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Securities Code: 8584

June 5, 2024

To our shareholders:

Ryo Murakami, President
JACCS CO., LTD.
2-5 Wakamatsu-cho, Hakodate, Hokkaido
(Principal Executive Office: 1-18 Ebisu 4-chome,
Shibuya-ku, Tokyo)

Notice of the 93rd Annual General Meeting of Shareholders

We hereby notify you that the 93rd Annual General Meeting of Shareholders of JACCS CO., LTD. (the “Company”) will be held as stated below.

When convening this General Meeting of Shareholders, the Company takes electronic provision measures for information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company’s website. Please access the Company’s website by using the internet address shown below to review the information.

The Company website:(<https://www.jaccs.co.jp/corporate/ir/stock/meeting/>) (in Japanese)

Matters subject to measures for electronic provision are posted on the website of the Tokyo Stock Exchange (TSE) in addition to the Company’s website. Please check the following link.

Tokyo Stock Exchange website (Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>(in Japanese)

(Access the Tokyo Stock Exchange website by using the internet address shown above, enter “JACCS” in “Issue name (company name)” or the Company’s securities code “8584” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend the meeting, you can exercise your voting rights via the internet, etc. or in writing (voting form). Please refer to the “Information Regarding the Exercise of Voting Rights, Etc.” below and exercise your voting rights no later than 6:00 p.m. on Wednesday, June 26, 2024 (JST).

1. Date and Time: Thursday, June 27, 2024 at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

2. Venue: “Houou,” 2nd floor, Hakodate Kokusai Hotel
5-10 Ote-machi, Hakodate, Hokkaido

3. Purpose of the Meeting

Matters to be reported:

1. Business Report, Consolidated Financial Statements and Reports of Audit on Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board for the 93rd fiscal year (April 1, 2023 to March 31, 2024)
2. Non-consolidated Financial Statements for the 93rd fiscal year (April 1, 2023 to March 31, 2024)

Matters to be resolved:

- Proposal No. 1** Appropriation of Surplus
- Proposal No. 2** Election of 11 Directors
- Proposal No. 3** Election of Two Audit & Supervisory Board Members

4. Matters to Be Decided at the Convocation (Information Regarding the Exercise of Voting Rights)

- (1) If you exercise your voting rights via the internet multiple times, then only the last vote cast shall be deemed valid.
- (2) If you exercise your voting rights both via the internet and in writing (by mail), then only the vote cast via the internet, etc. shall be deemed valid, regardless of the date and time of arrival.
- (3) If you exercise your voting rights in writing (by mail) and neither approval nor disapproval of each proposal is indicated on the voting form, the Company will deem that you indicated your approval of the proposal.
- (4) If you plan to exercise your voting rights in a non-uniform way, please inform the Company of this intention with the reason at least three days prior to the date of the meeting.

5. Matters Disclosed on Internet in Accord with Measures for Electronic Provision

- (1) Along with the enforcement of the electronic provision system for shareholders' meeting materials based on the amended Companies Act, shareholders are now able to view the shareholders' meeting materials in principle on the website instead of on paper.
- (2) If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's website listed above and the Tokyo Stock Exchange website.
- (3) The Company has sent a document (document for delivery) containing information on matters for which measures for providing information in electronic format are to be taken to shareholders who have made a written request, but the following matters are not included in the document sent based on laws and regulations and Article 16 of the Company's Articles of Incorporation.
 - (i) "Matters concerning subscription rights to shares, etc. of the Company," "Status of financial auditors," and "Systems to ensure properness of operations and status of operation of such systems" in the Business Report.
 - (ii) "Consolidated statements of changes in net assets" and "Notes to consolidated financial statements" in the Consolidated Financial Statements.
 - (iii) "Statements of changes in net assets" and "Notes to non-consolidated financial statements" in the Non-consolidated Financial Statements.

Therefore, the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements included in this document are parts of the subject documents audited by the Financial Auditor when preparing the Accounting Auditor's Report and by the Audit & Supervisory Board Members when preparing the Audit Report.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company positions returning profits to shareholders as one of its most important management issues, and its basic policy is to provide dividends based on comprehensive consideration of continued stable dividends and business performance.

The Company has given consideration to the business performance of the current fiscal year and future business expansion, and it proposes to pay the ordinary dividend of ¥110 per share as well as a commemorative dividend of 10 yen per share to express gratitude to its shareholders, as the Company celebrates its 70th anniversary in June 2024, which will make a year-end dividend of ¥120 per share for the current fiscal year.

Year-end dividends

- Type of dividend property
Cash
- Allotment of dividend property to shareholders and their aggregate amount
¥120 per common share of the Company
(Ordinary dividend: ¥110, Commemorative dividend: ¥10)
Total dividends: ¥4,166,041,800
- Effective date of dividends of surplus
June 28, 2024

Proposal No. 2 Election of 11 Directors

The terms of office of all 12 Directors will expire at the conclusion of this meeting. In that regard, the Company proposes the election of 11 Directors. The candidates for Director are as follows:

Candidate No.	Name		Position and responsibilities in the Company	Board of Directors meeting attendance	Tenure as Director
Reelection 1	Toru Yamazaki (Male)		Chairman (Representative Director) CEO	8 / 8	8 years
Reelection 2	Ryo Murakami (Male)		President (Representative Director) COO	8 / 8	4 years
Reelection 3	Takashi Saitou (Male)		Director and Senior Managing Executive Officer CFO (Supervisor of Credit Management)	8 / 8	7 years
Reelection 4	Kenichi Oshima (Male)		Director and Managing Executive Officer (Supervisor of Credit Screening and Operation, and General Affairs and Personnel)	8 / 8	5 years
Reelection 5	Ichiro Kobayashi (Male)		Director and Senior Executive Officer (Supervisor of Risk Supervisory and Compliance)	8 / 8	2 years
Reelection 6	Akihito Suehiro (Male)		Director and Senior Executive Officer (Supervisor of Corporate Planning)	7 / 7	1 year
New election 7	Kazuhiko Segawa (Male)		Senior Executive Officer (In charge of General Affairs and Personnel)	–	– years
Reelection 8	Masahito Suzuki (Male)	Outside Independent	Outside Director	8 / 8	6 years
Reelection 9	Kyoko Okada (Female)	Outside Independent	Outside Director	7 / 8	3 years
Reelection 10	Hiroji Sanpei (Male)	Outside Independent	Outside Director	8 / 8	2 years
Reelection 11	Yuko Shitamori (Female)	Outside Independent	Outside Director	7 / 7	1 year

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company		Number of the Company's shares owned
1	<p>Toru Yamazaki June 17, 1959 (Male)</p> <p>Reelection</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as Director 8 years</p>	<p>Apr. 1982</p> <p>Oct. 2009</p> <p>Oct. 2011</p> <p>June 2012</p> <p>June 2013</p> <p>June 2015</p> <p>June 2016</p> <p>June 2017</p> <p>June 2018</p> <p>June 2022</p>	<p>Joined the Company</p> <p>Executive Officer and General Manager of First Sales Promotion Department of Business Strategy Department</p> <p>Executive Officer and General Manager of Shopping Credit Promotion Department of Business Strategy Department</p> <p>Executive Officer and General Manager of Chubu Area</p> <p>Senior Executive Officer and General Manager of Kinki Area</p> <p>Senior Executive Officer and General Manager of Shutoken Area</p> <p>Director and Senior Executive Officer (Supervisor of Corporate Planning)</p> <p>Director and Managing Executive Officer (Supervisor of Corporate Planning)</p> <p>President (Representative Director, COO)</p> <p>Chairman (Representative Director, CEO) (to present)</p>	19,449 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Since his appointment as President of the Company in 2018, Mr. Yamazaki has demonstrated strong leadership in the implementation of the Company's plans and been committed to the improvement of business performance based on his wealth of experience and broad knowledge, even amid a drastically changing external environment. He has been nominated as a candidate for Director because the Company deems that he continues to be necessary for the Group's management.</p>				
2	<p>Ryo Murakami Sept. 4, 1962 (Male)</p> <p>Reelection</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as Director 4 years</p>	<p>Apr. 1985</p> <p>June 2012</p> <p>June 2016</p> <p>June 2018</p> <p>June 2019</p> <p>June 2020</p> <p>June 2022</p>	<p>Joined the Company</p> <p>Executive Officer and General Manager of Shopping Credit Promotion Department of Business Strategy Department</p> <p>Senior Executive Officer and General Manager of Chubu Area</p> <p>Senior Executive Officer and Supervisor of Credit Business of Business Strategy Department</p> <p>Senior Executive Officer, Deputy General Manager of Business Strategy Department, and Supervisor of Credit Business</p> <p>Director and Managing Executive Officer (Supervisor of Corporate Planning)</p> <p>President (Representative Director, COO) (to present)</p>	14,575 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Murakami has been involved in the sales division, particularly the credit business for many years, and contributed to the expansion of the Company's revenue base. Since his appointment as Director, he has directed the management team toward the current medium-term business plan and demonstrated excellent management capabilities, striving for the growth of the Company group (the "Group") and the enhancement of its corporate value. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Group's management.</p>				

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	<p>Takashi Saitou Feb. 13, 1960 (Male)</p> <p>Reelection</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as Director 7 years</p>	<p>Apr. 1983 Joined The Mitsubishi Bank, Limited (currently MUFG Bank, Ltd.)</p> <p>June 2010 Executive Officer in charge of East Japan Area Branches of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)</p> <p>May 2011 Executive Officer and Manager of Corporate Administration Division</p> <p>June 2012 Director and President of Chitose Kosan Co., Ltd. (currently Chitose Corporation)</p> <p>June 2016 Adviser of the Company</p> <p>June 2016 Senior Executive Officer and General Manager of Audit Office</p> <p>June 2017 Director and Managing Executive Officer (Supervisor of Compliance, General Affairs and Personnel)</p> <p>June 2018 Director and Managing Executive Officer (Supervisor of Compliance, General Affairs and Personnel, and Credit Screening and Operation)</p> <p>Feb. 2019 Director and Managing Executive Officer (Supervisor of Compliance, Credit Screening and Operation, and General Affairs and Personnel)</p> <p>June 2019 Director and Managing Executive Officer (Supervisor of Accounting and Finance and Compliance)</p> <p>June 2020 Director and Managing Executive Officer (CFO) (Supervisor of Accounting and Finance)</p> <p>June 2021 Director and Managing Executive Officer (CFO)</p> <p>June 2022 Director and Senior Managing Executive Officer (CFO) (Supervisor of Credit Management) (to present)</p>	15,700 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Saitou has a wealth of experience and knowledge through his many years of service with a financial institution. He has served in multiple divisions since his appointment as Director in 2017, and currently performs as CFO, the Chief Financial Officer, by working to diversify funding sources and stabilizing financing. He has been nominated as a candidate for Director because the Company deems that he continues to be necessary for the Group's management.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company		Number of the Company's shares owned
4	<p>Kenichi Oshima Dec. 17, 1959 (Male)</p> <p>Reelection</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as Director 5 years</p>	Apr. 1982	Joined the Company	13,774 shares
		Oct. 2011	Executive Officer and General Manager of Credit Management Department	
		June 2013	Senior Executive Officer and Supervisor of Credit Management	
		June 2015	Senior Executive Officer and General Manager of Hokkaido Area	
		June 2016	Senior Executive Officer and Supervisor of Information Systems	
		June 2019	Director and Managing Executive Officer (Supervisor of General Affairs and Personnel)	
		June 2020	Director and Managing Executive Officer (Supervisor of General Affairs and Personnel, and Credit Management)	
		June 2021	Director and Managing Executive Officer (Supervisor of General Affairs and Personnel, and Credit Management)	
		June 2022	Director and Managing Executive Officer (Supervisor of Compliance, General Affairs and Personnel)	
		Apr. 2023	Director and Managing Executive Officer (Supervisor of Risk Supervisory, Compliance, and General Affairs and Personnel)	
June 2023	Director and Managing Executive Officer (Supervisor of Credit Screening and Operation, and General Affairs and Personnel)			
Oct. 2023	Director and Managing Executive Officer (In charge of Credit Screening and Operation, and Supervisor of General Affairs and Personnel)			
Feb. 2024	Director and Managing Executive Officer (Supervisor of Credit Screening and Operation, and General Affairs and Personnel) (to present)			
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Oshima has a wealth of experience and knowledge gained in the credit management and systems divisions. In addition, working to strengthen corporate governance functions utilizing broad knowledge gained both in business and indirect division, he fulfills his duties and responsibilities appropriately. He has been nominated as a candidate for Director because the Company deems that he continues to be necessary for the Group's management.</p>				
5	<p>Ichiro Kobayashi July 8, 1967 (Male)</p> <p>Reelection</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as Director 2 years</p>	Apr. 1991	Joined The Sanwa Bank, Limited (currently MUFG Bank, Ltd.)	1,400 shares
		July 2016	Tamagawa Branch Manager	
		Apr. 2019	General Manager of Corporate Planning Department of the Company	
		June 2019	Executive Officer and General Manager of Corporate Planning Department	
		June 2022	Director and Senior Executive Officer (Supervisor of Corporate Planning)	
June 2023	Director and Senior Executive Officer (Supervisor of Risk Supervisory and Compliance) (to present)			
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Kobayashi has a wealth of experience and knowledge through his many years of service with a financial institution. He has been engaged in the corporate planning division since he joined the Company in 2019. Currently, making use of his extensive experience and knowledge in the risk supervising division and compliance division, he appropriately fulfills his duties and responsibilities by taking charge of risk management for the Group, etc. He has been nominated as a candidate for Director because the Company deems that he continues to be necessary for the Group's management.</p>				

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company		Number of the Company's shares owned
6	Akihito Suehiro June 4, 1966 (Male) Reelection Board of Directors meeting attendance 7 / 7 (100%) Tenure as Director 1 year	Apr. 1990 Apr. 2019 Oct. 2020 June 2021 June 2022 June 2023	Joined the Company Executive Officer and General Manager of Acquiring Department of Business Strategy Department General Manager of Credit Card and Payments Operations Department of Business Strategy Department Executive Officer and General Manager of Tohoku Area Senior Executive Officer and General Manager of Tohoku Area Director and Senior Executive Officer (Supervisor of Corporate Planning) (to present)	2,300 shares
	<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Suehiro has been engaged in the Sales Division, particularly the credit card and payments business, for many years, and contributed to the expansion of domestic business. Currently, making use of his extensive experience and knowledge in the corporate planning division, he has been committed to the smooth operation of the organization that contributes to the growth of the Group by addressing all management issues. He has been nominated as a candidate for Director because the Company deems that he continues to be necessary for the Group's management.</p>			
7	Kazuhiko Segawa Jan. 29, 1966 (Male) New election Board of Directors meeting attendance - / - (-%) Tenure as Director - years	Apr. 1988 Apr. 2015 June 2016 June 2019 June 2021 July 2021	Joined the Company General Manager of Personnel Department Executive Officer and General Manager of Corporate Planning Department Executive Officer and General Manager of Compliance Supervisory Department Senior Executive Officer and Supervisor of General Affairs and Personnel (to present) Chair of Audit & Supervisory Board of JACCS International Vietnam Finance Company Limited (to present) (Significant concurrent positions outside the Company) Chair of Audit & Supervisory Board of JACCS International Vietnam Finance Company Limited	3,900 shares
	<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Segawa has been engaged in the corporate division, primarily personnel division, and has a wealth of experience and knowledge gained in the division. Currently, as an officer in charge of general affairs and personnel, he works to strengthen human capital and appropriately fulfills his duties and responsibilities. He has been nominated as a new candidate for Director because the Company deems that he can contribute to the Group's continuous growth and corporate value improvement.</p>			

8	<p>Masahito Suzuki Sept. 9, 1957 (Male)</p> <p>Reelection Outside Independent</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as outside Director 6 years</p>	Apr. 1980	Joined Kirin Brewery Company, Limited	– shares
		Mar. 2007	Seconded to Kirin Beverage Company, Limited General Manager of Accounting Department	
		Mar. 2008	Executive Officer and General Manager of Corporate Planning Department	
		Mar. 2009	Director of the Board and General Manager of Corporate Planning Department	
		Mar. 2012	Director of the Board & CFO of Kirin Holdings Company, Limited	
		Mar. 2013	Director of the Board & CFO of Kirin Holdings Company, Limited Director of the Board of Kirin Company, Limited	
		Mar. 2014	Audit & Supervisory Board Member of Kirin Holdings Company, Limited Audit & Supervisory Board Member of Kirin Company, Limited	
		June 2018	Outside Director of WORLD CO., LTD. (retiring in May 2024)	
		June 2018	Outside Director of AJIS Co., Ltd. (to present)	
		June 2018	Outside Director of the Company (to present)	
Apr. 2019	Visiting Professor at the graduate school of Tokyo Metropolitan University			
	(Significant concurrent positions outside the Company)			
	Outside Director of AJIS Co., Ltd.			
<p>[Reasons for nomination as a candidate for outside Director and overview of expected role]</p> <p>Mr. Suzuki has a wealth of experience and a high level of insight into general management through his service in the planning and accounting divisions, as well as audit business, at a major liquor manufacturer. He provides valuable advice regarding decisions on important matters of the Group and on overseas strategy and so forth, and performs the role of supervising management execution adequately. He has been nominated as a candidate for outside Director in the expectation that he will continue performing adequate roles.</p>				

9	<p>Kyoko Okada July 26, 1959 (Female)</p> <p>Reelection Outside Independent</p> <p>Board of Directors meeting attendance 7 / 8 (87.5%)</p> <p>Tenure as outside Director 3 years</p>	<p>Apr. 1982 Joined Shiseido Company, Limited</p> <p>Oct. 2011 General Manager of Corporate Culture Department</p> <p>Oct. 2012 General Manager of Corporate Culture Department, and Group Leader for the 150- Year History Compilation Project</p> <p>Apr. 2015 General Manager of Executive Section, General Affairs Department</p> <p>June 2015 Audit & Supervisory Board Member</p> <p>June 2019 Outside Corporate Auditor of SUBARU CORPORATION</p> <p>June 2019 Outside Audit & Supervisory Board Member of NS Solutions Corporation</p> <p>June 2020 Outside Audit & Supervisory Board Member of Daio Paper Corporation (to present)</p> <p>June 2021 Outside Director of the Company (to present)</p> <p>June 2022 Outside Audit & Supervisory Board Member of NEC Corporation</p> <p>June 2023 Outside Director (to present) (Significant concurrent positions outside the Company) Outside Audit & Supervisory Board Member of Daio Paper Corporation Outside Director of NEC Corporation</p>	<p>– shares</p>
<p>[Reasons for nomination as a candidate for outside Director and overview of expected role] Ms. Okada has a wealth of experience and insight in CSR and corporate culture activities from serving at a major cosmetics manufacturer. She draws on her wealth of experience and knowledge and offers advice from a diverse perspective in relation to decision making on important matters of the Group, and performs her role of supervising management execution adequately. The Company has nominated her as a candidate for outside Director in the expectation that she will continue performing adequate roles.</p>			
10	<p>Hiroji Sanpei Mar. 15, 1955 (Male)</p> <p>Reelection Outside Independent</p> <p>Board of Directors meeting attendance 8 / 8 (100%)</p> <p>Tenure as outside Director 2 years</p>	<p>Apr. 1977 Joined Nippon Fire & Marine Insurance Co., Ltd. (currently Sompo Japan Insurance Inc.)</p> <p>June 2008 Executive Officer and General Manager of Marketing Planning Department of Nipponkoa Insurance Co., Ltd. (currently Sompo Japan Insurance Inc.)</p> <p>Apr. 2010 Managing Executive Officer and General Manager of Sales Promotion Department</p> <p>Apr. 2011 Senior Managing Executive Officer in Charge of Head Office Marketing</p> <p>Apr. 2011 Senior Managing Executive Officer of Sompo Japan Insurance Inc.</p> <p>Apr. 2014 Representative Director and President of Sompo Japan Nipponkoa Career Staff Co., Ltd. (currently SOMPO CORPORATE SERVICE)</p> <p>Oct. 2019 Advisor of Felice Law Office (to present)</p> <p>June 2022 Outside Director of the Company (to present) (Significant concurrent positions outside the Company) Not applicable.</p>	<p>– shares</p>
<p>[Reasons for nomination as a candidate for outside Director and overview of expected role] Mr. Sanpei has a wealth of experience and a high level of insight into management in general through his many years of service in the non-life insurance industry. He is currently adding depth to his experience and knowledge in a new area as an advisor to a law firm. He draws on his experience and insight and offers advice from a diverse perspective, and performs his role of supervising management execution adequately. The Company has nominated him as a candidate for outside Director in the expectation that he will continue performing adequate roles.</p>			

11	<p>Yuko Shitamori Apr. 21, 1973 (Female)</p> <p>Reelection Outside Independent</p> <p>Board of Directors meeting attendance 7 / 7 (100%)</p> <p>Tenure as outside Director 1 year</p>	<p>Apr. 1999 Joined Lion Corporation</p> <p>July 2008 Director of FINCH JAPAN Co., LTD.</p> <p>Sept. 2017 Representative Director and President of IoT Japan Inc.</p> <p>July 2022 Sales Advisor of BRAND CLOUD Inc. (to present)</p> <p>June 2023 Outside Director of the Company (to present)</p> <p>April 2024 Executive Officer of LTS, Inc. (to present)</p> <p>(Significant concurrent positions outside the Company) Executive Officer of LTS, Inc.</p>	– shares
	<p>[Reasons for nomination as a candidate for outside Director and overview of expected role]</p> <p>After worked for a major manufacturer, Ms. Shitamori engaged in corporate consulting related to product development. She has a wealth of knowledge in the IT sector and insight as a corporate manager. She draws on her experience and broad insight and offers advice from a diverse perspective, and performs her role of supervising management execution adequately. The Company has nominated her as a candidate for outside Director in the expectation that she will continue performing adequate roles.</p>		

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. Masahito Suzuki, Kyoko Okada, Hiroji Sanpei and Yuko Shitamori are candidates for outside Director.
 3. The Company has registered Masahito Suzuki, Kyoko Okada, Hiroji Sanpei and Yuko Shitamori as independent officers as provided for by the Tokyo Stock Exchange. If their reelection is approved and adopted, the Company plans to continue to designate them as independent officers.
 4. Masahito Suzuki, Kyoko Okada, Hiroji Sanpei and Yuko Shitamori are currently outside Directors of the Company, and at the conclusion of this meeting, their tenures as outside Directors will have been six years for Masahito Suzuki, three years for Kyoko Okada, two years for Hiroji Sanpei and one year for Yuko Shitamori.
 5. The Company has entered into a limited liability agreement with Masahito Suzuki, Kyoko Okada, Hiroji Sanpei and Yuko Shitamori to limit their liability for damages under Article 423 paragraph (1) of the Companies Act in accordance with the provisions of Article 427 paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is set at the amount provided for by relevant laws and regulations. If the reelection of each candidate is approved, the Company plans to renew the limited liability agreement of the same content with each of them.
 6. The Company has concluded a compensation agreement, pursuant to Article 430-2 paragraph (1) of the Companies Act, with each of its current Directors, and will indemnify them against the expenses under Item 1 and the losses under Item 2 of the same Act to the extent specified by laws and regulations. However, in order to ensure that the appropriateness of the execution of duties by company officers is not impaired by such compensation agreement, compensation shall not be subject to malicious intent or gross negligence. If the reelection of candidates who are currently Directors is approved, the Company plans to renew the compensation agreement of the same content, and if the election of the new candidate Kazuhiko Segawa is approved, the Company plans to enter into a compensation agreement of the same content with him.
 7. The Company has entered into a directors and officers liability insurance (“D&O insurance”) policy, pursuant to Article 430-3, paragraph (1) of the Companies Act, with an insurance company. In the event that an insured person is claimed for damages as a result of actions in connection with the performance of his/her duties, the insurance policy covers liability for damages, etc. However, this excludes those that fall under the grounds for exemption set forth in the insurance policy. If the reelection of candidates who are currently Directors is approved, they will continue to be included as the insured persons of the policy. If the election of the new candidate Kazuhiko Segawa is approved, he is planned to be included as the insured person. The insurance policy is scheduled to be renewed in July 2024.
 8. Akihito Suehiro and Yuko Shitamori’s attendance of Board of Directors meetings are their attendances since their appointment as Director on June 29, 2023.
 9. NS Solutions Corporation, where Kyoko Okada served as Outside Audit & Supervisory Board Member from June 2019, revised its Annual Securities Report for previous years in February 2020 as it was found to have engaged in inappropriate accounting treatment from FY2014 to the first half of FY2019. Although she had not been aware of the aforementioned incident prior to it coming to light, she regularly furnished advice to said company on a daily basis as an Outside Audit & Supervisory Board Member of said company from the perspective of compliance with laws and regulations, and made recommendations concerning compliance with laws and regulations and internal control. After the aforementioned incident came to light, she received reports as necessary concerning the investigation into the causes of the inappropriate incident and the initiatives to prevent recurrence, and fulfilled her duties, such as by making various recommendations.
 10. Masahito Suzuki is scheduled to retire from the position of outside Director of WORLD CO., LTD. on May 28, 2024.
 11. IoT Japan Inc., where Yuko Shitamori serves as Representative Director is scheduled to be merged by LTS, Inc., effective June 1, 2024.

[Reference] Director Skills Matrix

Subject to the approval and adoption of Proposal No. 2 as originally proposed, the positions of the Directors are expected to be determined as follows at the Board of Directors meeting after the conclusion of this meeting:

Name	Position	Corporate Management	Sales and Marketing	Global	Finance and Accounting	Personnel, Human Resource Development, and D&I Promotion	IT and Systems	Legal Affairs and Risk Management
Toru Yamazaki	Chairman, CEO (Representative Director)	•	•	•				•
Ryo Murakami	President, COO (Representative Director)	•	•	•				•
Takashi Saitou	Director, CFO Senior Managing Executive Officer	•			•	•		•
Kenichi Oshima	Director Senior Managing Executive Officer					•	•	•
Ichiro Kobayashi	Director Managing Executive Officer		•					•
Akihito Suehiro	Director Managing Executive Officer		•	•				
Kazuhiko Segawa	Director Managing Executive Officer					•		•
Masahito Suzuki	Outside Director	•		•	•			•
Kyoko Okada	Outside Director		•			•		•
Hiroji Sanpei	Outside Director	•	•			•		
Yuko Shitamori	Outside Director	•					•	

- Notes:
1. The above table presents the skills that are particularly expected of each Director.
 2. As all Directors execute corporate management in line with the “Basic Sustainability Policy,” sustainability is not presented as a skill in the items in the above table.
 3. “D&I” stands for Diversity & Inclusion.

Proposal No. 3 Election of Two Audit & Supervisory Board Members

The term of office of Audit & Supervisory Board Members Terukazu Shimokawa and Shinji Murakami will expire at the conclusion of this meeting. Therefore, the Company proposes the election of two Audit & Supervisory Board Members.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidates for Audit & Supervisory Board Member are as follows:

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Keigo Abo (Apr. 16, 1967) (Male) New election Audit & Supervisory Board meeting attendance - / - (-%) Board of Directors meeting attendance - / - (-%) Tenure as outside Audit & Supervisory Board Member - years	Apr. 1990 Joined the Company June 2015 Executive Officer and General Manager of Credit Card Promotion Department of Business Strategy Department Apr. 2018 Executive Officer and General Manager of Chugoku-Sikoku Area June 2021 General Manager of Finance Department (to present)	2,373 shares
[Reasons for nomination as candidate for Audit & Supervisory Board Member] Mr. Abo has been involved with the marketing division, particularly the card business, for many years and has a wealth of experience and knowledge. Currently, he is in charge of the Finance Department and performs his role appropriately. He has been nominated as a new candidate for Audit & Supervisory Board Member because the Company deems that he will draw on his experience and knowledge to audit and supervise the Group.			
2	Hideki Ono (September 20, 1961) (Male) New election Outside Independent Audit & Supervisory Board meeting attendance - / - (-%) Board of Directors meeting attendance - / - (-%) Tenure as outside Audit & Supervisory Board Member - years	Oct. 1986 Joined Tohmatsu Awoki & Sanwa (currently Deloitte Touche Tohmatsu LLC) June 1990 Registered as Certified Public Accountant May 2000 Partner of Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC) Oct. 2013 Officer (in charge of human resource) June 2020 Chief of IPO Strategy Supervising Office Oct. 2023 Established Hideki Ono Certified Public Accountant Licensed Office (to present) (Significant concurrent positions outside the Company) Hideki Ono Certified Public Accountant Licensed Office	- shares
[Reasons for nomination as candidate for outside Audit & Supervisory Board Member] Mr. Ono has never in the past been involved in the management of a company. However, he has a wealth of experience and expert knowledge as a CPA. He has been nominated as a candidate for outside Audit & Supervisory Board Member because the Company deems that he will make use of this knowledge and experience, etc. to enhance and strengthen the Company's audit system.			

- Notes:
1. There is no special interest between any of the candidates for Audit & Supervisory Board Member and the Company.
 2. Hideki Ono is a candidate for outside Audit & Supervisory Board Member.
 3. If the election of Hideki Ono is approved, the Company plans to designate him as an independent officer as provided for by the Tokyo Stock Exchange.

4. The Company has entered into a limited liability agreement with each of its current Audit & Supervisory Board Members to limit their liability for damages under Article 423 paragraph (1) of the Companies Act in accordance with the provisions of Article 427 paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is set at the amount provided for by relevant laws and regulations. If the election of each candidate is approved, the Company plans to enter into the limited liability agreement of the same content with each of them.
5. The Company has concluded a compensation agreement, pursuant to Article 430-2 paragraph (1) of the Companies Act, with each of its current Audit & Supervisory Board Members, and will indemnify them against the expenses under Item 1 and the losses under Item 2 of the same Act to the extent specified by laws and regulations. However, in order to ensure that the appropriateness of the execution of duties by company officers is not impaired by such compensation agreement, compensation shall not be subject to malicious intent or gross negligence. If the election of each candidate is approved, the Company plans to enter into the compensation agreement of the same content with each of them.
6. The Company has entered into a directors and officers liability insurance (“D&O insurance”) policy, pursuant to Article 430-3, paragraph (1) of the Companies Act, with an insurance company. In the event that an insured person is claimed for damages as a result of actions in connection with the performance of his/her duties, the insurance policy covers liability for damages, etc. However, this excludes those that fall under the grounds for exemption set forth in the insurance policy. If the election of each candidate is approved, each of them is planned to be included as the insured person. The insurance policy is scheduled to be renewed in July 2024.
7. The number of the Company’s shares owned by Keigo Abo includes the number of shares held through Employee Stock Ownership Association as of March 31, 2024.