



January 14, 2026

To whom it may concern,

Company name: Atrae, Inc.  
Representative: Yoshihide Arai, President and CEO  
Stock Code: 6194 TSE Prime Market  
Contact: Hidekazu Suzuki, Director CFO

### **Notice Regarding Issuance of New Shares as Specific Restricted Stock to Employees of the Company**

Atrae, Inc. (the “Company”) hereby announces that, as of January 14, 2026, its Board of Directors resolved to issue new shares (the “Issuance of New Shares”) as specific restricted stock (meaning the specific restricted stock prescribed in Article 84, Paragraph 1 of the Order for Enforcement of the Income Tax Act; hereinafter the same) to employees of the Company, as described below.

#### 1. Overview of issuance

(1) Payment date	February 2, 2026
(2) Class and number of shares to be issued	8,200 shares of the Company’s common shares
(3) Issue price	700 yen per share
(4) Total issue amount	5,740,000 yen
(5) Planned allottees	8,200 shares of the Company’s common shares to eighteen (18) employees of the Company as of the resolution of the Board of Directors concerning the Issuance of New Shares

#### 2. Purpose and reason for issuance

The Company resolved, by a resolution of the Board of Directors dated today, to issue and allot new shares as specific restricted stock to eighteen (18) employees of the Company (the “Allottees”). In connection with the Issuance of New Shares, the Allottees will pay in all monetary compensation claims provided by the Company as property contributed in kind and will receive the issuance of the Company’s shares. Furthermore, the Company and the Allottees will conclude a restricted stock allotment agreement (the “Allotment Agreement”).

The Issuance of New Shares is designed such that transfer restrictions are lifted upon retirement, and is a stock compensation plan (the “Plan”) premised on the Allottees continuously holding the shares until they retire from all positions as employees of the Company. The Company decided to implement the Plan to reward employees for long-term service and significant contributions, and to assist in life planning after retirement through medium- to long-term asset formation. Specifically, the Company plans to annually allot a certain number of shares of specific restricted stock based on each individual's salary level to all employees with ten (10) or more years of continuous service.

Through this initiative, it is expected that employees who were originally highly motivated will contribute with even higher motivation over the long term.

The Company is convinced that “people” are the greatest driving force for creating value in a knowledge industry society, and that the “organization,” which is a collective of such people, is the greatest source of competitiveness. Based on this belief, since its founding, the Company has built a flat, autonomous, and decentralized organization that grants rights and responsibilities to all employees without being bound by conventional hierarchical concepts such as promotion and job titles. For the Company’s sustainable growth, it is more important than anything else to remain an organization where talented personnel who deeply empathize with this value system feel a sense of fulfillment in working over the long term, continue to take on challenges autonomously, and take root in the Company. By setting the transfer restriction period until the time of retirement, the Company will build an environment where employees can continue to take on challenges for essential value creation looking 10 or 20 years ahead. The Company believes that this is a sign of respect for employees who invest the precious time of their lives to move forward together with the Company, and at the same time, a solid foundation for sharing the results as great fruit with shareholders upon retirement. Through the Plan, all employees will stand on the same footing as shareholders, further increasing their motivation to contribute to improving corporate value, and further deepening their management perspective based on a sense of ownership. With the introduction of the Plan, all employees will unite to take on the challenge of creating value that exceeds the expectations of all stakeholders, including shareholders.

The overview of the Allotment Agreement is as follows.

(1) Transfer restriction period

The Allottees shall not transfer, create a security interest on, or otherwise dispose of the Company’s common shares allotted under the Allotment Agreement (the “Allotted Shares”) during the period from February 2, 2026, to the date on which the Allottee retires from all positions as employees of the Company (however, if the submission of the Company’s semi-annual report for the fiscal year to which the payment date belongs has not been completed by the date of such retirement, the period shall be until the submission date of such semi-annual report; hereinafter the “Transfer Restriction Period”).

(2) Conditions for lifting transfer restrictions

As a general rule, the Company will lift the transfer restrictions on all of the Allotted Shares upon the expiration of the Transfer Restriction Period (however, if the Allottee retires due to death, at the time immediately after such retirement), on the condition that the Allottee has continuously held the position of employee of the Company (the “Position”) during the period from February 2, 2026, to the last day of the fiscal year to which the payment date belongs (the “Service Period”).

(3) Acquisition without contribution by the Company

The Company will automatically acquire without contribution the Allotted Shares for which the transfer restrictions have not been lifted.

(4) Management of shares

The Allotted Shares for which the transfer restrictions have not been lifted shall be managed in accounts opened by the Allottees at SMBC Nikko Securities Inc. during the Transfer Restriction Period so that they cannot be transferred, subject to a security interest, or otherwise disposed of during the Transfer Restriction Period.

(5) Handling in the case of organizational restructuring

If, during the Transfer Restriction Period, a merger agreement under which the Company becomes a dissolving company, a share exchange agreement or share transfer plan under which the Company becomes a wholly-owned subsidiary, or other matters concerning organizational restructuring, etc. are approved at the Company's General Meeting of Shareholders (or by the Company's Board of Directors if approval by the General Meeting of Shareholders is not required for such organizational restructuring, etc.), the Company shall automatically acquire without contribution all of the Allotted Shares held by the Allottee for which transfer restrictions have not been lifted as of the business day preceding the effective date of the organizational restructuring, etc.

3. Basis for calculation of amount to be paid in and specific details thereof

To exclude arbitrariness, the issue price has been set at 700 yen, which is the closing price of the Company's common shares on the Prime Market of the Tokyo Stock Exchange on January 13, 2026 (the business day preceding the Board of Directors resolution date).

This is the market share price immediately preceding the Board of Directors resolution date, and the Company believes it is reasonable. Furthermore, the Company's Audit & Supervisory Committee has expressed the opinion that this does not constitute a particularly favorable amount.

Notes: This is an English translation of the captioned release. This translation is prepared and provided for the purpose of the reader's convenience. All readers are recommended to refer to the original version in Japanese of the release for complete information.