PILOT CORPORATION

For Immediate Release

February 14, 2025

Notice of Renewal and Partial Amendment of Performance-linked Share-based Remuneration Plan

PILOT Corporation (the "Company") hereby announces that, at a meeting held on February 14, 2025, the Board of Directors decided to submit to the 23rd Annual General Meeting of Shareholders (the "General Meeting of Shareholders") to be held on March 28, 2025 a proposal (the "Proposal") to renew the share-based remuneration plan (the "Plan") for Directors (excluding Directors who are Audit & Supervisory Committee Members, Outside Directors and non-residents of Japan), introduced from FY2021 after partially amending it, including changing persons eligible for the Plan. Details are as follows.

1. Renewal of the Plan

(1) The Company decided (*), at a meeting of the Board of Directors held on February 14, 2025, to renew the Plan after partial amendment, making Executive Officers not concurrently serving as Directors (excluding non-residents of Japan) eligible for the Plan in addition to Directors (excluding Directors who are Audit & Supervisory Committee Members and non-residents of Japan), for the purpose of further increasing motivation to achieve growth strategies based on the Medium-Term Management Plan announced by the Company in February 2025 and also to encourage Directors and Executive Officers to own the Company's shares to further align their interests with those of shareholders.

(2) The Plan covers the fiscal years covered by the Company's Medium-Term Management Plan (the "Subject Period"). Under the Plan, according to factors such as position and the degree of achievement of performance targets during the Subject Period, at a given time after the end of the Subject Period, the Company's shares or cash equivalent to the conversion value of the Company's shares are delivered or paid (the “Delivery, etc.”) as officer remuneration. Renewal of the Plan is conditional upon the General Meeting of Shareholders' approval of the Proposal regarding the partial amendment of the Plan in 2. below.

(3) The Plan employs a scheme called the Board Incentive Plan Trust (the “Trust”), and upon renewal of the Plan from FY2025, the Company will extend the trust period of the Trust after partially amending the Plan.

(*) The Company had its Nomination & Remuneration Advisory Committee, which is made up of a majority of Outside Directors, deliberate on renewal of the Plan and obtained a report from the committee stating that renewal was appropriate.

2. Partial amendments to the Plan

Upon renewal of the Plan, the Company will partially amend the following. For details of the Plan other than the following, please refer to "Notice of Introduction of Performance-linked Share-based Remuneration Plan for Directors" dated February 26, 2021, and "Notice of Renewal and Partial Amendment of Performance-linked Share-Based Remuneration Plan for Directors" dated February 14, 2022.

(1) Persons eligible for the Plan

In addition to Directors (excluding Directors who are Audit & Supervisory Committee Members, Outside Directors and non-residents of Japan), Executive Officers not concurrently serving as Directors (excluding non-residents of Japan; hereinafter referred to collectively with Directors as "Eligible Directors, etc.") shall also be eligible for the Plan.

Current persons eligible for the Plan	Persons eligible for the Plan after amendment
Director (excluding Directors who are Audit & Supervisory Committee Members, Outside Directors and non-residents of Japan)	Director (excluding Directors who are Audit & Supervisory Committee Members, Outside Directors and non-residents of Japan) Executive Officer (excluding non-residents of Japan)

(2) Trust period of the Plan

The trust period after extension of the Plan will be a period of around three years from June 1, 2025 (tentative) to the end of May 2028 (tentative), which is the period corresponding to the fiscal years covered by the Company's Medium-Term Management Plan.

When the trust period expires, the Company may renew the trust period of the Trust by amending the trust agreement and making additional entrustments. In such case, the period corresponding to the Medium-Term Management Plan developed by the Company at that point in time will be the new Subject Period, and the trust period of the Trust will be extended by the same period as such new Subject Period, and the Company will make additional contributions each extended period and shall continue to award points to the Eligible Directors, etc, for the duration of the extended trust period. However, when making such additional contributions, if there are shares in the Company (excluding shares in the Company corresponding to points granted to Eligible Directors, etc., whose Delivery, etc. is incomplete) and cash remaining in the Trust on the final day of the trust period prior to extension (the “Residual Shares, etc.”), the total amount of the amount of the Residual Shares, etc., and any trust money additionally contributed will be within the range of the upper limit on trust money, as approved by resolution at the General Meeting of Shareholders. This extension of the trust period is not limited to one occasion, and the Trust may be renewed again in the same manner.

(3) Amount of trust money to be contributed to the Trust and number of the Company's shares to be subject to Delivery, etc. through the Trust

The Company expects the General Meeting of Shareholders to pass a resolution in favor of setting the upper limit on the amount of contributions for acquisition of the Company's shares

subject to Delivery, etc. to the Eligible Directors, etc. at 130 million yen (*1) per fiscal year and setting the upper limit on the total number of the Company's shares to be subject to Delivery, etc. to the Eligible Directors, etc. at 23,000 shares (*2) per fiscal year. The upper limits on each throughout the Subject Period for the current Plan renewal will be 390 million yen and 69,000 shares respectively.

(*1) If the Trust is renewed in accordance with (2) above, the Company will make contributions to the Trust, with 130 million yen multiplied by the number of years in the new Subject Period as the upper limit.

(*2) If the Trust is renewed in accordance with (2) above, 23,000 shares multiplied by the number of years in the new Subject Period will be set as the upper limit. This upper limit on the number of shares delivered is set based on the above upper limit of trust money, taking into consideration the stock price in the most recent year and other factors.

(Reference)

[Details of the trust agreement]

(I)Type of trust	Money trust other than the individually operated designated money trust (third-party-benefit trust)
(II)Purpose of trust	Grant of incentives to Eligible Directors, etc.
(III)Trustor	The Company
(IV)Trustee	Mitsubishi UFJ Trust and Banking Corporation (Co-trusteeship: The Master Trust Bank of Japan, Ltd.)
(V)Beneficiary	Eligible Directors, etc. who satisfy the beneficiary requirements
(VI)Trust administrator	Third party with no special interests with the Company (Certified Public Accountant)
(VII)Date of trust agreement extension	May 2025 (plan)
(VIII)Period of trust	From May 26, 2021 to May 31, 2028 (plan)
(IX)Commencement date of the Plan	May 26, 2021
(X)Exercise of voting rights	None
(XI)Type of shares to be acquired	Common stock of the Company
(XII)Maximum amount of trust money	130 million yen/year (plan) (including trust fees and trust expenses)
(XIII)Holder of a vested right	The Company
(XIV)Residual property	The residual property that the Company, the holder of a vested right, may receive shall be within the trust expenses reserve after deducting the funds for the acquisition of shares from the trust money.

(Note) The above planned dates may be changed to more appropriate dates in light of applicable laws and regulations and other factors.