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(Stock Exchange Code 7868)

June 7, 2024

(Start date for electronic provision measures: June 5, 2024)

To Shareholders with Voting Rights:

Hiroshi Kurosawa  
President and Representative Director  
KOSAIDO Holdings Co., Ltd.  
13F, Seavans S Tower  
1-2-3, Shibaura, Minato-ku, Tokyo, Japan

## NOTICE OF THE 60th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are hereby informed that the 60th Annual General Meeting of Shareholders of KOSAIDO Holdings Co., Ltd. (the “Company”) will be held for the purposes as described below.

In the convocation of this General Meeting of Shareholders, the Company has taken electronic provision measures and posted the matters subject to electronic provision measures on the following website as the “NOTICE OF THE 60th ANNUAL GENERAL MEETING OF SHAREHOLDERS AND DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS.”

The Company’s website: <https://www.kosaido.co.jp/ir/equity/meeting/>

In addition to the above-mentioned website, the same information is posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (Listed Company Search) described below and enter the issue name (company name) or the stock exchange code to search. Then, please select “Basic Information” followed by “Documents for public inspection/PR information” to review the documents.

TSE website:

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you do not attend the meeting, you can exercise your voting rights in writing or via the internet, etc. Please review the Reference Documents for the General Meeting of Shareholders posted as the matters subject to electronic provision measures, then exercise your voting rights in accordance with “Guide to Exercise of Voting Rights” no later than 5:30 p.m. on Wednesday, June 26, 2024, Japan time.

- 1. Date and Time:** Thursday, June 27, 2024, at 10:00 a.m. Japan time (Doors open at 9:30 a.m.)
- 2. Place:** 3F, Seavans Hall, SEAVANS AMALL  
1-2-2, Shibaura, Minato-ku, Tokyo, Japan  
(The venue is different from the last meeting. As such, please refer to the location map to the location of the General Meeting of Shareholders at the end of this notice and note the correct place.)
- 3. Meeting Agenda:**
  - Matters to be reported:** 1. The Business Report, Consolidated Financial Statements for the Company’s 60th Fiscal Year (April 1, 2023 - March 31, 2024) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements

2. Non-consolidated Financial Statements for the Company's 60th Fiscal Year  
(April 1, 2023 - March 31, 2024)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus  
**Proposal 2:** Election of 7 Directors

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Additionally, to conserve resources, please bring this Notice with you.
- If you wish to exercise your voting rights by proxy, another shareholder holding a voting right of the Company may attend the General Meeting of Shareholders as proxy. In this case, a document that certifies the proxy's power of representation, such as a letter of attorney, must be submitted.
- Shareholders who require assistance or Japanese interpretation may enter the meeting venue with one caregiver, guide dog, hearing dog, or service dog or an interpreter.
- Should the matters subject to electronic provision measures require revisions, the revised version will be posted on each website that provides the information.

## <Guide to Exercise of Voting Rights>

### When Attending the General Meeting of Shareholders

When attending the meeting, please bring this Notice with you and submit the enclosed Voting Rights Exercise Form at the reception desk.

**Date and Time of the Meeting: Thursday, June 27, 2024, at 10:00 a.m. (Japan time)**

**Place: 3F, Seavans Hall, SEAVANS AMALL located at 1-2-2, Shibaura, Minato-ku, Tokyo**

### When Not Attending the General Meeting of Shareholders

#### Exercising voting rights in writing

Please indicate your consent/dissent for the proposals on the enclosed Voting Rights Exercise Form and send in by mail.

Should you indicate neither approval nor disapproval on each proposal in the Voting Rights Exercise Form, it shall be treated as an approval vote.

**To arrive by no later than Wednesday, June 26, 2024 at 5:30 p.m. (Japan time)**

#### Exercising voting rights via the Internet, etc.

Please indicate your consent/dissent for the proposals following the instruction on the website, after reading the guidance for exercising voting rights via the Internet on the next page of the Japanese original of this Notice.

**No later than Wednesday, June 26, 2024 at 5:30 p.m. (Japan time)**

When exercising voting rights on a smartphone, please use “Smart Exercise.”

#### For Institutional Investors

Institutional investors may exercise their voting rights utilizing the Electronic Voting Platform operated by ICJ, Inc., if applied in advance.

## Reference Documents for the General Meeting of Shareholders

### Proposal 1: Appropriation of Surplus

Focusing on returning profits to shareholders, the Company makes it a basic policy to issue appropriate dividends in consideration of business results and other matters while aiming to strengthen its corporate structure and enhance internal reserves.

Based on this basic policy and this term's payout ratio target, the Company proposes the year-end dividend for the fiscal year under review as follows, as a gesture of appreciation for our shareholders' support.

(1) Type of dividend property

Cash

(2) Items related to the allocation of dividend property and its total amount

6.6 yen per common stock of the Company

Total of 950,091,450 yen

(3) Effective date of distribution of surplus

Friday, June 28, 2024

**Proposal 2:** Election of 7 Directors

The terms of office of all 8 Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of 7 Directors is proposed.

Candidates for Director were determined after receipt of reports from the Nominating and the Compensation Committee, for which Outside Directors serve as Chairman.

The candidates for Director are as follows.

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Yiwen Luo (April 29, 1963)  [Reappointment]  [Attendance at the Board of Directors meetings] 22 out of 23 meetings (96%)	<p>April 1992      Founded Chubun Bookstore</p> <p>October 1995    Founding Representative Director, Chubun Sangyo Co., Ltd.</p> <p>May 2006        Founding Representative Director, Shanghai Xin Tian Di Co., Ltd. (currently NIHON KANKO MENZEI Co., Ltd.)</p> <p>August 2009    President and Representative Director, Laox Co., LTD. (currently Laox Holdings Co., Ltd.)</p> <p>March 2021     Chairman and Representative Director, Laox Co., LTD. (currently Laox Holdings Co., Ltd.)</p> <p>May 2021        Chairman and Representative Director, Ascot Corp. (current position)</p> <p>June 2022       Chairman and Director, the Company (current position)</p> <p>March 2023     Chairman, Laox Holdings Co., Ltd. (current position)</p> <p>April 2024      Director, IWATE HOTEL &amp; RESORT INC. (current position)</p> <p>[Significant concurrent positions] Chairman, Laox Holdings Co., Ltd. Chairman and Representative Director, Ascot Corp. Representative Director and President, LAOX Shanghai Co., LTD. Representative Director, R&amp;L Holdings Co., Ltd. Director, IWATE HOTEL &amp; RESORT INC.</p>	2,990
[Reason for nomination as candidate for Director] Mr. Yiwen Luo has experience in management at multiple companies, broad insight, and an extensive network. The Company requests his election as Director based on its judgment that he can supervise the Company's management as a Director.			
2	Masahiko Maekawa (March 21, 1978)  [New appointment]  [Attendance at the Board of Directors meetings] - out of - meetings (-%)	<p>April 2001      Joined The Sanwa Bank, Ltd. (currently MUFG Bank, Ltd.)</p> <p>July 2005        Joined Morgan Stanley Japan Securities Co., Ltd. (currently Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.)</p> <p>September 2006    Joined UBS Global Asset Management (currently UBS Asset Management (Japan) Ltd)</p> <p>May 2008        Joined DIAM Asset Management Co., Ltd. (currently Asset Management One Co., Ltd.)</p> <p>August 2011     Joined Nomura Securities Co., Ltd.</p> <p>August 2013     Joined JAPAN POST HOLDINGS Co., Ltd.</p> <p>November 2017    Managing Director and Chief Investment Officer, Japan Post Capital Co., Ltd.</p> <p>February 2018    Took office as Director, Phil Company Co., Ltd.</p> <p>November 2018    Took office as Director, Nousouken Corporation</p> <p>August 2020      Joined Digital Garage, Inc. Took office as Director, DG Ventures, Inc. Took office as Director, DG Incubation, Inc.</p> <p>April 2021        Outside Director, Psychic VR Lab Co., Ltd. (currently STYLY, Inc) (current position)</p> <p>July 2021        Outside Director, Welmo Inc.</p> <p>June 2024        Senior Executive Officer, the Company (current position)</p> <p>[Significant concurrent position] Outside Director, STYLY, Inc</p>	-
[Reason for nomination as candidate for Director] Mr. Masahiko Maekawa possesses rich experience and broad knowledge of financial institutions and has participated in management as a director of several companies. The Company requests his election as director based on its judgment that he is necessary for the Company to establish a stable management base.			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	<p>Masayuki Watanabe (May 2, 1970)</p> <p>[Reappointment] [Outside]</p> <p>[Attendance at the Board of Directors meetings] 23 out of 23 meetings (100%)</p>	<p>April 1998      Joined Prime Minister’s Office (Cabinet Secretariat General Affairs Division)</p> <p>October 2001      Registered as an attorney at law (Daini Tokyo Bar Association)</p> <p>October 2001      Joined Anderson &amp; Mori (currently Anderson Mori &amp; Tomotsune)</p> <p>August 2009      Joined Miyake &amp; Partners</p> <p>June 2014      Outside Director, OSHO FOOD SERVICE CORP.</p> <p>June 2016      Outside Director, NITTOC CONSTRUCTION CO., LTD. (current position)</p> <p>April 2017      Member of Governmental Council for Promoting Development of Specified Integrated Resort Districts</p> <p>May 2018      Senior Partner, Miyake &amp; Partners (current position)</p> <p>June 2020      Outside Director, the Company (current position)</p> <p>June 2021      Outside Director, Yoyogi Animation academy (current position)</p> <p>October 2022      Outside Director &amp; Audit and Supervisory Committee member, Mitsuboshi Co., Ltd. (current position)</p> <p>March 2023      Part-time Director, Mitsuboshi Philippines Corporation (current position)</p> <p>April 2023      Outside Director (Audit &amp; Supervisory Board Member), THE NIHON SEIMA CO., LTD. (current position)</p> <p>[Significant concurrent positions] Senior Partner, Miyake &amp; Partners Outside Director, NITTOC CONSTRUCTION CO., LTD. Outside Director, Yoyogi Animation academy Outside Director &amp; Audit and Supervisory Committee member, Mitsuboshi Co., Ltd. Part-time Director, Mitsuboshi Philippines Corporation Outside Director (Audit &amp; Supervisory Board Member), THE NIHON SEIMA CO., LTD.</p>	28,700
<p>[Special notes on the candidate for Outside Director] There is no special interest between Mr. Masayuki Watanabe and the Company.</p> <p>[Reason for nomination as candidate for Outside Director and outline of expected roles] Mr. Masayuki Watanabe is well-versed in corporate legal affairs as an attorney at law and has abundant experience and extensive insight as Outside Director of other companies. The Company requests his election as Outside Director based on its judgment that he can supervise and offer advice on the Company’s management as an Outside Director. The Company expects him to offer advice on the Company’s management by leveraging his extensive insight into the field of corporate legal affairs. In addition, Mr. Masayuki Watanabe meets the criteria for independence of the Company and if his appointment is approved, he will become Independent Outside Director.</p> <p>[Outline of Limit Liability for Damage Agreement] The Company has entered into a liability limitation agreement with Mr. Masayuki Watanabe pursuant to Article 427, Paragraph 1 of the Companies Act and Article 23 of the Company’s Articles of Incorporation. The maximum amount of liability pursuant to the agreement is limited to either 2 million yen or the amount stipulated by laws and regulations, whichever is higher.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
4	<p>Akira Kamimura (July 11, 1973)</p> <p>[Reappointment] [Outside]</p> <p>[Attendance at the Board of Directors meetings] 22 out of 23 meetings (96%)</p>	<p>April 2001      Legal Apprentice, Legal Training and Research Institute, Supreme Court</p> <p>October 2002      Joined Anderson Mori (currently Anderson Mori &amp; Tomotsune)</p> <p>August 2004      Joined Sidley Austin Foreign Law Joint Enterprise</p> <p>August 2008      Joined Sidley Austin LLP</p> <p>August 2009      Joined URYU &amp; ITOGA</p> <p>March 2013      Established Kamimura Sogo Law Office</p> <p>March 2014      Outside Auditor, Laox Co., LTD. (currently Laox Holdings Co., Ltd.) (current position)</p> <p>August 2014      Representative Director, KP Transaction Advisory Service Co., Ltd. (currently KPTAS Co., Ltd.) (current position)</p> <p>May 2016      Managing Partner, Kamimura Ohira &amp; Mizuno (current position)</p> <p>June 2021      Outside Director, the Company (current position)</p> <p>[Significant concurrent positions] Outside Auditor, Laox Holdings Co., Ltd. Representative Director, KPTAS Co., Ltd. Managing Partner, Kamimura Ohira &amp; Mizuno</p>	25,000
<p>[Special notes on the candidate for Outside Director] There is no special interest between Mr. Akira Kamimura and the Company.</p> <p>[Reason for nomination as candidate for Outside Director and outline of expected roles] Mr. Akira Kamimura is well-versed in corporate legal affairs as an attorney at law. The Company requests his election as Outside Director based on its judgment that he can supervise and offer advice on the Company's management as an Outside Director with his abundant experience and extensive insight. The Company expects him to offer advice on the Company's management by leveraging his extensive insight into the field of corporate legal affairs. In addition, Mr. Akira Kamimura meets the criteria for independence of the Company and if his appointment is approved, he will become Independent Outside Director.</p> <p>[Outline of Limit Liability for Damage Agreement] The Company has entered into a liability limitation agreement with Mr. Akira Kamimura pursuant to Article 427, Paragraph 1 of the Companies Act and Article 23 of the Company's Articles of Incorporation. The maximum amount of liability pursuant to the agreement is limited to either 2 million yen or the amount stipulated by laws and regulations, whichever is higher.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
5	Shigeyuki Takemura (May 30, 1950)  [Reappointment] [Outside]  [Attendance at the Board of Directors meetings] 23 out of 23 meetings (100%)	April 1975    Joined ALL NIPPON AIRWAYS CO., LTD. April 2005    Corporate Executive Officer, Director of Government & Industrial Affairs June 2008    Member of the Board of Directors, Corporate Executive Officer; In charge of Planning, Strategic Planning-Asia Pacific, and Government & Industrial Affairs April 2010    Executive Vice President (jomu torishimari yaku), Corporate Executive Officer; In charge of Planning, Strategic Planning- Asia Pacific, and Government & Industrial Affairs April 2011    Executive Vice President (senmu torishimari yaku), Corporate Executive Officer; In charge of Planning, Strategic Planning- Asia Pacific, and Government & Industrial Affairs April 2013    Executive Vice President (senmu torishimari yaku), Corporate Executive Officer, ANA HOLDINGS INC. April 2014    Member of the Board of Directors, Senior Executive Vice President April 2017    Executive Special Advisor July 2020    Outside Director, Trust Capital Co., Ltd. (scheduled to retire in June 2024) April 2021    Outside Director, WORLD HOLDINGS CO., LTD. June 2021    Outside Director, the Company (current position) June 2023    Outside Corporate Auditor, Vector HOLDINGS Inc. (current position)  [Significant concurrent positions] Outside Director, Trust Capital Co., Ltd. (scheduled to retire in June 2024) Outside Corporate Auditor, Vector HOLDINGS Inc.	2,990
<p>[Special notes on the candidate for Outside Director] There is no special interest between Mr. Shigeyuki Takemura and the Company.</p> <p>[Reason for nomination as candidate for Outside Director and outline of expected roles] Mr. Shigeyuki Takemura has served for many years at ANA Group, and is able to leverage his experience as an officer at ANA Group. The Company requests his election as Outside Director based on its judgment that he can supervise and offer advice on the Company's management as an Outside Director. The Company expects him to offer advice on the Company's management by leveraging his experience in management at ANA Group. In addition, Mr. Shigeyuki Takemura meets the criteria for independence of the Company and if his appointment is approved, he will become Independent Outside Director.</p> <p>[Outline of Limit Liability for Damage Agreement] The Company has entered into a liability limitation agreement with Mr. Shigeyuki Takemura pursuant to Article 427, Paragraph 1 of the Companies Act and Article 23 of the Company's Articles of Incorporation. The maximum amount of liability pursuant to the agreement is limited to either 2 million yen or the amount stipulated by laws and regulations, whichever is higher.</p>			



No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
6	Shunichi Nakaigawa (April 16, 1963)  [Reappointment] [Outside]  [Attendance at the Board of Directors meetings] 23 out of 23 meetings (100%)	April 1988      Joined WORLD Securities Co., Ltd. (currently SBI SECURITIES Co., Ltd.) June 1996      Joined H.I.S. Co., Ltd. March 2004     Representative Director, Value Creation Co., Ltd. June 2007      Managing Director, Sawada Holdings Co., Ltd. (currently HS Holdings Co., Ltd.) January 2008    Director, H.S. International (Asia) Limited February 2008   Director, Laox Co., LTD. (currently Laox Holdings Co., Ltd.) November 2009   President and Representative Director, H.S. Securities Co., Ltd. (currently J TRUST GLOBAL SECURITIES CO., LTD.) January 2013    Chairman and Representative Director, Ascot Corp. April 2016      President and Representative Director, Index Corporation (currently iXIT Corporation) February 2021   President and Representative Director, Las Case Capital Co., Ltd. (current position) June 2021      Chairperson and Director, Y.S. FOOD CO., LTD. June 2021      Outside Director, the Company (current position) June 2023      Director, Y.S. FOOD CO., LTD. (current position) [Significant concurrent positions] President and Representative Director, Las Case Capital Co., Ltd. Director, Y.S. FOOD CO., LTD.	64,563
<p>[Special notes on the candidate for Outside Director] There is no special interest between Mr. Shunichi Nakaigawa and the Company.</p> <p>[Reason for nomination as candidate for Outside Director and outline of expected roles] Mr. Shunichi Nakaigawa is able to leverage his experience in management at many companies. The Company requests his election as Outside Director based on its judgment that he can supervise and offer advice on the Company's management as an Outside Director. The Company expects him to offer advice on the Company's management by leveraging his extensive experience in management. In addition, Mr. Shunichi Nakaigawa meets the criteria for independence of the Company and if his appointment is approved, he will become Independent Outside Director.</p> <p>[Outline of Limit Liability for Damage Agreement] The Company has entered into a liability limitation agreement with Mr. Shunichi Nakaigawa pursuant to Article 427, Paragraph 1 of the Companies Act and Article 23 of the Company's Articles of Incorporation. The maximum amount of liability pursuant to the agreement is limited to either 2 million yen or the amount stipulated by laws and regulations, whichever is higher.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
7	Akane Aizawa (December 9, 1963)  [New appointment] [Outside]  [Attendance at the Board of Directors meetings] - out of - meetings (-%)	<p>April 1993 Interpreter, Tokyo District Court, Tokyo High Court</p> <p>April 2002 Director and Vice President, Meguro International Friendship Association (current position)</p> <p>August 2004 President and Representative Director, Global-Network CO., LTD. (current position)</p> <p>July 2012 Joined Izumi Law Office Head of Overseas Business</p> <p>July 2017 Joined Ginza 1-chome Law Office Head of Corporate Management Support and Overseas Business (current position)</p> <p>August 2020 Senior Partner, H&amp;S (current position) Investment consulting, real estate brokerage and rental management</p> <p>[Significant concurrent positions] President and Representative Director, Global-Network CO., LTD. Senior Partner, H&amp;S Director and Vice President, Meguro International Friendship Association</p>	-
<p>[Special notes on the candidate for Outside Director] There is no special interest between Ms. Akane Aizawa and the Company.</p> <p>[Reason for nomination as candidate for Outside Director and outline of expected roles] Ms. Akane Aizawa possesses a variety of experience in corporate legal affairs and corporate management support, and the Company requests her election as Outside Director based on its judgment that she can supervise and offer advice on the Company's management as an Outside Director with her abundant experience and extensive insight. In addition, Ms. Akane Aizawa meets the criteria for independence of the Company and if her appointment is approved, she will become Independent Outside Director.</p> <p>[Outline of Limit Liability for Damage Agreement] The Company plans to enter into a liability limitation agreement with Ms. Akane Aizawa pursuant to Article 427, Paragraph 1 of the Companies Act and Article 23 of the Company's Articles of Incorporation. The maximum amount of liability pursuant to the agreement is limited to either 2 million yen or the amount stipulated by laws and regulations, whichever is higher.</p>			

- Note 1 The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance covers any damages that may result from the insureds being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. The candidates will be included as insured in this insurance policy. The Company plans to renew the insurance policy with the same contents at the next renewal. The outline of said contracts is as described in the "Outline of the contents of directors and officers liability insurance contracts" of the Business Report (only in the Japanese original of this Notice).
- Note 2 The Company has designated Mr. Masayuki Watanabe, Mr. Akira Kamimura, Mr. Shigeyuki Takemura, and Mr. Shunichi Nakaigawa as Independent Directors as stipulated by the Tokyo Stock Exchange, Inc. and registered as such at the Exchange. If their appointments are approved at this General Meeting of Shareholders, the Company will continue to appoint them as Independent Directors. The Company also plans to designate Ms. Akane Aizawa as Independent Director and register her as such with the Exchange.
- Note 3 As of the conclusion of this General Meeting of Shareholders, the number of years since assuming office as Outside Director of the Company will be as follows: Mr. Masayuki Watanabe will have served for four years, and Mr. Akira Kamimura, Mr. Shigeyuki Takemura and Mr. Shunichi Nakaigawa for three years.

(Reference)

Skill Matrix for Directors

The Skill Matrix summarizes Directors' qualifications and experiences and balance of functions in the Board of Directors. The purpose of the matrix is to compare qualifications and experiences possessed by each Director against the requirements of the Company, thereby demonstrating the appropriateness of electing the Director. The Company has prepared this unique matrix based on the "Practical Guidelines for Corporate Governance Systems" formulated by the Ministry of Economy, Trade and Industry.

	Corporate management	Sales	DX/IT	Finance/accounting	Legal affairs	Overseas business	ESG (environment, society, and governance)	Human resources/ labor management
Yiwen Luo	●	●		●		●		
Masahiko Maekawa	●	●	●	●				
Masayuki Watanabe					●		●	●
Akira Kamimura					●	●	●	●
Shigeyuki Takemura	●	●				●	●	
Shunichi Nakaigawa	●	●		●		●	●	
Akane Aizawa	●			●	●	●		