



Nomura Research Institute Group



June 19, 2026

Company name Nomura Research Institute, Ltd.
(Code:4307 TSE Prime Market)
Representative Kaga Yanagisawa
President & CEO,
Member of the Board,
Representative Director

Notice Concerning the Reintroduction of a Trust-type Employee Shareholding Incentive Plan(E-Ship®)

Nomura Research Institute, Ltd. (NRI, the “Company”) announced that its Board of Directors passed a resolution in a meeting held today on the reintroduction of a Trust-type Employee Shareholding Incentive Plan (E-Ship®) (the “Plan”) The details are outlined below.

1. Purpose of Introduction of the Plan

The purpose of the Plan is to provide employees with incentives to enhance the Company’s medium- to long-term corporate value, thereby promoting company-wide initiatives toward the realization of the long-term management vision, “NRI Group Vision 2030,” as well as to encourage the Company’s sustainable growth and enhance employee welfare.

2. Overview of the Plan

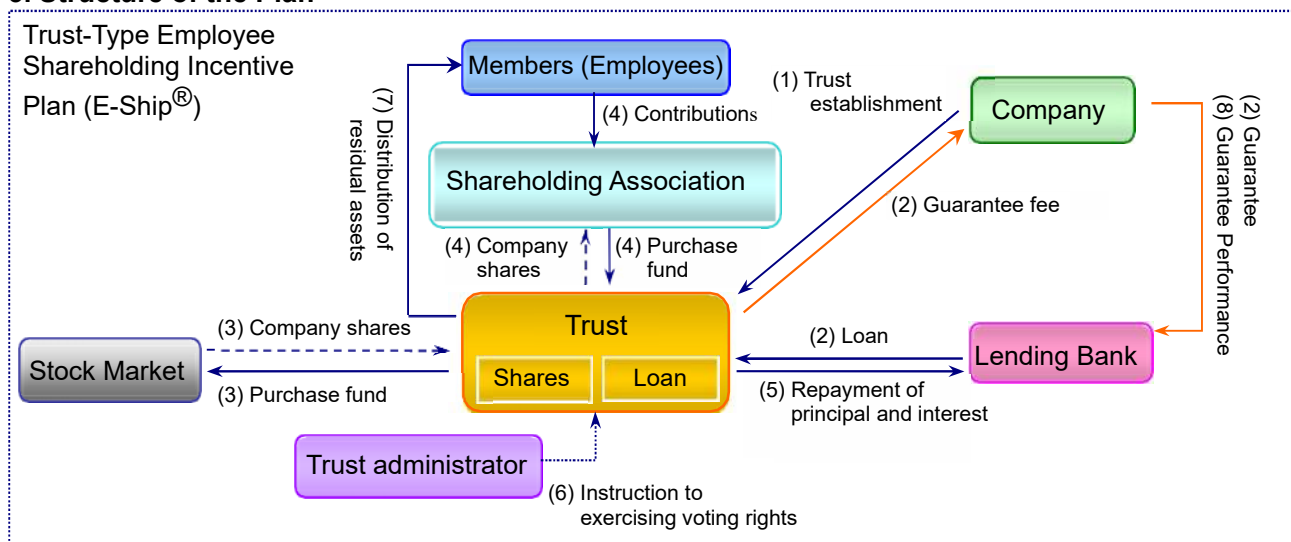
The Plan is an incentive plan that targets all employees (including employees of consolidated subsidiaries; the same shall apply hereinafter) who are members of the NRI Group Employee Shareholding Association (the “Shareholding Association”).

Under the Plan, the Company shall establish a trust titled “NRI Group Employee Shareholding Association Dedicated Trust V2030” (the “Trust”) with a trust bank. The Trust shall, in advance, acquire the number of shares of the Company expected to be purchased by the Shareholding Association over approximately the next two years and eight months, using borrowed funds.

Thereafter, the Company’s shares shall be continuously sold from the Trust to the Shareholding Association. If any Company’s shares remain in the Trust at the expiration of the trust period, such shares shall be distributed as residual assets to those who satisfy the eligibility requirements for beneficiaries.

In addition, the Company shall guarantee the borrowings made by the Trust for the acquisition of the Company’s shares. Accordingly, if, due to a decline in the Company’s share price, losses on the sale of shares or similar amounts are accumulated in the Trust and any outstanding borrowings remain at the expiration of the trust period, the Company shall repay such outstanding borrowings.

3. Structure of the Plan



- (1) The Company will establish the Trust (other beneficiary trust) for the qualified beneficiaries in the Shareholding Association.
- (2) The Trust will borrow necessary funds from the lending bank to purchase the Company's shares for which loan the Company will be the guarantor. The Company will receive guarantee fees from the Trust. The lending bank in this transaction is a financial institution with no capital relationship with the Company.
- (3) The Trust will acquire the expected number of the Company's shares to be acquired by the Shareholding Association from the stock market throughout the trust term.
- (4) The Trust will sell the Company's shares acquired in (3) throughout the trust term on an ongoing basis at market value to the Shareholding Association according to its plan (regarding conditions and methods).
- (5) The Trust will repay the principal and its interest in the loan through proceeds from the sales of the Company's stock and dividends received from the shares held.
- (6) The Trust will exercise its voting rights with respect to the shares held as directed by the trust administrator selected for beneficiaries.
- (7) If any residual assets (the Company's shares) remain in the trust upon termination thereof, such assets will be distributed, through the Shareholding Association, to those beneficiaries who satisfy the eligibility requirements.
- (8) If any loan remains at the end of the trust term, the Company will make all necessary reimbursements in accordance with the guarantee described in (2).

4. Overview of the Trust

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| (1) Name | : | NRI Group Employee Shareholding Association Dedicated Trust V2030 |
| (2) Trustor | : | Nomura Research Institute, Ltd. |
| (3) Trustee | : | The Nomura Trust and Banking Co., Ltd. |
| (4) Beneficiaries | : | Those who meet the beneficiary eligibility requirements (They will become beneficiaries after given procedures once the requirements are met.) |
| (5) Trust contract date | : | July 30, 2026 |
| (6) Trust term | : | July 30, 2026 - March 13, 2029 |

- (7) Purpose of trust : To provide shares consistently and stably to the Shareholding Association and trust assets to all qualified beneficiaries
- (8) Beneficiary eligibility requirements : Persons who are alive and participating in the Shareholding Association on the commencement date of the beneficiary eligibility formalities (e.g., the date when the loan is fully repaid) including any persons who withdrew from the Shareholding Association due to loss of membership eligibility on or after the date of the Trust Agreement and by the commencement date of the beneficiary eligibility formalities as a result of mandatory retirement (excluding cases where they are continuously employed thereafter), retirement due to expiration of the continuous employment period for persons employed under the continuous employment system, transfer, appointment to an officer position, etc.

5. Details of the acquisition of the Company's stock by the Trust

- Type of stock to be acquired : NRI Common stock
- Total amount of the acquisition : 24,000 million yen (total amount of the loan to the Trust)
- Acquisition period : August 4, 2026 - September 4, 2026
- Acquisition method : Market purchase on Tokyo Stock Exchange

(Reference)

E-Ship® is a registered trademark of Nomura Securities Co., Ltd.

E-Ship® (an abbreviation of Employee Shareholding Incentive Plan) is an incentive plan for employees modeled after employee stock ownership plans widely used in the United States. E-Ship® was jointly developed by Nomura Securities Co., Ltd. and The Nomura Trust and Banking Co., Ltd., for use as an employee stock ownership plan.

The Company has implemented E-Ship® for the sixth time since its initial introduction in March 2011.

[General Inquiries]

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Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.