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Securities Code: 4733

Date issued: June 3, 2024

Start date of measures for electronic provision: May 31, 2024

To our shareholders:

Shigefumi Wada
President and Representative Director
OBIC BUSINESS CONSULTANTS CO., LTD.
6-8-1, Nishi-shinjuku, Shinjuku-ku, Tokyo

Notice of the 45th Annual General Meeting of Shareholders

You are hereby notified that the 45th Annual General Meeting of Shareholders of OBIC BUSINESS CONSULTANTS CO., LTD. (the “Company”) will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items subject to measures for electronic provision) in electronic format, and posts this information as “Notice of the 45th Annual General Meeting of Shareholders” on the Company’s website. Please access the website by using the internet address shown below to review the information.

- The Company’s website:
<https://corp.obc.co.jp/ir/stock/meeting/> (in Japanese)
In addition to posting for which measures for providing information in electronic format are to be taken on the website above, the Company also posts this information on the following website.
- TSE website (Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)
* Enter or search for the stock name (OBIC Business Consultant) or securities code (4733), and select “Basic Information” and “Documents for Public Inspection/PR Information” for review.
- General Meeting of Shareholders Portal® (Sumitomo Mitsui Trust Bank, Limited)
<https://www.soukai-portal.net> (in Japanese)
* Please access the URL (in Japanese) above and log in by entering the “Voting Rights Exercise Code / General Meeting of Shareholders Portal Login ID” and “Password.”

Instead of attending the Meeting in person, you may exercise your voting rights in writing, via the Internet, etc. Please review the attached Reference Documents for General Meeting of Shareholders and exercise your voting rights according to the information so that your vote is received by 5:45 p.m. on Friday, June 21, 2024 (JST).

Other Notices

1. An electronic provision system of General Meeting of Shareholders materials (a system to make General Meeting of Shareholders materials accessible on a website) has been started. However, at this General Meeting of Shareholders, we delivered paper-based documents stating items subject to measures for electronic provision to all shareholders as we have done in the past.
From the next year onward, the documents may be provided in a manner consistent with the electronic provision system. Shareholders who wish to receive the paper-based documents similar to this Annual Shareholders Meeting from next year onwards can submit a “Request for Delivery of Paper-Based Documents.” For an overview of the electronic provision system and the procedure for “Request for Delivery of Paper-Based Documents,” please contact the securities company at which you have opened your account or visit the website

relating to the electronic provision system of Sumitomo Mitsui Trust Bank, Limited (the Company's shareholder registry administrator).

(Link: <https://www.smb.jp/personal/procedure/agency/kaisyahou>) (in Japanese)

2. The Company does not provide gifts to shareholders attending the Meeting in person. Thank you for your understanding.

1. **Date and Time:** Monday, June 24, 2024, at 10:00 a.m. (JST)
2. **Venue:** Ohgi, 4th floor, South Tower, Keio Plaza Hotel,
2-2-1, Nishi-shinjuku, Shinjuku-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

The Business Report and the Non-consolidated Financial Statements for the 45th fiscal year (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

- | | |
|-----------------------|-------------------------------|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Nine Directors |
| Proposal No. 3 | Election of Financial Auditor |

In accordance with the provisions of laws and regulations and Article 14 of the Company's Articles of Incorporation, among the items subject to measures for electronic provision, the Company has posted the following items on the Company's website, the TSE website and General Meeting of Shareholders Portal, and excluded them from the paper-based documents delivered to shareholders. Of the paper-based documents delivered, the Business Report and Non-consolidated Financial Statements are a part of the documents that were audited by the Financial Auditor and Audit & Supervisory Board Members in preparing their respective audit reports.

- Status of Share Acquisition Rights, Etc.
 - System to Ensure Appropriateness of Business and State of Operation of Such System
 - Basic Policy on Company Control
 - Statement of Changes in Net Assets
 - Notes to Non-consolidated Financial Statements
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- If you attend the Meeting in person, please submit the voting form to our reception desk at the venue on the day of the Meeting. Please note that even if you bring your voting form with you, we will not allow entry to your proxy or any other person accompanying you (person other than a shareholder entitled to exercise voting rights). However, we will allow entry to persons accompanying shareholders with disabilities, as well as to guide dogs, hearing dogs, and service dogs.
 - If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's website, the TSE website and General Meeting of Shareholders Portal site.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company considers it one of its highest management priorities to continue to provide stable and long-term return of profit to shareholders. The Company proposes to pay a year-end dividend for the period under review as follows, taking into consideration the business results for the period under review and future business development.

(1) Type of dividend property

To be paid in cash.

(2) Allotment of dividend property and their aggregate amount

The Company proposes to pay a dividend of ¥45 per common share of the Company.

In this event, the total dividends will be ¥3,382,820,730.

As the Company has already paid an interim dividend of ¥35 per share, the annual dividend for the fiscal year under review will be ¥80 per share.

(3) Effective date of dividends of surplus

The effective date of dividends will be June 25, 2024.

Proposal No. 2 Election of Nine Directors

The terms of office of all nine Directors will expire at the conclusion of this annual general meeting of shareholders. Accordingly, the Company requests the election of nine Directors.

The candidates for Director were determined by the Board of Directors based on the details of the report submitted by the Nomination and Remuneration Advisory Committee.

The candidates for Director are as follows:

Candidate no.	Name		Current position and responsibilities in the Company
1	Masahiro Noda	Reelection Outside	Chairman
2	Shigefumi Wada	Reelection	President and Representative Director
3	Hiroko Wada	Reelection	Vice President and Representative Director, and General Manager of Administrative Headquarters
4	Katsuhiko Karakama	Reelection	Managing Director and General Manager of Product Development Headquarters
5	Toshio Ogino	Reelection	Managing Director and General Manager of Sales Headquarters
6	Shoichi Tachibana	Reelection Outside	Director
7	Chiaki Ito	Reelection Outside Independent	Director
8	Junji Narita	New election Outside Independent	
9	Hiroyuki Murata	New election Outside	
New election	Candidate for new Director		
Reelection	Candidate for Director to be reelected		
Outside	Candidate for outside Director		
Independent	Candidate for independent officer		

Candidate no.	Name (Date of birth)	Career summary, positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned	
1	Masahiro Noda (August 24, 1938) Reelection Outside	Apr. 1968	Established OBIC Co., Ltd. President and Representative Director	406,400 shares
		Nov. 1979	President and Representative Director of OBIC Office Automation Co., Ltd.	
		May 1981	Chairman and Representative Director of the Company	
		Jan. 1996	Chairman and Representative Director of OBIC Office Automation Co., Ltd. (current position)	
		June 1996	Chairman of the Company (current position)	
		Apr. 2003	Chairman and Representative Director of OBIC Co., Ltd.	
		Feb. 2006	Chairman and Representative Director, and President and Representative Director	
		Apr. 2013	Chairman and Representative Director (current position)	
		[Significant concurrent positions outside the Company] Chairman and Representative Director of OBIC Co., Ltd. Chairman and Representative Director of OBIC Office Automation Co., Ltd.		
(Reasons for nomination as candidate for outside Director and overview of expected roles) The Company proposes the election of Masahiro Noda as outside Director so that his extensive experience and broad discernment as a senior corporate manager who has a grasp of the OBIC group as a whole will be reflected in the management of the Company. If elected, he is expected to continue providing advice and recommendations in view of enhancement of the corporate value of the OBIC group as a whole, from the viewpoint of a senior corporate manager.				
2	Shigefumi Wada (August 30, 1952) Reelection	Dec. 1980	Established the Company President and Representative Director	15,840,840 shares
		Jan. 1990	General Manager of Sales Headquarters	
		Apr. 2009	President and Representative Director and Manager of Sales Headquarters	
		Mar. 2020	President and Representative Director (current position)	
(Reasons for nomination as candidate for Director) The Company proposes the reelection of Shigefumi Wada as Director because the Company has concluded that he has broad discernment, and enough experience and abilities as Representative Director of the Company; he has served as President and Representative Director over many years, possesses extensive experience as a senior corporate manager, has exerted leadership as the chief superintendent of the Company, and is deeply familiar with various divisions of the Company, including divisions in the sales field.				
3	Hiroko Wada (May 22, 1953) Reelection	Dec. 1980	Established the Company Director	3,606,600 shares
		Jan. 1983	Managing Director	
		Jan. 1990	General Manager of Administrative Headquarters and Manager of Administration Division	
		June 1999	Senior Managing Director	
		Mar. 2020	Vice President and Representative Director, and General Manager of Administrative Headquarters (current position)	
(Reasons for nomination as candidate for Director) The Company proposes the reelection of Hiroko Wada as Director because the Company has concluded that she has enough experience and abilities as Director of the Company, including extensive experience and broad discernment pertaining to her long-time involvement in the management of the whole administration division, and various divisions of the Company, including divisions in the corporate planning and financial fields, as well as leadership as a senior executive of the Company.				

Candidate no.	Name (Date of birth)	Career summary, positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Katsuhiko Karakama (July 29, 1966) Reelection	Apr. 1989 Joined the Company Apr. 2007 Manager of Product Development Headquarters June 2013 Vice General Manager of Product Development Headquarters June 2017 Director Mar. 2020 Managing Director and General Manager of Product Development Headquarters (current position)	16,600 shares
		(Reasons for nomination as candidate for Director) Katsuhiko Karakama has worked in the product development division over many years since joining the Company and has advanced IT knowledge and extensive experience. The Company proposes the election of Mr. Karakama as Director because he has played a central role in planning IT strategies and developing applications as General Manager of Product Development Headquarters.	
5	Toshio Ogino (May 19, 1965) Reelection	Jan. 1993 Joined the Company Apr. 1997 Branch Manager of Sendai Branch May 2000 Branch Manager of Osaka Branch Apr. 2012 Manager of Sales Headquarters June 2013 Vice General Manager of Sales Headquarters June 2017 Director Mar. 2020 Managing Director and General Manager of Sales Headquarters (current position)	25,200 shares
		(Reasons for nomination as candidate for Director) The Company proposes the election of Toshio Ogino as Director because he has worked in the sales division over many years since joining the Company, led the whole sales division, and played a central role in expanding and promoting the Company's business as General Manager of Sales Headquarters.	
6	Shoichi Tachibana (April 26, 1961) Reelection Outside	Apr. 1985 Joined OBIC Co., Ltd. Apr. 2008 Director and Vice President General Manager of Solution Management Headquarters and General Manager of Solution Promotion Headquarters Director of OBIC Office Automation Co., Ltd. June 2009 Director of the Company (current position) Apr. 2013 President and Representative Director of OBIC Co., Ltd. (current position) June 2014 Managing Director of OBIC Office Automation Co., Ltd. June 2018 President and Representative Director of OBIC Office Automation Co., Ltd. (current position) [Significant concurrent positions outside the Company] President and Representative Director of OBIC Co., Ltd. President and Representative Director of OBIC Office Automation Co., Ltd.	– shares
		(Reasons for nomination as candidate for outside Director and overview of expected roles) The Company proposes the election of Shoichi Tachibana as outside Director because the Company has concluded that his experience and broad discernment as a senior corporate manager, and his objective standpoint independent of the management team that executes business operations will contribute greatly towards the Company's management. If elected, he is expected to appropriately execute his duties as an outside Director of the Company such as making decisions on important matters in management and supervising the execution of business. Furthermore, he is also scheduled to continue to serve as a member of the Nomination and Remuneration Advisory Committee after he is elected.	

Candidate no.	Name (Date of birth)	Career summary, positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
7	<p style="text-align: center;">Chiaki Ito (October 10, 1947)</p> <p style="text-align: center;">Reelection Outside Independent officer</p>	<p>Apr. 1970 Joined FUJITSU LIMITED</p> <p>June 2004 Member of the Board and Corporate Executive Vice President</p> <p>June 2006 Corporate Senior Executive Vice President and Representative Director</p> <p>June 2008 Member of the Board and Vice Chairman</p> <p>Apr. 2010 Chairman and Representative Director of FUJITSU RESEARCH INSTITUTE</p> <p>Apr. 2012 Senior Executive Advisor</p> <p>June 2013 Director of Hitachi Zosen Corporation</p> <p>June 2015 Director of the Company (current position) Director of ZENSHO HOLDINGS CO., LTD. (current position)</p> <p>[Significant concurrent positions outside the Company] Outside Director of ZENSHO HOLDINGS CO., LTD.</p>	– shares
<p>(Reasons for nomination as candidate for outside Director and overview of expected roles)</p> <p>The Company proposes the election of Chiaki Ito as outside Director because the Company has concluded that his extensive experience and broad discernment pertaining to his involvement in the management of Fujitsu Limited over many years will contribute greatly towards the Company's management. If elected, he is expected to appropriately execute his duties as an independent outside Director such as making decisions on important matters in management and supervising the execution of business, in addition to providing advice and recommendations based on his extensive experience and knowledge gained over the many years.</p>			

Candidate no.	Name (Date of birth)	Career summary, positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
8	Junji Narita (November 18, 1940) New election Outside Independent officer	Aug. 1965 Joined Hakuhold Incorporated Feb. 1995 Director and General Manager of TV Div. Dec. 1998 Managing Director June 2002 Director & Senior Executive Corporate Officer Oct. 2003 Representative Director & President Director of Hakuhold DY Holdings Inc. (part-time) (concurrent) June 2010 Representative Director of Hakuhold DY Holdings Inc. and Representative Director & Chairman of Hakuhold Incorporated June 2015 Chairman of Hakuhold DY Holdings Inc. and Chairman & CEO of Hakuhold Incorporated Apr. 2017 Chairman of Hakuhold DY Holdings Inc. and Director & Senior Advisor of Hakuhold Incorporated June 2019 Director & Senior Advisor of Hakuhold DY Holdings Inc. and Director & Senior Advisor of Hakuhold Incorporated June 2020 Senior Advisor of Hakuhold DY Holdings Inc. (current position) and Senior Advisor of Hakuhold Incorporated (current position) [Significant concurrent positions outside the Company] Senior Advisor of Hakuhold DY Holdings Inc. Senior Advisor of Hakuhold Incorporated	– shares
(Reasons for nomination as candidate for outside Director and overview of expected roles) The Company proposes the election of Junji Narita as outside Director because the Company has concluded that his extensive experience and broad discernment pertaining to his involvement in the management of Hakuhold Incorporated over many years will contribute greatly towards the Company's management. If elected, he is expected to appropriately execute his duties as an independent outside Director such as making decisions on important matters in management and supervising the execution of business, in addition to providing advice and recommendations based on his extensive experience and knowledge gained over the many years.			
9	Hiroyuki Murata (August 1, 1961) New election Outside	Apr. 1985 Joined OBIC Co., Ltd. Apr. 2003 Manager of Tokyo Headquarters Solution Sales Division Apr. 2010 Sales Supervisor of Tokyo Headquarters Industry Solution Management Division 6 Apr. 2014 Executive Officer General Manager of Nagoya Branch June 2021 Managing Director of OBIC Office Automation Co., Ltd. (current position) [Significant concurrent positions outside the Company] Managing Director of OBIC Office Automation Co., Ltd.	– shares
(Reasons for nomination as candidate for outside Director and overview of expected roles) The Company proposes the election of Hiroyuki Murata as outside Director because the Company has concluded that in addition to currently serving as Managing Director for OBIC Office Automation Co., Ltd., his extensive experience and broad discernment from his many years serving in the Sales Division and his objective standpoint independent of the management team that executes business operations will contribute greatly towards the Company's management. If elected, he is expected to execute his duties such as making decisions on important matters in management and the supervision of business execution, in addition to providing recommendations and advice from an objective and professional perspective based on his experience and discernment.			

- Notes:
1. Masahiro Noda, Shoichi Tachibana, Chiaki Ito, Junji Narita, and Hiroyuki Murata are candidates for outside Director.
 2. Masahiro Noda, Shoichi Tachibana, and Chiaki Ito are currently outside Directors of the Company, and at the conclusion of this general meeting of shareholders, their tenure will have been 43 years, 15 years, and nine years, respectively.
 3. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company concluded agreements with Masahiro Noda, Shoichi Tachibana, and Chiaki Ito to limit their liability for damages under Article 423, paragraph (1) of the same Act, and the limit amount for liability for damages pursuant to these agreements is the minimum liability amount

prescribed by Article 425, paragraph (1) of the same Act. If the reelection of them is approved, the Company plans to renew the aforementioned agreements with them. If the election of the new candidates Junji Narita and Hiroyuki Murata is approved, the Company plans to enter into agreements with them on the same terms.

4. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Chiaki Ito has been designated as an independent officer. If he is reelected, the Company plans for his reappointment as independent officer to continue.
5. The new candidate Junji Narita satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and if the election of him is approved, the Company plans to submit notification concerning his designation as an independent officer.
6. The Company has sales relations with OBIC Co., Ltd. and OBIC Office Automation Co., Ltd. for products and merchandise, etc. Masahiro Noda serves concurrently as Chairman and Representative Director of OBIC Co., Ltd. and Chairman and Representative Director of OBIC Office Automation Co., Ltd., Shoichi Tachibana serves concurrently as President and Representative Director of OBIC Co., Ltd. and President and Representative Director of OBIC Office Automation Co., Ltd., and the new candidate Hiroyuki Murata serves concurrently as Managing Director of OBIC Office Automation Co., Ltd.
7. There is no special interest between any other candidates for Director and the Company.

Proposal No. 3 Election of Financial Auditor

Grant Thornton Taiyo LLC, the Company’s Financial Auditor, will depart from its position at the conclusion of this Meeting due to the expiration of its term of office. In that regard, the Company proposes the election of new Financial Auditor.

This proposal is made based on the decision of the Audit & Supervisory Board.

The Audit & Supervisory Board nominated Ernst & Young ShinNihon LLC as a candidate for the position of Financial Auditor for the following reasons: In addition to expectations for new perspectives in auditing through the appointment of a new Financial Auditor, the Board comprehensively considered the expertise, independence, scale, quality control system, and appropriateness of audit fees of the Financial Auditor. As a result, the Board determined that the firm was qualified to serve as the Company’s Financial Auditor.

The candidate for Financial Auditor is as follows.

(As of March 31, 2024)

Name of organization	Ernst & Young ShinNihon LLC			
Offices	Principal office	Tokyo Midtown Hibiya, Hibiya Mitsui Tower 1-1-2, Yuraku-cho, Chiyoda-ku, Tokyo		
	Other offices	Domestic offices: Sapporo, Sendai, Fukushima, Niigata, Toyama, Kanazawa, Matsumoto, Shizuoka, Hamamatsu, Nagoya, Osaka, Hiroshima, Takamatsu, Fukuoka, Naha Liaison branch: Yamagata Overseas offices: 39		
History	April 1, 2000	Showa Ota & Co. and Century Audit Corporation merged to establish Century Ota Showa & Co.		
	July 1, 2001	Corporation name changed to Shin Nihon & Co.		
	July 1, 2008	Transitioned to a limited liability auditing corporation and corporation name changed to Ernst & Young ShinNihon LLC		
	July 1, 2018	Corporation name changed to Ernst & Young ShinNihon LLC		
Profile	Date of establishment	April 1, 2000		
	Paid-in capital	¥1,158 million		
	Staffing			
		(persons)		
		Partners	Staff	Total
		CPAs	Partly-qualified accountants	Others
	552	-	12	
	2,521	1,197	1,571	
	3,073	1,197	1,583	
	Total	564	5,289	
	5,853			
	Number of audit clients	3,780		

Notes: During the past two years, the candidate has received remuneration from OBIC Co., Ltd., which is another affiliate of the Company, for advice on accounting and financial reporting issues in the development of an IFRS-compliant system, and for assurance services for cloud services.

(Reference) Skills matrix for Board of Directors and Audit & Supervisory Board

In the event that Proposal No. 2 is approved, the composition of the Board of Directors and the Audit & Supervisory Board, and the skills, experiences, and knowledge of the officers, will be as follows.

This table does not show all the skills possessed by the officers, instead comparing the knowledge and experience of the officers that ensure the diversity of the Board of Directors and the Audit & Supervisory Board, while mapping the areas in which they are expected to contribute to the Company.

	Name	Position	Skills						
			Corporate management	Experience of the business or industry	Accounting and finance	Legal affairs / Compliance / Risk management	Innovation / Technology / IT	HR / Personnel development / Labor	Sustainability / ESG
Director	Masahiro Noda	Chairman	•	•	•		•		
	Shigefumi Wada	President and Representative Director	•	•	•	•	•		•
	Hiroko Wada	Vice President and Representative Director	•	•	•	•		•	•
	Katsuhiko Karakama	Managing Director		•			•		
	Toshio Ogino	Managing Director		•			•		
	Shoichi Tachibana	Director	•	•	•	•	•		•
	Chiaki Ito	Director	•	•			•		•
	Junji Narita	Director	•	•					
	Hiroyuki Murata	Director		•			•		
Audit & Supervisory Board Member	Shigekazu Kurozu	Full-time Audit & Supervisory Board Member		•	•	•	•		
	Toshiro Takahashi	Audit & Supervisory Board Member				•		•	•
	Tomonori Anan	Audit & Supervisory Board Member		•	•				•