



May 14, 2024

To whom it may concern:

Company Name: Hoosiers Holding Co., Ltd.
Representative: Eiichi Ogawa, President and Representative
Director, Executive Officer
(Stock Code: 3284 Tokyo Stock Exchange Prime Market)
Contact: Yoshiro Narukami, Head of Business
Planning Section, Executive Officer
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Notice of Election of Candidates for Directors, Directors Who Are Audit & Supervisory Committee Members and a Substitute Director Who Is an Audit & Supervisory Committee Member

The Company resolved at the Board of Directors meeting held on May 14, 2024 to submit the proposal regarding the election of candidates for directors, directors who are Audit & Supervisory Committee members and a substitute director who is an Audit & Supervisory Committee member to the 11th Annual General Meeting of Shareholders to be held on June 21, 2024 as follows.

We also announce that directors who are Audit & Supervisory Committee members will retire upon the conclusion of the 11th Annual General Meeting of Shareholders.

1. Candidates for Directors (excluding those who are Audit & Supervisory Committee Members)

Name	New Appointment/ Reappointment	Current title
Tetsuya Hirooka	Reappointment	Chairman and Representative Director, Executive Officer
Eiichi Ogawa	Reappointment	President and Representative Director, Executive Officer
Masatoshi An	Reappointment	Outside Director
Shoji Tsuboyama	Reappointment	Outside Director

* Mr. Masatoshi An and Mr. Shoji Tsuboyama are candidates for outside directors, who will be candidates for independent officers as prescribed by the regulations of the Tokyo Stock Exchange if their election is approved.

2. Candidate for a Director who is an Audit & Supervisory Committee Member

Name	New Appointment/ Reappointment	Current title
Atsuhiko Imai	Reappointment	Director, Audit & Supervisory Committee Member

3. Candidates for new Directors who are Audit & Supervisory Committee Members

Name (Date of birth)	Biography
Naoko Taniguchi (June 25, 1965)	May 1993 Admitted to the New York State Bar
	Jan. 1994 Joined Davis Polk and Wardwell
	Nov. 1998 Joined Merrill Lynch Securities Co., Ltd.
	July 2000 Joined Morgan Stanley Securities Co., Ltd.
	Mar. 2003 Joined Lehman Brothers Japan Inc.
	Aug. 2009 Joined Japan GE, General Manager of Legal Department, Capital Division
	Nov. 2016 Joined Fuji Heavy Industries Ltd. (currently Subaru Corporation)
	Jan. 2017 General Manager of Legal Department, Fuji Heavy Industries Ltd.
	Feb. 2021 Joined NEC Corporation
	Apr. 2021 General Manager of Legal Department, NEC

(Reason for nomination)

Ms. Naoko Taniguchi has in-depth knowledge about risk management, general corporate legal affairs and corporate governance which she has accumulated through her experience as a New York State lawyer over the years. The Company nominates her as a candidate for an Outside Director who is an Audit & Supervisory Committee Member because we hope she will audit the Company's management from an objective and neutral standpoint and provide timely and appropriate advice at meetings of the Board of Directors and the Audit & Supervisory Committee.

As Ms. Taniguchi satisfies the requirements for an independent officer established by Tokyo Stock Exchange, the Company will notify Tokyo Stock Exchange of her appointment as an independent officer.

Name (Date of birth)	Biography
Shinkichi Matsuo (January 9, 1969)	Apr. 1991 Joined Mitsubishi Electric Corporation
	Apr. 1993 Joined Yokohama City Government
	Oct. 1995 Joined Ota Showa Audit Corporation (currently Ernst & Young ShinNihon LLC)
	Sep. 1999 Registered as a certified public accountant
	July 2010 Partner, Ota Showa Audit Corporation
	Oct. 2018 Representative Director, NextLeap Co., Ltd. (incumbent) Outside Audit & Supervisory Board Member, Amvis Holdings, Inc. (incumbent)
	June 2019 Outside Audit & Supervisory Board Member, SEIKAGAKU CORPORATION (incumbent)
	Aug. 2019 Outside Corporate Auditor, Takara Printing Co., Ltd. (currently TAKARA & COMPANY, LTD.) (incumbent)

	Dec. 2023	Outside Director (Audit & Supervisory Board Member), NSGROUP CORPORATION (incumbent)
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(Reasons for nomination)

Mr. Shinkichi Matsuo has been engaged in financial audit services for many years as a certified public accountant and has abundant experience and extensive knowledge in the corporate accounting and audit field. The Company nominates him as a candidate for an Outside Director who is an Audit & Supervisory Committee Member because we hope he will audit the Company's management from an objective and neutral standpoint by using his expertise and insights as a real estate appraiser and provide timely and appropriate advice at meetings of the Board of Directors and the Audit & Supervisory Committee.

As Mr. Matsuo satisfies the requirements for an independent officer established by Tokyo Stock Exchange, the Company will notify Tokyo Stock Exchange of his appointment as an independent officer.

4. Election of a candidate for substitute Director who is an Audit & Supervisory Committee Member

Name (Date of birth)	Biography	
Yasushi Toyama (May 1, 1965)	Apr. 1993	Registered as a practicing attorney (Daini Tokyo Bar Association) Joined Asahi Law Offices
	June 1999	Opened Sudoh/Toyama/Takai Law Office
	Sep. 2000	Opened Yasushi Toyama Law Office
	Apr. 2006	Civil Conciliation Commissioner, Tokyo Summary Court (incumbent)
	Jan. 2015	Judicial Commissioner, Tokyo Summary Court (incumbent)
	June 2019	Auditor, Bicycle Parking Lot Maintenance Center (incumbent) Member of Independent Committee on Takeover Defense, SAKAI HEAVY INDUSTRIES, LTD. (incumbent)
	Apr. 2021	Member of the Public Procurement Central Monitoring Committee, Ministry of Health, Labour and Welfare (incumbent)
	June 2023	Substitute Director who is an Audit & Supervisory Committee Member of the Company
	Apr. 2024	Outside Director who is an Audit & Supervisory Committee Member of the Company (incumbent)

5. Retiring Directors who are Audit & Supervisory Committee Members

Name	Current title
Mieko Hayakawa	Outside Director
Yasushi Toyama	Outside Director

* Ms. Mieko Hayakawa and Mr. Yasushi Toyama will retire as the Company's Directors upon conclusion of the 11th Annual General Meeting of Shareholders to be held on June 21, 2024.

6. New officers (after the Annual General Meeting of Shareholders on June 21, 2024)

Chairman and Representative Director, Executive Officer	Tetsuya Hirooka
President and Representative Director, Executive Officer	Eiichi Ogawa
Outside Director (Independent)	Masatoshi An
Outside Director (Independent)	Shoji Tsuboyama
Director, Audit & Supervisory Committee Member	Atsuhiko Imai
Outside Director, Audit & Supervisory Committee Member (Independent)	Naoko Taniguchi
Outside Director, Audit & Supervisory Committee Member (Independent)	Shinkichi Matsuo

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