

[For Translation Purposes Only]

January 20, 2025

Company Name: Open House Group Co., Ltd.
Representative: Masaaki Arai, President and CEO
Securities code: 3288, TSE
Contact: Kotaro Wakatabi, Senior Managing Director and CFO

**Notice Regarding Issuance Details of Stock Compensation-Type Stock Options
(Stock Acquisition Rights)**

Open House Group Co., Ltd. (hereinafter the "Company") resolved at the Board of Directors meeting held on January 20, 2025 to issue stock acquisition rights as stock-option-type stock compensation to its Directors and Executive officers based on the provisions of Articles 236, 238, and 240 of the Companies Act. The details are as follows.

1. Reason for Issuing Stock Acquisition Rights as Stock-Option-Type Stock Compensation

The purpose is to issue stock acquisition rights as stock-option-type stock compensation to the Company's Directors and Executive Officers so that they can share the benefits and risks of stock price fluctuations with shareholders, and to further enhance their motivation to contribute to stock price increases and corporate value improvement.

2. Details of Stock Acquisition Rights Issuance

(1) Name of Stock Acquisition Rights

Open House Group Co., Ltd. 12th Stock Acquisition Rights

(2) Total Number of Stock Acquisition Rights

Stock Acquisition Rights: 624 units.

The above total number is the planned number of allotments. If applications for subscription are not made or if the total number of stock acquisition rights to be allotted decreases for any other reason, the total number of stock acquisition rights to be issued shall be the total number of stock acquisition rights to be allotted.

(3) Persons Entitled to Allotment of Stock Acquisition Rights and Number Thereof; Number of Stock Acquisition Rights to be Allotted

Company Directors	6 persons	442 units
Company Executive Officers	8 persons	182 units

(4) Class and Number of Shares Underlying Stock Acquisition Rights

Common shares: 62,400 shares

The class of shares subject to the stock acquisition rights shall be common stock, and the number of shares subject to each stock acquisition right (hereinafter referred to as the "Number of Granted Shares") shall be 100 shares.

However, after the date of allotment of the stock acquisition rights (hereinafter referred to as the "Allotment Date"), if the Company conducts a stock split (including allotment of shares without consideration; hereinafter the same shall apply to references to stock splits) or a stock consolidation of its common stock, the Number of Granted Shares shall be adjusted according to the following formula, and any fraction less than one share resulting from the adjustment shall be rounded down.

$$\begin{array}{l} \text{Adjusted Number of} \\ \text{Granted Shares} \end{array} = \begin{array}{l} \text{Number of Granted} \\ \text{Shares before adjustment} \end{array} \times \begin{array}{l} \text{Ratio of share split /} \\ \text{share consolidation} \end{array}$$

In addition to the above, if there arises any unavoidable reason that requires an adjustment to the Number of Granted Shares, the Company may make an adjustment to the Number of Granted Shares within a reasonable range as determined by the Board of Directors of the Company. Any fraction less than one share resulting from such adjustment shall be rounded down.

(5) Method of Calculation for Amount to be Paid Upon Allocation of Stock Acquisition Rights

The payment amount for each stock acquisition right shall be the fair value calculated using the Black-Scholes model on the allotment date of the stock acquisition rights. This payment amount is the fair value of the stock acquisition rights and does not constitute a favorable issuance. The Company will provide monetary compensation or salary equivalent to the total amount of the payment for the stock acquisition rights to those who receive the allotment of the stock acquisition rights. The recipients of the stock acquisition rights shall offset their compensation claims or salary claims against the Company with their obligation to pay the payment amount for the stock acquisition rights.

(6) Value of Assets to be Contributed Upon Exercise of the Stock Acquisition Rights

The amount to be paid per share that can be received by exercising each stock acquisition right (hereinafter referred to as the "Exercise Price") shall be 1 yen, and this amount shall be multiplied by the Number of Granted Shares.

(7) Exercise Period of the Stock Acquisition Rights

The exercise period shall be from February 8, 2025 to February 7, 2055 (hereinafter referred to as the "Exercise Period"). However, if the last day of the Exercise Period falls on a holiday of the

Company, the preceding business day shall be the last day.

(8) Conditions for Exercising the Stock Acquisition Rights

(a) The stock acquisition right holder may exercise the rights only within 30 days (or the previous business day if the 30th day falls on a holiday) starting from the day after they retire from their position as a Director or Executive Officer at the Company at the time the rights were granted. The rights must be exercised all at once. For those holding both Director and Executive Officer positions at the time of grant, the retirement date is considered as the date of retiring from the Director position. For those granted rights as Executive Officers who later become Directors, the retirement date is considered as the date of retiring from the Director Position.

(b) If the stock acquisition right holder dies within 3 years from the grant date, inheritance of the rights is not permitted.

(c) If the stock acquisition right holder dies after three years have passed from the allotment date, only one of the heirs of said stock acquisition right holder (hereinafter referred to as the "rights successor") may inherit the stock acquisition rights. The rights successor may exercise the stock acquisition rights all at once only within the period from the date of the stock acquisition right holder's death until the earlier of either six months after the date of death or the expiration date of the exercise period. Furthermore, if the rights successor dies, the heirs of the rights successor cannot further inherit the stock acquisition rights.

(d) The stock acquisition rights cannot be exercised if doing so causes the total number of issued shares to exceed the maximum number of issuable shares at that time.

(e) The stock acquisition rights cannot be exercised in fractions less than one unit.

(f) Other conditions shall be as stipulated in the stock acquisition rights allotment agreement to be concluded between the company and the stock acquisition right holders based on the resolution of the Board of Directors.

(9) Matters Concerning the Amount of Capital and Capital Reserve to be Increased in the Event of Issuance of Shares Upon Exercise of Stock Acquisition Rights

(a) The amount of capital to be increased in the event of issuance of shares upon exercise of stock acquisition rights shall be half of the maximum amount of increase in capital, etc., calculated in accordance with Article 17, Paragraph 1 of the Corporate Accounting Rules, and any fraction less than one yen resulting from the calculation shall be rounded up.

(b) The amount of capital reserve to be increased in the event of issuance of shares upon exercise of stock acquisition rights shall be the amount obtained by subtracting the amount of increase in capital stipulated in (a) from the maximum amount of increase in capital, etc. described in (a).

(10) Conditions for Acquisition of Stock Acquisition Rights

The Company may acquire the stock acquisition rights without consideration on a date separately determined by the Board of Directors of the Company if any of the proposals listed in (a) to (e) below is approved at the Company's General Meeting of Shareholders (or if a resolution of the Company's Board of Directors is made in cases where a resolution of the General Meeting of Shareholders is not required):

(a) Proposal for approval of a merger agreement in which the Company is to be a dissolving company.

(b) Proposal for approval of a company split agreement or plan in which the Company is to be a split company.

(c) Proposal for approval of a share exchange agreement or share transfer plan in which the Company is to become a wholly owned subsidiary.

(d) Proposal for approval of an amendment to the Articles of Incorporation to establish a provision requiring the Company's approval for the acquisition by transfer of all shares issued by the Company.

(e) Proposal for approval of an amendment to the Articles of Incorporation to establish a provision requiring the Company's approval for the acquisition by transfer of the class of shares subject to the stock acquisition rights or a provision allowing the Company to acquire all of such class of shares by resolution of the General Meeting of Shareholders.

In addition, if a stock acquisition right holder no longer satisfies the conditions for exercising the stock acquisition rights as stipulated in (8) "Conditions for exercising stock acquisition rights" above, the Company may acquire the stock acquisition rights without consideration, on a date separately determined by the Board of Directors of the Company.

(11) Restrictions on Acquisition of Stock Acquisition Rights by Transfer

The acquisition of stock acquisition rights by transfer shall require approval by resolution of the Company's Board of Directors.

(12) Treatment of Stock Acquisition Rights in the Event of Organizational Restructuring

In the event that the Company conducts a merger (limited to cases where the Company ceases to exist due to the merger), an absorption-type company split or an incorporation-type company split (limited to cases where the Company becomes a split company), or a share exchange or share transfer (limited to cases where the Company becomes a wholly-owned subsidiary) (hereinafter collectively referred to as "Organizational Restructuring"), the Company shall, in each case, grant stock acquisition rights of the stock company listed in Article 236, Paragraph 1, Items 8(a) to 8(e) of the Companies Act (hereinafter referred to as the "Restructured Company") to the holders of the remaining stock acquisition rights (hereinafter referred to as the "Remaining Stock Acquisition Rights") immediately before the effective date of such Organizational Restructuring. However, this shall be limited to cases where the delivery of stock acquisition rights of the Restructured Company is stipulated in 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 in accordance with the following items:

(a) Number of stock acquisition rights of the Restructured Company to be delivered

The same number as the number of Remaining Stock Acquisition Rights held by each holder shall be delivered.

(b) Class of shares of the Restructured Company subject to the stock acquisition rights

Common stock of the Restructured Company.

(c) Number of shares of the Restructured Company subject to the stock acquisition rights

To be determined in accordance with (4) above, taking into consideration the conditions of the Organizational Restructuring.

(d) Value of assets to be contributed upon exercise of stock acquisition rights

The value of property to be contributed upon exercise of each stock acquisition right to be delivered shall be the amount obtained by multiplying the post-restructuring exercise price by the number of shares of the Restructured Company subject to such stock acquisition rights as determined in accordance with (c) above. The post-restructuring exercise price shall be one yen per share of the Restructured Company to be delivered upon exercise of each delivered stock acquisition right.

(e) Exercise period of stock acquisition rights

From the later of the commencement date of the Exercise Period or the effective date of the Organizational Restructuring, until the expiration date of the Exercise Period.

(f) Matters concerning the amount of capital and capital reserve to be increased in the event of issuance of shares upon exercise of stock acquisition rights

To be determined in accordance with (9) above.

(g) Restrictions on acquisition of stock acquisition rights by transfer

Acquisition of stock acquisition rights by transfer shall require the approval of the Restructured Company.

(h) Conditions for exercising stock acquisition rights

To be determined in accordance with (8) above.

(i) Acquisition clause of stock acquisition rights

To be determined in accordance with (10) above.

(13) Allotment Date of Stock Acquisition Rights

February 7, 2025

(14) Treatment of Fractions Less Than One Share Arising from the Exercise of Stock Acquisition Rights

If there is a fraction less than one share in the number of shares to be delivered to a stock acquisition right holder who has exercised stock acquisition rights, such fraction shall be rounded down.

(15) Issuance of Stock Acquisition Right Certificates

Stock acquisition right certificates will not be issued.