March 3, 2026

To Whom It May Concern

Company: Metaplanet Inc.
Representative: Representative Director
Simon Gerovich
(TSE Standard 3350)
Contact: IR Director Miki Nakagawa
Tel: 03-6772-3696

Notice Regarding Determination of Proposals for the Ordinary General Meeting of Shareholders and Notice Regarding Officers Following the Transition to a Company with Three Committees

As announced in the "Notice Regarding Determination of the Date and Time of the Ordinary General Meeting of Shareholders" dated January 27, 2026, Metaplanet Inc. (the "Company") previously disclosed that the 27th Ordinary General Meeting of Shareholders (the "General Meeting") would be held on Wednesday, March 25, 2026. The Board of Directors, at its meeting held today, resolved the proposals to be submitted to the General Meeting as set forth below.

In addition, as disclosed in the "Notice Regarding Transition to a Company with Three Committees and Partial Amendment to the Articles of Incorporation" dated March 3, 2026, the Company plans to transition to a Company with Three Committees (Nomination Committee, Audit Committee, and Compensation Committee) subject to approval at the 27th Ordinary General Meeting of Shareholders scheduled for March 25, 2026.

In connection with this transition, the Board of Directors, at its meeting held today, has provisionally determined the candidates for Directors and the Representative Executive Officer following the transition, as set forth below.

The Directors are scheduled to be formally elected at the General Meeting, and the Representative Executive Officer is scheduled to be formally appointed at the Board of Directors meeting to be held on March 25, the day following the General Meeting.

1. Proposals for the General Meeting

Resolution	Description
Proposal No. 1	Amendment to the Articles of Incorporation (Transition to a Company with Three Committees)
Proposal No. 2	Election of 10 Directors
Proposal No. 3	Amendment to the Articles of Incorporation (Limitation of Liability of the Accounting Auditor)

2. Details of the Proposals

Details of Proposal No. 1 have been separately disclosed in the "Notice Regarding Transition to a Company with Three Committees and Partial Amendments to the Articles of Incorporation" dated today.

Regarding Proposal No. 2, in connection with the Company's transition from a Company with Board of Auditors to a Company with Nominating Committee, etc., subject to the approval of Proposal No. 1 "Amendment to the Articles of Incorporation (Transition to a Company with Nominating Committee, etc.)," the terms of all current Directors (9) and Statutory Auditors (3)

will expire at the conclusion of this General Meeting. Accordingly, the election of 10 Directors is proposed. Please refer to the "Appendix" below for the career summaries of the Director candidates.

Details of Proposal No. 3 have been separately disclosed in the "Notice Regarding the Partial Amendment to the Articles of Incorporation Relating to the Limitation of Liability of the Accounting Auditor" dated today.

3. Change in Representative (To be proposed at the Board of Directors meeting on March 25, 2026)

Name	New Position	Current Position
Simon Gerovich	Director and Representative Executive Officer	President & Representative Director

Note: The career summary of the Representative Executive Officer candidate is as set forth in the "Appendix" below.

4. Director Candidates Following the Transition to a Company with Three Committees (To be proposed at the General Meeting)

Name	New Position	Current Position
Simon Gerovich	Director	President & Representative Director
Richard Kincaid	Independent Director	Independent Director
Drew Edwards	Independent Director	Independent Director
Hiroaki Kuwajima	Independent Director	Independent Director
Tyler Evans	Independent Director	Independent Director
Benjamin Tsai	Independent Director	Independent Director
Junko Swain	Independent Director	–
Christopher Wells	Independent Director	–
Fred Towfigh	Independent Director	–
Jun Narimatsu	Independent Director	–

Note: The career summary of the director candidates is as set forth in the "Appendix" below.

5. Directors Scheduled to Retire (At the conclusion of the General Meeting)

Yoshimi Abe
Mark Yusko
Batara Eto

5. Statutory Auditors Scheduled to Retire (At the conclusion of the General Meeting)

Masaya Takakuwa
Toshiaki Ohashi
Shiho Boda

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Appendix

No.	Name (Date of Birth)	Career Summary, Significant Concurrent Positions, and Position at the Company	Shares Held
1	Simon Gerovich (Born April 28, 1977)	May 2000: Graduated from Harvard University (U.S.) Sep. 2000: Joined Goldman Sachs Japan Co., Ltd. Apr. 2007: CEO, Evolution Capital Public Company Limited Apr. 2013: Director, the Company Oct. 2015: Chairman & Representative Director, the Company Mar. 2022: President & Representative Director, the Company (current) Oct. 2022: Representative Director, Wen Tokyo K.K. (current) Jul. 2024: Director, Metaplanet Capital Limited (current) May 2025: Director, Metaplanet Treasury Corporation (current) Jul. 2025: Director, Metaplanet Holdings Inc. (current) Sep. 2025: Director, Metaplanet Income Corp. (current) Sep. 2025: Representative Director, Bitcoin Japan K.K. (current)	15,555,500
2	Richard Kincaid (Richard Patrick Kincaid) (Born November 19, 1976)	Jun. 2000: Joined Goldman Sachs Japan Co., Ltd. Jan. 2003: CFO, Speedwell Advisors Ltd. Aug. 2004: President & COO, Nezu Asia Capital Management Limited Jan. 2011: CEO & COO, Nezu Asia Capital Management (Singapore) Pte. Ltd. Aug. 2017: President & COO, Nezu Asia Capital Limited Mar. 2018: Independent Director, Healios K.K. Jul. 2019: Director & Executive Officer, CFO, Healios K.K. (current) Oct. 2019: Director, Healios NA Aug. 2020: President, Healios NA (current) Jan. 2021: Board of Managers, Saisei Ventures LLC (current) Mar. 2025: Director, the Company (current)	10,000

3	Drew Edwards (Born April 2, 1971)	1994: Joined Pfizer Pharmaceuticals Inc. 2000: Investment Banking Division, Lehman Brothers, Inc. 2001: MBA from Northwestern University Kellogg School of Management; JD from Northwestern University School of Law 2002: Corporate Strategy Division, McKesson Specialty Pharmaceuticals 2005: Japan Small Cap Division, Taiyo Pacific Partners 2008: Portfolio Manager, Advisory Research, Inc. 2017: Founder & CEO, Usonian Investments LLC 2020: Head of Japan Equities, Grantham Mayo Van Otterloo (current) Feb. 2023: Director, the Company (current)	–
4	Hiroaki Kuwajima (Born November 29, 1980)	May 2003: Joined Mitsubishi Corporation May 2010: Completed joint degree program at Harvard Business School and Harvard Kennedy School (MBA/MPA) Sep. 2010: Joined Dream Incubator Inc. Apr. 2012: Co-Representative & CFO, Aoyama Shachu Co., Ltd. Apr. 2016: Senior Managing Director, Linkers Inc. (Representative Director, Linkers International Corporation) Dec. 2018: Representative Director, K&Associates Inc. (current) Apr. 2021: Haas Executive Fellow, Haas School of Business, UC Berkeley (current) Mar. 2024: Director, the Company (current) Jul. 2025: Completed Corporate Director Certificate Program, Harvard Business School Jan. 2026: Director, 3S Capital Inc. (current)	70,000
5	Tyler Evans (Born January 30, 1992)	May 2014: Graduated from Department of Chemical and Biological Engineering, University of Alabama Aug. 2014: Co-Founder, BTC Inc. (current) Sep. 2019: Co-Founder & Managing Partner, UTXO Management (current) Sep. 2023: General Partner, Unbroken Chain (current) Jun. 2024: Director, the Company (current)	236,040

6	Benjamin Tsai (Born January 19, 1973)	Jun. 1995: Graduated from UC Berkeley, B.S. in Materials Science & Engineering Jun. 2001: MBA, UCLA Anderson School of Management Aug. 2001: Structured Products Group, Merrill Lynch Japan Securities May 2011: CEO, Merrill Lynch Singapore Securities Oct. 2013: Senior Vice President, Alliance Bernstein Jan. 2017: Co-Founder & CFO, LA Blockchain Lab Jan. 2018: Founder, Cardinal Mark Investments (current) Aug. 2018: Co-Founder & President, Wave Digital Assets (current) Mar. 2021: Director, Ziliqa Capital Sep. 2021: Lecturer in Crypto Finance, UCLA Anderson School of Management (current) Jun. 2024: Director, the Company (current)	4,000
7	Junko Swain (Born July 13, 1964)	1985: Graduated from Meiji University Junior College, Economics 1985: Joined World Co., Ltd. 1995: Graduated from University of Hawaii, Accounting 1996: Joined Deloitte LLC (U.S.) 1999: Obtained U.S. CPA license (CPA-3762) 2003: eBay Inc. (Finance Leadership role) 2009: VMWare Inc. (Finance Leadership role) 2010: Apple Inc. (Finance Leadership role) 2011: VP & Assistant Controller, Vantiv Inc. (currently Worldpay Inc.; IPO in 2012) 2013: Chief Accounting Officer, KIXEYE Inc. 2015: Chief Accounting Officer, Upwork Inc. (IPO in 2018) 2022: Independent Director & Audit Committee Chair, Pebl (formerly Velocity Global LLC) (2022–2025) 2023: SVP & Chief Accounting Officer, Workiva Inc. (current)	–

8	Christopher Wells (Born September 25, 1954)	1979: Admitted to the California State Bar (U.S.) 1987: Registered as Foreign Law Attorney (Japan) Sep. 1989: Joined Baker & McKenzie (Tokyo Aoyama Law Office) Jan. 1992: Partner, White & Case Tokyo 1993: Administrative Partner, White & Case Tokyo Office 2001: Executive Partner, White & Case Tokyo Office (2001–2009) May 2013: Partner, Bingham McCutchen (Tokyo) Nov. 2013: Partner, Morgan, Lewis & Bockius LLP (Tokyo, Hong Kong, Shanghai) Oct. 2022: Principal, ACADAE SERVICES LLC (current)	–
9	Fred Towfigh (Born May 19, 1965)	Jun. 1988: Graduated from UC Irvine, Economics & Political Science May 1995: MBA, Georgetown University McDonough School of Business Jul. 1995: Joined Goldman Sachs Asia LLC 2008: Partner, Goldman Sachs Japan Co., Ltd. Jan. 2013: President, Goldman Sachs (Singapore) Pte. Dec. 2017: Departed Goldman Sachs Jul. 2018: Independent Director, Old Peak Asia Fund Ltd. (current) Feb. 2019: Operating Partner, SoftBank Investment Advisers Jul. 2020: Departed SoftBank Investment Advisers Apr. 2021: Statutory Auditor, AltX Research Inc. (current) Jun. 2021: Asia-Pacific Chairman / Strategic Adviser, GFO-X (current)	–
10	Jun Narimatsu (Born November 14, 1968)	Mar. 1991: Graduated from Waseda University, Faculty of Political Science and Economics Apr. 1996: Joined Ota Showa Audit Corporation May 1998: Joined Deloitte Touche Tohmatsu (now Deloitte Touche Tohmatsu LLC) Dec. 2004: Seconded to Tokyo Stock Exchange, Listing Department Jan. 2007: Joined Cookpad Inc. Jun. 2007: Director, Cookpad Inc. Jul. 2007: Executive Officer, Cookpad Inc. Apr. 2013: President & Director, Museio Inc. (now Neue Garten Inc.) (current) May 2013: Outside Statutory Auditor, Nyle Inc. Oct. 2013: Outside Statutory Auditor, RareJob Inc. Dec. 2013: Independent Director, Healios K.K.	–

		May 2015: Independent Director (Audit & Supervisory Committee Member), Nyle Inc. Nov. 2015: Independent Director, Wantedly Inc. (current) Jun. 2016: Independent Director (Audit & Supervisory Committee Member), RareJob Inc. (current) Mar. 2017: Independent Director (Audit & Supervisory Committee Member), Cross Marketing Group Inc. (current) Mar. 2018: Independent Director, Healios K.K. Mar. 2018: Independent Director, Nyle Inc. Mar. 2025: Independent Director (Audit & Supervisory Committee Member), Nyle Inc. (current)	

Notes:
1. There are no special interests between each candidate and the Company.
2. Mr. Richard Kincaid is a candidate for Independent Director.
   The reason for nominating him as an Independent Director and the role expected of him are as follows:
   He has extensive leadership experience in the financial services industry in Asia. He also brings experience serving as a director of a company listed on the Tokyo Stock Exchange, providing him with practical insight into the governance and oversight of a listed company.
   Accordingly, he is nominated as an Independent Director to provide advice on the Company's overall management and strategy.
   He is an Independent Director of the Company and will have been in the position for 1 year at the conclusion of this Annual General Meeting of Shareholders.
3. Mr. Drew Edwards is a candidate for Independent Director.
   The reasons for nominating him as an Independent Director and the role expected of him are as follows:
   He has more than 20 years of experience managing funds investing in Japanese listed equities, through which he has developed extensive expertise in Japanese capital markets and corporate governance. He is expected to bring to the Board the perspective of a long-term global institutional investor. The Company believes his investment experience and governance insight will contribute meaningfully to the effectiveness of the Board.
   Therefore, he is nominated as an Independent Director to provide advice on overall management and to strengthen the Company's corporate governance.
   He is an Independent Director (Independent Officer) of the Company and will have been in the position for 3 years and 1 month at the conclusion of this Annual General Meeting of Shareholders.
4. Mr. Hiroaki Kuwajima is a candidate for Independent Director.
   The reason for nominating him as an Independent Director and the role expected of him are as follows:
   He has more than 20 years of experience in corporate management, academia, and consulting, including involvement in business strategy within large, diversified global enterprises. The Company believes his broad management experience and strategic perspective will contribute meaningfully to the effectiveness of the Board.
   Therefore, he is nominated as an Independent Director to provide advice on overall management and to strengthen the Company's corporate governance.
   He is an Independent Director of the Company and will have been in the position for 2 years at the conclusion of this Annual General Meeting of Shareholders.

5. Mr. Tyler Evans is a candidate for Independent Director.
   Reasons for nominating Tyler Evans as a candidate for Independent Director and the expected roles: He is nominated as a candidate for Director due to his significant contributions and leadership in the Bitcoin and asset management sectors. As a co-founder of BTC Inc., the publisher of Bitcoin Magazine and host of the Bitcoin Conference series, he has been pivotal in shaping the Bitcoin ecosystem. His expertise is further demonstrated through his role as co-founder and managing partner at UTXO Management, overseeing the Bitcoin Ecosystem Fund and 210k Capital, which focus on early-stage venture capital and on-chain liquidity provisioning. His knowledge and strategic vision regarding the Bitcoin industry are expected to be highly valuable to the Company's Board of Directors.
   He is an Independent Director of the Company and will have been in the position for 1 year and 10 months at the conclusion of this Annual General Meeting of Shareholders.
6. Mr. Benjamin Tsai is a candidate for Independent Director.
   The reason for nominating him as an Independent Director and the role expected of him are as follows:
   He has extensive leadership experience in the financial services and digital asset sectors. His career includes senior roles such as Managing Director at Merrill Lynch Japan Securities and Chief Executive Officer of Merrill Lynch Singapore Commodities, where he developed expertise in capital markets, structured products, and commodities. He has also held leadership positions in asset management and blockchain-related ventures, reflecting his experience across traditional and digital investment platforms.
   His strategic vision and comprehensive industry experience are expected to be highly valuable to the Company's Board of Directors.
   He is an Independent Director of the Company and will have been in the position for 1 year and 10 months at the conclusion of this Annual General Meeting of Shareholders.
7. Ms. Junko Swain is a candidate for Independent Director.
   The reason for nominating her as an Independent Director and the role expected of her are as follows:
   She has extensive experience serving on Boards of Directors of innovative technology companies based in Silicon Valley. She has held board leadership roles, including as Audit Committee Chair and as a member of Compensation Committees, through which she has overseen financial reporting, internal controls, compliance, and executive compensation matters. The Company believes her board-level governance experience will contribute meaningfully to the effectiveness of the Board.
   Therefore, she is nominated as an Independent Director to provide advice on overall management and to strengthen the Company's corporate governance.
8. Mr. Christopher Wells is a candidate for Independent Director.
   The reason for nominating him as an Independent Director and the role expected of him are as follows:
   He has extensive experience as a legal advisor to financial institutions and investment funds, with particular expertise in regulatory compliance, corporate governance, and cross-border transactions. Through his career as a partner at international law firms, he has advised boards and senior management on legal risk management and governance matters in Japan and internationally. The Company believes his legal and governance experience will contribute meaningfully to the effectiveness of the Board.
   Therefore, he is nominated as an Independent Director to provide advice on strategy and to strengthen the Company's corporate governance.
9. Mr. Fred Towfigh is a candidate for Independent Director.
   The reason for nominating him as an Independent Director and the role expected of him are as follows:
   He has decades of leadership experience in the financial services industry in Asia, including senior leadership roles overseeing high-performance organizations. He has substantial expertise in capital markets, strategic management, and the structuring and oversight of compensation systems within performance-driven environments. In addition, he possesses experience in the digital asset

industry, providing insight into emerging financial technologies and market developments. The Company believes his extensive industry leadership and strategic perspective will contribute meaningfully to the effectiveness of the Board.
Therefore, he is nominated as an Independent Director to provide advice on overall strategy and management.

10. Mr. Jun Narimatsu is a candidate for Independent Director.
The reason for nominating him as an Independent Director and the role expected of him are as follows:
He has extensive experience as a certified public accountant and service on Audit Committees of listed companies. Through his auditing career and executive leadership roles, he has developed substantial expertise in financial reporting, internal controls, and compliance. The Company believes his strong audit background and board-level oversight experience will contribute meaningfully to the effectiveness of the Board.
Therefore, he is nominated as an Independent Director to provide advice on overall management and to strengthen the Company's corporate governance, particularly in audit and financial oversight matters.
11. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company and Mr. Richard Kincaid, Mr. Drew Edwards, Mr. Hiroaki Kuwajima, Mr. Tyler Evans and Mr. Benjamin Tsai have entered into liability limitation agreements and, if the election of each such candidate is approved, the Company plans to continue such liability limitation agreement. Also, if the election of Ms. Junko Swain, Mr. Christopher Wells, Mr. Fred Towfigh and Mr. Jun Narimatsu is approved, the Company plans to enter into the similar liability limitation agreement with each of them. The summary of the contents of the liability limitation agreement is as follows:
・In the event that a Director (excluding those who are executive directors, etc.) is liable for damages to the Company due to neglect of their duties, the liability shall be limited to the amount prescribed in Article 425, Paragraph 1 of the Companies Act.
・The above limitation of liability shall be recognized only when the Director acted in good faith and without gross negligence in performing the duties that caused the liability.
12. The Company has entered into a directors and officers liability insurance (D&O insurance) contract as prescribed in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. Under the contract, the insurance company will cover damages that may arise from the insured being held liable for the execution of their duties or receiving a claim related to the pursuit of such liability. If the election of each candidate is approved, they will be included as insured people under the insurance contract.
13. Designation of Independent Officers based on the regulations of the Tokyo Stock Exchange
The Company plans to designate Mr. Drew Edwards and Mr. Hiroaki Kuwajima as independent officers as prescribed by the Tokyo Stock Exchange and notify the Exchange accordingly.