



DIGITAL HEARTS HLDGS.



May 22, 2026

Company name: DIGITAL HEARTS HOLDINGS Co., Ltd.  
Name of representative: President and CEO Toshiya Tsukushi  
(Code number: 3676, Prime, Tokyo Stock Exchange)  
Contact: Executive Officer and CFO Hideto Itami  
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## Notice Regarding Transition to a Company with an Audit and Supervisory Committee and Changes in Director Personnel

DIGITAL HEARTS HOLDINGS Co., Ltd. (hereinafter referred to as the “Company”) hereby announces that it has resolved at its meeting of the Board of Directors held today that the Company will transition from a Company with an Audit and Supervisory Board to a Company with an Audit and Supervisory Committee, subject to approval at the 13th Ordinary General Meeting of Shareholders scheduled to be held on June 25, 2026. The Company also resolved the candidates for Directors to be proposed at the said General Meeting of Shareholders, as detailed below.

For further details regarding the partial amendments to the Articles of Incorporation in connection with the transition to a Company with an Audit and Supervisory Committee, please refer to the “Notice of Partial Amendment to the Articles of Incorporation” disclosed today.

### 1. Transition to a Company with an Audit and Supervisory Committee

#### (1) Purpose of the transition

Recently, the business environment surrounding the Company Group has been changing rapidly amid the widespread adoption and expansion of AI technologies, requiring management to make faster and more flexible decisions than ever before. In light of these circumstances, the Company has decided to transition to a Company with an Audit and Supervisory Committee in order to accelerate decision-making and business execution through the delegation of authority, while also strengthening the supervisory function of the Board of Directors by granting voting rights at Board meetings to Directors who serve as Audit and Supervisory Committee Members.

#### (2) Effective date of the transition

The Company plans to transition to a Company with an Audit and Supervisory Committee, subject to approval of the necessary amendments to the Articles of Incorporation at the Company’s 13th Ordinary General Meeting of Shareholders scheduled to be held on June 25, 2026.

### 2. Candidates for Directors following the transition to a Company with an Audit and Supervisory Committee

In connection with the transition to a Company with an Audit and Supervisory Committee, the Company has provisionally selected the following Director candidates. The positions of each Director candidate are scheduled to be formally determined following the 13th Ordinary General Meeting of Shareholders, as well as the subsequent meetings of the Board of Directors and the Audit and Supervisory Committee meeting to be held on the same day.

(1) Candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members)

| Name             | New position (Planned)                        | Current position                              |
|------------------|-----------------------------------------------|-----------------------------------------------|
| Toshiya TSUKUSHI | Representative Director,<br>President and CEO | Representative Director,<br>President and CEO |
| Eiichi MIYAZAWA  | Representative Director and<br>Chairman       | Representative Director and<br>Chairman       |
| Takashi YANAGIYA | Outside Director                              | Outside Director                              |
| Emiko MUREI      | Outside Director                              | Outside Director                              |
| Ryo CHIKASAWA    | Outside Director                              | Outside Director                              |

(2) Candidates for Directors serving as Audit and Supervisory Committee Members

| Name                                                     | New position (Planned)                                      | Current position                             |
|----------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------|
| Masahide DATE                                            | Director (Standing Audit &<br>Supervisory Committee Member) | Standing Audit &<br>Supervisory Board Member |
| Emiko AKATSU                                             | Outside Director (Audit &<br>Supervisory Committee Member)  | Outside Audit &<br>Supervisory Board Member  |
| Ikuyo HORIGUCHI<br>(Current family name:YAMADA)<br>[NEW] | Outside Director (Audit &<br>Supervisory Committee Member)  | —                                            |

(3) Substitute candidate for Director Serving as an Audit and Supervisory Committee Member

| Name        | New position (Planned)                                     | Current position |
|-------------|------------------------------------------------------------|------------------|
| Emiko MUREI | Outside Director (Audit &<br>Supervisory Committee Member) | Outside Director |

\* If the proposal for the election of Directors is approved as originally proposed at the Company's 13th Ordinary General Meeting of Shareholders scheduled to be held on June 25, 2026, Emiko MUREI is scheduled to assume the position of Director who is not an Audit and Supervisory Committee Member. However, if the Company falls short of the number of directors serving as Audit and Supervisory Committee Members required by laws and regulations (three members), she is scheduled to resign from the position of Director who is not an Audit and Supervisory Committee Member and assume the position of Director serving as an Audit and Supervisory Committee Member.

(4) Audit & Supervisory Board Members scheduled to retire

| Name                                     | New position (Planned) | Current position                            |
|------------------------------------------|------------------------|---------------------------------------------|
| Keiya KAZAMA                             | —                      | Audit & Supervisory<br>Board Member         |
| Yoko OKANO<br>(Current family name:SATO) | —                      | Outside Audit &<br>Supervisory Board Member |

(Reference) Biography of new Outside Director (Audit and Supervisory Committee Member) candidate

| Name<br>(Date of birth)                                                                                     | Biography                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p style="text-align: center;">Ikuyo HORIGUCHI<br/>(Current family name:YAMADA)<br/>(Born May 16, 1964)</p> | <p>April 1987      Joined Recruit Co., Ltd.</p> <p>August 1995    Joined PIA CORPORATION</p> <p>June 1997      Joined Benesse Corporation</p> <p>April 2007      Executive Officer at the same company, Head of MD&amp;M<br/>(Mail Order) Business Unit</p> <p>September 2008   Executive Officer at the same company, Head of W&amp;F<br/>(Women &amp; Family) Business Unit</p> <p>March 2013      Joined Yahoo Japan Corporation (currently LY Corporation)</p> <p>May 2014        Executive Officer, Cookpad Inc.</p> <p>March 2017      Representative Director and President of O-uccino, Inc.<br/>(currently Kufu Sumai Inc.)</p> <p>October 2018    Representative Director, Kufu Company Co., Ltd.</p> <p>July 2019        Representative Director, Kurashini Kufu Inc.<br/>(currently Kufu Company Inc.)</p> <p>October 2020    Representative Director, anymarry Co., Ltd.<br/>(currently Kufu Wedding Inc.)</p> <p>October 2021    Executive Officer, Kufu Company Inc.<br/>Representative Director, Locoguide Inc.<br/>(currently Kufu Company Inc.)</p> <p>March 2022      Outside Director, SENSUKAI CO.,LTD.</p> <p>June 2023       Representative Director, SHIZUOKAONLINE CO. LTD.<br/>(currently Kufu Shizuoka Inc.) (present)</p> |