Note: This document has been translated from a part of 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.

Securities Code: 4284
March 11, 2025
Start date of measures for electronic provision: March 5, 2025

To our shareholders:

Hiroki Akiyama
President and Representative Director
SOLXYZ Co., Ltd.
1-21 Shibaura 3-chome, Minato-ku, Tokyo

Notice of the 45th Annual General Meeting of Shareholders

You are cordially invited to attend the 45th Annual General Meeting of Shareholders (the "Meeting") of SOLXYZ Co., Ltd. (the "Company"), which will be held as indicated below.

When convening the Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on each of the following websites. Please access either of the websites using the internet address shown below to review the information.

The Company's website:

https://www.solxyz.co.jp/investor/stockinfo/holders_meeting/ (in Japanese)

Website with Materials for the General Meeting of Shareholders:

https://d.sokai.jp/4284/teiji/ (in Japanese)

Website of the Tokyo Stock Exchange (Listed Company Search):

https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)

(Please access the above TSE website, enter and search for "SOLXYZ" in "Issue name (company name)" or "4284," the Company's securities code, in "Code," select "Basic information" and "Documents for public inspection/PR information" in that order, and review the information in "Notice of General Shareholders Meeting / Informational Materials for a General Shareholders Meeting" under "Filed information available for public inspection.")

If you are unable to attend the Meeting in person, you may exercise your voting rights either in writing or using the internet. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:30 p.m. on Wednesday, March 26, 2025 (JST).

1. **Date and Time:** Thursday, March 27, 2025, at 10:00 a.m. (JST)

2. **Venue:** La Salle Royale, second basement floor, AURUM
26-2 Higashi Ueno 1-chome, Taito-ku, Tokyo

3. **Purpose of the Meeting**

Matters to be reported

(1) The Business Report and the Consolidated Financial Statements for the 45th fiscal year (from January 1, 2024 to December 31, 2024), and the audit results of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee

(2) The Non-consolidated Financial Statements for the 45th fiscal year (from January 1, 2024 to December 31, 2024)

Matters to be resolved

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of 10 Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

Proposal No. 3: Election of One Director Who Is an Audit & Supervisory Committee Member

Proposal No. 4: Election of One Substitute Director Who Is an Audit & Supervisory Committee Member

Proposal No. 5: Payment of Retirement Benefits to Retiring Directors

- If you attend the Meeting, please submit the voting form at the reception desk.
- In relation to the Meeting, regardless of whether or not there has been a request for the delivery of paper-based documents, the Company has sent paper-based documents for delivery that state the matters subject to measures for electronic provision to all shareholders.

  However, in accordance with the provisions of laws and regulations, and Article 15 of the Articles of Incorporation of the Company, among the matters subject to measures for electronic provision, Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements are posted on the website of the Company, the website with materials for the General Meeting of Shareholders, and the website of the Tokyo Stock Exchange, and therefore, they shall not be stated on the paper-based documents for delivery. Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements are part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor and the Audit & Supervisory Committee when they prepared the audit report.
- If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's website, the website with materials for the General Meeting of Shareholders, and the website of the Tokyo Stock Exchange.

The Company's website: https://www.solxyz.co.jp/investor/stockinfo/holders_meeting/ (in Japanese)
Website with Materials for the General Meeting of Shareholders: https://d.sokai.jp/4284/teiji/ (in Japanese)
Website of the Tokyo Stock Exchange (Listed Company Search): https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company recognizes the return of profit to its shareholders as a key management priority, while striving to build stable management infrastructure, in pursuit of balanced corporate management.

The Company seeks to distribute dividends in accordance with its performance, with consideration to dividend payout ratio, and maintains a policy of making the utmost effort to pay stable dividends on a continual basis.

In accordance with this policy, the Company proposes to appropriate surplus for the fiscal year as follows:

Matters Regarding Year-end Dividend

(1) Type of dividend property
Cash

(2) Allotment of dividend property and aggregate amount thereof
¥12 per common share of the Company
Total payment: ¥293,671,944

(3) Effective date of dividend of surplus
March 28, 2025

Proposal No. 2: Election of 10 Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The term of office of all 11 Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter, the same applies in this proposal) will expire at the conclusion of the Meeting. Therefore, the Company proposes the election of 10 Directors.

With regard to this proposal, the Audit & Supervisory Committee has stated its opinion that all of the candidates for Director are qualified.

The candidates for Director are as follows:

Candidate No.	Name		Age	Gender	Current position in the Company
1	Akira Nagao	Re-election	70	Male	Chairman and Director
2	Hiroki Akiyama	Re-election	61	Male	President and Representative Director
3	Toshihiko Kayanuma	Re-election	66	Male	Director and Vice President
4	Yoshiaki Nagao	Re-election	65	Male	Director and Vice President
5	Hiroyuki Watanabe	Re-election	62	Male	Director
6	Kenya Eguchi	Re-election	57	Male	Director
7	Tsunekazu Ichikawa	Re-election	55	Male	Director
8	Motoko Kai	Re-election	52	Female	Director
9	Mitsuru Aoki	Re-election	67	Male	Outside Director
10	Hideji Yamazaki	Re-election	69	Male	Outside Director

Note: The respective ages stated for each candidate are current as of the date of the Meeting.

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	 Akira Nagao (February 23, 1955) Re-election	Mar. 1983 Established Total System Consultant Co., Ltd. Director Apr. 1997 Managing Director Jan. 1998 Senior Managing Director and Representative of System Division of the Company due to a merger between the Company and Total System Consultant Co., Ltd. Jan. 2000 Managing Director and Representative of Business Division Mar. 2000 Senior Managing Director and Representative of Business Division Jan. 2004 Representative Director and Senior Managing Officer Mar. 2005 Representative Director and Senior Vice President Mar. 2006 President and Representative Director Mar. 2023 Chairman and Representative Director Mar. 2024 Chairman and Director (current position) (Significant concurrent positions outside the Company) Director of FFSOL Co., Ltd. Director of Infinite Consulting Co., Ltd. Chairman and Director of eXmotion Co., Ltd. Director of CORE NEXT Co., Ltd. Director of ASWARE Co., Ltd. Director of Fleekdrive Co., Ltd. Director of Ariadne International Consulting Co., Ltd. Director of eek Co., Ltd. Outside Director of AI, Inc.	1,119,448
	[Reasons for nomination as candidate for Director] After assuming the position of President and Representative Director of the Company in 2006, Akira Nagao played a leading role in implementing management strategies of the Company group (the "Group"), including strategic specialization of the Group companies, promotion of a stock-type business, and working on cutting-edge technology such as FinTech and IoT. Since becoming Chairman and Director in 2024, he has continued to utilize his human networks and knowledge to follow up appropriately on the Group's management and growth strategies that are being promoted by President and Representative Director. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his abundant experience and track record. Therefore, the Company has nominated him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	 Hiroki Akiyama (January 25, 1964) Re-election	Jan. 1987 Joined the Company Apr. 2004 General Manager of Business Promotion Office Apr. 2008 Representative of Business Promotion Division and General Manager of Business Promotion Office Jan. 2009 General Manager of Technical & Business Promotion Office Jan. 2011 Operating Officer Apr. 2011 General Manager of Planning & Control Office and General Manager of Technical & Business Promotion Office Jan. 2013 General Manager of Planning & Control Office Mar. 2015 Director Mar. 2020 Managing Director Mar. 2023 President and Representative Director (current position) (Significant concurrent positions outside the Company) Chairman and Representative Director of FFSOL Co., Ltd. Chairman and Representative Director of E.I.SOL Co., Ltd. Chairman and Director of Infinite Consulting Co., Ltd. Chairman and Representative Director of NEUMANN Co., Ltd. Chairman and Representative Director of CORE NEXT Co., Ltd. Director of ASWARE Co., Ltd. Chairman and Representative Director of Fleekdrive Co., Ltd. Director of Ariadne International Consulting Co., Ltd. Chairman and Representative Director of eek Co., Ltd. Chairman and Representative Director of Eff Limited	59,888
	[Reasons for nomination as candidate for Director] Hiroki Akiyama has acquired experience and a track record in various areas of the Group including business strategy, management planning, publicity and risk management. He has led numerous measures to increase the Company's corporate value since assuming the position of Director in 2015. He assumed the position of President and Representative Director in 2023 and has led the Group since. Not only has he carried on the Group's existing management strategy, but also he has led the formulation and execution of strategies in line with the business environment surrounding the Group. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his wide range of experience. Therefore, the Company has nominated him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	 Toshihiko Kayanuma (March 6, 1959) Re-election	Nov. 1983 Joined the Company Jan. 2005 General Manager of PMO Office of Business Promotion Division July 2007 Operating Officer July 2007 General Manager of PMO Office and General Manager of HR Development Office Apr. 2008 General Manager of PMO Office Jan. 2009 Representative of Business Promotion Division Mar. 2011 Director Jan. 2012 Representative of Business Promotion Division and General Manager of Internal Audit Office Jan. 2013 Representative of Sales Promotion Division and Representative of Business Promotion Division Jan. 2015 Representative of Sales Promotion Division Aug. 2016 Representative of Cloud Solution Division and Department Manager of Cloud Business Development Department Jan. 2017 Representative of Cloud Solution Division Mar. 2017 Managing Director Jan. 2020 Representative of Career Promotion Division and General Manager of HR Development Office Jan. 2022 Representative of Sales Promotion Division (current position) Mar. 2023 Director and Vice President and Representative of Control Division Jan. 2025 Director and Vice President (current position) (Significant concurrent positions outside the Company) President and Director of Fleekdrive Co., Ltd.	156,300
	[Reasons for nomination as candidate for Director] Toshihiko Kayanuma has acquired experience and a track record in various areas of the Group including business promotion, PMO, and Control Division. In particular, he has experience in starting up newly established divisions of the Company and getting them on track as Representative of Cloud Solution Division in 2016 and Representative of Career Promotion Division in 2020. With a wealth of experience acquired through working in many of the Company's core divisions, he has a multifaceted perspective, which he has been utilizing in efforts to promote organizational reforms as Representative of Sales Promotion Division since 2022. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his wide range of experience. Therefore, the Company has nominated him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	 Yoshiaki Nagao (April 9, 1959) Re-election	Aug. 1984 Joined the Company Jan. 2004 General Manager of Finance 1st SI Department Jan. 2006 Deputy Representative of Business Division and General Manager of Finance 1st SI Department Jan. 2008 Operating Officer Jan. 2011 Department Manager of 1st Finance Business Department of Business Division Mar. 2014 Director Apr. 2014 Deputy Representative of Business Division Aug. 2016 Deputy Representative of SI & Solution Division and Department Manager of 1st Finance Business Department Jan. 2017 Representative of SI & Solution Division (current position) Mar. 2017 Managing Director Mar. 2020 Representative of Sales Promotion Division Jan. 2021 Department Manager of Credit SI Department Mar. 2023 Director and Vice President (current position) (Significant concurrent positions outside the Company) Director of Infinite Consulting Co., Ltd. Director of Ariadne International Consulting Co., Ltd. Director of Eff Limited	155,208
	[Reasons for nomination as candidate for Director] Yoshiaki Nagao has abundant experience and a track record in the credit-related system development of the Group. Since assuming office as Representative of SI & Solution Division in 2017, he has played a leading role in all aspects of the outsourced system development of the Company. In addition, since 2020, he has also supervised the Sales Promotion Division, and has focused on building more strategic and efficient organizational systems. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his abundant experience and track record. Therefore, the Company has nominated him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	 Hiroyuki Watanabe (December 11, 1962) Re-election	June 1996 Joined OGIS-RI Co., Ltd. Sept. 2008 Senior Managing Director of eXmotion Co., Ltd. Dec. 2013 President and Director Feb. 2017 President and Representative Director (current position) Mar. 2019 Director of the Company (current position) (Significant concurrent positions outside the Company) President and Representative Director of eXmotion Co., Ltd. President and Representative Director of bubo Inc.	40,000
	[Reasons for nomination as candidate for Director] Hiroyuki Watanabe is Representative Director of eXmotion Co., Ltd., a company of the Group. eXmotion Co., Ltd., mainly engaged in IT consulting specialized in embedded software, has been a Tokyo Stock Exchange Mothers-listed company since July 2018. He also contributes to the industry energetically, for example, as a founder of ET Software Design Robot Contest. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his superior insights and high name recognition. Therefore, the Company has nominated him as a candidate for Director.		

<table>
<tr><th>Candidate No.</th><th>Name
(Date of birth)</th><th>Career summary, and position and responsibility in the Company
(Significant concurrent positions outside the Company)</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="2">6</td><td>
Kenya Eguchi
(December 18, 1967)

Re-election</td><td>Mar. 1992 Joined the Company
Jan. 2010 General Manager of Industrial 2nd SI Department
Jan. 2015 Department Manager of 2nd Manufacturing & Distribution SI Department
Jan. 2016 Operating Officer
Jan. 2017 Department Manager of Cloud Business Development Department
Mar. 2020 Director (current position)
Mar. 2020 Deputy Representative of Cloud Solution Division
Jan. 2022 Representative of Cloud Solution Division
Jan. 2023 Representative of Product Service Business Division, Deputy Representative of Sales Promotion Division, and Department Manager of FinTech Solution Department
Sept. 2023 Representative of Product Service Business Division, Deputy Representative of Sales Promotion Division, Department Manager of Cloud Service Department, and Department Manager of FinTech Solution Department (current position)
(Significant concurrent positions outside the Company)
Director of Fleekdrive Co., Ltd.</td><td>26,484</td></tr>
<tr><td colspan="3">[Reasons for nomination as candidate for Director]
Kenya Eguchi has been utilizing his abundant experience in the industrial system development and has acquired a track record in the Group.
As Representative of Cloud Solution Division, he focused on acquiring cloud-driven development projects in addition to conventional outsourced system development projects, as he worked to further promote the cloud business of the Company. Since assuming office as Representative of Product Service Business Division in January 2023, however, he has taken responsibility not just for the cloud business, but also for strengthening and promoting stock-type businesses based on products, peripheral development, etc. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his abundant experience and track record. Therefore, the Company has nominated him as a candidate for Director.</td></tr>
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Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
7	 Tsunekazu Ichikawa (May 24, 1969) Re-election	Oct. 1990 Joined the Company Jan. 2013 General Manager of Technical & Business Promotion Office (current position) Jan. 2018 Operating Officer Mar. 2020 Director (current position) Jan. 2022 Representative of Career Promotion Division and General Manager of HR Development Office (current position)	24,600
	[Reasons for nomination as candidate for Director] Since joining the Company, Tsunekazu Ichikawa has demonstrated his technological capability in a number of development projects. He has been engaged in the research and development since 2005. He has accumulated a track record as a central person supporting the Company's technological capabilities, including promoting the FinTech Business, training engineers, and supporting existing system development projects, particularly in relation to technical research in areas such as AI, blockchains, and RPA. Since assuming the position of Representative of Career Promotion Division in January 2022, he has been working on the recruitment of human resources and improving their development at the Group. He is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with his technological capability and abundant experience. Therefore, the Company has nominated him as a candidate for Director.		

<table>
<tr><th>Candidate No.</th><th>Name
(Date of birth)</th><th>Career summary, and position and responsibility in the Company
(Significant concurrent positions outside the Company)</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="2">8</td><td>
Motoko Kai
(July 8, 1972)

Re-election</td><td>Sept. 1999 Joined the Company
Jan. 2015 General Manager of Accounting Department (current position)
Apr. 2019 Operating Officer
Mar. 2021 Director (current position)
Mar. 2021 Deputy Representative of Control Division
Jan. 2025 Representative of Control Division (current position)
(Significant concurrent positions outside the Company)
Audit & Supervisory Board Member of FFSOL Co., Ltd.
Audit & Supervisory Board Member of Infinite Consulting Co., Ltd.
Director (Audit & Supervisory Committee Member) of eXmotion Co., Ltd.
Audit & Supervisory Board Member of CORE NEXT Co., Ltd.
Audit & Supervisory Board Member of ASWARE Co., Ltd.
Audit & Supervisory Board Member of Fleekdrive Co., Ltd.
Audit & Supervisory Board Member of Ariadne International Consulting Co., Ltd.
Audit & Supervisory Board Member of Eff Limited</td><td>10,000</td></tr>
<tr><td colspan="3">[Reasons for nomination as candidate for Director]
Since joining the Company, Motoko Kai has been appropriately fulfilling her duties in the Accounting Department. As General Manager of the Accounting Department since 2015, she has been implementing various measures aimed at creating firm financial foundations for the Group. Since assuming the position of Representative of Control Division in January 2025, she has played a leading role in the efficient execution of business operations in administrative departments as a whole. She is expected to contribute to the Group's further growth and increased medium- to long-term corporate value with her advanced expertise. Therefore, the Company has nominated her as a candidate for Director.</td></tr>
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Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
9	 Mitsuru Aoki (June 3, 1957) Re-election	Apr. 1981 Joined FUJITSU LIMITED Apr. 2010 General Manager of Mizuho Business Division June 2014 Executive Officer of FUJITSU FSAS INC. Apr. 2017 Managing Director Mar. 2021 Retired from FUJITSU FSAS INC. Mar. 2022 Outside Director who is Audit & Supervisory Committee Member of the Company Mar. 2023 Outside Director (current position)	13,200
	[Reasons for nomination as candidate for outside Director and summary of expected role] Using his insight in the SI business developed at a major IT company, as well as his experience as an officer of an operating company, the Company has judged that Mitsuru Aoki is capable of enhancing the Group's corporate value and of utilizing his insight into overall corporate operations and risk management, and has therefore nominated him as a candidate for outside Director. The Company expects him to utilize his insight and experience related to the SI business to date to continue providing appropriate advice on all aspects of the Company's business activities.		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
10	 Hideji Yamazaki (November 1, 1955) Re-election	Apr. 1978 Joined Hitachi Software Engineering Co., Ltd. (current Hitachi Solutions, Ltd.) Oct. 2010 Executive Officer of Hitachi Solutions, Ltd. Apr. 2016 Senior Vice President and Executive Officer Apr. 2019 Executive Advisor of Hitachi Solutions East Japan, Ltd. and Hitachi Solutions West Japan, Ltd. Mar. 2020 Retired from the position of Executive Advisor of Hitachi Solutions East Japan, Ltd. Mar. 2021 Retired from the position of Executive Advisor of Hitachi Solutions West Japan, Ltd. Mar. 2023 Outside Director (current position)	5,200
	[Reasons for nomination as candidate for outside Director and summary of expected role] Hideji Yamazaki has insight in the SI business developed at a major IT company, as well as many years of experience as an officer of an operating company. Based on his abundant insight, particularly in relation to the SI business, the Company has judged that he is a necessary person to enhance the corporate value of the Group, and has therefore nominated him as a candidate for outside Director. The Company expects him to utilize his insight and experience related to the SI business to date to continue providing appropriate advice on all aspects of the Company's business activities.		

Notes
1. The Company is in a competitive relationship with FFSOL Co., Ltd. and E.I.SOL Co., Ltd., organizations where Hiroki Akiyama serves as Representative Director, in the contracting of system development, and outsources its system development operations, etc. to these companies.
2. The Company guarantees debts, etc. of NEUMANN Co., Ltd., where Hiroki Akiyama serves as Representative Director.
3. The Company is in a competitive relationship with CORE NEXT Co., Ltd., where Hiroki Akiyama serves as Representative Director, in the contracting of system development, and is outsourced and outsources system development operations. The Company also guarantees debts, etc. of CORE NEXT Co., Ltd.
4. The Company outsources the sales of its systems, as well as development operations and maintenance operations, to Fleekdrive Co., Ltd., where Hiroki Akiyama serves as Representative Director.
5. There is no special interest between any other candidates for Director and the Company.
6. Mitsuru Aoki and Hideji Yamazaki are candidates for outside Director.
7. At the conclusion of the Meeting, Mr. Aoki's tenure since assuming office as outside Director of the Company will have been three years.
8. At the conclusion of the Meeting, Mr. Yamazaki's tenure since assuming office as outside Director of the Company will have been two years.
9. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Mr. Aoki and Mr. Yamazaki have been designated as independent officers as provided for by the aforementioned exchange. If the election of these individuals is approved, the Company plans for their designation as an independent officer to continue.
10. The Company has entered into a directors and officers liability insurance (D&O) policy with an insurance company, as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers damages arising from liability borne by the insured persons in the course of execution of their duties or claims pertaining to the pursuit of such liability.

    If the election of each candidate is approved and they assume office as Directors, they will be included in the insured persons under this insurance policy. In addition, the Company intends to renew this policy with the same content when it is next due for renewal.

Proposal No. 3: Election of One Director Who Is an Audit & Supervisory Committee Member

To strengthen the audit system and corporate governance, the Company proposes the election of one Director who is an Audit & Supervisory Committee member.

If this proposal is approved and the candidate assumes office as a Director who is an Audit & Supervisory Committee Member, the Company will have four Directors who are Audit & Supervisory Committee Members.

The consent of the Audit & Supervisory Committee has been obtained for this proposal.

The candidate for Director who is an Audit & Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
 Junko Iizuka (March 28, 1983) New election	Sept. 2007 Passed the bar examination Dec. 2008 Registered as an attorney at law (Tokyo Bar Association) Dec. 2008 Joined Yukiko Yonezawa Law and Accounting Office Apr. 2013 Joined Endo Law Office (current position) Feb. 2016 Attached to The Legal Training and Research Institute of the Supreme Court of Japan (Significant concurrent positions outside the Company) Member of the Tokyo Bar Association Delegate to the Japan Federation of Bar Associations Outside Director of OM2 Network Co., Ltd.	0
[Reasons for nomination as candidate for outside Director and summary of expected role] Junko Iizuka has expert knowledge and many years of experience as an attorney at law, and the Company has judged that she may be expected to fulfill a role in advising and supervising the management of the Company based on her superior insights, and has therefore nominated her as a candidate for outside Director who is an Audit & Supervisory Committee Member and proposes her election. In addition, the Company expects that she will utilize her high level of independence to play a role in enhancing objectivity in procedures for making decisions related to nomination and remuneration as a member of the Audit & Supervisory Committee. She has never in the past been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as outside Director who is an Audit & Supervisory Committee Member based on the above reasons.		

Notes
1. There is no special interest between the candidate and the Company.
2. The candidate is a candidate for outside Director.
3. The Company plans to submit notification to Tokyo Stock Exchange, Inc. that the candidate is designated as an independent officer as provided for by the aforementioned exchange.
4. The Company has entered into a directors and officers liability insurance (D&O) policy with an insurance company, as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers damages arising from liability borne by the insured persons in the course of execution of their duties or claims pertaining to the pursuit of such liability.

   If the election of the candidate is approved and she assumes office as a Director, she will be included in the insured persons under this insurance policy.

   In addition, the Company intends to renew this policy with the same content when it is next due for renewal.

Proposal No. 4: Election of One Substitute Director Who Is an Audit & Supervisory Committee Member

To prepare for the case where the number of Directors who are Audit & Supervisory Committee Members falls below the number stipulated in laws and regulations, the Company proposes the election of one substitute Director who is an Audit & Supervisory Committee Member as a substitute for all Directors who are Audit & Supervisory Committee Members. The consent of the Audit & Supervisory Committee has been obtained for this proposal.

The candidate for substitute Director who is an Audit & Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
Ryoji Ayusawa (May 29, 1966)	Apr. 1992 Joined Tokyo Regional Taxation Bureau July 1998 Examiner, Examination Group July 2007 Assistant Examiner to Special Examiner July 2015 Senior Examiner (Information Technology), Information Technology of Large Enterprise Examination Division July 2018 Senior Examiner (International Taxation), Kojimachi Tax Office July 2020 Deputy Chief Examiner, Co-ordinated Examination and Information Management Division, First Large Enterprise Examination Department, Tokyo Regional Taxation Bureau July 2021 Deputy Chief Examiner, Examination Group, Forth Large Enterprise Examination Department July 2023 Retired from Tokyo Regional Taxation Bureau Oct. 2023 Representative, Ryoji Ayusawa Tax Accountant Office (current position) (Significant concurrent positions outside the Company) Substitute Audit & Supervisory Board Member of ADVAN GROUP CO., LTD.	0
[Reasons for nomination as candidate for substitute outside Director and summary of expected role] Ryoji Ayusawa has never in the past been directly involved in the management of a company; however, he has many years of experience as a tax accountant at the Tokyo Regional Taxation Bureau, etc. and the Company has judged that he may be expected to fulfill a role in advising and supervising the management of the Company based on his superior insights, and has therefore nominated him as a candidate for substitute outside Director who is an Audit & Supervisory Committee Member and proposes his election.		

Notes
1. There is no special interest between the candidate and the Company.
2. The candidate is a candidate for substitute outside Director.
3. If the candidate assumes office as a Director who is an Audit & Supervisory Committee Member, the Company plans to submit notification to Tokyo Stock Exchange, Inc. that the candidate is designated as an independent officer as provided for by the aforementioned exchange.
4. Although the candidate entered into a corporate tax accountant contract with the Company as of July 10, 2024, the remuneration amount and other requirements comply with the "Independence Standards for Outside Directors" established by the Company, and the Company has determined that the candidate's independence is sufficiently ensured. If the candidate assumes office as a Director who is an Audit & Supervisory Committee Member, the contract will be cancelled.
5. The Company has entered into a directors and officers liability insurance (D&O) policy with an insurance company, as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers

damages arising from liability borne by the insured persons in the course of execution of their duties or claims pertaining to the pursuit of such liability.

If the candidate assumes office as a Director who is an Audit & Supervisory Committee Member, he will be included in the insured persons under this insurance policy. In addition, the Company intends to renew this policy with the same content when it is next due for renewal.

[Reference] "Independence Standards for Outside Directors" of the Company

1. The Company sets forth these standards as criteria for designating outside Directors of the Company (*1) as "independent officers" as stipulated in the Securities Listing Regulations of the Tokyo Stock Exchange.
2. Persons who do not fall under any of the criteria (i) through (viii) set forth below shall, in principle, be deemed not to have any material interests in the Company, and may be designated as independent officers.
   (i) Persons who execute business ("executives") for the Company or the Group (*2).
   (ii) Persons for whom the Company is a major business partner (*3) or executives thereof.
   (iii) Major business partners of the Company or executives thereof.
   (iv) Consultants, certified public accountants, attorneys, or other professionals who receive remuneration other than officer remuneration from the Company, and for whom the aggregate amount of remuneration paid other than officer remuneration from the Company in the most recent fiscal year exceeds ¥10 million; provided, however, that even when the amount of remuneration is ¥10 million or less, it shall be treated as a significant amount of remuneration in cases when it exceeds 50% of the annual income of those persons.
   (v) Major shareholders of the Company (those directly or indirectly holding 10% or more of the total voting rights) or executives thereof.
   (vi) Persons from organizations with which there is a relationship of mutual appointment of outside officers.
   (vii) Persons who, in the ten years prior to their appointment, fell under category (i), and persons who fell under any of the categories (ii) through (vi) in the one year prior to the appointment.
   (viii) Relatives within the second degree of kinship of any of the persons listed in the above categories (i) through (vii) (limited only to those in important positions (*4)).

*1. "Outside Directors" are as defined in the Companies Act. (Article 2, item (xv) of the Companies Act)

*2. "Executives" refer to Directors other than outside Directors (excluding Directors who are Audit & Supervisory Committee Members), Operating Officers, and employees.

*3. "Major business partners" refer to cases when the amount of transactions exceeds 2% of annual consolidated net sales in the most recent fiscal year.

*4. "Persons in important positions" refer to Directors, Operating Officers, and other persons of General Manager rank or higher who execute important business operations.

Proposal No. 5: Payment of Retirement Benefits to Retiring Directors

Director Toshiyasu Kabashima will retire from office at the conclusion of the Meeting due to expiry of his tenure.

The Company proposes the payment of retirement benefits in an amount within a reasonable range based on internal regulations of the Company, to recognize their services while in office. The Company requests that the specific amount, timing and method, etc. of payment be delegated to the Board of Directors.

This proposal has been determined by the Board of Directors after deliberation by the Audit & Supervisory Committee in accordance with policies for determining the content of individual remuneration, etc. for Directors and internal regulations determined by the Board of Directors in advance, and the Company has therefore judged that it is appropriate.

The career summaries of the retiring Directors are as follows:

Name	Career summary	
Toshiyasu Kabashima	Mar. 2020	Director of the Company (to present)