

January 19, 2026

For Immediate Release

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### Notice Regarding Issuance of Paid Stock Options (Share Acquisition Rights)

Plus Alpha Consulting Co., Ltd. (hereinafter “the Company”) hereby announces that it resolved in the meeting of the Company’s Board of Directors held on January 19, 2026 to issue share acquisition rights (hereinafter referred to as the “Share Acquisition Rights”) as paid stock options pursuant to the provisions of Article 236, Article 238 and Article 240 of the Companies Act. Paid stock options are issued at fair value to those who subscribe for the share acquisition rights and the issuance of the Share Acquisition Rights will be implemented without obtaining approval from the General Meeting of Shareholders because they do not involve particularly favorable terms. Furthermore, the Share Acquisition Rights are not granted as compensation for directors of the Company, who are the recipients, but are subscribed based on each individual’s independent investment judgment.

#### I. Purpose and reasons for offering the share acquisition rights

In order to further enhance motivation and morale and strengthen corporate cohesion as we pursue medium-to long-term growth in our business performance and increase in corporate value, we are issuing the Share Acquisition Rights to the Company’s directors in exchange for payment.

If all of the Share Acquisition Rights are exercised, the maximum number of shares of the Company’s common stock to be delivered will be 72,400 shares. This represents approximately 0.17% of the Company’s total number of issued shares as of December 31, 2025, which was 42,387,550 shares. Furthermore, the exercise of the Share Acquisition Rights is contingent upon achieving predetermined performance targets and stock price targets. We believe that achieving these targets will contribute to the interests of the Company’s existing shareholders by enhancing our corporate value and shareholder value. Based on the above, we have determined that the scale of dilution, the number of shares to be issued, and the terms of issuance of the Share Acquisition Rights are reasonable in light of the purpose and reasons for the issuance stated above.

#### II. Issuance guidelines for share acquisition rights

##### 1. Total number of share acquisition rights

However, the above total number represents the planned allotment. If the total number of subscription applications does not reach the above total, or if the total number of the Share Acquisition Rights to be allocated is otherwise reduced, the total number of Share Acquisition Rights to be issued shall be the total number of such new Share Acquisition Rights.

The total number of shares that may be delivered upon exercise of the Share Acquisition Rights shall be 72,400 shares of the Company's common stock, and if the number of shares to be granted under the Share Acquisition Rights is adjusted pursuant to 3.(1) below, the number of shares to be delivered shall be the number of the Share Acquisition Rights multiplied by the adjusted number of shares to be granted.

## 2. Amount to be paid in exchange for share acquisition rights

The issue price per Share Acquisition Right shall be 2,500 yen. The issue price was determined by reference to the results calculated by Plutus Consulting Co., Ltd., a third-party assessment organization, using a Monte Carlo simulation, which is a common option pricing model, taking into account the Company's stock price information and other factors.

## 3. Details of share acquisition rights

### (1) Class and number of shares subject to share acquisition rights

The number of shares subject to each Share Acquisition Right (hereinafter referred to as the "number of shares granted") shall be 100 shares of the Company's common stock.

Furthermore, the number of shares granted shall be adjusted in accordance with the following formula if the Company conducts a share split (including the allotment of the Company's common shares without consideration; the same applies hereafter) or reverse share split after the allocation date of the Share Acquisition Rights. However, such adjustments shall be made only with respect to the number of shares subject to the Share Acquisition Rights that have not been exercised at that time, and any fractional shares resulting from the adjustment shall be rounded down.

$$\begin{array}{l} \text{Adjusted number} \\ \text{of shares} \end{array} = \begin{array}{l} \text{Number of shares} \\ \text{before adjustment} \end{array} \times \text{Split (or reverse split) ratio}$$

Furthermore, in the event that the Company undergoes a merger, company split, share exchange, or share delivery after the allocation date of the Share Acquisition Rights, or in other cases requiring adjustment of the number of shares granted, the Company may appropriately adjust the number of shares granted to a reasonable extent.

### (2) Value or calculation method of assets contributed upon exercise of share acquisition rights

The value of the assets to be contributed upon the exercise of the Share Acquisition Rights shall be the amount obtained by multiplying the amount to be paid for each share determined as follows (hereinafter referred to as the "exercise price") by the number of shares granted.

The exercise price shall be set at 2,410 yen, which is the closing price on January 16, the trading day preceding the date of the resolution of the Board of Directors regarding the issuance of the Share Acquisition Rights.

In the event that the Company conducts a share split or reverse share split after the allotment date of the

Share Acquisition Rights, the exercise price shall be adjusted using the following formula, with any fraction less than one yen resulting from the adjustment rounded up.

$$\text{Adjusted exercise price} = \frac{\text{Exercise price before adjustment}}{\text{Split (or reverse split) ratio}} \times 1$$

Furthermore, if the Company issues new shares or disposes of treasury shares at a price below the market price of its common shares (except in cases of issuance of new shares and disposal of treasury shares based on the exercise of share acquisition rights, or issuance of new shares and delivery of treasury shares through merger, company split, share exchange, or share delivery) after the allotment date of the Share Acquisition Rights, the exercise price shall be adjusted using the following formula, with any fraction less than one yen resulting from the adjustment rounded up.

$$\text{Adjusted exercise price} = \frac{\text{Exercise price before adjustment}}{\text{Number of shares previously issued} + \frac{\text{Number of new shares issued} \times \text{Amount paid per share}}{\text{Market price per share prior to new issuance}}} \times \frac{\text{Number of shares previously issued} + \text{Number of new shares issued}}{\text{Number of shares previously issued} + \text{Number of new shares issued}}$$

In the above formula, “Number of shares previously issued” shall mean the total number of issued shares of the Company’s common shares minus the number of treasury shares of the Company’s common shares, and when engaging in the disposal of treasury shares of the Company’s common shares, “Number of new shares issued” shall be read as “Number of treasury shares to be disposed of” and other appropriate substitutions shall be made.

Furthermore, in addition to the above, in the event that the Company undergoes a merger, company split, share exchange, or share delivery after the allotment date of the Share Acquisition Rights, or in other cases requiring adjustment of the exercise price, the Company may appropriately adjust the exercise price to a reasonable extent.

### (3) Period during which share acquisition rights may be exercised

The period during which the Share Acquisition Rights may be exercised (hereinafter referred to as the “Exercise Period”) is from January 1, 2030 to January 19, 2036.

### (4) Matters concerning the increase in share capital and legal capital surplus upon issuance of shares through the exercise of share acquisition rights

- (i) The amount of share capital to be increased upon issuance of shares pursuant to the exercise of the Share Acquisition Rights shall be one half of the maximum amount of share capital increase calculated in accordance with Article 17, paragraph (1) of the Regulations on Corporate Accounting, with any fraction less than one yen resulting from the calculation rounded up.
- (ii) The amount of legal capital surplus to be increased when issuing shares upon the exercise of the Share Acquisition Rights shall be the amount obtained by subtracting the amount of share capital to be increased as specified in the above (i) from the maximum amount of share capital increase specified

in the above (i).

(5) Restrictions on acquisition of share acquisition rights by transfer

The acquisition of share acquisition rights through transfer requires the approval of the Board of Directors.

(6) Conditions for the exercise of share acquisition rights

- (i) Persons allotted the Share Acquisition Rights (hereinafter referred to as “Share Acquisition Rights Holders”) may exercise the Share Acquisition Rights only when i) operating profit for the fiscal year ending September 2026 (in the event of a change in the fiscal year, the relevant provisions shall be read accordingly; the same applies hereinafter in (6) (i)) exceeds 6,500 million yen and ii) the Company’s operating profit for each fiscal year from the fiscal year ending September 2027 through the fiscal year ending September 2029 exceeds 7,000 million yen.

In determining operating profit, reference shall be made to the figures in the statement of income (or consolidated statement of income, if a consolidated statement of income is prepared) in the securities report submitted by the Company, and if the Company’s Board of Directors determines that it is inappropriate to base the determination on such figures due to factors such as a change in the fiscal year, the adoption of International Financial Reporting Standards, changes in applicable accounting standards, or corporate acquisitions significantly impacting the Company’s performance, the Board of Directors may reasonably adjust such figures to exclude such impacts to the extent appropriate.

- (ii) Share Acquisition Rights Holders may exercise the Share Acquisition Rights only if, during the period from the allotment date to December 31, 2029, the closing price of the Company’s common stock on the Tokyo Stock Exchange exceeds the amount obtained by multiplying the exercise price by 140% at least once.
- (iii) Share Acquisition Rights Holders must be a director, Audit & Supervisory Board member, or employee of the Company or the Company’s affiliated companies at the time of the exercise of Share Acquisition Rights. However, this shall not apply in cases of resignation due to expiration of term of office, retirement upon reaching the mandatory retirement age, resignation due to company circumstances, or other valid reasons as determined by the Board of Directors.
- (iv) The exercise of the Share Acquisition Rights by the heirs of Share Acquisition Rights Holders is not permitted.
- (v) If the exercise of the Share Acquisition Rights would cause the total number of issued shares of the Company to exceed the total number of authorized shares at that time, such Share Acquisition Rights may not be exercised.
- (vi) Each Share Acquisition Right may not be exercised in amounts less than one unit.

4. Allotment date of share acquisition rights

February 3, 2026

5. Matters concerning the acquisition of share acquisition rights

- (1) If a merger agreement designating the Company as the dissolving company, a split agreement or split plan designating the Company as the splitting company, or a share exchange agreement, share delivery plan, or share transfer plan designating the Company as a wholly-owned subsidiary is approved by the General Meeting of Shareholders (resolution of the Board of Directors when approval by the General Meeting of Shareholders is not required), the Company may acquire all of the Share Acquisition Rights without

compensation upon the arrival of a date separately determined by the Company's Board of Directors.

- (2) If the Share Acquisition Rights Holder becomes unable to exercise the Share Acquisition Rights pursuant to the provisions set forth in (6) above prior to the exercise of such rights, the Company may acquire such Share Acquisition Rights that can no longer be exercised without compensation upon the arrival of a date separately determined by the Company's Board of Directors.

6. Treatment of share acquisition rights during organizational restructuring

In the event that the Company undergoes a merger (limited to cases where the Company dissolves as a result of the merger), absorption-type company split, incorporation-type company split, share exchange, or share transfer (hereinafter collectively referred to as "organizational restructuring"), on the effective date of the organizational restructuring, the Company shall deliver to the Share Acquisition Rights Holders, for each respective case, share acquisition rights of the stock company listed in Article 236, paragraph (1), item (xiii), subitems (a) to (e) of the Companies Act (hereinafter referred to as the "restructured company") based on the following conditions. However, this shall apply only if the absorption-type merger agreement, consolidation-type merger agreement, absorption-type company split agreement, incorporation-type company split plan, share exchange agreement, or share transfer plan stipulates the delivery of share acquisition rights of the restructured company in accordance with the following conditions.

(1) Number of share acquisition rights of the restructured company to be delivered

The same number shall be delivered as the number of share acquisition rights held by each Share Acquisition Rights Holder.

(2) Class of shares of the restructured company subject to share acquisition rights

These shall be common stock of the restructured company.

(3) Number of shares of the restructured company subject to share acquisition rights

This shall be determined in accordance with 3.(1) above, taking into consideration the conditions for organizational restructuring.

(4) Value of assets contributed upon exercise of share acquisition rights

The value of assets contributed upon exercise of each share acquisition right delivered shall be calculated by multiplying the exercise price after restructuring, which is obtained by adjusting the exercise price specified in 3.(2) above, taking into account the terms and conditions of the organizational restructuring, by the number of shares of the restructured company subject to share acquisition rights, as determined in accordance with 6.(3) above.

(5) Period during which share acquisition rights may be exercised

The period shall be from the later of the first day of the exercise period specified in 3.(3) above and the effective date of organizational restructuring, until the last day of the exercise period specified in 3.(3) above.

(6) Matters concerning the increase in share capital and legal capital surplus upon issuance of shares through the exercise of share acquisition rights

These shall be determined according to 3.(4) above.

(7) Restrictions on acquisition of share acquisition rights by transfer

Acquisitions by transfer shall require approval by resolution of the Board of Directors of the restructured company.

(8) Other conditions for the exercise of share acquisition rights

These shall be determined according to 3.(6) above.

(9) Reasons and conditions for acquiring share acquisition rights

These shall be determined according to 5. above.

(10) Other conditions shall be determined in accordance with the conditions of the restructured company.

7. Handling of fractional shares in the number of shares to be delivered

If the number of shares to be delivered to a Share Acquisition Rights Holder upon exercise of the Share Acquisition Rights includes a fraction less than one share, such fraction shall be rounded down.

8. Matters concerning share acquisition rights certificates for share acquisition rights

The Company shall not issue share acquisition rights certificates for the Share Acquisition Rights.

9. Date of payment to be made in exchange for share acquisition rights

February 3, 2026

10. Persons to whom share acquisition rights are allotted and number of share acquisition rights allotted

|                             |                              |
|-----------------------------|------------------------------|
| 2 Directors of the Company: | 724 share acquisition rights |
|-----------------------------|------------------------------|

End