

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 3926

June 7, 2024

To our shareholders:

Daisuke Sekine, President and CEO
OpenDoor Inc.
2-17-7 Akasaka, Minato-ku, Tokyo,
Japan

Notice of the 27th Annual General Meeting of Shareholders

We are pleased to announce the 27th Annual General Meeting of Shareholders of OpenDoor Inc. (the “Company”), which will be held as described below.

When convening this General Meeting of Shareholders, the Company shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and shall post these items in electronic format as a “Notice of the 27th Annual General Meeting of Shareholders” on the Company’s website.

Website of the Company: <https://www.opendoor.co.jp/ir/meeting.html> (in Japanese)

In addition to the above, these items shall also be published on the website below. The relevant items can be accessed by accessing the Tokyo Stock Exchange website (Listed Company Search), searching for “Open Door” in the “Issue name (company name)” field or “3926” in the “Code” field (search terms should be entered using single-bit characters), then selecting “Basic information,” then “Documents for public inspection/PR information.”

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

If you are unable to attend on the day of the meeting, you may exercise your voting rights either online or in writing (via post mail). Please review the Reference Document for the General Meeting of Shareholders (further guidance is provided in the Japanese version of this notice) and exercise your voting rights by 7:00 p.m. on Tuesday, June 25, 2024 (JST).

1. Date and Time: Wednesday, June 26, 2024, at 10:00 a.m. (JST) (Reception starts at 9:30 a.m.)

2. Venue: HOUOH, 2F of Meiji Kinenkan
2-2-23 Moto-Akasaka, Minato-ku, Tokyo, Japan

3. Purpose of the Meeting

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the 27th Term (from April 1, 2023 to March 31, 2024), and the audit results of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-consolidated Financial Statements for the 27th Term (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

Proposal Election of Two Substitute Audit & Supervisory Board Members

When attending the meeting, please submit your Voting Rights Exercise Form at the reception desk. Gifts for attendees will not be provided. We appreciate your understanding.

It has been determined that, in principle, reference documents for the general meeting of shareholders, etc. covered by the items subject to measures for electronic provision shall be provided through the aforementioned websites and that paper-based documents shall be delivered only to shareholders who have requested the delivery of paper-based documents by the record date. However, for this General Meeting of Shareholders, paper-based documents including items for which measures for providing information in electronic format are to be taken shall be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.

In addition, among the items subject to measures for electronic provision, pursuant to applicable laws and regulations as well as Article 15 of the Company's Articles of Incorporation, the following items are not provided as part of this document and will also not be provided to shareholders who have requested the delivery of paper-based documents.

- (i) "Statutes of Share Acquisition Rights" and "Systems to Ensure Appropriateness of Operations and their Implementation Status" in the Business Report
- (ii) "Consolidated Statement of Changes in Equity" and "Notes to the Consolidated Financial Statements" among the Consolidated Financial Statements
- (iii) "Statement of Changes in Equity" and "Notes to the Non-consolidated Financial Statements" among the Non-consolidated Financial Statements

These items are included in the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements that the Accounting Auditor or the Audit & Supervisory Board Members audited in order to prepare a financial audit report or audit report.

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 aforementioned Company website and the TSE website.

Reference Documents for the General Meeting of Shareholders

Proposal

Election of Two Substitute Audit & Supervisory Board Members

The Company requests the election of two substitute Audit & Supervisory Board Members to be ready to fill a vacant position should the number of Audit & Supervisory Board Members fall below the number required by laws and regulations.

The Company requests the approval for the election of Satoshi Kobori, a candidate for substitute Audit & Supervisory Board Member other than outside Audit & Supervisory Board Members, and of Yoshiro Motohashi, a candidate for substitute outside Audit & Supervisory Board Member.

If a substitute Audit & Supervisory Board Member assumes the office of Audit & Supervisory Board Member, the term of office will be until the expiration of the term for the Audit & Supervisory Board Member who has resigned the office. The election is effective until the start of the next Annual General Meeting of Shareholders.

The election can be nullified by resolution of the Board of Directors if the consent of the Audit & Supervisory Board has been obtained; provided, however, that it is only in a time before the Audit & Supervisory Board Member assumes office.

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

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

Candidate No.	Name (Date of birth)	Career summary, and position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Satoshi Kobori (March 4, 1982)	Jan. 2009 Joined MK Accounting Tax Accountant Corporation Dec. 2011 Joined Kashiwaya Michimasa Certified Public Accountants Office Nov. 2016 Joined the Company Apr. 2023 Appointed Manager of the Accounting and Finance Department of the Company (current position)	0 shares
[Reasons for nomination] Satoshi Kobori engages in accounting work at the Company's Accounting and Finance Department. He has a wealth of experience, knowledge and insight as well as a great track record. The Company requests approval for his election since it has judged that Mr. Kobori will leverage all of these qualities to help the Company to create a stronger audit system.			
2	Yoshiro Motohashi (November 10, 1984)	Dec. 2007 Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC) Aug. 2013 Registered as a Certified Public Accountant Feb. 2022 Joined Shisai Audit July 2022 Appointed partner of Shisai Audit (current position)	0 shares
[Reasons for nomination] Yoshiro Motohashi does not have experience of direct involvement in company management; however, he has a wealth of experience and expertise as a certified public accountant. The Company requests approval for his election since it has judged that Mr. Motohashi will leverage this experience and expertise to help the Company to create a stronger audit system.			

- Notes:
1. There is no special interest between either of the candidates and the Company.
 2. Yoshiro Motohashi is a candidate for substitute outside Audit & Supervisory Board Member.
 3. If the election of Yoshiro Motohashi is approved and adopted, and if he assumes the office of outside Audit & Supervisory Board Member, the Company plans to enter into an agreement with Mr. Motohashi to limit his liability for damages under Article 423, paragraph 1 of the Companies Act pursuant to the provisions of Article 427, paragraph 1 of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph 1 of the Companies Act.
 4. Pursuant to Article 430-3, paragraph 1 of the Companies Act, the Company has directors and officers liability insurance policies provided by an insurance company. These insurance policies are to cover damages, such as legal compensation for damage and litigation cost, if a claim for damage is filed against any of the insured, who are the Company's officers including Audit & Supervisory Board Members, due to any action he or she has taken as a company officer (except for actions that the insured in question has taken to receive illegal profits or benefits, and actions that he or she has taken with the knowledge that they are against the law, rules or regulations). When the candidates assume the office of Audit & Supervisory Board Member, they will be the insured in these insurance policies.
 5. Yoshiro Motohashi satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange, and the Company plans to designate him as an independent officer if his election is approved and adopted, and if he assumes the office of outside Audit & Supervisory Board Member.