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May 17, 2013

Name of the Company: ASICS Corporation

President and CEO, Representative Director: Motoi Oyama

Code Number: 7936 Listing Exchanges: Tokyo, Osaka

### **Notice Concerning Introduction of Stock Options as Compensation**

ASICS Corporation (the “Company”) hereby announces that, at a meeting of the Board of Directors held on May 17, 2013, it passed a resolution to propose the introduction of stock options as compensation for approval at the Company’s 59th Ordinary General Meeting of Shareholders to be held on June 21, 2013.

#### **1. Reason for introduction of stock options as compensation**

The introduction of stock options as compensation is intended to provide an incentive to the Company’s Directors (excluding Outside Directors) to manage the Company with a stronger emphasis on the interests of shareholders in order to heighten further their level of motivation and interest in contributing to the Company’s medium- and long-term financial performance, thus enhancing corporate value.

#### **2. Details of proposed stock options as compensation**

The details of the stock acquisition rights for the stock options as compensation to be allotted to the Company’s Directors (excluding Outside Directors) are as follows:

##### **(1) Class and number of shares subject to stock acquisition rights**

The class of shares subject to the stock acquisition rights shall be shares of common stock of the Company. The number of shares to be granted upon exercise of each stock acquisition right (the “Number of Granted Shares”) shall be 100 shares. However, in the event that the Company conducts a share split (including an allotment of common shares of the Company without contribution; the same shall apply hereafter) or a consolidation of shares of the common stock after the date of the relevant resolution at the Ordinary General Meeting of Shareholders (the “Resolution Date”), the Number of Granted Shares shall be adjusted according to the following formula. Any fraction less than one share resulting from this adjustment shall be rounded down.

Number of Granted Shares after adjustment =

Number of Granted Shares before adjustment  $\times$  Ratio of share split or consolidation

In addition to the above, in the event that the Company deems it necessary to adjust the Number of Granted Shares due to a merger or corporate split involving the Company or other equivalent circumstance after the Resolution Date, the Company may adjust the Number of Granted Shares to an extent that is reasonable.

(2) Total number of stock acquisition rights

The upper limit on the total number of stock acquisition rights that may be allotted to Directors within the period ending one year after the date of the Ordinary General Meeting of Shareholders for each business year shall be 1,500 units.

(3) Amount to be paid in upon exercise of stock acquisition rights

The amount to be paid in upon exercise of each stock acquisition right shall be determined by the Board of Directors based on the fair value of the stock acquisition rights as calculated with a fair calculation formula such as the Black-Scholes model. This amount to be paid in shall be offset against the equal amount of compensation to be paid by the Company to the recipient.

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

The value of assets to be contributed upon exercise of each stock acquisition right shall be an amount equal to the amount to be paid of 1 yen per share to be delivered upon the exercise of the stock acquisition rights multiplied by the Number of Granted Shares.

(5) Period during which stock acquisition rights may be exercised

The period during which stock acquisition rights may be exercised shall commence on the date on which three years will have elapsed since the day following the date on which the stock acquisition rights are allotted, and shall end on a date stipulated by the Board of Directors within thirty years of the day following the date on which the stock acquisition rights are allotted.

(6) Restriction on acquisition of stock acquisition rights through transfer

The acquisition of stock acquisition rights through transfer shall be approved by the Board of Directors.

(7) Terms and conditions concerning exercise of stock acquisition rights

Terms and conditions concerning the exercise of stock acquisition rights shall be determined by

the Board of Directors at which the subscription requirements for the stock acquisition rights are to be determined.

(8) Other details of stock acquisition rights

The details of items (1) through (7) above and other matters shall be specified at the meeting of the Board of Directors at which the subscription requirements for the stock acquisition rights are to be determined.

(Reference)

After the conclusion of the 59th Ordinary General Meeting of Shareholders, the Company plans to allot stock acquisition rights with same details as the above-mentioned stock acquisition rights specified in items (1) and (3) through (8) above to Executive Officers of the Company who do not serve concurrently as Directors, by a resolution of the Board of Directors.