Translation

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April 21, 2026

Company name：	PR TIMES Corporation
Name of representative：	Takumi Yamaguchi, President and CEO
Stock code：	3922
Stock exchange：	Tokyo (Prime Market) Nagoya (Premier Market)
Contact：	Akihiro Mishima, Director
TEL：	03-5770-7888

Notice Concerning the Convocation of the 21st Annual General Meeting of Shareholders and the Determination of Proposals to be Submitted

PR TIMES Corporation (the "Company") hereby announces that its Board of Directors, at a meeting held on April 21, 2026, resolved to convene the 21st Annual General Meeting of Shareholders (the "Meeting") and determined the proposals to be submitted to the Meeting as follows:

1. Date, Time, and Location

(1) Date and Time:

Wednesday, May 27, 2026, at 10:00 a.m. (Reception begins at 9:30 a.m.)

(2) Location

Akasaka Intercity 8th Floor, 1-11-44 Akasaka, Minato-ku, Tokyo

(Held within the PR TIMES Head Office; Hybrid Attendance-type Virtual Shareholder Meeting)

2. Proposals to be Submitted

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Five (5) Directors

Proposal No. 3: Election of One (1) Corporate Auditor

Proposal No. 4: Determination of Compensation for the Allotment of Restricted Stock to Directors (Excluding Outside Directors)

3. Overview of Proposals

(1) Proposal No. 1: Appropriation of Surplus

①Type of dividend property

Cash

②Allocation of dividend property and total amount

13.80 yen per share of common stock, totaling 186,412,263 yen

③Effective date of the dividend

May 28, 2026

(2) Proposal No. 2: Election of Five (5) Directors

The terms of office for all six (6) current Directors will expire at the conclusion of this Meeting. To further strengthen corporate governance, the Company proposes the election of five (5) Directors, including three (3) Outside Directors. By continuing to include a female Director candidate, the Company aims to further increase the diversity of the Board. If this proposal is approved as originally proposed, Outside Directors will constitute a majority of the Board.

Name	Current Position	Status
Takumi Yamaguchi	President and CEO	Reappointment
Akihiro Mishima	Director, Head of Corporate Communication Department	Reappointment
Keita Suzuki	Director (Outside)	Reappointment
Hiroko Ozawa	Director (Outside)	Reappointment
Takatsugu Suzuki	Director (Outside)	New Appointment

The candidate for the position of newly appointed Director is as follows

Name (Date of Birth)	Career summary (significant concurrent positions)
Takatsugu Suzuki (January 3, 1971)	Apr. 1995 Joined Nihon Brain Center Co., Ltd. Jan. 2000 Appointed as Director of en-japan inc. (currently en inc.) Jun. 2008 Appointed as Representative Director and President of en-japan inc. (currently en inc.) Sep. 2010 Appointed as Director of Wall Street Associates K.K. (currently en world Japan K.K.) Apr. 2013 Appointed as Director of Navigos Group Vietnam Joint Stock Company Apr. 2015 Appointed as Representative Director, President and Executive Officer of en-japan inc. (currently en inc.) Mar. 2017 Appointed as Representative Director and Chairman of en world Japan K.K. Apr. 2020 Appointed as Chairman of the Board of Navigos Group Vietnam Joint Stock Company Oct. 2023 Appointed as Director of Future Focus Infotech Pvt. Ltd. Apr. 2024 Appointed as Director of en SX inc. Apr. 2025 Appointed as Director of en-japan inc. (currently en inc.) Jun. 2025 Appointed as Representative Director and President of B・BLUE partners inc. (present post) Jul. 2025 Appointed as Senior Advisor of Beyond Arch Partners Inc. (present post) Oct. 2025 Appointed as Outside Director of Dirbato Co., Ltd. (present post) Dec. 2025 Appointed as Outside Director of Youroute Inc. (present post)

【Reasons for Nomination as a Candidate for Outside Director and Summary of Expected Roles】

The Company believes that Mr. Suzuki can be expected to provide appropriate advice and supervision regarding management and human resources, based on his first-hand expertise. This includes his experience leading the rapid growth of en-japan inc. at the forefront, his management experience serving as Representative Director of a listed company for 17 years alongside the founder, and his experience in overcoming crises such as the Global Financial Crisis (Lehman Shock) that the human resources industry faced.

Based on these achievements, the Company has judged that he can be expected to provide advice and other contributions to the decision-making of the Board of Directors and other bodies from an independent, third-party perspective as an independent Outside Director, and has therefore nominated him as a candidate for Outside Director.

(3) Proposal No. 3: Election of One (1) Corporate Auditor

The term of office for Corporate Auditor Toshiyuki Fujita will expire at the conclusion of this Meeting. The Company proposes the election of one (1) Corporate Auditor, with the prior consent of the Board of Corporate Auditors.

Name (Date of Birth)	Career summary (significant concurrent positions)
Toshiyuki Fujita (September 4, 1971)	Nov. 1995 Joined Sony Creative Products Inc. Sept. 1996 Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC) Mar. 1999 Registered as a certified public accountant Sept. 2000 Joined Frameworx, Inc. Dec. 2000 Director and General Manager of Administration Division Apr. 2005 Joined KPMG FAS Co., Ltd. Apr. 2012 Joined RareJob, Inc. June. 2012 Director June. 2015 Director and Executive Vice President June. 2021 Director (current position) Oct. 2021 Joined PowerX, Inc. Mar. 2022 Executive Officer CFO (current position) May. 2022 Appointed as Outside Corporate Auditor of the Company (present post)
【Reason for nomination】 Mr. Fujita possesses deep knowledge of accounting as a CPA and extensive management experience as a CFO. The Company expects his continued contribution primarily in auditing financial accounting.	

(4) Proposal No. 4: Determination of Compensation for the Allotment of Restricted Stock to Directors (Excluding Outside Directors)

A. Reasons for the Proposal

At the 16th Annual General Meeting of Shareholders held on May 26, 2021, approval was granted to set the maximum amount of remuneration for the Company's Directors at 200 million yen per year. (This includes up to 40 million yen per year for Outside Directors and excludes the employee salary portion for Directors who concurrently serve as employees). Furthermore, at the 19th Annual General Meeting of Shareholders held on May 29, 2024, approval was granted—separate from the aforementioned remuneration—to set the total amount of monetary compensation claims to be provided as restricted stock remuneration at no more than 120 million yen per year. (This includes up to 24 million yen per year for Outside Directors). At the same meeting, the total number of restricted stock shares to be allotted in each fiscal year was approved to be capped at 65,000 shares. (Including up to 13,000 shares for Outside Directors).

The Company now proposes to allot new restricted stock to its Directors (excluding Outside Directors; hereinafter "Eligible Directors") in addition to the existing restricted stock. The objective is to provide Eligible Directors with an incentive to contribute more than ever to increasing the share price and corporate value by sharing the benefits and risks of share price fluctuations with shareholders through the holding of Company shares.

Accordingly, taking into account various factors such as the degree of contribution of the Eligible Directors, the Company intends to provide monetary compensation claims for the granting of new restricted stock within the total amount of monetary compensation claims provided as restricted stock remuneration mentioned above. The allotment of restricted stock is determined by comprehensively considering various factors, including the degree of contribution of the Eligible Directors. The Company believes the content of this proposal is appropriate, as the maximum number of restricted stock shares to be allotted in each fiscal year (as specified in "B" below) represents approximately 0.48% of the total number of issued shares. (The cumulative ratio would be approximately 4.58% even if the maximum number of restricted stock shares were issued over a 10-year period), indicating that the dilution effect is negligible.

B. Details of the Proposal

Based on a resolution of the Company's Board of Directors, the Company shall provide monetary compensation claims to Eligible Directors within the aforementioned annual limit as remuneration related to restricted stock. Each Eligible Director shall receive an allotment of restricted stock by contributing all such monetary compensation claims in-kind.

The total number of restricted stock shares (including previous restricted stock) to be allotted to Eligible Directors shall be capped at 65,000 shares in each fiscal year.

However, if a stock split (including an allotment of common stock without contribution) or a consolidation of the Company’s common stock is performed on or after the date this proposal is approved, or if any other event occurs requiring an adjustment to the total number of restricted stock shares to be allotted, the total number of such shares shall be reasonably adjusted.

4. Other Matters

In convening this Meeting, the Company will implement electronic provision measures. The "Notice of Convocation of the 21st Annual General Meeting of Shareholders" will be posted on the Company’s corporate website and other platforms on Friday, May 1.