

This document has been translated from the Japanese original for the convenience of non-Japanese shareholders. In the event of any discrepancy between this document and the Japanese original, the original shall prevail.

Securities Code: 7893
June 10, 2024

To Our Shareholders

Takeshi Ueno
President and Representative Director

PRONEXUS INC.
2-20, Kaigan 1-chome, Minato-ku, Tokyo

NOTICE OF THE 80TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

This is to notify you that the 80th Ordinary General Meeting of Shareholders will be held as follows.

If you are unable to attend the meeting, it would be appreciated if you exercise your voting rights by either of the following methods after reviewing the attached reference materials for the general meeting of shareholders.

Meeting Details

1. Date and Time: Wednesday, June 26, 2024 at 10:00 a.m.

2. Venue: “Primavera” at Dai-ichi Hotel Tokyo 4F
2-6, Shimbashi 1-chome, Minato-ku, Tokyo

3. Agenda:

Items to be Reported:

1. The Business Report and the Consolidated Financial Statements for the 80th Business Period (from April 1, 2023 to March 31, 2024), as well as the Audit Report for the Consolidated Financial Statements by Accounting Auditors and Audit & Supervisory Board
2. The Report of Financial Statements for the 80th Business Period (from April 1, 2023 to March 31, 2024)

Items to be Resolved:

Proposal 1: Election of Eight (8) Directors

Proposal 2: Election of Four (4) Audit & Supervisory Board Members

4. Exercise of Voting Rights, etc.

Shareholders not attending the meeting in person can exercise their voting rights in writing or via the internet. If you exercise your voting rights in advance in writing or via the internet, please exercise your voting rights no later than **6:00 p.m., Tuesday, June 25, 2024 (Japan Standard Time)**.

Please note that rather than attending this Ordinary General Meeting of Shareholders in person, you can attend online using the dedicated site shown below (in Japanese only).

Measure for Provision of Informational Materials for the General Meeting of Shareholders in Electronic Format

When convening this Ordinary General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of reference materials for the General Meeting of Shareholders, etc. (items subject to measures for electronic provision) in electronic format, and posts this information on the following website (date of commencement of measures for providing information in electronic format: June 3, 2024). Please access the following websites to confirm the information.

Moreover, the items subject to measures for electronic provision are also available on the website of the Tokyo Stock Exchange (TSE) in addition to the website for the General Meeting of Shareholders as shown below. Access the TSE website (Listed Company Search) by using the internet address shown below, and enter “PRONEXUS” in “Issue name (company name)” or our securities code “7893” in “Code,” click “Basic information” and select “Documents for public inspection/PR information,” and confirm the “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” section.

WEB	Website for Informational Materials for the General Meeting of Shareholders: https://d.sokai.jp/7893/teiji/ (in Japanese) *It can also be accessed via the Company’s website at https://www.pronexus.co.jp/ . (in Japanese)
	TSE website (Listed Company Search): https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)

Among the items subject to measures for electronic provision, in accordance with the provisions in laws and regulations and the Articles of Incorporation of the Company, the following items are not included with the paper-based documents delivered to shareholders who have requested the delivery of such documents. The Audit & Supervisory Board Members and the Accounting Auditors have audited the documents subject to audit, including the following items.

- (i) Consolidated Statement of Changes in Equity and the Notes to the Consolidated Financial Statements
- (ii) Statement of Changes in Equity and the Notes to the Financial Statements

Note: The items listed above are available in Japanese only.

If revisions are made to the items subject to measures for electronic provision, a notice of the revisions and details of the items before and after the revisions will be posted on each of the aforementioned websites.

Reference Materials for the General Meeting of Shareholders

Proposal 1: Election of Eight (8) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. In that regard, upon reviewing the management structure from the perspective of changes in the economic environment, the Company proposes the election of eight (8) Directors, lowering the number of Directors by one (1) (adding one (1) Outside Director), to establish a Board of Directors that provides a more diverse range of insight and expertise and to enable more efficient decision making.

The candidates for Directors are as follows:

Candidate No.	Name	Gender	Attribute of Candidate	Current Positions and Responsibilities in the Company	Attendance at Board of Directors Meetings (FY2023)
1	Takeshi Ueno	Male	Reelection	President and Representative Director	10 out of 10 100%
2	Hirofumi Morisada	Male	Reelection	Director and Managing Executive Officer (in charge of system strategy), General Manager, System Consulting Division	10 out of 10 100%
3	Yuichi Shiotsu	Male	Reelection	Director and Managing Executive Officer (in charge of solution business strategy), General Manager, Solution Business Division	10 out of 10 100%
4	Norio Ozawa	Male	Reelection	Director and Executive Officer (in charge of marketing strategy), in charge of Marketing Business Division	10 out of 10 100%
5	Takatsugu Nagatsuma	Male	Reelection Outside Independent	Outside Director	10 out of 10 100%
6	Ken Shimizu	Male	Reelection Outside Independent	Outside Director	10 out of 10 100%
7	Ichiro Sakai	Male	Reelection Outside Independent	Outside Director	10 out of 10 100%
8	Emi Onozuka	Female	New election Outside Independent	–	–

Reelection: Candidate for reelection as Director

New Election: Candidate for new election as Director

Outside: Candidate for Outside Director

Independent: Independent Officer stipulated by the Tokyo Stock Exchange

Candidate No. 1

Takeshi Ueno

(Date of birth: January 30, 1970)

Reelection

Number of the Company's shares held: 734,420 Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions																							
	<table><tr><td>June 1997</td><td>Joined the Company</td></tr><tr><td>October 1999</td><td>General Manager, Electronic Disclosure Promotion Office, Sales Headquarters of the Company</td></tr><tr><td>June 2000</td><td>Director of the Company</td></tr><tr><td>April 2004</td><td>Managing Director of the Company</td></tr><tr><td>June 2005</td><td>Senior Managing Director of the Company</td></tr><tr><td>June 2007</td><td>Executive Vice President and Director of the Company</td></tr><tr><td>June 2008</td><td>Executive Vice President, Representative Director and COO of the Company</td></tr><tr><td>May 2010</td><td>President and Representative Director of ASP Communications Co., Ltd. (incumbent)</td></tr><tr><td>June 2010</td><td>President and Representative Director of the Company (incumbent)</td></tr><tr><td>July 2014</td><td>President of PRONEXUS TAIWAN Co., Ltd. (incumbent)</td></tr><tr><td>October 2019</td><td>Chairman of PRONEXUS VIETNAM CO., LTD (incumbent)</td></tr><tr><td>May 2021</td><td>Chairman and Representative Director of Zaihon, Inc. (incumbent)</td></tr></table>	June 1997	Joined the Company	October 1999	General Manager, Electronic Disclosure Promotion Office, Sales Headquarters of the Company	June 2000	Director of the Company	April 2004	Managing Director of the Company	June 2005	Senior Managing Director of the Company	June 2007	Executive Vice President and Director of the Company	June 2008	Executive Vice President, Representative Director and COO of the Company	May 2010	President and Representative Director of ASP Communications Co., Ltd. (incumbent)	June 2010	President and Representative Director of the Company (incumbent)	July 2014	President of PRONEXUS TAIWAN Co., Ltd. (incumbent)	October 2019	Chairman of PRONEXUS VIETNAM CO., LTD (incumbent)	May 2021
June 1997	Joined the Company																							
October 1999	General Manager, Electronic Disclosure Promotion Office, Sales Headquarters of the Company																							
June 2000	Director of the Company																							
April 2004	Managing Director of the Company																							
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May 2010	President and Representative Director of ASP Communications Co., Ltd. (incumbent)																							
June 2010	President and Representative Director of the Company (incumbent)																							
July 2014	President of PRONEXUS TAIWAN Co., Ltd. (incumbent)																							
October 2019	Chairman of PRONEXUS VIETNAM CO., LTD (incumbent)																							
May 2021	Chairman and Representative Director of Zaihon, Inc. (incumbent)																							
	Reason for nomination as candidate for Director For over 10 years after joining the Company, Mr. Takeshi Ueno has played an active role in establishing new businesses that today have become mainstay businesses of the Company such as the digitization of legal disclosure documents and the database business. Since becoming the Company's President, by promoting Medium-term Management Plan, he has worked to reform the business structure to make it better suited to the changing business environment, including digitization initiatives while at the same time working to steadily increase the operating results of the Overseas Promotion Support Business in the field of new businesses. He has been steadily striving in this way to deal with various management issues to enhance the corporate value, and he is expected to continuously show strong leadership. Accordingly, the Company nominated him as a candidate for Director.																							

Candidate No. 2

Hirofumi Morisada

(Date of birth: July 30, 1974)

Reelection

<p>Number of the Company's shares held: 4,600</p> <p>Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)</p>	<p>Career summary, positions and areas of responsibility in the Company, and important concurrent positions</p> <p>April 1997 Joined Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC)</p> <p>September 2000 Joined Internet Disclosure Co., Ltd.</p> <p>November 2006 Joined Primal INC. Director and Vice President of Primal INC.</p> <p>October 2010 Joined the Company Assistant General Manager, XBRL Promotion Office, Sales Planning Division, Sales Headquarters of the Company</p> <p>March 2014 General Manager, IT Strategy Office of the Company</p> <p>October 2016 General Manager, System Consulting Division, Sales Headquarters of the Company</p> <p>June 2017 Executive Officer, General Manager, System Consulting Division, Sales Headquarters of the Company</p> <p>April 2019 Managing Executive Officer, General Manager, System Consulting Division, Sales Headquarters of the Company</p> <p>June 2021 Director and Managing Executive Officer (in charge of system strategy), General Manager, System Consulting Division of the Company (incumbent)</p>
	<p>Reason for nomination as candidate for Director</p> <p>Mr. Hirofumi Morisada has experience working for an auditing firm as a certified public accountant and also possesses the accounting and IT-related knowledge and experience required by the Company's electronic disclosure business. For example, in his previous work he participated as a software developer in the development of PRONEXUS WORKS, a disclosure support system that is a major product of the Company. As General Manager of the System Consulting Division, he is working on strategic functional enhancements of the Company's system services. As it is expected that he can contribute to the realization of the Company's system strategy, the Company nominated him as a candidate for Director.</p>

Candidate No. 3

Yuichi Shiotsu

(Date of birth: September 18, 1958)

Reelection

Number of the Company's shares held: 12,000 Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions August 2008 General Manager, Sales Division, Ichigaya Publication Printing Operations of Dai Nippon Printing Co., Ltd. November 2009 Joined the Company General Manager, Financial Sales Division, Sales Headquarters of the Company June 2013 Executive Officer, General Manager, Financial Business Division 1, Sales Headquarters of the Company June 2015 Managing Executive Officer, General Manager, Financial Business Division and General Manager, Financial Business Division 1, Sales Headquarters of the Company June 2023 Director and Managing Executive Officer (in charge of solution business strategy), General Manager, Solution Business Division of the Company (incumbent)
	Reason for nomination as candidate for Director Mr. Yuichi Shiotsu has been involved in publishing industry sales since his previous job at a major printing company, and after joining the Company, he has contributed to the growth in sales of the "PRONEXUS FUND DOCUMENT SYSTEM," which is a disclosure document preparation support system for investment trust companies, as well as to the expansion of the Web business, which is one of the Company's growth areas. He also has broad knowledge and experience in the printing and non-printing fields. He is currently the General Manager of the Solution Business Division, and is expected to contribute to the growth of the non-printed products field, which is the aim of the Company's solutions strategy, by helping to increase sales of new digital products in response to the paperless trend in the investment trust field. Therefore, the Company has nominated him as a candidate for Director.

Candidate No. 4	Norio Ozawa (Date of birth: May 19, 1959)	Reelection
Number of the Company's shares held: 12,800 Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions October 1989 Joined the Company January 2007 General Manager, Business Planning Office of the Company June 2008 Executive Officer, General Manager, Business Planning Office of the Company March 2010 Executive Officer, General Manager, IR Business Division, Sales Headquarters of the Company January 2013 Executive Officer, General Manager, Financial Solution Division and General Manager, Communication Planning Division, Sales Headquarters of the Company October 2020 Executive Officer, in charge of Marketing Business Division of the Company June 2021 Director and Executive Officer (in charge of marketing strategy), in charge of Marketing Business Division of the Company (incumbent)	
	Reason for nomination as candidate for Director Since joining the Company, Mr. Norio Ozawa has spent many years formulating and advancing plans for new businesses for the Company and he is currently making a big contribution to the establishment of IR, investment trust-related, and J-REIT-focused businesses, which are the Company's core businesses. He also possesses abundant knowledge and experience in these fields. As it is expected that he can contribute to meeting diversifying customer needs through the promotion of strategic marketing activities based on market analysis and the like, uncovering potential customer needs and creating new business models for the Company's marketing strategy through his current work as Director in charge of the Marketing Business Division, the Company nominated him as a candidate for Director.	

Candidate No. 5	Takatsugu Nagatsuma (Date of birth: May 21, 1965)	Reelection Outside Independent
Number of the Company's shares held: — Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions April 1992 Joined IBM Japan, Ltd. January 1994 Joined Sankyo Frontier Co., Ltd. June 1995 Director, General Manager, Management Planning Division and Regional Block Head, Sales Headquarters of Sankyo Frontier Co., Ltd. June 1996 Senior Managing Director and General Manager, Management Planning Division of Sankyo Frontier Co., Ltd. June 2001 Representative Senior Managing Director and General Manager, Sales Promotion Headquarters of Sankyo Frontier Co., Ltd. June 2002 President of Sankyo Frontier Co., Ltd. (incumbent) June 2016 Outside Director of the Company (incumbent)	
	Reason for nomination as candidate for Outside Director and outline of expected roles Mr. Takatsugu Nagatsuma currently serves as President of a listed company. As he is considered to be able to use his abundant experience and insights of corporate management for the Company's management from an objective standpoint, and is also expected to promote enhanced corporate governance, the Company nominated him as a candidate for Outside Director.	

Candidate No. 6	<h2 style="margin: 0;">Ken Shimizu</h2> <p style="margin: 0;">(Date of birth: June 23, 1968)</p>	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reelection</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>								
<p>Number of the Company's shares held: —</p> <p>Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)</p>	<p>Career summary, positions and areas of responsibility in the Company, and important concurrent positions</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 15%;">April 1992</td> <td>Joined The Sakura Bank, Limited (current Sumitomo Mitsui Banking Corporation)</td> </tr> <tr> <td>May 1998</td> <td>Joined WDI Holding, Inc. (current WDI Corporation) Director of WDI Holding, Inc.</td> </tr> <tr> <td>April 2003</td> <td>President of WDI Corporation (incumbent)</td> </tr> <tr> <td>June 2018</td> <td>Outside Director of the Company (incumbent)</td> </tr> </table> <p>Reason for nomination as candidate for Outside Director and outline of expected roles</p> <p>Mr. Ken Shimizu currently serves as President of a listed company and has abundant experience of corporate management in a variety of regions including North America and Asian countries. As he is considered to be able to give appropriate advice for the Company's management based on his experience as a corporate executive and from a global perspective, and is also expected to further strengthen the group governance, the Company nominated him as a candidate for Outside Director.</p>		April 1992	Joined The Sakura Bank, Limited (current Sumitomo Mitsui Banking Corporation)	May 1998	Joined WDI Holding, Inc. (current WDI Corporation) Director of WDI Holding, Inc.	April 2003	President of WDI Corporation (incumbent)	June 2018	Outside Director of the Company (incumbent)
April 1992	Joined The Sakura Bank, Limited (current Sumitomo Mitsui Banking Corporation)									
May 1998	Joined WDI Holding, Inc. (current WDI Corporation) Director of WDI Holding, Inc.									
April 2003	President of WDI Corporation (incumbent)									
June 2018	Outside Director of the Company (incumbent)									

Candidate No. 7	<h2 style="margin: 0;">Ichiro Sakai</h2> <p style="margin: 0;">(Date of birth: December 4, 1961)</p>	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reelection</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>										
<p>Number of the Company's shares held: —</p> <p>Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)</p>	<p>Career summary, positions and areas of responsibility in the Company, and important concurrent positions</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 15%;">July 1990</td> <td>Joined SAKAI HEAVY INDUSTRIES, LTD.</td> </tr> <tr> <td>June 1991</td> <td>Director, Deputy General Manager, Corporate Planning Department of SAKAI HEAVY INDUSTRIES, LTD.</td> </tr> <tr> <td>July 1993</td> <td>Managing Director, General Manager, Business Development Department of SAKAI HEAVY INDUSTRIES, LTD.</td> </tr> <tr> <td>March 1995</td> <td>President and Representing Director of SAKAI HEAVY INDUSTRIES, LTD. (incumbent)</td> </tr> <tr> <td>June 2019</td> <td>Outside Director of the Company (incumbent)</td> </tr> </table> <p>Reason for nomination as candidate for Outside Director and outline of expected roles</p> <p>Mr. Ichiro Sakai has been serving as President of a global construction equipment manufacturer with over 100 years of history and has been engaged in overall management of the company for many years. As he is considered to be able to give appropriate advice that contributes to improving the corporate value and sustainability of the Company from a medium- to long-term and broad perspective which has been cultivated through his abundant knowledge of and experience in corporate management, the Company nominated him as a candidate for Outside Director.</p>		July 1990	Joined SAKAI HEAVY INDUSTRIES, LTD.	June 1991	Director, Deputy General Manager, Corporate Planning Department of SAKAI HEAVY INDUSTRIES, LTD.	July 1993	Managing Director, General Manager, Business Development Department of SAKAI HEAVY INDUSTRIES, LTD.	March 1995	President and Representing Director of SAKAI HEAVY INDUSTRIES, LTD. (incumbent)	June 2019	Outside Director of the Company (incumbent)
July 1990	Joined SAKAI HEAVY INDUSTRIES, LTD.											
June 1991	Director, Deputy General Manager, Corporate Planning Department of SAKAI HEAVY INDUSTRIES, LTD.											
July 1993	Managing Director, General Manager, Business Development Department of SAKAI HEAVY INDUSTRIES, LTD.											
March 1995	President and Representing Director of SAKAI HEAVY INDUSTRIES, LTD. (incumbent)											
June 2019	Outside Director of the Company (incumbent)											

Candidate No. 8	Emi Onozuka (Date of birth: May 28, 1974)	<div style="border: 1px solid black; padding: 2px; display: inline-block;">New election</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>
Number of the Company's shares held: —	Career summary, positions and areas of responsibility in the Company, and important concurrent positions April 1998 Joined Morgan Bank. (current JPMorgan Chase Bank, N.A) February 2000 Joined Goldman Sachs Asset Management Co., Ltd. September 2017 Manager of the stewardship promotion, Goldman Sachs Asset Management Co., Ltd. April 2020 Joined Japan Catalyst, Inc. May 2020 Executive Vice President COO, Japan Catalyst, Inc. May 2022 President and CEO, Eminent Group Ltd. (incumbent) Representative Director, Future Design Initiative by Science and Finance (incumbent) June 2022 Outside Director, Musashi Seimitsu Industry Co., Ltd. (incumbent) June 2023 Outside Director, Daiwa Asset Management Co. Ltd. (incumbent)	
	Reason for nomination as candidate for Outside Director and outline of expected roles Ms. Emi Onozuka has a wide range of business experience at a global asset management company and business management experience at an investment advisory company, bringing a particular wealth of knowledge and experience regarding dialogues with capital markets, governance, and ESG. She has specialized experience and expertise in sustainability and ESG and is expected to contribute to furthering the Company's sustainability management. The Company has therefore nominated her as a candidate for Outside Director.	

- Notes: 1. There are no special interests between each candidate and the Company.
2. Mr. Takatsugu Nagatsuma, Mr. Ken Shimizu, Mr. Ichiro Sakai and Ms. Emi Onozuka are candidates for Outside Directors.
3. Mr. Takatsugu Nagatsuma, Mr. Ken Shimizu and Mr. Ichiro Sakai currently serve as Outside Directors of the Company, and their terms of office as Outside Director of the Company will be 8 years for Mr. Takatsugu Nagatsuma, 6 years for Mr. Ken Shimizu and 5 years for Mr. Ichiro Sakai at the conclusion of this Ordinary General Meeting of Shareholders.
4. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Mr. Takatsugu Nagatsuma, Mr. Ken Shimizu and Mr. Ichiro Sakai to limit their liability for damages as prescribed in Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages based on the agreement shall be the amount prescribed in laws and regulations. Such limitation of liability shall apply only when the Outside Directors acted in good faith and without gross negligence in performing the duties giving rise to liabilities.
 If the proposal is approved, the Company will continue the said agreement with Mr. Takatsugu Nagatsuma, Mr. Ken Shimizu and Mr. Ichiro Sakai. In addition, the Company plans to enter into the same agreement with Ms. Emi Onozuka.
5. The Company has concluded a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers the insured persons, including Directors of the Company, against damage incurred when accepting liability for the execution of their duties and when receiving claims in pursuit of this liability. If each candidate is elected and assumes the office as Director, the Company plans to include every such Director as an insured in the insurance policy. Also, the next time this insurance policy comes up for renewal, the Company intends to renew it with the same content.
6. The Company has notified the Tokyo Stock Exchange of the status of Mr. Takatsugu Nagatsuma, Mr. Ken Shimizu and Mr. Ichiro Sakai as Independent Officers stipulated by the Exchange. If the proposal is approved, in addition to the abovementioned Outside Directors, the Company plans to register newly elected Ms. Emi Onozuka as an Independent Officer. The Company has judged that there are no potential conflicts of interests between each of them and the general shareholders of the Company and each of them fulfills the requirement for Independent Officers stipulated by the Exchange.

Proposal 2: Election of Four (4) Audit & Supervisory Board Members

The terms of office of all four (4) Audit & Supervisory Board Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of four (4) 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 Members are as follows:

Candidate No.	Name	Gender	Attribute of Candidate	Current Positions and Responsibilities in the Company	Attendance at Board of Directors Meetings (FY2023)	Attendance at Audit & Supervisory Board Meetings (FY2023)
1	Akane Sase	Female	Reelection	Standing Audit & Supervisory Board Member	10 out of 10 100%	12 out of 12 100%
2	Osamu Sudoh	Male	Reelection Outside Independent	Outside Audit & Supervisory Board Member	9 out of 10 90%	11 out of 12 92%
3	Takuya Oshida	Male	Reelection Outside	Outside Audit & Supervisory Board Member	10 out of 10 100%	12 out of 12 100%
4	Yoshihiro Tsuda	Male	Reelection Outside Independent	Outside Audit & Supervisory Board Member	10 out of 10 100%	12 out of 12 100%

Reelection: Candidate for reelection as Audit & Supervisory Board Member

Outside: Candidate for Outside Audit & Supervisory Board Member

Independent: Independent Officer stipulated by the Tokyo Stock Exchange

Candidate No. 1	Akane Sase (Date of birth: December 28, 1962)	<u>Reelection</u>
Number of the Company's shares held: 53,300 shares Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%) Attendance at Audit & Supervisory Board meetings (FY2023): 12 out of 12 (100%)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions April 1985 Joined the Company June 2012 General Manager, Internal Audit Office of the Company June 2020 Standing Audit & Supervisory Board Member of the Company (incumbent)	
	Reason for nomination as candidate for Audit & Supervisory Board Member Ms. Akane Sase has long been engaged in sales and planning operations since joining the Company, and has been responsible for the internal audit department of the Company. As such, she has adequate experience and knowledge in the Company's business activities and internal audits. As she is considered to be able to use her experience and knowledge for the Company's audit operations, the Company nominated her as a candidate for Audit & Supervisory Board Member.	

Candidate No. 2	Osamu Sudoh (Date of birth: January 24, 1952)	<u>Reelection</u> <u>Outside</u> <u>Independent</u>
Number of the Company's shares held: — Attendance at Board of Directors meetings (FY2023): 9 out of 10 (90%) Attendance at Audit & Supervisory Board meetings (FY2023): 11 out of 12 (92%)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions April 1980 Registered as an attorney at law (incumbent) June 1999 Partner of Sudoh & Takai Law Offices May 2016 Partner of Sudoh & Partners (incumbent) June 2016 Outside Audit & Supervisory Board Member of the Company (incumbent) Outside Audit & Supervisory Board Member of Keikyu Corporation (incumbent)	
	Reason for nomination as candidate for Outside Audit & Supervisory Board Member Mr. Osamu Sudoh has an expert grasp of corporate legal affairs in general including the Companies Act, and as an attorney at law, he is considered to be able to strengthen the Company's audit system using his specialized knowledge, experience, etc. Accordingly, the Company nominated him as a candidate for Outside Audit & Supervisory Board Member.	

Candidate No. 3	<h2 style="margin: 0;">Takuya Oshida</h2> <p style="margin: 0;">(Date of birth: March 15, 1970)</p>	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reelection</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div>
<p>Number of the Company's shares held: –</p> <p>Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)</p> <p>Attendance at Audit & Supervisory Board meetings (FY2023): 12 out of 12 (100%)</p>	<p>Career summary, positions and areas of responsibility in the Company, and important concurrent positions</p> <p>April 1995 Registered as an attorney at law (incumbent)</p> <p>September 1999 Joined Haynes and Boone, LLP (Houston, Texas)</p> <p>January 2000 Admitted to the New York State Bar of the United States (incumbent)</p> <p>July 2000 Joined Asahi Law Offices (current Nishimura & Asahi (Gaikokuho Kyodo Jigyo))</p> <p>January 2003 Partner of Asahi & Koma Law Offices (current Nishimura & Asahi (Gaikokuho Kyodo Jigyo)) (incumbent)</p> <p>June 2020 Outside Audit & Supervisory Board Member of the Company (incumbent)</p> <p>Reason for nomination as candidate for Outside Audit & Supervisory Board Member</p> <p>Mr. Takuya Oshida has an expert grasp of business reorganization including M&A, and overall international transactions, and is considered to be able to monitor the Company's business management in general using his professional knowledge as an attorney at law. Accordingly, the Company nominated him as a candidate for Outside Audit & Supervisory Board Member.</p>	

Candidate No. 4	<h2 style="margin: 0;">Yoshihiro Tsuda</h2> <p style="margin: 0;">(Date of birth: July 25, 1962)</p>	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reelection</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>
<p>Number of the Company's shares held: –</p> <p>Attendance at Board of Directors meetings (FY2023): 10 out of 10 (100%)</p> <p>Attendance at Audit & Supervisory Board meetings (FY2023): 12 out of 12 (100%)</p>	<p>Career summary, positions and areas of responsibility in the Company, and important concurrent positions</p> <p>March 1985 Joined Tohmatsu Awoki & Co. (current Deloitte Touche Tohmatsu LLC)</p> <p>March 1988 Registered as a certified public accountant (incumbent)</p> <p>July 1993 Seconded to Detroit Office, Deloitte & Touche US</p> <p>June 1998 Partner, Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC)</p> <p>September 2002 Seconded to London Office, Deloitte & Touche UK</p> <p>June 2007 Senior Partner, Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC)</p> <p>July 2016 Executive Board Member of the Japanese Institute of Certified Public Accountants</p> <p>June 2021 Outside Audit & Supervisory Board Member of the Company (incumbent)</p> <p>Outside Audit & Supervisory Board Member of Oki Electric Industry Co., Ltd. (incumbent)</p> <p>Reason for nomination as candidate for Outside Audit & Supervisory Board Member</p> <p>Mr. Yoshihiro Tsuda has an expert grasp of corporate accounting and the Financial Instruments and Exchange Act, which have a strong relevance to the Company's business, and he possesses broad knowledge and experience related to international accounting. Based on this expert knowledge and abundant international experience, he is considered to be able to strengthen the Company's management oversight functions. Accordingly, the Company nominated him as a candidate for Outside Audit & Supervisory Board Member.</p>	

Notes: 1. There are no conflicts of interest between each candidate and the Company.

2. Mr. Osamu Sudoh, Mr. Takuya Oshida and Mr. Yoshihiro Tsuda are candidates for Outside Audit & Supervisory Board Members.

3. Mr. Osamu Sudoh, Mr. Takuya Oshida and Mr. Yoshihiro Tsuda currently serve as Outside Audit & Supervisory Board Members of the Company, and their terms of office as Outside Audit & Supervisory Board Members of the Company will be 8 years for Mr. Osamu Sudoh, 4 years for Mr. Takuya Oshida and 3 years for Mr. Yoshihiro Tsuda at the conclusion of this Ordinary General Meeting of Shareholders.
4. Although Mr. Osamu Sudoh, Mr. Takuya Oshida and Mr. Yoshihiro Tsuda have not been directly involved in corporate management in the past, the Company considers that they are capable of appropriately fulfilling their duties as Outside Audit & Supervisory Board Members for the reasons given under the reasons for election of the respective candidate.
5. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Mr. Osamu Sudoh, Mr. Takuya Oshida and Mr. Yoshihiro Tsuda to limit their liability for damages as prescribed in Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages based on the agreement shall be the amount prescribed in laws and regulations. Such limitation of liability shall apply only when the Outside Audit & Supervisory Board Members acted in good faith and without gross negligence in performing the duties giving rise to liabilities. If the proposal is approved, the Company will continue the said agreement with Mr. Osamu Sudoh, Mr. Takuya Oshida and Mr. Yoshihiro Tsuda.
6. The Company has concluded a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers the insured persons, including Audit & Supervisory Board Members, against damage incurred when accepting liability for the execution of their duties and when receiving claims in pursuit of this liability. If each candidate is elected and assumes the office as Audit & Supervisory Board Member, the Company plans to include every such Audit & Supervisory Board Member as an insured in the insurance policy. Also, the next time this insurance policy comes up for renewal, the Company intends to renew it with the same content.
7. The Company has notified the Tokyo Stock Exchange of the statuses of Mr. Osamu Sudoh and Mr. Yoshihiro Tsuda as Independent Officers as stipulated by the Exchange. If the proposal is approved, the Company plans to continue to register Mr. Osamu Sudoh and Mr. Yoshihiro Tsuda as Independent Officers as stipulated by the Tokyo Stock Exchange. The Company has judged that there are no potential conflicts of interests between each of them and the general shareholders of the Company, and each of them fulfills the requirement for Independent Officer as stipulated by the Exchange.
8. Respecting the policy of Nishimura & Asahi, of which Mr. Takuya Oshida is a partner, the Company will not notify the Tokyo Stock Exchange of the status of Mr. Takuya Oshida as Independent Officer. Nevertheless, the Company judges that there are no potential conflicts of interests between him and the general shareholders of the Company and he qualifies as Independent Officer stipulated by the Exchange.
9. Mr. Yoshihiro Tsuda was a Partner of Deloitte Touche Tohmatsu LLC but left the company in July 2019. The total amount of transactions between Deloitte Touche Tohmatsu and the Company is no more than 0.2% of the Company's consolidated revenue.

Table of Expertise, Knowledge, Experience and Abilities, etc. (Skill Matrix) of Candidates for Director and Audit & Supervisory Board Member

The situation regarding the main expertise, knowledge, experience and abilities, etc., possessed by the candidates for Director and Audit & Supervisory Board Member mentioned in Proposals 1 & 2 is as follows.

Name	Gender	Attribute	Main Expertise, Knowledge, Experience and Abilities, etc.						
			Corporate management	Sales/ Marketing	IT/ System	Legal/ Compliance	Finance/ Accounting	Sustainability/ ESG	
Directors	Takeshi Ueno	Male		●					●
	Hirofumi Morisada	Male				●		●	
	Yuichi Shiotsu	Male			●				●
	Norio Ozawa	Male			●				
	Takatsugu Nagatsuma	Male	Outside Independent	●					●
	Ken Shimizu	Male	Outside Independent	●					●
	Ichiro Sakai	Male	Outside Independent	●					●
	Emi Onozuka	Female	Outside Independent	●					●
Audit & Supervisory Board Members	Akane Sase	Female			●				
	Osamu Sudoh	Male	Outside Independent				●		
	Takuya Oshida	Male	Outside				●		
	Yoshihiro Tsuda	Male	Outside Independent					●	

Outside: Candidate for Outside Director or Outside Audit & Supervisory Board Member

Independent: Independent Officer stipulated by the Tokyo Stock Exchange

- Notes: 1. The table above shows the skills that can be expected based on the demonstration of expertise, knowledge, experience and abilities, etc. and does not represent the entire skill set possessed by each individual.
2. Respecting the policy of Nishimura & Asahi, of which Mr. Takuya Oshida is a partner, the Company has not notified the Tokyo Stock Exchange of the status of Mr. Takuya Oshida as Independent Officer. Nevertheless, the Company judges that there are no potential conflicts of interests between him and the general shareholders of the Company and that he qualifies as Independent Officer as stipulated by the Exchange.