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Securities Code: 4301

Date of sending by postal mail: June 6, 2024

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

To Our Shareholders

Masaki Nakanishi,
Representative Director and President
AMUSE INC.
Saiko 997, Fujikawaguchiko-machi, Minamitsuru-gun,
Yamanashi Prefecture, Japan

Notice of the 46th Annual Shareholders Meeting

This notice is to inform you of the 46th Annual Shareholders Meeting of AMUSE INC. (the “Company”) to be held as described below.

In convening this Annual Shareholders Meeting, the Company takes measures for the electronic provision and posts the matters concerning measures for electronic provision as the “Notice of the 46th Annual Shareholders Meeting” on the following website on the Internet.

The Company’s website:

<https://www.amuse.co.jp/en/ir/stock/meeting/>

In addition to the above, these matters are posted on the following websites on the Internet:

Website for informational materials for the annual shareholders meeting:

<https://d.sokai.jp/4301/teiji/> (in Japanese)

TSE website (Listed Company Search):

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

Access the website above, enter the Company’s name or securities code (4301) and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information” to see the information.

The Company will hold the 46th Annual Shareholders Meeting at two locations: Venue 1 (AMUSE Headquarters in Yamanashi) and Venue 2 (Belle Salle Shinjuku Grand in Tokyo). The Company will also livestream it over the Internet. For attendance at Venue 1 (AMUSE Headquarters in Yamanashi), **shareholders are required to apply for in advance. If we receive many applications, the Company will select attendants by lottery. If shareholders visit Venue 1 (AMUSE Headquarters in Yamanashi) without applying in advance and being selected by lottery, shareholders will not be allowed to enter the venue. We ask for your understanding in this matter in advance.** There are no restrictions on entry into Venue 2 (Belle Salle Shinjuku Grand in Tokyo). For details, read the separate “Advance Application for Attendance at Venue 1 (AMUSE Headquarters in Yamanashi)” and submit an application by the due date.

Please refer to the “Notice of Exercise of Voting Rights” (in Japanese only), and exercise your voting rights no later than 7:00 p.m., Friday, June 21, 2024 (JST).

Additionally, if any change occurs ahead of the meeting, we will post the information on each website for measures for electronic provision above.

1. Date and Time: Sunday, June 23, 2024, at 1:00 p.m. (JST)

2. Venues: Reception will open at Venue 1: AMUSE Headquarters (Yamanashi) 12:00 p.m.

Venue 2: Belle Salle Shinjuku Grand (Tokyo) 12:00 p.m.

Venue 1: AMUSE Headquarters

1st Floor Internal hall Saiko 997, Fujikawaguchiko-machi, Minamitsuru-gun, Yamanashi Prefecture, Japan

Venue 2: Belle Salle Shinjuku Grand

1st Floor Event Hall 8-17-3, Nishishinjuku, Shinjuku-ku, Tokyo, Japan

3. Purpose of the Meeting

Matters to be reported:

1. Report on the Business Report, the Consolidated Financial Statements and audit reports by the Accounting Auditor and the Audit and Supervisory Board for the Consolidated Financial Statements for the 46th term (from April 1, 2023, to March 31, 2024)
2. Report on the Non-consolidated Financial Statements for the 46th term (from April 1, 2023, to March 31, 2024)

Matters to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Nine (9) Directors

Pursuant to the provisions of laws and regulations and Article 17 of the Articles of Incorporation of the Company, the following matters are not included in the documents provided to shareholders who have made paper-based document delivery requests.

- 1) Systems for Ensuring the Properness of Business Activities and Implementation Status of the System
- 2) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements of the Consolidated Financial Statements
- 3) Non-consolidated Financial Statements of Changes in Equity and Notes to Non-consolidated Financial Statements of the Non-consolidated Financial Statements

Accordingly, the Business Report, the Consolidated Financial Statements and Non-consolidated Financial Statements included in the documents provided to shareholders who have made paper-based document delivery requests are part of the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements audited by the Accounting Auditor or the Audit and Supervisory Board in preparing the Accounting Audit Report or the Audit Report.

If any amendments are made to the matters concerning measures for electronic provision, the amended items will be posted on each website for measures for electronic provision above.

If no approval or disapproval of each proposal is indicated on your voting rights exercise form, the Company will deem that you indicated your approval of the proposal.

Reference Documents for the Annual Shareholders Meeting

Proposal No. 1: Appropriation of Surplus

The Company hereby proposes the appropriation of surplus as provided below.

Matters relating to year-end dividends

The Company regards the return of profits to shareholders as one of the key management issues and aims to realize comprehensive shareholder returns based on direct profit returns and a share price increase on medium- and long-term bases. Regarding dividends, the Company considers the changing business environment and the fluctuating business performance owing to the distinctive business characteristics of dependence on hits, places first priority on a stable dividend payout and pays long-term, stable and continuous returns with a target dividend on equity (DOE) ratio of 2%.

On the basis of this policy and upon consideration of comprehensive factors including business results for the fiscal year under review and prospects for business development going forward, the Company has decided to pay a year-end dividend of ¥20 per common share for the fiscal year ended March 31, 2024 (the 46th term). As a result, dividends on an annual basis amount to ¥40 per common share.

The Company remains committed to consistently returning a high level of profits to its shareholders going forward.

Type of dividend property

Cash

Allotment of dividend property and total amount thereof

¥20 per common share of the Company

Total amount of dividends: ¥339,325,420

Effective date of distribution of dividends of surplus

June 24, 2024

Proposal No. 2: Election of Nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this meeting.

Accordingly, the Company proposes the election of nine (9) Directors, including three (3) Outside Directors.

The candidates for Directors are as follows:

Candidate no.	Attribute	Name	Position in the Company	Term of office (at conclusion of this meeting)	Attendance at meetings of Board of Directors (FY2023)
1	Reelection	Yokichi Osato	Representative Director and Chairman	13 years	12/12 (100%)
2	Reelection	Masaki Nakanishi	Representative Director and President	5 years	12/12 (100%)
3	Reelection	Rumiko Ichige	Director and Vice President	4 years	12/12 (100%)
4	Reelection	Hiroyuki Araki	Senior Managing Director	5 years	12/12 (100%)
5	Reelection	Takahiro Ono	Managing Director	4 years	12/12 (100%)
6	Reelection	Toshifumi Oshima	Director and Senior Executive Officer	1 year	9/9 (100%)
7	Reelection Outside Independent	Takaharu Ando	Outside Director	8 years	11/12 (92%)
8	Reelection Outside Independent	Yoichi Aso	Outside Director	4 years	12/12 (100%)
9	New election Outside Independent	Ibun Hirahara	Outside Director	-	-/- (-%)

Reelection: Candidate for reelection as Director

New election: New candidate for Director

Outside: Candidate for Outside Director

Independent: Independent officer as provided for by Tokyo Stock Exchange

Note: The attendance of Mr. Toshifumi Oshima refers to the attendance at the meetings of the Board of Directors held after he assumed his position on June 25, 2023.

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
1	<p style="text-align: center;">Yokichi Osato (August 22, 1946) Reelection</p> <p style="text-align: center;">Tenure as Director at the conclusion of this meeting: 13 years</p> <p style="text-align: center;">Attendance at meetings of Board of Directors in FY2023: 12/12</p>	<p>Apr. 1969 Joined WATANABE PRODUCTIONS CO., LTD</p> <p>Oct. 1978 Founded the Company, Representative Director and President</p> <p>Nov. 1981 Representative Director and Chairman, the Company</p> <p>June 2008 Advisor and Honorary Chairman, the Company</p> <p>June 2009 Top Advisor, the Company</p> <p>June 2011 Representative Director and Chairman, the Company (present)</p> <p>May 2013 Representative Director and Chairman, LIVE VIEWING JAPAN Inc.</p> <p>May 2016 Representative Director and Senior Advisor, LIVE VIEWING JAPAN Inc.</p> <p>Nov. 2021 Representative Director and Chairman, LIVE VIEWING JAPAN Inc. (present)</p> <p>July 2023 Representative Director, MIRAI EDUTAINMENT FOUNDATION (present)</p> <p>Mar. 2024 Director, SETOUCHI SHIKOKU Tourism Institute (present)</p>	451,060 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Osato has long served the Company since its founding, both as its Representative Director and President and as Representative Director and Chairman, and maintains extensive knowledge and experience of the Company's industry which amassed since before it was established in 1978. Accordingly, he has abundant operation experience with respect to the Amuse Group overall, has engaged in initiatives to create new business, and maintains a proven track record and knowledge with respect to having helped build the foundations of today's Amuse Group. The Company can expect him to continue making the most of his knowledge and abilities in helping the Amuse Group enhance its enterprise value.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
2	<p data-bbox="336 465 536 551">Masaki Nakanishi (November 9, 1973) Reelection</p> <p data-bbox="304 595 568 680">Tenure as Director at the conclusion of this meeting: 5 years</p> <p data-bbox="288 725 584 810">Attendance at meetings of Board of Directors in FY2023: 12/12</p>	<p data-bbox="611 264 970 293">Apr. 1998 Joined the Company</p> <p data-bbox="611 300 1190 360">May 2008 Representative Director and President, TAISHITA Label Music Co., Ltd. (present)</p> <p data-bbox="611 367 1158 427">Apr. 2012 General Manager of Artist Management Department 1, the Company</p> <p data-bbox="611 434 1214 618">Apr. 2016 Executive Producer in charge of Southern All Stars Project and Artist Management Department 1, General Manager of Southern All Stars Project, and General Manager of Artist Management Department 1, the Company</p> <p data-bbox="611 624 1206 808">July 2017 Executive Officer in charge of Southern All Stars Project and Artist Management Department 1, General Manager of Southern All Stars Project, and General Manager of Artist Management Department 1, the Company</p> <p data-bbox="611 815 1182 875">June 2019 Representative Director and President, the Company</p> <p data-bbox="611 882 1222 943">June 2023 Representative Director and President, Chigasaki FM Broadcasting Co.,Ltd. (present)</p> <p data-bbox="611 949 1182 1010">July 2023 Representative Director and President, the Company (present)</p>	10,988 shares
<p data-bbox="280 1021 767 1050">[Reasons for nomination as candidate for Director]</p> <p data-bbox="280 1057 1430 1258">Mr. Nakanishi joined the Company in 1998, where he made use of his abilities by managing musical artists, such as SOUTHERN ALL STARS, and teams. Furthermore, he created a wide-ranging base for the Company's music business and has knowledge gained by combining the resources of the Amuse Group and external partners to the fullest extent and adapting to the new market environment with a wide range of artists. He has served as Representative Director and President from June 2019. Accordingly, the Company can expect him to continue making the most of his abilities and knowledge in flexibly responding to the drastically changing business environment and helping the Amuse Group enhance its enterprise value and lead.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
3	<p data-bbox="363 595 512 680">Rumiko Ichige (June 7, 1958) Reelection</p> <p data-bbox="304 725 568 810">Tenure as Director at the conclusion of this meeting: 4 years</p> <p data-bbox="288 855 584 940">Attendance at meetings of Board of Directors in FY2023: 12/12</p>	<p data-bbox="608 259 1246 293">Nov. 1978 Joined the Company</p> <p data-bbox="608 300 1246 360">Apr. 2003 Executive Officer, General Manager of Production Planning Department, the Company</p> <p data-bbox="608 367 1246 452">July 2007 Senior Executive Officer in charge of Artist Management Department 3 and WILL Department, the Company</p> <p data-bbox="608 459 1246 651">June 2008 Director overseeing Artist Management Department 2, 3, 4, 5, TV Program Department, New Artists Development Department, Fan Club Business Department and Merchandising Department, and General Manager of Artist Management Department 2, the Company</p> <p data-bbox="608 658 1246 808">Oct. 2012 Executive Director overseeing Artist Management Department 5, 6, 7, TV Program Department, Information Management Department and Film Production Department, the Company</p> <p data-bbox="608 815 1246 1003">Apr. 2016 Executive Director overseeing Southern All Stars Project, Artist Management Department 6, 7, 8, Theatrical Production Department, Information Management Department, and Group General Affairs Department & Human Resources Department, the Company</p> <p data-bbox="608 1010 1246 1070">June 2017 Senior Managing Executive Officer, the Company</p> <p data-bbox="608 1077 1246 1137">June 2018 Director, Senior Managing Executive Officer, the Company</p> <p data-bbox="608 1144 1246 1173">June 2019 Executive Producer, the Company</p> <p data-bbox="608 1180 1246 1209">June 2020 Director and Vice President, the Company</p> <p data-bbox="608 1216 1246 1267">July 2023 Director and Vice President, the Company (present)</p>	118,920 shares
<p data-bbox="272 1274 770 1303">[Reasons for nomination as candidate for Director]</p> <p data-bbox="272 1310 1430 1523">Ms. Ichige joined the Company in 1978 and subsequently developed a proven track record mainly in the realm of artist management involving actors. Later, she amassed extensive experience as a supervisor involved in film production and related business, assumed the position of Executive Officer in 2003. After serving as a Director, she assumed the position of Managing Director in 2012 and Senior Managing Executive Officer in 2017. She has abundant operational experience and knowledge mainly in the realm of artist management and has brought diversification to the Amuse Group's business from a unique perspective. Accordingly, the Company can expect her to continue making the most of her knowledge and abilities in helping the Amuse Group enhance its enterprise value.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
4	<p style="text-align: center;">Hiroyuki Araki (September 15, 1970) Reelection</p> <p style="text-align: center;">Tenure as Director at the conclusion of this meeting: 5 years</p> <p style="text-align: center;">Attendance at meetings of Board of Directors in FY2023: 12/12</p>	<p>Apr. 1994 Joined the Company</p> <p>July 2008 General Manager of Artist Management Department 3, the Company</p> <p>Apr. 2009 General Manager of Artist Management Department 2, the Company</p> <p>Apr. 2012 General Manager of Artist Management Department 5, the Company</p> <p>July 2013 Executive Officer in charge of Artist Management Department 5 and Artist Management Department 6, and General Manager of Artist Management Department 5, the Company</p> <p>Apr. 2016 Executive Officer in charge of Artist Management Department 1, Artist Management Department 2, Artist Management Department 3 and Sports & Cultural Business Department, and General Manager of Artist Management Department 2, the Company</p> <p>July 2017 Executive Officer in charge of Artist Management Department 2, Artist Management Department 3, Artist Management Department 4 and Sports & Cultural Business Department, and General Manager of Artist Management Department 4, the Company</p> <p>June 2019 Director, Managing Executive Officer, the Company</p> <p>June 2020 Director and Senior Managing Executive Officer, the Company</p> <p>July 2023 Senior Managing Director, the Company (present)</p>	2,300 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Araki joined the Company in 1994, where he developed a proven track record in managing not only musicians and actors, but also TV personalities, cultural artists, and athletes, as well as in producing TV programs, and has a wide range of knowledge. Furthermore, he promoted the development of new areas, such as IP content development. Accordingly, the Company can expect him to make the most of his abilities and knowledge in teaching and fostering young employees, as well as helping the Amuse Group enhance its enterprise value.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
5	<p style="text-align: center;">Takahiro Ono (January 3, 1973) Reelection</p> <p style="text-align: center;">Tenure as Director at the conclusion of this meeting: 4 years</p> <p style="text-align: center;">Attendance at meetings of Board of Directors in FY2023: 12/12</p>	<p>Apr. 1995 Joined the Company</p> <p>Apr. 2012 General Manager of Digital Business Department, the Company</p> <p>Apr. 2016 Executive Officer in charge of Digital Contents Department, Fan Club Business Department, Consumer Service Promotion Department, Merchandising Department and Rights Management Department, and General Manager of Digital Contents Department, the Company</p> <p>July 2017 Executive Officer in charge of Digital Contents Department, Merchandising Department, Rights Management Department and New Business Development Department, the Company</p> <p>Apr. 2019 Executive Officer in charge of Rights Management Department, the Company</p> <p>Nov. 2019 Executive Officer in charge of Rights Management Department, Fan Club Business Department and Consumer Service Promotion Department, the Company</p> <p>June 2020 Director, Executive Officer, the Company</p> <p>Apr. 2021 Director and Managing Executive Officer, the Company</p> <p>July 2023 Managing Director, the Company (present)</p>	5,000 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Ono joined the Company in 1995, where he has worked in a wide range of fields including Music Publishing Department, General Affairs Department and entire digital business, and developed a proven track record. In addition, he has extensive experience in launching and supporting new businesses by utilizing his knowledge of the entire digital business field and rights-related fields. The Company can expect him to continue making the most of his abilities and knowledge in contributing to enhance the Amuse Group's corporate value.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
6	<p style="text-align: center;">Toshifumi Oshima (April 8, 1967) Reelection</p> <p style="text-align: center;">Tenure as Director at the conclusion of this meeting: 1 year</p> <p style="text-align: center;">Attendance at meetings of Board of Directors in FY2023: 9/9</p>	<p>Oct. 1992 Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC)</p> <p>Apr. 1997 Registered as certified public accountant</p> <p>May 2008 Left Shin Nihon & Co. (currently Ernst & Young ShinNihon LLC)</p> <p>June 2008 Established Oshima Certified Public Accountant Office (present)</p> <p>June 2008 Outside Audit and Supervisory Board Member, the Company</p> <p>June 2014 Retired Outside Audit and Supervisory Board Member, the Company</p> <p>July 2014 Executive Producer and General Manager of Amuse Group Administration Department, the Company</p> <p>Apr. 2016 Executive Officer in charge of Amuse Group Administration Department (currently Administration Department) and Amuse Group Finance Department (currently Finance Department), the Company</p> <p>June 2018 Outside Audit and Supervisory Board Member, NexTone Inc. (present)</p> <p>June 2021 Compensation Committee Member, NexTone Inc. (until June 2023)</p> <p>Apr. 2022 Senior Executive Officer in charge of Administration Department and Finance Department, the Company</p> <p>June 2023 Director and Senior Executive Officer, the Company (present)</p>	800 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Oshima served as the Outside Audit and Supervisory Board Member of the Company for six years because he was involved in practical corporate audit affairs as a certified public accountant in his previous jobs, was familiar with accounting, finance, and tax affairs, and had adequate insight for overseeing corporate management. He joined the Company in 2014 and took office as the General Manager of the Amuse Group Administration Department. He took office as the Executive Officer in 2016 and the Senior Executive Officer in 2022, respectively. He has supported decision-making on the management of the Company as an officer in charge of the Administration Department and the Finance Department. Accordingly, the Company can expect him to make the most of his understanding of the Company's business and a high degree of expertise in contributing to strengthening functions of the Company's Board of Directors as well as helping the Amuse Group enhance its enterprise value.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
7	Takaharu Ando (August 31, 1949) Reelection Outside Independent Tenure as Director at the conclusion of this meeting: 8 years Attendance at meetings of Board of Directors in FY2023: 11/12	Apr. 1972 Joined National Police Agency Sept. 1994 Chief, Gunma Prefectural Police Headquarters Aug. 1999 Director of Public Security Department, Metropolitan Police Department Aug. 2004 Director General of Commissioner-General's Secretariat, National Police Agency Aug. 2007 Deputy Commissioner General, National Police Agency June 2009 Commissioner General, National Police Agency Oct. 2011 Retired from National Police Agency June 2016 Outside Director, the Company (present) June 2017 Outside Director, ZENSHO HOLDINGS CO., LTD. (present) June 2018 Outside Director, TOBU RAILWAY CO., LTD. (present) June 2022 Outside Director, Nisshin Seifun Group Inc. (present) Mar. 2023 Outside Director, Rakuten Group, Inc. (present)	- shares
[Reasons for nomination as candidate for Outside Director and summary of expected roles] Mr. Ando has never in the past been involved in the management of a company. However, he has abundant experience and extensive insight, in part given his background acting as Commissioner General of National Police Agency as well as other important positions. The Company can expect him to provide appropriate supervision and advice as Outside Director for further enhancement of corporate governance, especially compliance of the Company, and accordingly proposes his election as Outside Director.			
8	Yoichi Aso (April 6, 1983) Reelection Outside Independent Tenure as Director at the conclusion of this meeting: 4 years Attendance at meetings of Board of Directors in FY2023: 12/12	Apr. 2006 Joined Recruit Co., Ltd. Apr. 2013 Representative Director and CEO, NIJIBOX CO., LTD Feb. 2018 Founded Alphadrive Co., Ltd., Representative Director and CEO (present) Apr. 2018 Founded Genome Clinic Co., Ltd., Representative Director and Co-CEO (present) June 2018 UB Ventures, Inc, Venture Partner (present) July 2018 Joined NewsPicks, Inc. Mar. 2019 Outside Director, ASIRO Inc. Apr. 2020 Outside Director, DentaLight Inc. (present) June 2020 Outside Director, the Company (present) Jan. 2023 Representative Director, UNIDGE, Inc (present) Feb. 2023 Representative Director, NewsPicks for Business, Inc (present) Jan. 2024 Outside Director, Audit and Supervisory Board member, ASIRO Inc. (present)	- shares
[Reasons for nomination as candidate for Outside Director and summary of expected roles] Mr. Aso has a track record of controlling many new businesses as an expert in launching new businesses and has many experiences of incubation support for startup companies. The Company can expect him to provide advice from various perspectives as the Company develops new business models and business domains looking forward, and accordingly proposes his election as Outside Director.			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility at the Company (Important concurrent positions)	Number of the Company's shares owned
9	Ibun Hirahara (October 3, 1993) New election Outside Independent Tenure as Director at the conclusion of this meeting: - years Attendance at meetings of Board of Directors in FY2023: -/-	Apr. 2017 Joined Janssen Pharmaceutical K.K. May 2018 Joined Pronoia Group Oct. 2018 One Young World Japan ambassador June 2019 Co-founder of World Road inc. Nov. 2021 Founder, HI.Corporation (present) May 2022 External advisor, Mitsui Sumitomo Insurance Company, Limited (present) Aug. 2022 Councilor, the Peace Communication Foundation (present) Sept. 2022 Member, Cabinet Office Council for the Creation of Future Education July 2023 Executive Director, MIRAI EDUTAINMENT FOUNDATION (present) Nov. 2023 Outside Director, Valuence Holdings Inc. (present) Dec. 2023 Director, PEACE DAY, NPO (present)	- shares
<p>[Reasons for nomination as candidate for Outside Director and summary of expected roles]</p> <p>The candidate studied abroad in multiple countries from her childhood. In addition, as an expert in sustainability and educational businesses, she has an abundant network of connections and a high level of excellent knowledge in and outside Japan. The Company can expect her to provide advice from various perspectives as the Company intends to create social value and develop overseas markets further in the future, and accordingly proposes her election as Outside Director.</p>			

- Notes:
- The candidate for Director Mr. Yokichi Osato engages in business transactions with the Company, acting as a representative of LIVE VIEWING JAPAN Inc. The candidate for Director Mr. Masaki Nakanishi engages in business transactions with the Company, acting as a representative of TAISHITA Label Music Co., Ltd. and Chigasaki FM Broadcasting Co.,Ltd. No conflicts of interest exist between any of the other candidates and the Company.
 - Mr. Takaharu Ando, Mr. Yoichi Aso and Ms. Ibun Hirahara are the candidates for Outside Director.
 - The respective term of office as Outside Director of the candidates for Outside Director Mr. Takaharu Ando and Mr. Yoichi Aso will have been eight (8) years and four (4) years at the conclusion of this meeting.
 - Under the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into liability limitation contracts with the candidates for Outside Director Mr. Takaharu Ando and Mr. Yoichi Aso. If their reelection is approved, the Company will continue said contracts with them. If the election of the candidate for Outside Director Ms. Ibun Hirahara is approved, the Company plans to enter into the same limited liability contract with her.
An outline of the liability limitation contract is as follows:
 - An Outside Director who neglects to perform his/her duties shall be liable to compensate the Company for damages to the extent of the minimum liability amount prescribed under Article 425, paragraph 1 of the Companies Act.
 - The above limitation of liability shall be limited to cases where the cause of such liability is not due to such Outside Director's intentional or grossly negligent acts in the performance of his/her duties.
 - The Company has entered into a directors and officers liability insurance policy (an insurance policy with contents as provided for in Article 430-3, paragraph 1 of the Companies Act) with an insurance company, with the candidates for Director as the insured. The policy covers losses such as compensation for damages and litigation expenses incurred by the insured in cases where a claim for damages is filed by shareholders, third parties, etc. If the election of candidates for Director is approved, they will continue to be insured under the policy. The full amount of the insurance premiums for the insurance policy is borne by the Company, and the Company plans to renew the policy with the same terms and conditions at the time of next renewal.
 - The Company has submitted notification to the Tokyo Stock Exchange, Inc. that the candidates for Outside Director Mr. Takaharu Ando and Mr. Yoichi Aso have been appointed as independent officers as provided for by the aforementioned exchange. In addition, the candidate for Outside Director Ms. Ibun Hirahara also meets the requirements for an independent officer as provided for by Tokyo Stock Exchange. If the election (including reelection) of each candidate is approved, the Company plans to designate them as independent officers.