

May 9, 2024

For Immediate Release

Company name	Digital Garage, Inc.
Representative	Kaoru Hayashi Representative Director, President, Executive Officer and Group CEO (Code: 4819 Prime Section of TSE)
Contact	Hiroyuki Nozaki Corporate Officer, Deputy Head of Corporate Div. (Tel: +81-3-6367-1111) (URL: https://ir.garage.co.jp/en/)

Notice of the Introduction of ESOP Trust to Support Employee Stock Ownership Association

At the Board of Directors' meeting on February 8, 2024, Digital Garage Inc. ("the Company") resolved to introduce the "ESOP Trust to support Employee Stock Ownership Association" ("the Scheme" and the relevant trust agreement with Resona Bank, Ltd. is referred to as "the Trust Agreement" and the trust to be established under the Trust Agreement is also referred to as "the Trust") to enhance the employee benefit program and provide incentives for the medium- to long-term improvement of the Company's corporate value.

Regarding the Scheme, the Company resolved the details at the Board of Directors' meeting on May 9, 2024.

1. Outline of the Trust Agreement

- | | |
|-------------------------------|---|
| (1) Type of Trust | Specified solely managed monetary trusts (other-benefit trusts) |
| (2) Purpose of the Trust | To provide a stable and continuous supply of the Company's shares to the Company's Stock Ownership Association and to enhance the benefit program for employees who fulfill the requirements for the beneficiary. |
| (3) Consignor | The Company |
| (4) Trustee | Resona Bank, Ltd.
Resona Bank will enter into a specific comprehensive trust agreement with The Custody Bank of Japan, Ltd. and it will act as a re-trustee. |
| (5) Beneficiary | Members of the Company's Ownership Association who fulfill the requirements. |
| (6) Date of Agreement | May 10, 2024 |
| (7) Term of the Trust | May 10, 2024 - March 31, 2028 |
| (8) Exercise of Voting rights | The trustee exercises voting rights for the Company's shares in accordance with the trustee's instructions, which reflect the status of the voting rights exercised by the Company's Stock Ownership Association. |

2. Details of the acquisition of the Company's shares at the time of the establishment of the Trust

- | | |
|---|--|
| (1) Type of shares to be acquired | Common stock of the Company |
| (2) Total Amount of shares to be acquired | 500,000,000 yen (maximum) |
| (3) Period of stock acquisition | May 14, 2024 - June 13, 2024 |
| (4) Method of stock acquisition | Acquisition from the stock exchange market (including off-floor trading) |