Securities Code 7453
November 1, 2024

To Our Shareholders

Nobuo Domae
President & Representative Director
Ryohin Keikaku Co., Ltd.
5-1, Koraku 2-chome,
Bunkyo-ku, Tokyo, Japan

Convocation Notice of the 46th Ordinary General Meeting of Shareholders

We would like to take this opportunity to thank you, our shareholder, for the support you provide to Ryohin Keikaku Co., Ltd. (the "Company").

We are pleased to announce that the 46th Ordinary General Meeting of Shareholders of the Company will be held as described below.

When convening this General Meeting of Shareholders, the Company uses methods for providing information that constitutes the content of reference documents for the General Meeting of Shareholders, etc. (items subject to electronic provision measures) in electronic format, and posts this information on each of the following websites. Please access either of those websites by using the internet address shown below to review the information.

(For this General Meeting of Shareholders, we have delivered paper-based documents stating the items subject to electronic provision measures to all shareholders, regardless of whether or not they have requested them.)

The Company's website (in Japanese):
https://www.ryohin-keikaku.jp/ir/shareholders_meeting/

The Company's website:
https://www.ryohin-keikaku.jp/eng/ir/ir_archive/convocation_notice/

Website for posted informational materials for the General Meeting of Shareholders:
https://d.sokai.jp/7453/teiji/ (in Japanese)

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 "Ryohin Keikaku" in "Issue name (company name)" or the Company's securities code "7453" 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].")

For this General Meeting of Shareholders, shareholders who wish to attend in person must register to do so beforehand. For details on registration, please refer to "Request Regarding Advance Registration" on page 5. You can exercise your voting rights in writing or via the internet, etc., so please review the attached Referential Documents for the General Meeting of Shareholders and exercise your voting rights by 6:00 P.M. on Friday, November 22, 2024 following the instructions provided below.

Notes

1. Date and Time: 10:00 A.M. on Saturday, November 23, 2024 (National holiday)
(Reception starts at 9:15 A.M.)
2. Place: Hall B7, Tokyo International Forum
5-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo
Please note that the venue has changed from last time, so be sure to use the correct address.

3. Purposes:
Matters to be reported:
1. The Business Report, the Consolidated Accounting Statements, and the Audit Reports for Consolidated Accounting Statements by the accounting auditor and the Board of Corporate Auditors, for the 46th business year from September 1, 2023 through August 31, 2024
2. The Accounting Statements for the 46th business year from September 1, 2023 through August 31, 2024

Matters to be resolved:
Item 1 Disposal of surplus
Item 2 Election of eight (8) directors

4. Instructions for Exercising Voting Rights
(1) Voting by mail
Please indicate on the voting card sent with this Convocation Notice of the 46th Ordinary General Meeting of Shareholders whether you approve or disapprove each item and return the completed card to us by mail. All such completed cards must be received by the Company by 6:00 P.M. on Friday, November 22, 2024. If neither approval nor disapproval of each item is indicated on the voting card, the Company will deem that you indicated your approval of the item.
(2) Voting via the internet
Please access the website designated by the Company for voting (https://www.web54.net) (in Japanese), and exercise your voting rights by 6:00 P.M. on Friday, November 22, 2024. For details, please see the page after the next.
(3) Voting by attending the meeting
Shareholders wishing to attend the meeting in person must register to do so in advance. (Please refer to the page 5 for instructions on how to register in advance.)

On the day of the meeting, please present the "Voting Card," which was sent with this notice, and show the "Notice of Admission," which was sent separately by email on Tuesday, November 19, at the reception of the meeting.

When you exercise your voting rights both by written document and via the internet, etc., only the vote via the internet, etc. will be deemed valid. In addition, when you exercise your voting rights more than once via the internet, etc., or exercise your voting rights more than once via PC, and/or smartphone, only the last vote will be deemed valid.
If you attend the meeting in person, you do not need to follow the procedures for the exercise of voting rights in writing or via the internet, etc.

To Institutional Investors
Institutional investors may use "Voting Rights Electronic Exercise Platform" operated by ICJ Co., Ltd., when an application is made in advance, as a measure of exercising voting rights by electromagnetic method.

Notes: 1. If you could attend the General Meeting of Shareholders in person, please submit the voting card sent with this notice at the reception of the meeting and bring this notice with you, and please show the "Notice of Admission" sent separately by email on Tuesday, November 19 at the reception. Please refer to the page 5 for instructions on how to register in advance.
2. If revisions to the items subject to electronic provision measures arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's website, the website for posted informational materials for the General Meeting of Shareholders and the

TSE website mentioned above.

3. In accordance with a revision of the Companies Act, in principle you are to check items subject to electronic provision measures by accessing either of the websites mentioned above, and paper-based documents stating the items shall only be delivered to shareholders who request the delivery of paper-based documents by the record date. However, for this General Meeting of Shareholders, we have delivered paper-based documents stating the items subject to electronic provision measures to all shareholders, regardless of whether or not they have requested them. Among the items subject to electronic provision measures, in accordance with the provisions of relevant laws and regulations and the Company's Articles of Incorporation, the following items are excluded from the paper-based documents delivered to shareholders who have made a request for delivery of such documents. For this General Meeting of Shareholders, paper-based documents stating items subject to electronic provision measures, excluding the above items, will be delivered to all shareholders. The corporate auditors and the accounting auditor have audited the documents subject to audit, including the following items.
   (1) Matters Concerning Share Acquisition Rights
   (2) Basic Policy for Developing Internal Control Systems
   (3) Consolidated Statements of Changes in Net Assets
   (4) Notes to the Consolidated Accounting Statements
   (5) Non-consolidated Statements of Changes in Net Assets
   (6) Notes to the Accounting Statements

Instructions for Exercising Voting Rights via the Internet

When you exercise your voting rights for the General Meeting of Shareholders via the internet, please be aware of the following:

QR code method: "Smart Vote" method
You can simply log in to the voting website without entering your voting rights exercise code and password.
(1) Please scan the QR code located on the lower right-hand side of the voting card.
(2) Indicate your approval or disapproval by the following instructions on the screen.

* "QR code" is a registered trademark of DENSO WAVE INCORPORATED.

Note that exercising voting rights by using "Smart Vote" method is available only once.
If you need to change your votes after excising your voting rights, please use the conventional internet voting method and log in to the voting website for a PC by using your voting rights exercise code and password provided on the voting card to exercise your voting rights again.
*If you rescan the QR code, you can access the voting website for a PC.

Conventional internet voting method (specifying exercise code and password)
Exercising your voting rights via the internet is available by accessing the voting website (https://www.web54.net) (in Japanese).

Inquiries regarding the operation of a PC, etc. for exercising voting rights
Inquiries regarding the operation of a PC, etc. for exercising voting rights on the voting website, please contact:
Stock Transfer Agency Web Support, Sumitomo Mitsui Trust Bank, Limited
Tel: 0120-652-031 (toll free and available from 9:00 A.M. to 9:00 P.M., only in Japan)

Request Regarding Advance Registration

Registration deadline: By 5:00 P.M. on Friday, November 15, 2024

As the Company considers opportunities for dialogue with shareholders to be important, the Company would like to hold this General Meeting of Shareholders with many shareholders in attendance. In addition, following this General Meeting of Shareholders, the Company will hold a Shareholders' Meeting where it plans to respond to a broad range of questions. Accordingly, shareholders who wish to attend in person must register to do so beforehand in order for smooth preparation and operation. Furthermore, the Company plans to prepare an appropriate number of seats, but in the event that the number of registrations significantly exceeds expectations, a lottery will have to be held.

Please be forewarned that in the event of a lottery being held, shareholders who were not selected by lottery and shareholders who cannot verify they were selected by lottery upon arrival at the venue shall not be granted admission to the 46th Ordinary General Meeting of Shareholders. Moreover, in the event of a lottery not being held, shareholders who did not register in advance and shareholders whose registration cannot be confirmed upon arrival at the venue may not be granted admission to the 46th Ordinary General Meeting of Shareholders.

Please register using the following dedicated website. (Only registration by the method of using this website shall be deemed to be valid.)

Method for advance registration

Registration deadline: By 5:00 P.M. on Friday, November 15.

Please register using the following dedicated website.
Website for receiving registrations https://krs.bz/ryohin/m?f=1 (in Japanese)

1. After accessing the website dedicated for receiving registrations from your computer, smartphone or mobile phone, please confirm the points to note if you agree, and register the following information:
   - Shareholder number (9-digit number stated on the voting card)
   - Name
   - Email address
2. The Company will provide guidance on whether or not one may attend to shareholders who have registered in advance by 5:00 P.M. on Friday, November 15 regardless of whether or not a lottery is held. The guidance will be sent by email on Tuesday, November 19.

Points to note

- In order to be granted admission to this General Meeting of Shareholders, shareholders must bring both the "Voting Card" and the "Notice of Admission" sent by email on Tuesday, November 19. (For the "Notice of Admission," shareholders please either bring a printout of the notice or show the notice on the screen of your smartphone or mobile phone. When doing the latter, we recommend saving it in an easy-to-access place beforehand by taking a screen capture of the notice etc.)
- If the information on the "Voting Card" does not match the information on the "Notice of Admission," admission shall not be granted.
- The Company shall notify shareholders about whether or not they may attend by email on Tuesday, November 19.
- A limit of one registration per shareholder applies.
- We will use the personal information that we receive only for the purposes of sending notice of whether or not one may attend, replying to inquiries, questionnaires, and verification of shareholder identity. We will not share that personal information to third parties other than outsourcing contractors entrusted with the operations necessary for those purposes.
- Any expenses arising from access to the website dedicated for advance registration are to be borne by the shareholders.

Note: Changes may be made to the way of managing the General Meeting of Shareholders due to future circumstances. In such cases, notice will be provided on the Company's website (https://www.ryohin-keikaku.jp/) (in Japanese). Please check the website at the appropriate timing.

Referential Documents for the General Meeting of Shareholders

Item 1 Disposal of surplus

Matters relating to dividends

With an aimed dividend ratio of 30% (per year) as its standard, the Company would like the dividends for the current business year to be as follows, taking into consideration the continuous return of profits to shareholders.

(i) Kind of property for dividends:
By cash

(ii) Matters relating to allocation of property for dividends and its total amount:
Per share of common stock of the Company: 20 yen
Total amount of dividends: 5,525,621,280 yen

(iii) Effective date of dividends from surplus:
November 25, 2024

Item 2 Election of eight (8) directors

All eight directors will complete their terms of office upon conclusion of this General Meeting of Shareholders.

The Company proposes to elect eight directors, in order to increase the structural diversity of the Board of Directors, revitalize discussions on medium- and long-term management challenges, and to ensure decision-making oriented towards sustainable growth of the Company and society.

If candidates in this proposal are elected as originally proposed, the majority of the Board of Directors will be composed by Outside Directors.

The candidates for the new Board of Directors are as follows:

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
1	**Nobuo Domae** (January 25, 1969) Reelection Number of years in office: 5 years 6 months Attendance to the meetings of the Board of Directors: 13/13 (100%)	**April 1993** Joined McKinsey & Company Inc. Japan **September 1998** Joined FAST RETAILING CO., LTD. **November 1998** Director; FAST RETAILING CO., LTD. **November 2008** Executive Vice President; FAST RETAILING CO., LTD. **June 2016** Outside Director; DeNA Co., Ltd. **June 2016** Outside Director; Monex Group, Inc. (current) **February 2019** Senior Executive Officer; General Manager of Sales Headquarters; and in supervision of Information Systems Division, Logistics Division, and Merchandise Planning Division; Ryohin Keikaku Co., Ltd. **May 2019** Senior Managing Director; General Manager of Sales Headquarters; and in supervision of Information Systems Division, Logistics Division, and Merchandise Planning Division; Ryohin Keikaku Co., Ltd. **September 2020** Senior Managing Director; General Manager of Sales Headquarters; Ryohin Keikaku Co., Ltd. **September 2021** President and Representative Director; Ryohin Keikaku Co., Ltd. (current) President and Representative Director; MUJI HOUSE Co., Ltd. (current) **June 2022** Scholarship Director; CO-OP Sapporo (current) **(Status of important offices concurrently served)** President and Representative Director; MUJI HOUSE Co., Ltd. Outside Director; Monex Group, Inc. Scholarship Director; CO-OP Sapporo	106,500 shares
Reasons for nomination as candidate for director Mr. Nobuo Domae has extensive experience and broad knowledge as a management executive of various companies. Mr. Nobuo Domae holds a central role in the Company, and for this the Company nominates him as a candidate for director.			

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
2	**Satoshi Shimizu** (March 14, 1974) Reelection Number of years in office: 9 years 6 months Attendance to the meetings of the Board of Directors: 13/13 (100%)	**October 1996** Joined Ryohin Keikaku Co., Ltd. **June 2011** Store Manager; MUJI Yurakucho Store **June 2013** General Manager of Sales Division; Ryohin Keikaku Co., Ltd. **May 2015** Director; General Manager of Sales Division; Ryohin Keikaku Co., Ltd. **June 2015** Director; General Manager of East Asia Business Division; Ryohin Keikaku Co., Ltd. **February 2018** Managing Director; General Manager of Merchandising Headquarters, General Manager of Household Division, and IDÉE Business Unit; and in supervision of Production Division; Ryohin Keikaku Co., Ltd. **February 2019** Managing Director; General Manager of Mainland China Business Group; Ryohin Keikaku Co., Ltd. **September 2021** Senior Managing Director; General Manager of Mainland China Business Group; and in supervision of Mainland China Business, Taiwan Business, and Hong Kong Business; Ryohin Keikaku Co., Ltd. **November 2022** Executive Vice President and Director; and in supervision of Mainland China Business, Taiwan Business, and Hong Kong Business; Ryohin Keikaku Co., Ltd. **August 2023** Executive Vice President and Director; and in supervision of Mainland China Business, Taiwan Business, Hong Kong Business and Household Division; Ryohin Keikaku Co., Ltd. (current)	14,900 shares
Reasons for nomination as candidate for director Mr. Satoshi Shimizu has extensive experience in the areas of products and stores. Mr. Shimizu also holds a central role in the globalization of the Company. The Company nominates him as a candidate for director for these reasons.			

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
3	**Hirotaka Takahashi** (December 4, 1972) New election	**April 1996** Joined SEVEN-ELEVEN JAPAN CO., LTD. **December 2014** General Manager of Northern Japan MD Division; Merchandising Department; SEVEN-ELEVEN JAPAN CO., LTD. **August 2015** General Manager of FF Daily Division; Merchandising Department; SEVEN-ELEVEN JAPAN CO., LTD. **March 2019** Executive Officer; General Manager of Merchandising Department (Director; SEVEN-ELEVEN OKINAWA Co., Ltd.); SEVEN-ELEVEN JAPAN CO., LTD. **March 2020** Director, Executive Officer; General Manager of Merchandising Department (Digital Service Department); SEVEN-ELEVEN JAPAN CO., LTD. **January 2021** Director, Executive Officer; General Manager of QC and Logistics Management Department; and Head of Sustainability Promotion Office; SEVEN-ELEVEN JAPAN CO., LTD. **September 2021** Director, Executive Officer; Head of Sustainability Promotion Office; SEVEN-ELEVEN JAPAN CO., LTD. **April 2022** Joined Ryohin Keikaku Co., Ltd.; Executive Officer; in supervision of Food Merchandising Division **September 2022** Senior Executive Officer; in supervision of Food Merchandising Division; Ryohin Keikaku Co., Ltd. (current)	5,300 shares
Reasons for nomination as candidate for director Mr. Hirotaka Takahashi has broad management experience in the retail industry and has extensive experience in product development and quality control, mainly related to food, and in the area of ESG. Mr. Takahashi also holds a central role in the Company. The Company nominates him as a candidate for director for these reasons.			

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
4	**Masayoshi Yagyu** (June 27, 1952) Reelection Candidate for Outside Director Number of years in office: 8 years 6 months Attendance to the meetings of the Board of Directors: 13/13 (100%)	**April 1978** Joined Nippondenso Co., Ltd. (presently, DENSO CORPORATION) **January 2001** General Manager of Production Control Division; DENSO CORPORATION **June 2004** Executive Director; DENSO CORPORATION **June 2006** Advisor; DENSO CORPORATION **June 2006** Representative Director and President; DENSO KITAKYUSHU MANUFACTURING CORPORATION (presently, DENSO KYUSHU CORPORATION) **June 2010** Representative Director and President; HAMANAKODENSO CO., LTD. **May 2016** Outside Director; Ryohin Keikaku Co., Ltd. (current) **June 2016** Monozukuri (Manufacturing) Advisor; DENSO CORPORATION (current) **April 2020** Outside Director; Chubu Electric Power Grid Co., Inc. (current) **(Status of important offices concurrently served)** Outside Director; Chubu Electric Power Grid Co., Inc.	2,700 shares

Reasons for nomination as candidate for Outside Director and overview of expected roles

Mr. Masayoshi Yagyu, with his extensive experience and broad discernment as a corporate manager, has been performing adequately as Outside Director of the Company and has been supervising business execution. The Company nominates him as a candidate for Outside Director based on his performance.

Special matters concerning candidate for Outside Director

Tenure as Outside Director of the Company

Mr. Masayoshi Yagyu's tenure as Outside Director of the Company will be eight years and six months upon conclusion of this General Meeting of Shareholders.

Contract for limit of liability

The Company has entered into a contract for limit of liability with Mr. Masayoshi Yagyu based on the provisions of Article 427, Paragraph 1 of the Companies Act to limit liability as provided for in Article 423, Paragraph 1 of the Companies Act to the minimum liability provided for in the laws and regulations, providing he performs his duties in good faith and without gross negligence. Should the reelection of Mr. Masayoshi Yagyu be approved by the shareholders, the Company intends to continue the above contract for limit of liability with Mr. Masayoshi Yagyu.

Matters concerning independent director

The Company has designated Mr. Masayoshi Yagyu as its independent director under the rules of Tokyo Stock Exchange, Inc. and has reported to Tokyo Stock Exchange, Inc. If Mr. Masayoshi Yagyu is reelected, the Company intends to continue the designation of him as independent director.

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
5	**Atsushi Yoshikawa** (April 7, 1954) Reelection Candidate for Outside Director Number of years in office: 6 years 6 months Attendance to the meetings of the Board of Directors: 13/13 (100%)	**April 1978** Joined Nomura Securities Co., Ltd. (presently, Nomura Holdings, Inc.) **June 2000** Director; Nomura Securities Co., Ltd. **April 2008** President and CEO; Nomura Asset Management Co., Ltd. **June 2011** Regional Head of Americas Division; Nomura Holdings, Inc. Chairman and CEO; Nomura Holding America, Inc. **June 2013** Representative Executive Director & President and Group COO; Nomura Holdings, Inc. **June 2016** Advisor; Nomura Holdings, Inc. **April 2017** Director; Nomura Real Estate Development Co., Ltd. **June 2017** Chairman of the Board of Directors; Nomura Real Estate Holdings, Inc. **May 2018** Outside Director; Ryohin Keikaku Co., Ltd. (current) **June 2021** Advisor; Nomura Real Estate Development Co., Ltd. **June 2023** Director and Member of Audit and Supervisory Committee; Asset Management One Co., Ltd. (current) **(Status of important offices concurrently served)** Director and Member of Audit and Supervisory Committee; Asset Management One Co., Ltd.	4,800 shares

Reasons for nomination as candidate for Outside Director and overview of expected roles

Since Mr. Atsushi Yoshikawa, drawing from his extensive experience and broad insight as a corporate manager, is currently contributing toward achieving sustained growth and increase of corporate value of the Company as an Outside Director, the Company nominates him as a candidate for Outside Director.

Special matters concerning candidate for Outside Director

Tenure as Outside Director of the Company

Mr. Atsushi Yoshikawa's tenure as Outside Director of the Company will be six years and six months upon conclusion of this General Meeting of Shareholders.

Contract for limit of liability

The Company has entered into a contract for limit of liability with Mr. Atsushi Yoshikawa based on the provisions of Article 427, Paragraph 1 of the Companies Act to limit liability as provided for in Article 423, Paragraph 1 of the Companies Act to the minimum liability provided for in the laws and regulations, providing he performs his duties in good faith and without gross negligence. Should the reelection of Mr. Atsushi Yoshikawa be approved by the shareholders, the Company intends to continue the above contract for limit of liability with Mr. Atsushi Yoshikawa.

Matters concerning independent director

The Company has designated Mr. Atsushi Yoshikawa as its independent director under the rules of Tokyo Stock Exchange, Inc. and has reported to Tokyo Stock Exchange, Inc. If Mr. Atsushi Yoshikawa is reelected, the Company intends to continue the designation of him as independent director.

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
6	**Kumi Ito** (December 20, 1964) Reelection Candidate for Outside Director Number of years in office: 2 years Attendance to the meetings of the Board of Directors: 13/13 (100%)	**April 1987** Joined Sony Corporation (presently, Sony Group Corporation) **October 1998** Joined IBM Japan, Ltd. **June 2009** Director; IBM Corporation **January 2014** CMO; GE Healthcare Japan Corporation **October 2016** Director and COO; 4U Lifecare Inc. **April 2018** Representative Director; President and CEO, 4U Lifecare Inc. **June 2018** Outside Director; True Data Inc. (current) **June 2020** Outside Director; FUJI FURUKAWA ENGINEERING & CONSTRUCTION CO. LTD. (current) **June 2021** Outside Director; SOMPO Holdings, Inc. (current) **January 2022** Executive Director; Tsukuba University (current) **November 2022** Outside Director; Ryohin Keikaku Co., Ltd. (current) **April 2023** Managing Partner; Office KITO GK (current) **(Status of important offices concurrently served)** Outside Director; SOMPO Holdings, Inc. Outside Director; FUJI FURUKAWA ENGINEERING & CONSTRUCTION CO. LTD. Outside Director; True Data Inc. Executive Director; Tsukuba University Managing Partner; Office KITO GK	1,000 shares

Reasons for nomination as candidate for Outside Director and overview of expected roles

The Company nominates Ms. Kumi Ito as a candidate for Outside Director as Ms. Kumi Ito has deep insight in management of digital technology and healthcare sector from her experience of outside director in several companies. We expect Ms. Kumi Ito can provide valuable suggestions and advice if she becomes our Outside Director.

Special matters concerning candidate for Outside Director

Tenure as Outside Director of the Company

Ms. Kumi Ito's tenure as Outside Director of the Company will be two years upon conclusion of this General Meeting of Shareholders.

Contract for limit of liability

The Company has entered into a contract for limit of liability with Ms. Kumi Ito based on the provisions of Article 427, Paragraph 1 of the Companies Act to limit liability as provided for in Article 423, Paragraph 1 of the Companies Act to the minimum liability provided for in the laws and regulations, providing she performs her duties in good faith and without gross negligence. Should the reelection of Ms. Kumi Ito be approved by the shareholders, the Company intends to continue the above contract for limit of liability with Ms. Kumi Ito.

Matters concerning independent director

The Company has designated Ms. Kumi Ito as its independent director under the rules of Tokyo Stock Exchange, Inc. and has reported to Tokyo Stock Exchange, Inc. If Ms. Kumi Ito is reelected, the Company intends to continue the designation of her as independent director.

Facts regarding wrongful business execution, etc. that occurred while serving as an officer at another company

At Sompo Japan Insurance Inc., which is a subsidiary of SOMPO Holdings, Inc. where Ms. Kumi Ito has been serving as an Outside Director since June 2021, there were incidents that occurred during her term of office related to conduct considered to be in violation of the Antimonopoly Act and inappropriate conduct in light of the intent of the same Act, as well as an inappropriate response by Sompo Japan Insurance Inc. in relation to fraudulent automobile insurance claims by a used-vehicle sales company.

The details of these incidents are described in the content of the administrative sanctions by the Financial Services Agency and in a report by an external investigation committee consisting of third parties established by the company, but Ms. Kumi Ito has appropriately fulfilled her responsibilities, including regularly offering suggestions concerning model initiatives related to ensuring group compliance as appropriate, and suggestions for compliance with laws and regulations and the prevention of recurrence after these incidents came to light.

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
7	**Yuriko Kato** (June 19, 1974) Reelection Candidate for Outside Director Number of years in office: 2 years Attendance to the meetings of the Board of Directors: 12/13 (92%)	**April 2000** Joined Canon Inc. **April 2001** Joined Sankyo Seisakusho Co., LTD. **October 2009** Founded M2 Labo. Inc., CEO (current) **March 2017** Founded Vegibus Inc., CEO (current) **March 2018** Outside Director; Shizuoka Gas Co., LTD. (current) **July 2018** Founded Glocal Design School Inc. **June 2020** Outside Director; Suzuki Motor Corp. **November 2022** Outside Director; Ryohin Keikaku Co., Ltd. (current) **(Status of important offices concurrently served)** CEO; M2 Labo. Inc. CEO; Vegibus Inc. Outside Director; Shizuoka Gas Co., LTD.	–

Reasons for nomination as candidate for Outside Director and overview of expected roles

Ms. Yuriko Kato is expected to give valuable management suggestions and advice as she has professional knowledge in the areas of agriculture business and digital fields. Ms. Yuriko Kato holds deep insight in corporate management based on her experience as an entrepreneur and being an outside director of several companies. Company nominates Ms. Yuriko Kato as a candidate for Outside Director for above reason.

Special matters concerning candidate for Outside Director

Tenure as Outside Director of the Company

Ms. Yuriko Kato's tenure as Outside Director of the Company will be two years upon conclusion of this General Meeting of Shareholders.

Contract for limit of liability

The Company has entered into a contract for limit of liability with Ms. Yuriko Kato based on the provisions of Article 427, Paragraph 1 of the Companies Act to limit liability as provided for in Article 423, Paragraph 1 of the Companies Act to the minimum liability provided for in the laws and regulations, providing she performs her duties in good faith and without gross negligence. Should the reelection of Ms. Yuriko Kato be approved by the shareholders, the Company intends to continue the above contract for limit of liability with Ms. Yuriko Kato.

Matters concerning independent director

The Company has designated Ms. Yuriko Kato as its independent director under the rules of Tokyo Stock Exchange, Inc. and has reported to Tokyo Stock Exchange, Inc. If Ms. Yuriko Kato is reelected, the Company intends to continue the designation of her as independent director.

No.	Name (Date of birth/ other notes)	Summary of career, position, in charge, and status of important offices concurrently served	Number of the Company's shares owned by the candidate
8	**Mayuka Yamazaki** (January 23, 1978) Reelection Candidate for Outside Director Number of years in office: 2 years Attendance to the meetings of the Board of Directors: 13/13 (100%)	**April 2000** Joined McKinsey & Company Inc. Japan **June 2002** Joined Research Center of Advanced Science and Technology, The University of Tokyo as Research Associate **November 2006** Joined Harvard Business School (HBS) Japan Research Center as Research Associate **September 2010** Project Assistant Professor; Graduate School of Medicine, The University of Tokyo (part-time) **September 2014** Assistant Director; HBS Japan Research Center **January 2017** Fellow; DIAMOND Harvard Business Review (current) **March 2017** Practitioner of Japanese flower arrangement; launched IKERU (current) **June 2019** Outside Director; Audit and Supervisory Committee Member; M3, Inc. (current) **June 2021** Outside Director; RENOVA Inc. (current) **November 2022** Outside Director; Ryohin Keikaku Co., Ltd. (current) **(Status of important offices concurrently served)** Outside Director; Audit and Supervisory Committee Member; M3, Inc. Outside Director; RENOVA Inc.	–

Reasons for nomination as candidate for Outside Director and overview of expected roles

Ms. Mayuka Yamazaki is expected to give valuable suggestions and advice in regards to the management of the Company from various points of view; She has experience in an international post-graduate business school, experience of outside director of several rapidly growing start-up companies, and is well versed in traditional culture and art as a practitioner of Japanese flower arrangement. The Company nominates Ms. Mayuka Yamazaki as a candidate for Outside Director to benefit from above.

Special matters concerning candidate for Outside Director

Tenure as Outside Director of the Company

Ms. Mayuka Yamazaki's tenure as Outside Director of the Company will be two years upon conclusion of this General Meeting of Shareholders.

Contract for limit of liability

The Company has entered into a contract for limit of liability with Ms. Mayuka Yamazaki based on the provisions of Article 427, Paragraph 1 of the Companies Act to limit liability as provided for in Article 423, Paragraph 1 of the Companies Act to the minimum liability provided for in the laws and regulations, providing she performs her duties in good faith and without gross negligence. Should the reelection of Ms. Mayuka Yamazaki be approved by the shareholders, the Company intends to continue the above contract for limit of liability with Ms. Mayuka Yamazaki.

Matters concerning independent director

The Company has designated Ms. Mayuka Yamazaki as its independent director under the rules of Tokyo Stock Exchange, Inc. and has reported to Tokyo Stock Exchange, Inc. If Ms. Mayuka Yamazaki is reelected, the Company intends to continue the designation of her as independent director.

(Notes)

1. Ms. Yuriko Kato is CEO of Vegibus Inc., and the Company has business transactions with the said company. There is no special interest between any other candidates and the Company.
2. Mr. Masayoshi Yagyu, Mr. Atsushi Yoshikawa, Ms. Kumi Ito, Ms. Yuriko Kato and Ms. Mayuka Yamazaki are candidates for Outside Director.
3. Ms. Mayuka Yamasaki's name in her family register is Mayuka Onishi.
4. The Company has concluded a directors and officers liability insurance policy with an insurance company. This policy covers damages borne by the insured resulting from the bearing of responsibilities in the execution of their duties and claims received associated with the pursuit of those responsibilities. All candidates for director are included as insured persons in this insurance policy. Furthermore, the Company plans to renew the policy with the same terms at the time of the next renewal.

(Reference) Management system after approval of Item 2

The Ryohin Keikaku Group redefined its corporate philosophy as “realization of a pleasant life and society” with the goal of creating a better society 100 years from now. With that in mind, the Group has set two missions in developing its business: “being responsible for people’s basics of daily life” and “becoming one with the local communities.” In order to achieve these, we will elect directors and corporate auditors who have the appropriate experience and knowledge and who will increase the diversity of the Board of Directors.

Experience and knowledge	Directors								Corporate auditors			
	Chairman and Director	President and Represen-tative Director	Senior Executive Officer and Director	Outside Director	Outside Director	Outside Director	Outside Director	Outside Director	Full-time Corporate Auditor	Full-time Outside Corporate Auditor	Outside Corporate Auditor	Outside Corporate Auditor
	Nobuo Domae	Satoshi Shimizu	Hirotaka Takahashi	Masayoshi Yagyu	Atsushi Yoshi-kawa	Kumi Ito	Yuriko Kato	Mayuka Yamazaki	Kei Suzuki	Kosuke Yamane	Jun Arai	Maoko Kikuchi
	Reelection	Reelection	New election	Reelection	Reelection	Reelection	Reelection	Reelection				
Independent/outside				Yes/Yes	Yes/Yes	Yes/Yes	Yes/Yes	Yes/Yes		Yes/Yes	Yes/Yes	Yes/Yes
Overall corporate management	○	○	○	○	○	○	○	○	○	○	○	○
Operations	○	○	○	○					○	○		
Entrepreneurship/ social entrepreneurship	○					○	○	○				○
Technology	○		○	○	○	○	○			○		
Internationality	○	○		○	○	○	○	○	○	○	○	○
Humanities/art		○		○	○			○				
Sustainability/ diversity	○	○	○		○	○	○	○		○	○	○
Administration/ risk management		○	○		○	○			○	○	○	○

(Note) Above chart do not reflect all of the experience and knowledge possessed by officers. We have marked the main fields of the experience and knowledge.

Item	Description
Overall corporate management	Experience or knowledge of the management of company
Operations	Experience or knowledge of retail, distribution and manufacturing
Entrepreneurship/ social entrepreneurship	Experience or knowledge of entrepreneurship and social entrepreneurship
Technology	Experience or knowledge of digital and technology management

Item	Description
Internationality	Experience or knowledge of international environments
Humanities/art	Comprehensive understanding of local culture, history, arts and design
Sustainability/ diversity	Comprehensive understanding and determination to solve social issues, such as sustainability and diversity
Administration/ risk management	Experience and knowledge of human resources, labor relations, finance, legal affairs, risk management, etc.