



May 13, 2025

Company name:	Kotobuki Spirits Co., Ltd. (URL https://www.kotobukispirits.co.jp/)
Name of representative:	Seigo Kawagoe, PRESIDENT (Securities code, 2222; Tokyo Stock Exchange Prime Market)
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Introduction of Restricted Shares Remuneration System for Senior Management Employees

Kotobuki Spirits Co., Ltd. (the “Company”) hereby announces that, at a meeting of the Board of Directors held today, it resolved to introduce a restricted shares remuneration system (the “System”) for senior management employees of the Company (“Eligible Employees”).

1. Objective, etc. of introduction of the System

The objective of the System is to provide Eligible Employees an incentive to sustainably increase the Company’s corporate value and further promote shared value between them and shareholders.

2. Overview of the System

Under the System, Eligible Employees shall pay in all monetary claims provided by the Company, as property contributed in kind, and in return, shall receive the issuance or disposal of common shares of the Company. The amount to be paid per share shall be determined by the Board of Directors based on the closing price of the Company’s common shares on the Tokyo Stock Exchange on the business day immediately before the date of resolution by the Board of Directors deciding on the offering terms of the common shares (if there is no closing price on such date, the closing price on the closest preceding trading day), within the extent that the amount will not be particularly advantageous to the Eligible Employees who subscribe to the Company’s common shares.

In addition, for the issuance or disposal of the common shares of the Company under the system (the “Shares”), an agreement on allotment of shares with transfer restrictions shall be entered into between the Company and the Eligible Employees, such agreement to include in its provisions that (1) the transfer to a third party, creation of a security interest on, or any other disposal of the Shares shall be prohibited for a certain period (the “Restriction Period”) and (2) the Company shall acquire the Shares without contribution in the event of certain circumstances. To ensure that the Shares cannot be transferred, have a security interest created on them, or be otherwise disposed of during the Restriction Period, the Company plans to have the Shares managed in special accounts to be opened by the Eligible Employees at Nomura Securities Co., Ltd.