Translation

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February 10, 2021

To Whom It May Concern:

Company Name BASE, Inc.

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(Security Code: 4477 Tokyo Stock Exchange Mothers Market)

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# Notice on Revision of the Amount of Remuneration for Directors and Revision of the Restricted Stock Remuneration Plan

At a meeting of the Board of Directors held on February 10, 2021, the Company reviewed the executive remuneration plan and resolved to revise the amount of remuneration for Directors and revise the restricted stock remuneration plan (hereinafter referred to as the "Plan"). The Company will propose the revision of the amount of remuneration for Directors and the revision of the Plan at the 8th Ordinary General Meeting of Shareholders scheduled to be held on March 25, 2021 (hereinafter referred to as the "Ordinary General Meeting of Shareholders"). Now, therefore, notice is hereby given as follows.

The resolution for the above at the meeting of the Board of Directors is made based on deliberations at the Nomination and Remuneration Committee that is a voluntary advisory body to the Board of Directors and consists of half or more of outside Directors.

## 1. Revision of the amount of remuneration for Directors

At the 7th Ordinary General Meeting of Shareholders held on March 25, 2020, the amount of remuneration for Directors of the Company was approved to be not more than 200 million yen per year (including remuneration for outside Directors not more than 20 million yen per year, but not including the employee salary part in the case of directors concurrently serving as employees). This time, in consideration of expansion of duties of Directors and other various circumstances, the Company plans to ask for the approval of its shareholders for an amount of remuneration for Directors to be not more than 300 million yen per year (including remuneration for outside Directors not more than 30 million yen per year, but not including the employee salary part in the case of directors concurrently serving as employees) at the Ordinary General Meeting of Shareholders.

# 2. The reason for and details of the revision of the Plan

# (1) The reason for the revision

The Company introduced the Plan for the purpose of providing an incentive to continuously improve the Company's corporate value and to promote further shared value with its shareholders and acquired approval for the Plan as Proposal 3 "Determination of Remuneration for Granting Restricted Stock to Directors" at the 7th Ordinary General Meeting of Shareholders held on March 25, 2020 (hereinafter a resolution for the relevant proposal is referred to as the "Initial Resolution").

This time, in consideration of expansion of duties of Directors, transition of share prices of the Company and other various circumstances, the Company plans to ask for the approval of its shareholders at the Ordinary General Meeting of Shareholders concerning a partial revision of the Plan.

## (2) Details of the revision

Monetary remuneration claims will be paid as remuneration to the Eligible Directors for granting restricted stock under the Plan. Consequently, the introduction of the Plan is subject to our shareholders' approval at the Ordinary General Meeting of Shareholders concerning the payment of such remuneration.

Concerning the total amount of monetary remuneration claims to be paid to Directors under the Plan, the Company plans to ask for the approval of its shareholders at the Ordinary General Meeting of Shareholders to increase by not more than 100 million yen per year (including the increase by not more than 10 million yen per year for outside Directors, but not including the employee salary part in the case of directors concurrently serving as employees), which is separate allocation from the remuneration under 1 above (the Initial Resolution), and to revise to not more than 500 million yen per year (including the increase in the amount not more than 50 million yen per year for outside Directors, but not including the employee salary part in the case of directors concurrently serving as employees), which is separate allocation from the remuneration under 1 above.

As in the Initial Resolution, the total number of restricted stock to be allotted to Directors under the Plan shall remain unchanged and shall not be more than 57,000 shares per year (of the total, not more than 5,700 shares for outside Directors). (If there is a stock split of the Company's ordinary stock (including gratis allotment of the Company's ordinary stock), consolidation, or any other unavoidable circumstances requiring an adjustment to the total number of shares, the total number of the relevant restricted stock may be adjusted within a reasonable range. Also, the total number of restricted stock to be allocated under the Plan will be the number of shares before considering the effectiveness of stock split announced today.)

# 3. Others

With the exception of the above, the content of the Initial Resolution remains unchanged.

# (Reference)

Subject to the approval of the proposal concerning the Plan at the Ordinary General Meeting of Shareholders, the Company plans to grant the restricted stock compensation similar to the above restricted stock compensation to the Company's employees and the Company's subsidiaries' Directors and employees.

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