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To Our Shareholders

Katsuya Mimuro
Representative Director and President
Plus Alpha Consulting Co., Ltd.
25F, Shiodome Sumitomo Building,
1-9-2 Higashi Shimbashi, Minato-ku, Tokyo

NOTICE OF THE 18th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 18th Annual General Meeting of Shareholders of Plus Alpha Consulting Co., Ltd. (the "Company") will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company's website. Please access the website by using the internet address shown below to review the information.

The Company's website:
https://www.pa-consul.co.jp/ (in Japanese)

(From the above website, select "Investor Relations," "IR Library" and then "Shareholders Meeting" in this order to review the information.)

In addition to the above, the information is also posted on the following website.

Tokyo Stock Exchange (TSE) website (Listed Company Search):
https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)
(Access the TSE website by using the internet address shown above, enter "Plus Alpha Consulting" in "Issue name (company name)" or the Company's securities code "4071" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].")

If you are unable to attend the meeting in person, you may exercise your voting rights via the internet, etc. or in writing (by postal mail). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 6:30 p.m. on Wednesday, December 25, 2024 (JST).

1. Date and Time: Thursday, December 26, 2024, at 10:00 a.m. (JST)
(Reception opens at 9:30 a.m.)

2. Place: The Company's meeting room, 25F, Shiodome Sumitomo Building,
1-9-2 Higashi Shimbashi, Minato-ku, Tokyo

3. Agenda:

Matters to be reported:

1. Report on the Business Report, the Consolidated Financial Statements, and the Audit Reports by the Accounting Auditor and the Audit & Supervisory Board on the Consolidated Financial Statements for the Company's 18th Fiscal Year (October 1, 2023 – September 30, 2024)
2. Report on the Non-Consolidated Financial Statements for the Company's 18th Fiscal Year (October 1, 2023 – September 30, 2024)

Proposals to be resolved:

Proposal 1: Amendment to the Articles of Incorporation

Proposal 2: Election of Nine Directors

Proposal 3: Election of Three Audit & Supervisory Board Members

4. Matters Decided upon Convocation (Information on Exercise of Voting Rights)

(1) If neither approval nor disapproval of the proposal is indicated on the Voting Rights Exercise Form when exercising your voting rights in writing (by postal mail), the Company will deem that you indicated your approval of the proposal.

(2) If you are exercising your voting rights by proxy, another shareholder with voting rights can attend the meeting as proxy on your behalf. Please note, however, that it is necessary to submit a document evidencing the authority of proxy.

■ If you plan to attend the meeting in person, please submit the Voting Rights Exercise Form sent out with this notice to the receptionist at the meeting venue.

■ For this general meeting of shareholders, we have delivered paper-based documents stating the items subject to measures for electronic provision to all shareholders, regardless of whether or not they have requested them. Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and Article 14 of the Articles of Incorporation of the Company, the following items are not provided in the paper-based documents delivered to shareholders.

- Systems to ensure the appropriateness of operations
- Consolidated Statements of Changes in Equity
- Notes to Consolidated Financial Statements
- Non-Consolidated Statements of Changes in Equity
- Notes to Non-Consolidated Financial Statements

The Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements audited by Audit & Supervisory Board Members and the accounting auditor in preparing the audit report include those described in the paper-based documents delivered to shareholders as well as the above items.

■ If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the aforementioned websites.

Reference Documents for the General Meeting of Shareholders

Proposal and Reference Items

Proposal 1: Amendment to the Articles of Incorporation

1. Reasons for the Amendment

Pursuant to Article 165, paragraph (2) of the Companies Act, a company may purchase treasury shares by a resolution of its Board of Directors if so stipulated in the Articles of Incorporation. Accordingly, to facilitate flexible execution of capital policy, the Company shall newly establish the provisions of Article 9. (Acquisition of Own Shares) in the proposed amendments, and the numbering shall be adjusted so that Article 9 and subsequent articles of the current Articles of Incorporation are moved down by one article.

(Underlined sections denote amended content.)

Current Articles of Incorporation	Proposed amendments
(Newly established)	Article 9. (Acquisition of Own Shares) The Company may purchase own shares through market transactions, etc. based on a resolution of its Board of Directors as provided for in Article 165, paragraph (2) of the Companies Act.
Article 9 to Article 49 (Text omitted)	Article 10 to Article 50 (Unchanged)

Proposal 2: Election of Nine Directors

The terms of all nine serving Directors will end at the close of this General Meeting. Therefore, the Company hereby proposes the election of nine Directors, including three Outside Directors.

Details of each candidate for Director are as follows.

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions, responsibilities and significant concurrent positions</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">1</td><td>[Reelection]
Katsuya Mimuro
(February 5, 1969)</td><td>April 1993 Joined Nomura Research Institute, Ltd.
August 2007 Director of EG Consulting, Inc. (currently the Company)
October 2007 Representative Director and President of the Company (present)
October 2022 Director of Grow-up Co., Ltd. (present)
June 2024 Director of D4DR inc. (present)
July 2024 Director of OMN inc. (present)</td><td>8,919,700</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
As Representative Director and President, Mr. Katsuya Mimuro has guided management and been driving the sustained growth of the business since the founding days of the Company. He also possesses a wealth of experience and knowledge in corporate management, and the Company believes that he will continue to contribute to the enhancement of the Company's corporate value and sustained growth, and therefore renominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">2</td><td>[Reelection]
Kenji Suzumura
(July 15, 1976)</td><td>April 1999 Joined Nomura Research Institute, Ltd.
October 2007 Director of the Company
October 2015 Executive Vice President of the Company (present)
April 2022 Director of Grow-up Co., Ltd.
October 2022 Representative Director of Grow-up Co., Ltd. (present)
February 2024 Director of Attack Inc. (present)
July 2024 Director of OMN inc. (present)
(Current responsibility)
General Manager of HR Solutions Headquarters</td><td>6,708,500</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Mr. Kenji Suzumura has been responsible for the Company's management as Director since its founding days, and in addition to driving the sales operations of each business, he has played an important role such as overseeing the mainstay HR Solutions Division. The Company believes that he will continue to contribute to the enhancement of the Company's corporate value and sustained growth, and therefore renominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">3</td><td>[Reelection]
Wakaba Kaneko
(April 21, 1977)</td><td>April 1997 Joined Yamada Pharmaceutical Co., Ltd
August 2007 Joined EG Consulting, Inc. (currently the Company)
October 2014 Executive Officer of the Company
October 2017 Director of the Company
October 2022 Director of Grow-up Co., Ltd. (present)
December 2022 Managing Director of the Company (present)
February 2024 Director of Attack Inc. (present)
(Current responsibility)
Deputy General Manager of HR Solutions Headquarters</td><td>216,000</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Ms. Wakaba Kaneko has a wealth of experience and broad insights in the consulting business, and has successively managed each business division. In addition, she has played an important role such as overseeing consulting operations in the mainstay HR Solutions Division. The Company renominated her as a candidate for Director for further development of the Company.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions, responsibilities and significant concurrent positions</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">4</td><td>[Reelection]
Shogo Noguchi
(November 21, 1970)</td><td>April 1996 Joined Daiwa Institute of Research Ltd.
April 2000 Joined Goldman Sachs Securities Co. Ltd. (currently Goldman Sachs Japan Co. Ltd.)
August 2002 Joined KPMG Corporate Finance Co., Ltd. (currently KPMG FAS Co., Ltd.)
September 2003 Joined Yahoo Japan Corporation (currently LY Corporation)
September 2006 Joined IFIS Japan Limited
March 2007 Director of IFIS Japan Limited
July 2019 Director of the Company (present)
June 2024 Director of D4DR inc. (present)
July 2024 Director of OMN inc. (present)
(Current responsibility)
General Manager of Corporate Strategy Solutions Headquarters</td><td>107,600</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Mr. Shogo Noguchi has been in charge of Corporate Division since his appointment as Director of the Company, and he successively managed the corporate planning, human resources, and general affairs divisions. The Company has renominated him as a candidate for Director for further development of the Company by utilizing the knowledge he has cultivated through the experience.</td></tr>
<tr><td rowspan="2">5</td><td>[Reelection]
Takashi Takeuchi
(August 4, 1972)</td><td>April 1995 Joined FIDES Co., Ltd.
September 1997 Joined Tokyo Soft Co., Ltd.
September 2007 Joined EG Consulting, Inc. (currently the Company)
October 2014 Executive Officer of the Company
October 2017 Director of the Company (present)
(Current responsibility)
In charge of information systems</td><td>256,000</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Mr. Takashi Takeuchi possesses broad experience in IT services development, and has been committed to developing services and building system platforms for each of the Company's businesses. In addition to driving the development operations in each business, he has played an important role such as strengthening information security and overseeing the divisions in charge of next-generation technology development. The Company renominated him as a candidate for Director for further development of the Company.</td></tr>
<tr><td rowspan="2">6</td><td>[Reelection]
Takashi Nakai
(September 17, 1968)</td><td>April 1994 Joined Nomura Research Institute, Ltd.
April 2004 Seconded to NRI Cyber Patent, Ltd. (currently Cyber Patent, Ltd.)
October 2010 Transferred to NRI Cyber Patent, Ltd. (currently Cyber Patent, Ltd.)
February 2016 Joined the Company
October 2018 Executive Officer of the Company
October 2019 Director of the Company (present)
June 2024 Director of D4DR inc. (present)
(Current responsibility)
In charge of consulting</td><td>66,400</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Mr. Takashi Nakai has a wealth of expertise and practical experience in the consulting business and has been driving the consulting operations in each business. The Company renominated him as a candidate for Director for further development of the Company.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, positions, responsibilities and significant concurrent positions</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">7</td><td>[Reelection]
Koji Nishimura
(October 6, 1965)</td><td>April 1992

April 2004

June 2007
December 2014
March 2015

June 2015
April 2017

June 2018

October 2020</td><td>Registered as an Attorney-at-law, joined Tokyo Bar Association
Joined Matsuo & Kosugi (present)
Instructor of Faculty of Law, Chuo University (present)
Auditor of Nihon Parkerizing Co., Ltd.
Director of SERAKU Co., Ltd. (present)
Audit & Supervisory Board Member of Kanro Inc.
Director of Nihon Parkerizing Co., Ltd.
Supervisory Director of Mori Hills REIT Investment Corporation (present)
Audit & Supervisory Board Member of Ocean Network Express Holdings, Ltd. (present)
Outside Director of the Company (present)</td><td>0</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Outside Director and expected roles]
Mr. Koji Nishimura has expert knowledge as an attorney-at-law and a wealth of experience in corporate legal affairs, and the Company expects him to provide advice and oversight from a legal perspective. The Company therefore renominated him as a candidate for Outside Director.</td></tr>
<tr><td rowspan="2">8</td><td>[Reelection]
Yoko Mizusako
(August 30, 1966)</td><td>April 1987
April 2000
March 2005
October 2008

April 2016

May 2020

December 2021</td><td>Joined Nomura Securities Co., Ltd.
Joined Career Rise Co., Ltd.
Joined Scholar Consult Co., Ltd.
Representative Director of Scholar Consult Co., Ltd.
Director of OD Network Japan, Specified Non-profit Corporation (present)
Representative of OD Lab Limited Liability Company (present)
Outside Director of the Company (present)</td><td>0</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Outside Director and expected roles]
Ms. Yoko Mizusako has many years of insight gained in the development of new businesses and organizations of corporations. In addition, she has successively held representative positions in business companies, and the Company expects her to provide advice and oversight from an objective and neutral perspective. The Company therefore renominated her as a candidate for Outside Director.</td></tr>
</table>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of the Company's shares held
9	[Reelection] Yoshihiko Muto (June 25, 1960)	April 1985 July 1987 November 1995 September 1999 April 2009 August 2012 November 2014 April 2017 February 2020 August 2020 December 2022	Joined Nissan Motor Co., Ltd. Joined Tokyu Agency International Inc. (currently Frontage Inc.) Joined Coors Japan Co., Ltd. Joined Yahoo Japan Corporation (currently LY Corporation) Executive Corporate Officer of Yahoo Japan Corporation (currently LY Corporation) Representative Director and President of United Cinemas Co., Ltd. Executive Officer of FreakOut, Inc. Joined EmotionTech, Inc. Director and CSO of Innoviot Co., Ltd. (present) Director of EmotionTech, Inc. Outside Director of the Company (present)	0
	[Reason for nomination as a candidate for Outside Director and expected roles] Mr. Yoshihiko Muto has management experience in IT/technology companies and business insights in the digital marketing field. In addition, he has successively held representative positions in business companies, and the Company expects him to provide advice and oversight from an objective and neutral perspective. The Company therefore renominated him as a candidate for Outside Director.			

Notes: 1. There are no special interests between each candidate and the Company.

2. Mr. Koji Nishimura, Ms. Yoko Mizusako and Mr. Yoshihiko Muto are candidates for Outside Director. The Company has designated Mr. Koji Nishimura, Ms. Yoko Mizusako and Mr. Yoshihiko Muto as Independent Officers in accordance with the provisions of the Tokyo Stock Exchange, Inc., and has notified the Exchange of such designation. If they are reelected, the Company plans for their appointment as Independent Officers to continue.

3. The Company and Mr. Koji Nishimura, Ms. Yoko Mizusako and Mr. Yoshihiko Muto have entered into a liability limitation contract pursuant to Article 427, paragraph (1) of the Companies Act and Article 30, paragraph 2 of the Company's Articles of Incorporation. The maximum amount of liability based on this contract is the minimum liability amount stipulated in laws and regulations. If they are reelected, the Company plans to continue this contract.

4. The Company has entered into a directors and officers liability insurance contract to insure all its Directors. The contract covers damages that may arise due to insured Directors assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. However, the above insurance contract does not cover claims for damages caused by intent or gross negligence. The insurance premiums for the policy are fully borne by the Company. If this proposal is approved, each of the candidates will be included as an insured person under the insurance policy. The Company plans to renew the said insurance policy with the same contents during the term of office.

5. The number of years in office as an Outside Director (as of the end of the General Meeting of Shareholders) are as follows.

Name	Date of appointment	Years in office
Koji Nishimura	October 2020	4 years and 3 months
Yoko Mizusako	December 2021	3 years and 1 month
Yoshihiko Muto	December 2022	2 years and 1 month

<Reference>

Areas expected for each candidate in the event Proposal 2 is approved

Name and position within the Company	Period in office	Corporate management	Business strategy	Finance and accounting	Legal risk management	Sales and marketing	Technology	Human resources management
Katsuya Mimuro, Representative Director and President	17 years and 5 months	○			○		○	
Kenji Suzumura, Executive Vice President	17 years and 3 months	○	○			○		
Wakaba Kaneko, Managing Director	7 years and 3 months				○	○		○
Shogo Noguchi, Director	5 years and 6 months			○	○			○
Takashi Takeuchi, Director	7 years and 3 months				○		○	○
Takashi Nakai, Director	5 years and 3 months		○			○		○
Koji Nishimura, Outside Director	4 years and 3 months	○		○	○			
Yoko Mizusako, Outside Director	3 years and 1 month	○				○		○
Yoshihiko Muto, Outside Director	2 years and 1 month	○	○			○		

Proposal 3: Election of Three Audit & Supervisory Board Members

The terms of all three serving Audit & Supervisory Board Members will end at the close of this General Meeting. Therefore, the Company hereby proposes the election of three Audit & Supervisory Board Members.

The Company has obtained the consent of the Audit & Supervisory Board for this proposal.

Details of each candidate for Audit & Supervisory Board Member are as follows.

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, positions and significant concurrent positions</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">1</td><td>[Reelection]
Masahiko Nagano
(May 24, 1959)</td><td>April 1985
November 1999
April 2000
September 2005
April 2006
October 2019
October 2022
February 2024
June 2024
July 2024</td><td>Joined The Nikko Securities Co., Ltd. (currently SMBC Nikko Securities Inc.)
Joined Tokyo-Mitsubishi Securities Co., Ltd. (currently Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.)
Joined Fuji Securities Co., Ltd. (currently Mizuho Securities Co., Ltd.)
Joined Shinsei Securities Co., Ltd., General Manager of Capital Markets Division
Joined Monex, Inc.
Standing Outside Audit & Supervisory Board Member of the Company (present)
Audit & Supervisory Board Member of Grow-up Co., Ltd. (present)
Audit & Supervisory Board Member of Attack Inc. (present)
Audit & Supervisory Board Member of D4DR inc. (present)
Audit & Supervisory Board Member of OMN inc. (present)</td><td>0</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Outside Audit & Supervisory Board Member]
Mr. Masahiko Nagano has many years of experience in the financial industry and a wealth of knowledge on business management. The Company believes that he will provide appropriate advice and audits based on that knowledge and experience from an objective and neutral perspective. The Company therefore renominated him as a candidate for Outside Audit & Supervisory Board Member. Although he has not been involved in corporate management in ways other than being an outside officer, it was judged for the above-mentioned reasons that he would be able to appropriately execute the duties of Outside Audit & Supervisory Board Member.</td></tr>
<tr><td rowspan="2">2</td><td>[Reelection]
Takashi Ochiai
(February 17, 1977)</td><td>October 2001
March 2007
April 2008
April 2019
July 2019
July 2019
August 2019
July 2020
February 2022</td><td>Joined Shin Nihon & Co. (currently Ernst & Young ShinNihon LLC)
Joined The Sumitomo Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)
Joined AGS Consulting Co., Ltd.
Established Pipupepo Growth Co., Ltd., Representative Director (present)
Outside Audit & Supervisory Board Member of the Company (present)
Auditor of e-Jan Networks Co. (present)
Audit & Supervisory Board Member of GeoLogic, Inc.
Representative Partner of ES Next Audit Corporation (currently ES Next LLC)
Director and Partner of ES Next LLC (present)</td><td>0</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Outside Audit & Supervisory Board Member]
Mr. Takashi Ochiai has a wealth of experience as a certified public accountant and expert knowledge on corporate accounting. The Company believes that he will provide appropriate advice and audits. The Company therefore renominated him as a candidate for Outside Audit & Supervisory Board Member.</td></tr>
</table>

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of the Company's shares held
3	[Reelection] Juri Okubo (July 14, 1981)	October 2001 Director of TM Corporation (present) September 2007 Joined AGS Consulting Co., Ltd. October 2019 Representative of Juri Okubo Tax Accountant Office (present) January 2021 Auditor of Sueight, Inc. December 2021 Outside Audit & Supervisory Board Member of the Company (present) April 2023 Audit & Supervisory Board Member of Informetis Co., Ltd. (present)	0
	[Reason for nomination as a candidate for Outside Audit & Supervisory Board Member] Ms. Juri Okubo has knowledge gained from engaging in tax operations, as a tax accountant, and in listing-related consulting services. The Company believes that she will provide appropriate advice and audits from an objective and neutral perspective with an external point of view based on her expertise. The Company therefore renominated her as a candidate for Outside Audit & Supervisory Board Member.		

Notes: 1. There are no special interests between each candidate and the Company.

2. Mr. Masahiko Nagano, Mr. Takashi Ochiai and Ms. Juri Okubo are candidates for Outside Audit & Supervisory Board Member. The Company has designated Mr. Masahiko Nagano, Mr. Takashi Ochiai and Ms. Juri Okubo as Independent Officers in accordance with the provisions of the Tokyo Stock Exchange, Inc., and has notified the Exchange of such designation. If they are reelected, the Company plans for their appointment as Independent Officers to continue.

3. The Company and Mr. Takashi Ochiai and Ms. Juri Okubo have entered into a liability limitation contract pursuant to Article 427, paragraph (1) of the Companies Act and Article 40, paragraph 2 of the Company's Articles of Incorporation. The maximum amount of liability based on this contract is the minimum liability amount stipulated in laws and regulations. If they are reelected, the Company plans to continue this contract.

4. The Company has entered into a directors and officers liability insurance contract to insure all its Audit & Supervisory Board Members. The contract covers damages that may arise due to insured Audit & Supervisory Board Members assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. However, the above insurance contract does not cover claims for damages caused by intent or gross negligence. The insurance premiums for the policy are fully borne by the Company. If this proposal is approved, each of the candidates will be included as an insured person under the insurance policy. The Company plans to renew the said insurance policy with the same contents during the term of office.

5. The number of years in office as an Audit & Supervisory Board Member (as of the end of the General Meeting of Shareholders) are as follows.

Name	Date of appointment	Years in office
Masahiko Nagano	October 2019	5 years and 3 months
Takashi Ochiai	July 2019	5 years and 6 months
Juri Okubo	December 2021	3 years and 1 month