

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

Securities code: 2148

June 6, 2024

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

Dear Shareholders,

Toshiki Otsuki

President and CEO

ITmedia Inc.

3-12 Kioicho, Chiyoda-ku, Tokyo

Notice of the 25th Ordinary General Meeting of the Shareholders

You are cordially invited to attend the 25th Ordinary General Meeting of the Shareholders of ITmedia Inc. (the “Company”) to be held as stated below.

In convening this General Meeting of the Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of the shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

ITmedia Inc. Website:

<https://corp.itmedia.co.jp/ir/qab/> (in Japanese)

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “ITmedia” in “Issue name (company name)” or the Company’s securities code “2148” 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].”)

Website for posted informational materials for the general meeting of the shareholders:

<https://d.sokai.jp/2148/teiji/> (in Japanese)

If you are unable to attend on the day of the meeting, you may exercise your voting rights either in writing (by post) or online. In such cases, having referred to the reference documents for the general meeting of the shareholders, please exercise your voting rights in accordance with the procedures described herein prior to 6:00 p.m. on Wednesday, June 26, 2024.

▼ The Company plans to live stream this meeting for shareholders who are unable to attend in person. For further details, please see the following page.

<https://corp.itmedia.co.jp/ir/> (in Japanese)

- 1. Date and time** Thursday, June 27, 2024 at 10:00 a.m. (JST)
* The reception desk is scheduled to open at 9:30 a.m.
- 2. Venue** Tokyo Garden Terrace Kioi Conference
1-4 Kioicho, Chiyoda-ku, Tokyo

3. Agenda

Matters to be Reported

1. Business Report, Consolidated Financial Statements, and Audit reports from the accounting auditor and the Audit and Supervisory Committee on the Consolidated Financial Statements for the 25th fiscal year (April 1, 2023 to March 31, 2024)
2. Non-Consolidated Financial Statements for the 25th fiscal year (April 1, 2023 to March 31, 2024)

Matters to be Resolved

- Proposal No. 1** Election of Six (6) Directors (excluding Those Serving on the Audit and Supervisory Committee)
- Proposal No. 2** Election of Three (3) Directors Serving on the Audit and Supervisory Committee

4. Other Items Related to Notice of Ordinary General Meeting of the Shareholders

If you wish to make a diverse exercise of voting rights, please notify the Company of such intention and reasons at least three days prior to the date of the General Meeting of the Shareholders (June 23, 2024).

Information about Submitting Questions Online

- Please see the link below for the Company's website. The Company intends to discuss matters of strong interest to shareholders at this meeting.
Submission deadline: Monday, June 17, 2024 at 6:00 p.m.
Access URL: <https://corp.itmedia.co.jp/ir/> (in Japanese)

Items to Consider for the Ordinary General Meeting of the Shareholders

- If any changes are made to the online information related to the general meeting of the shareholders ("items for which measures for providing information in electronic format are to be taken"), then notices advertising the change will be posted on the TSE website (Listed Company Search) and the website providing material for the general meeting of the shareholders. These notices will show the information before and after the change.
- Please note that notices of resolutions of the General Meeting of Shareholders will be posted on the Company's website instead of being sent in writing.
- If you require wheelchair assistance, assistance finding your seat or the restroom, or written support at the reception, please contact us in advance.

Reference Documents for the General Meeting of the Shareholders

Proposal No. 1 Election of Six (6) Directors (excluding Those Serving on the Audit and Supervisory Committee)

Because the term of office of all five Directors (excluding those serving on the Audit and Supervisory Committee) will expire at the conclusion of this meeting, the Company is requesting the election of six Directors (excluding those serving on the Audit and Supervisory Committee).

The Company's Audit and Supervisory Committee has deemed that all of the candidates for Director (excluding those serving on the Audit and Supervisory Committee) in this proposal are suitable candidates.

The candidates for Director (excluding those serving on the Audit and Supervisory Committee) are as follows:

Candidate number	Name	Current position and responsibility within the Company	Candidate details
1	Toshiki Otsuki	President and CEO	Reelection Male
2	Takashi Kobayashi	Vice President and COO	Reelection Male
3	Akihiro Kagaya	Director, CFO, and General Manager of Administration Division	Reelection Male
4	Kosei Tsuchihashi	Director	Reelection Male
5	Keiko Watanabe	Outside Director	Reelection Outside Independent Female
6	Keiko Hamada	—	New candidate Outside Independent Female

- Notes: 1. There is no special interest between the candidates for Director (excluding those serving on the Audit and Supervisory Committee) and the Company.
2. For the past ten years and still now, Mr. Tsuchihashi has served as an executive of RBJ Inc., and SB Media Holdings Corp., both entities which are parents of the Company. His position and responsibilities at both companies over the past ten years are described in the "Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)" section below.
3. Ms. Watanabe and Ms. Hamada are candidates for Outside Director. Ms. Watanabe has served as an executive of the Company in the past.
4. Ms. Watanabe is currently an Outside Director of the Company, and her term will reach two years at the conclusion of this meeting.
5. The Company has concluded an agreement with Mr. Tsuchihashi and Ms. Watanabe to limit their liability for damages stipulated in Article 423, paragraph (1) of the Companies Act in line with Article 427, paragraph (1) of

the same act. The maximum liability based on this agreement is the minimum amount stipulated in Article 425, paragraph (1) of the Companies Act. If the two candidates are reelected, the Company intends to maintain this agreement with them. If the election of Ms. Hamada is approved, the Company plans to enter into the same limited liability agreement with her.

6. The Company has concluded an indemnity agreement with each Director (excluding those serving on the Audit and Supervisory Committee) under which the Company will compensate (except in the case of malice, gross negligence, breach of trust for their own or other's interest, or breach of trust for their own or other's interest or to inflict damages) expenses stipulated in Article 430-2, paragraph (1), item 1, of the Companies Act and losses stipulated in Article 430-2, paragraph (1), item 2 of the same act based on the stipulations of Article 430-2, paragraph (1) of the same act. If the election of each candidate for Director (excluding those serving on the Audit and Supervisory Committee) is approved, the Company intends to maintain this agreement with each Director (excluding those serving on the Audit and Supervisory Committee). If the election of Ms. Hamada is approved, the Company plans to enter into the same indemnity agreement with her.
7. The Company currently has a Directors' and Officers' Liability Insurance Agreement with an insurance company, which is stipulated in Article 430-3, paragraph (1) of the Companies Act. If the candidates for Director (excluding those serving on the Audit and Supervisory Committee) are elected, they will be included in parties covered by this insurance agreement. When the insurance agreement comes up for renewal next time, the Company plans to renew the agreement with the same terms.
8. As per the stipulations of the Tokyo Stock Exchange, the Company has filed the relevant notifications with the Exchange designating Ms. Watanabe as an independent director. Furthermore, Ms. Hamada satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and the Company plans to submit notification to the aforementioned exchange concerning her designation as an independent officer.

■ Guidelines for electing and dismissing Directors

The Board of Directors stipulates criteria electing and dismissing Directors, mainly those below, and nominates people who meet those criteria as candidates for Director.


■ Criteria for electing Directors (summary)


- Possesses the ability to make objective management judgments, while also possessing outstanding foresight and insight
- Does not have interests or business relationships that could impact management decisions in the fields of the Company's business
- For independent directors, possesses experience in and knowledge of each field of expertise and background

■ Criteria for dismissing Directors (summary)


- Has caused major damage to or hindered the operation of the Group by violating laws, ordinances, the Company's Articles of Incorporation, or other Group rules
- Clearly does not meet the requirements of criteria for election


Candidate number □	Name (Date of birth)	Toshiki Otsuki (June 27, 1961)	[Reelection] [Male]
 <p>Attendance at Board of Directors meetings 13 of 13 times (100%)</p> <p>Number of shares held 273,600</p>	Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)		
	<p>Apr. 1984</p> <p>Apr. 1999</p> <p>Dec. 1999</p> <p>Apr. 2000</p> <p>(Significant concurrent positions outside the Company) Director of NetVision Corporation</p>	<p>Joined SOFTBANK Corp. Japan (currently, SoftBank Group Corp.)</p> <p>Executive Officer of Softbank Publishing Inc. (currently SB Creative Corp.)</p> <p>President and CEO of SOFTBANK ZDNet Inc. (currently, the Company) (current position)</p> <p>Director of SOFTBANK Publishing Inc. (currently, SB Creative Corp.)</p>	
<p>[Reason for nomination as Director (excluding those serving on the Audit and Supervisory Committee)]</p> <p>Toshiki Otsuki has served as President of the Company since it was established in 1999. He has a track record and abundant experience and insight as an executive and is judged to be well qualified to promote Group management and strengthen corporate governance. Therefore, he has been nominated as a candidate for Director (excluding those serving on the Audit and Supervisory Committee).</p>			


Candidate number 2	Name (Date of birth)	Takashi Kobayashi (November 18, 1968)	[Reelection] [Male]																																		
 <p>Attendance at Board of Directors meetings 13 of 13 times (100%)</p> <p>Number of shares held 148,900</p>	<p>Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)</p> <table border="0"> <tr><td>Apr. 1991</td><td>Joined Hakuhodo Doubles Inc.</td></tr> <tr><td>May 1995</td><td>Joined ASCII Research Laboratories, Inc.</td></tr> <tr><td>Oct. 2000</td><td>Joined atmarkIT Inc. (currently, the Company)</td></tr> <tr><td>Apr. 2006</td><td>Executive Officer and Manager of Human Resources Media Business Promotion Department</td></tr> <tr><td>Apr. 2009</td><td>Managing Executive Officer and Manager of Human Resources Media Business Promotion Department</td></tr> <tr><td>July 2009</td><td>General Manager of Administration Division</td></tr> <tr><td>June 2011</td><td>Director and General Manager of Administration Division</td></tr> <tr><td>Apr. 2012</td><td>Director and Manager of IT Industry Business Department</td></tr> <tr><td>Apr. 2015</td><td>Managing Director and General Manager of IT Industry Business Department</td></tr> <tr><td>Oct. 2015</td><td>Director and President of USERUS Inc. (currently, hacchu navi Inc.)</td></tr> <tr><td>June 2016</td><td>Director and General Manager of IT Industry Business Department</td></tr> <tr><td>Oct. 2016</td><td>Director and General Manager of Lead Generation Business Division</td></tr> <tr><td>Apr. 2018</td><td>Director of ITcrowd Corp. (current position)</td></tr> <tr><td>Oct. 2018</td><td>Director and General Manager of Professional Media Business Division</td></tr> <tr><td>July 2019</td><td>Director, Vice President, and General Manager of Professional Media Business Division</td></tr> <tr><td>Apr. 2020</td><td>Director, Vice President, and COO (current position)</td></tr> <tr><td>May 2020</td><td>Director of hacchu navi Inc. (current position)</td></tr> </table> <p>(Significant concurrent positions outside the Company) Director of hacchu navi Inc. Director of ITcrowd Corp.</p> <p>[Reason for nomination as Director (excluding those serving on the Audit and Supervisory Committee)] Takashi Kobayashi has served as the person responsible for the Company's various business departments and the General Manager of Administration Division. He has abundant knowledge of, experience with, and insight into general management of the Company and is judged to be well qualified to contribute to the Company's sustainable growth and increase in corporate value over the medium and long term. Therefore, he has been nominated as a candidate for Director (excluding those serving on the Audit and Supervisory Committee).</p>			Apr. 1991	Joined Hakuhodo Doubles Inc.	May 1995	Joined ASCII Research Laboratories, Inc.	Oct. 2000	Joined atmarkIT Inc. (currently, the Company)	Apr. 2006	Executive Officer and Manager of Human Resources Media Business Promotion Department	Apr. 2009	Managing Executive Officer and Manager of Human Resources Media Business Promotion Department	July 2009	General Manager of Administration Division	June 2011	Director and General Manager of Administration Division	Apr. 2012	Director and Manager of IT Industry Business Department	Apr. 2015	Managing Director and General Manager of IT Industry Business Department	Oct. 2015	Director and President of USERUS Inc. (currently, hacchu navi Inc.)	June 2016	Director and General Manager of IT Industry Business Department	Oct. 2016	Director and General Manager of Lead Generation Business Division	Apr. 2018	Director of ITcrowd Corp. (current position)	Oct. 2018	Director and General Manager of Professional Media Business Division	July 2019	Director, Vice President, and General Manager of Professional Media Business Division	Apr. 2020	Director, Vice President, and COO (current position)	May 2020	Director of hacchu navi Inc. (current position)
Apr. 1991	Joined Hakuhodo Doubles Inc.																																				
May 1995	Joined ASCII Research Laboratories, Inc.																																				
Oct. 2000	Joined atmarkIT Inc. (currently, the Company)																																				
Apr. 2006	Executive Officer and Manager of Human Resources Media Business Promotion Department																																				
Apr. 2009	Managing Executive Officer and Manager of Human Resources Media Business Promotion Department																																				
July 2009	General Manager of Administration Division																																				
June 2011	Director and General Manager of Administration Division																																				
Apr. 2012	Director and Manager of IT Industry Business Department																																				
Apr. 2015	Managing Director and General Manager of IT Industry Business Department																																				
Oct. 2015	Director and President of USERUS Inc. (currently, hacchu navi Inc.)																																				
June 2016	Director and General Manager of IT Industry Business Department																																				
Oct. 2016	Director and General Manager of Lead Generation Business Division																																				
Apr. 2018	Director of ITcrowd Corp. (current position)																																				
Oct. 2018	Director and General Manager of Professional Media Business Division																																				
July 2019	Director, Vice President, and General Manager of Professional Media Business Division																																				
Apr. 2020	Director, Vice President, and COO (current position)																																				
May 2020	Director of hacchu navi Inc. (current position)																																				


Candidate number 3	Name (Date of birth)	Akihiro Kagaya (September 4, 1974) [Reelection] [Male]
 <p>Attendance at Board of Directors meetings 13 of 13 times (100%)</p> <p>Number of shares held 41,700</p>	Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)	
	<p>Apr. 1998</p> <p>Apr. 2002</p> <p>June 2003</p> <p>Apr. 2005</p> <p>July 2008</p> <p>Apr. 2012</p> <p>Apr. 2015</p> <p>June 2015</p> <p>Oct. 2015</p> <p>July 2016</p> <p>Apr. 2018</p> <p>July 2019</p> <p>May 2020</p>	<p>Joined Hazama Corporation (currently, HAZAMA ANDO CORPORATION)</p> <p>Joined SEGA CORPORATION</p> <p>Joined SOFTBANK Publishing Inc. (currently, SB Creative Corp.)</p> <p>Joined SOFTBANK Media and Marketing Inc. (currently, SB Creative Corp.)</p> <p>Joined the Company</p> <p>General Manager of Administration Division</p> <p>Executive Officer and General Manager of Administration Division</p> <p>Director and General Manager of Administration Division</p> <p>Audit and Supervisory Board Member of Knowledge on Demand, Inc.</p> <p>Director of Knowledge on Demand, Inc.</p> <p>Audit and Supervisory Board Member of ITcrowd Corp.</p> <p>Director, CFO, and General Manager of Administration Division (current position)</p> <p>Audit and Supervisory Board Member of hacchu navi Inc. (current position)</p> <p>(Significant concurrent positions outside the Company) Audit and Supervisory Board Member of hacchu navi Inc.</p>
	<p>[Reason for nomination as Director (excluding those serving on the Audit and Supervisory Committee)]</p> <p>Akihiro Kagaya has served as the General Manager of Administration Division. He possesses abundant knowledge of, experience with, and insight into finance, human resources, general affairs, and general management and is judged to be well qualified to contribute to the Company's sustainable growth and increase in corporate value over the medium and long term. Therefore, he has been nominated as a candidate for Director (excluding those serving on the Audit and Supervisory Committee).</p>	

Candidate number 4	Name (Date of birth)	Kosei Tsuchihashi (August 13, 1959) [Reelection] [Male]
 <p>Attendance at Board of Directors meetings 13 of 13 times (100%)</p> <p>Number of shares held 8,400</p>	Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)	
	<p>Apr. 1983</p> <p>Nov. 1998</p> <p>Mar. 2000</p> <p>Apr. 2002</p> <p>June 2006</p> <p>Apr. 2007</p> <p>Apr. 2007</p> <p>June 2007</p> <p>June 2008</p> <p>June 2009</p> <p>Apr. 2016</p> <p>Nov. 2019</p> <p>Apr. 2024</p>	<p>Joined SOFTBANK Corp. Japan (currently, SoftBank Group Corp.)</p> <p>Auditor of AtWork Corp. (currently, SB AtWork Corp.) (current position)</p> <p>Auditor of Broadmedia Corporation</p> <p>Director of SOFTBANK ZDNet Inc. (currently, the Company)</p> <p>Audit and Supervisory Board Member</p> <p>Representative Director and President of SOFTBANK Creative Corp. (currently, SB Creative Corp.) (current position)</p> <p>President of Softbank Media Marketing Holdings Corp. (currently of SB Media Holdings Corp.)</p> <p>Director of Realize Mobile Communications Corp. (currently of Realize Innovations Corp.) (current position)</p> <p>Representative Director and Chairman of the Board of Softbank Human Capital Corp. (currently SB Human Capital Corp.) (current position)</p> <p>Director (current position)</p> <p>Representative Director and President of Tugikuru Corp. (current position)</p> <p>Representative Director of RBJ Inc. (current position)</p> <p>Director and Chairman of SB Media Holdings Corp. (current position)</p> <p>(Significant concurrent positions outside the Company) Director and Chairman of SB Media Holdings Corp. Representative Director and President of SB Creative Corp. Representative Director and Chairman of the Board of SB Human Capital Corp. Representative Director and President of Tugikuru Corp.</p>
<p>[Reason for nomination as Director (excluding those serving on the Audit and Supervisory Committee)] Kosei Tsuchihashi has a track record and abundant experience and insight as an executive of SB Media Holdings Corp., the parent of the Company, and its subsidiaries, and is judged to be well qualified to promote Group management and raise its corporate value in the medium and long term. Therefore, he has been nominated as a candidate for Director (excluding those serving on the Audit and Supervisory Committee).</p>		

Candidate number 5	Name (Date of birth)	Keiko Watanabe (June 6, 1980)	[Reelection] [Outside] [Independent] [Female]																		
 <p>Attendance at Board of Directors meetings 13 of 13 times (100%)</p> <p>Number of shares held</p>	<p>Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)</p> <table border="0"> <tr> <td data-bbox="502 427 667 488">Apr. 2004</td> <td data-bbox="667 427 1404 488">Joined SOFTBANK Media and Marketing Inc. (currently, SB Creative Corp.)</td> </tr> <tr> <td data-bbox="502 495 667 528">June 2004</td> <td data-bbox="667 495 1404 528">Moved to the Company</td> </tr> <tr> <td data-bbox="502 535 667 568">Nov. 2008</td> <td data-bbox="667 535 1404 568">Resigned from the Company</td> </tr> <tr> <td data-bbox="502 575 667 609">Nov. 2008</td> <td data-bbox="667 575 1404 609">Joined Dentsu Avenue A Razorfish (currently, Dentsu Digital Inc.)</td> </tr> <tr> <td data-bbox="502 616 667 649">July 2010</td> <td data-bbox="667 616 1404 649">Joined MediaMind Technologies Inc. (currently, Sizmek Technologies, Inc.)</td> </tr> <tr> <td data-bbox="502 656 667 689">Dec. 2016</td> <td data-bbox="667 656 1404 689">Joined Rakuten, Inc. (currently Rakuten Group, Inc.)</td> </tr> <tr> <td data-bbox="502 696 667 730">Dec. 2018</td> <td data-bbox="667 696 1404 730">Representative Director of BICP DATA Inc. (current position)</td> </tr> <tr> <td data-bbox="502 736 667 770">June 2022</td> <td data-bbox="667 736 1404 770">Outside Director (current position)</td> </tr> <tr> <td data-bbox="502 777 667 810">July 2023</td> <td data-bbox="667 777 1404 810">Director of BICP hanare Inc. (current position)</td> </tr> </table> <p>(Significant concurrent positions outside the Company) Representative Director of BICP DATA Inc.</p> <p>[Reason for nomination and expected role as Outside Director (excluding those serving on the Audit and Supervisory Committee)] Keiko Watanabe has expert knowledge and experience in the field of marketing, cutting-edge ad technology, and privacy governance. It is expected that she will provide useful opinions and comments regarding the Company's management from an objective and expert perspective. The Company judges her to be well qualified to implement the Company's management strategy and raise its corporate value in the medium and long term as an Outside Director. Therefore, she has been nominated as a candidate for Director (excluding those serving on the Audit and Supervisory Committee).</p>			Apr. 2004	Joined SOFTBANK Media and Marketing Inc. (currently, SB Creative Corp.)	June 2004	Moved to the Company	Nov. 2008	Resigned from the Company	Nov. 2008	Joined Dentsu Avenue A Razorfish (currently, Dentsu Digital Inc.)	July 2010	Joined MediaMind Technologies Inc. (currently, Sizmek Technologies, Inc.)	Dec. 2016	Joined Rakuten, Inc. (currently Rakuten Group, Inc.)	Dec. 2018	Representative Director of BICP DATA Inc. (current position)	June 2022	Outside Director (current position)	July 2023	Director of BICP hanare Inc. (current position)
Apr. 2004	Joined SOFTBANK Media and Marketing Inc. (currently, SB Creative Corp.)																				
June 2004	Moved to the Company																				
Nov. 2008	Resigned from the Company																				
Nov. 2008	Joined Dentsu Avenue A Razorfish (currently, Dentsu Digital Inc.)																				
July 2010	Joined MediaMind Technologies Inc. (currently, Sizmek Technologies, Inc.)																				
Dec. 2016	Joined Rakuten, Inc. (currently Rakuten Group, Inc.)																				
Dec. 2018	Representative Director of BICP DATA Inc. (current position)																				
June 2022	Outside Director (current position)																				
July 2023	Director of BICP hanare Inc. (current position)																				

Candidate number 6	Name (Date of birth)	Keiko Hamada (October 29, 1966) [New candidate] [Outside] [Independent] [Female]
 Number of shares held —	Career summary, position, and responsibility in the Company (significant concurrent positions outside the Company)	
	Apr. 1989 Apr. 2014 Mar. 2017 June 2021 Aug. 2022 Aug. 2022 Oct. 2023	Joined The Asahi Shimbun Company Editor-in-chief of AERA Joined Mediagene Inc. Chief Editor of Business Insider Japan Director of Japan Platform (current position) Joined Recruit Co., Ltd. Editor-in-chief of Works of Recruit Works Institute (current position) Established and became Representative Director of the Digital Journalist Education Institute (D-JEDI) (current position) Director of JAPAN PROFESSIONAL BASKETBALL LEAGUE (current position)
	<p>[Reason for nomination and expected role as Outside Director (excluding those serving on the Audit and Supervisory Committee)]</p> <p>Keiko Hamada has been active in the media industry for many years and possesses a wealth of experience. It is expected that she will provide useful opinions and comments from broad perspectives, including socioeconomics, the environment, culture, and diversity. The Company judges her to be well qualified to raise the Company's corporate value in the medium and long term as an Outside Director. Therefore, she has been nominated as a candidate for Director (excluding those serving on the Audit and Supervisory Committee). Ms. Hamada has never been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an Outside Director based on the above reasons.</p>	

Candidate number 2	Name (Date of birth)	Tatsuya Shimoyama (March 17, 1961)	[Reelection] [Male]
 <p>Number of shares held 7,700</p>	<p>Career summary and position in the Company (significant concurrent positions outside the Company)</p> <p>Apr. 1983 Joined Toho Mutual Life Insurance Company</p> <p>May 2000 Joined SOFTBANK Media and Marketing Inc. (currently, SB Creative Corp.)</p> <p>Dec. 2002 Auditor of Realize Mobile Communications Corp. (currently of Realize Innovations Corp.) (current position)</p> <p>July 2004 Audit and Supervisory Board Member of Ebook Systems Inc.</p> <p>Mar. 2005 Audit and Supervisory Board Member</p> <p>Mar. 2005 Audit and Supervisory Board Member of NC Japan K.K.</p> <p>Oct. 2005 Director of SOFTBANK Creative Corp. (currently, SB Creative Corp.) (current position)</p> <p>Nov. 2005 Audit and Supervisory Board Member of Tribeck Strategies Inc.</p> <p>Jan. 2006 Audit and Supervisory Board Member of EC Research Inc.</p> <p>Apr. 2007 Director of SOFTBANK Media Marketing Holdings Corp. (currently, SB Media Holdings Corp.) (current position)</p> <p>Apr. 2008 Audit and Supervisory Board Member of COMEL Inc. (currently, Asratec Corp.)</p> <p>June 2013 Director of Asratec Corp.</p> <p>June 2016 Director (Audit and Supervisory Committee Member) (current position)</p> <p>Mar. 2019 Director of SB Human Capital Corp. (current position)</p> <p>Nov. 2019 Director of RBJ Inc. (current position)</p> <p>(Significant concurrent positions outside the Company) Director of SB Media Holdings Corp. Director and General Manager of Administration Division of SB Creative Corp. Director of SB Human Capital Corp.</p>		

Candidate number 3	Name (Date of birth)	Akio Sagawa (March 12, 1973)	[Reelection] [Outside] [Independent] [Male]
 Number of shares held 5,600	Career summary and position in the Company (significant concurrent positions outside the Company)		
	Apr. 1999	Joined The Legal Training and Research Institute of Japan	
	Oct. 2000	Joined Furuta & Associates Law Firm (currently, Clair Law Firm)	
	Apr. 2002	In-house attorney when the office became a corporation	
	June 2007	Audit and Supervisory Board Member	
	Nov. 2008	Outside Audit and Supervisory Board Member of WA, Inc. (current position)	
	Mar. 2014	Resigned from Clair Law Firm	
	Mar. 2014	Established and became Representative of A Sagawa Law Office (current position)	
	Mar. 2016	Outside Audit and Supervisory Board Member of Darwin System Inc. (currently, townlife Inc.)	
	June 2016	Outside Director (Audit and Supervisory Committee Member) (current position)	
	Sep. 2017	Outside Auditor of Hellonet Inc. (currently of SFIDA X Co., Ltd.) (current position)	
	Nov. 2017	Founded SAGAWA CONSULTING FIRM SINGLE MEMBER LIMITED LIABILITY COMPANY and assumed office as Legal Representative (current position)	
	May 2020	Audit and Supervisory Board Member of HIMIKO Co., Ltd. (current position)	
June 2020	Outside Audit and Supervisory Board Member of Accela Technology Corporation (current position)		
(Significant concurrent positions outside the Company) Representative of A Sagawa Law Office Outside Audit and Supervisory Board Member of WA, Inc.			

- Notes: 1. There is no special interest between the candidates for Director serving on the Audit and Supervisory Committee and the Company.
2. For the past ten years and still now, Mr. Shimoyama has served as Directors of RBJ Inc. and SB Media Holdings Corp., both entities which are parents of the Company.
3. Mr. Takahashi and Mr. Sagawa are candidates for Outside Director.
- (1) Summary of reasons for nomination as Outside Director serving on the Audit and Supervisory Committee and expected roles: Mr. Takahashi possesses extensive experience with and knowledge of banking, finance, and corporate management as a result of his many years at a financial institution and offers useful advice on important items related to the Company's management, and we expect that he will continue to supervise general management of the Company and contribute to more effective audits.
- (2) Summary of reasons for nomination as Outside Director serving on the Audit and Supervisory Committee and expected roles: Mr. Sagawa is an attorney and is knowledgeable about corporate legal affairs. As an Outside Director serving on the Audit and Supervisory Committee, he also provides useful opinions and frank comments regarding the Company's management based on his extensive knowledge of legal affairs, and we expect that his continuing participation in the Company's management will contribute to ensuring sound and proper management decision-making at the Company and improve transparency.
4. Mr. Takahashi and Mr. Sagawa are currently Outside Directors at the Company, and Mr. Takahashi will have served as one for four years and Mr. Sagawa, eight years, as of the conclusion of this meeting.
5. The Company has concluded an agreement with Mr. Takahashi, Mr. Shimoyama, and Mr. Sagawa to limit their liability for damages stipulated in Article 423, paragraph (1) of the Companies Act in line with Article 427, paragraph (1) of the same act. The maximum liability based on this agreement is the minimum amount stipulated in Article 425, paragraph (1) of the Companies Act, and if the three candidates are reelected, the Company intends to maintain this agreement with them.
6. If the candidates are reelected, the Company intends to conclude an indemnity agreement (except in the case of malice, gross negligence, or breach of trust for their own or other's interest or to inflict damages), in which the Company will compensate for expenses stipulated in Article 430-2, paragraph (1), item 1, of the Companies Act

and losses stipulated in Article 430, Article 430-2, paragraph (1), item 2 of the same act based on the stipulations of Article 430-2, paragraph (1) of the same act.

7. The Company currently has a Directors' and Officers' Liability Insurance Agreement with an insurance company, which is stipulated in Article 430-3, paragraph (1) of the Companies Act. If the candidates for Directors serving on the Audit and Supervisory Committee are elected, they will be included in the parties covered by the agreement. When the insurance agreement comes up for renewal next time, the Company plans to renew the agreement with the same terms.
8. Per the stipulations of the Tokyo Stock Exchange, the Company has filed the relevant notifications with the Exchange designating Mr. Takahashi and Mr. Sagawa as independent directors.

Reference: Skill Matrix Table (if Proposal 1 and Proposal 2 are approved)

	Name	Position in the Company	Specialization or field particularly expected to contribute to						
			Corporate management & management strategy	Business strategy & marketing	Finance & accounting	Human capital & personnel management	Legal affairs & risk management	Governance & internal controls	Sustainability
Directors (excluding those serving on the Audit and Supervisory Committee)	Toshiki Otsuki	President and CEO	●	●				●	●
	Takashi Kobayashi	Vice President and COO	●	●				●	●
	Akihiro Kagaya	Director, CFO, and General Manager of Administration Division			●	●	●	●	●
	Kosei Tsuchihashi	Director	●	●		●			
	Keiko Watanabe	Independent Outside Director	●	●					●
	Keiko Hamada	Independent Outside Director		●				●	●
Directors serving on the Audit and Supervisory Committee	Toshitada Takahashi	Independent Outside Director Standing Audit and Supervisory Committee Member			●	●	●	●	
	Tatsuya Shimoyama	Director Audit and Supervisory Committee Member			●	●	●		
	Akio Sagawa	Independent Outside Director Audit and Supervisory Committee Member				●	●	●	
	Hirokazu Sato	Independent Outside Director Audit and Supervisory Committee Member				●		●	●

	Name	Position in the Company	Committee		
			Nomination and Remuneration Committee	Governance Committee	Sustainability Committee
Directors (excluding those serving on the Audit and Supervisory Committee)	Toshiki Otsuki	President and CEO	●		●
	Takashi Kobayashi	Vice President and COO			●
	Akihiro Kagaya	Director, CFO, and General Manager of Administration Division			●
	Kosei Tsuchihashi	Director	●		●
	Keiko Watanabe	Independent Outside Director		●	●
	Keiko Hamada	Independent Outside Director		●	●
Directors serving on the Audit and Supervisory Committee	Toshitada Takahashi	Independent Outside Director Standing Audit and Supervisory Committee Member	●	●	●
	Tatsuya Shimoyama	Director Audit and Supervisory Committee Member			●
	Akio Sagawa	Independent Outside Director Audit and Supervisory Committee Member	●	●	●
	Hirokazu Sato	Independent Outside Director Audit and Supervisory Committee Member	●	●	●

The reason for selecting these skills are as given below.

Skill		Reason for selecting
1	Corporate management & management strategy	In order to implement the corporate mission of “Contribute to Information Revolution by Innovating Professional Media,” it is necessary to have directors who can lead the Company by always formulating a clear, appropriate management strategy even in volatile markets and possess management experience and a track record in the media, marketing, and IT fields.
2	Business strategy & marketing	In order to generate sustainable growth for the Company’s businesses, it is necessary to have directors who not only can formulate business strategies with an eye toward the future evolution of technology and digital marketing and increase competitiveness of the Company’s services but also possess unquestionable knowledge and experience in the field of digital marketing.
3	Finance & accounting	To create accurate financial reports and a firm financial foundation and formulate a financial strategy to promote growth investments for sustainable growth in corporate value and increase shareholder return, it is necessary to have directors who possess unquestionable knowledge and experience in the field of finance and accounting.
4	Human capital & personnel management	Because it is vital to formulate a human resource strategy that makes it possible for each individual employee to make the most of their abilities, it is necessary to have directors who possess unquestionable knowledge and experience in the field of human resource development and labor, including promoting diversity.
5	Legal affairs & risk management	Because creating a compliance and risk management system is the foundation for sound corporate management, it is necessary to have directors who possess unquestionable knowledge and experience in the field of corporate law.
6	Governance & internal controls	Because creating an appropriate governance system is the foundation for continued growth in corporate value, it is necessary to have directors who possess unquestionable knowledge and experience in the field of corporate governance to improve the effectiveness of the supervision within the Board of Directors.
7	Sustainability	In order to generate continued growth in corporate value, it is necessary to have directors who properly understand the responsibilities as a member of society, can improve the common interest of all stakeholders, and possess unquestionable knowledge and experience in the field of sustainability.