Act of Japan. The share acquisition rights will be issued in exchange for cash at a fair price to those who subscribe to the shares. This issuance will be carried out without obtaining approval at an Annual General Meeting of Shareholders because the conditions are not particularly favorable to the subscribers. The share acquisition rights are not intended as compensation to the grantees but are to be subscribed based on each individual's decision for investment.

I. Purpose and Reason for Share Acquisition Rights

Aiming to expand the Company's business performance and maximize the corporate value, these share acquisition rights will be issued to directors of the Company in exchange for cash in order to further increase their motivation and morale, and to enhance the solidarity of the Company.

As stipulated in 'II. Terms of Issuance of New Share Acquisition Rights 3. (6) Conditions for Exercise of New Share Acquisition Rights,' these share acquisition rights come with mandatory exercise conditions and performance achievement conditions. This scheme is designed so that the Company's directors, who are the recipients, bear certain responsibility for the Company's stock price decline and performance achievement. This allows them to share the risk of stock price fluctuations with shareholders and provides incentives for the expansion of the Company's performance.

II. Summary of Issuance of Share Acquisition Rights

Persons to whom stock acquisition rights are allotted and number of such persons, and number of stock	4 Directors, 160 units
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acquisition rights to be allotted	
Issue price per stock acquisition right	22,050 yen per share acquisition right The Company requested Bridge Consulting Group Inc. to calculate the value of the share acquisition rights. Bridge Consulting Group Inc. used the binomial model, a common option pricing model. The share acquisition rights will be issued to subscribers in exchange for cash at the fair price calculated as above, and it will not be favorable to the subscribers.
Terms, including class and number, of shares delivered upon exercise of stock acquisition rights	Common stock 80,000 shares (500 shares per share acquisition right)
Value of property to be contributed upon exercise of stock acquisition rights	2,950 yen("Exercise Value") per share multiplied by the Number of Shares Granted. The exercise price shall be the same as the closing price of our common stock at the Tokyo Stock Exchange on March 26, 2026, which is the business day before the date of BOD resolution for the issuance of the Stock Acquisition Rights. The share acquisition rights will be issued at the fair value calculated as described above; therefore, the issuance does not constitute a favorable issuance.
Period during which stock acquisition rights may be exercised	From March 28, 2029 To March 27, 2036
Terms and conditions for exercising stock acquisition rights	(Note)
Allotment Date of stock acquisition rights	April 13, 2026

(NOTE) Terms and conditions for exercising stock acquisition rights

- a. If the average closing price of the ordinary transactions of our common stock on the Tokyo Stock Exchange on each trading day during a calendar month from the first day to the last day of the exercise period falls below the amount that is obtained by multiplying the closing price of 2,950 yen by 30% on the trading day preceding the date of the Board of Directors resolution even once, the holders of the share acquisition rights are obliged to exercise all the remaining share acquisition rights by the end of the exercise period. However, this shall not apply to the following cases.
- (i) If our disclosed information proves to be materially false.
 - (ii) In the event that the Company is found to have failed to properly disclose material facts that should have been disclosed in accordance with laws and regulations and the rules of the Tokyo Stock Exchange.
 - (iii) If we are delisted, go bankrupt, or otherwise undergo a major change in circumstances that were assumed on the date of the allotment.

(iv) In other cases that the Company engages in any conduct that is objectively deemed detrimental to the trust of the holders of share acquisition rights.

- b. The share acquisition rights may be exercised only if the Company's consolidated income before income taxes (or income before income taxes if consolidated financial statements are not prepared) in the Consolidated Statements of Income reaches 20 billion yen or more in any fiscal year from the fiscal year ending December 2028 to the fiscal year ending December 2036. However, if changes in applicable accounting standards or events such as corporate acquisitions that significantly impact the Group's performance occur, and the Board of Directors determines that it is inappropriate to make judgments based on the actual figures stated in the Company's Consolidated Statements of Income, the Company shall make reasonable adjustments to the actual figures used for judgment by excluding the impact of such corporate acquisitions. Furthermore, if there are significant changes in the concept or calculation period of the indicators to be referred to due to the application of International Financial Reporting Standards, changes in the fiscal year-end, etc., the Board of Directors shall separately determine the indicators or calculation period to be referred to.
- c. The holder of the share acquisition rights is required to be a director, Audit & Supervisory Board Member (including those who hold similar positions when such positions are created due to legal revisions) or employee of the Company or its affiliates even at the time of the exercise of the share acquisition rights.
- d. The heirs of the holders may not exercise the share acquisition rights.
- e. If the total number of issued shares of the Company exceeds the number of authorized shares at the time of exercise of the share acquisition rights, such share acquisition rights may not be exercised.
- f. Each share acquisition right may not be exercised less than one unit.
- g. Other terms and conditions shall be set forth in the "Share Acquisition Rights Allotment Agreement" to be concluded between the Company and the person to whom share acquisition rights are allotted in accordance with a resolution of the Board of Directors.