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Securities code 6879

June 10, 2024

(Start date of electronic provision measures: June 3, 2024)

To all Shareholders

1-14-2 Kaigan, Minato-ku, Tokyo

IMAGICA GROUP, Inc.

President Shunjiro Nagase

## Notice of the 51st Ordinary General Meeting of Shareholders

You are cordially invited to attend the 51st Ordinary General Meeting of Shareholders of the Company to be held as follows.

The Company has adopted electronic provision measures for providing the Notice of Convocation of the 51st Ordinary General Meeting of Shareholders, which is posted on the following website.

Our website (News Release)

<https://www.imagicagroup.co.jp/en/news/>

Items using electronic provision measures are also posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (Listed Company Search), enter "IMAGICA GROUP" in "Issue Name (company name)" or enter "6879" in "Code" (using single-byte characters), select "Basic information" and then "Documents for public inspection/PR information," and check "Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting" in "Filed information available for public inspection."

JAPAN EXCHANGE GROUP TOKYO STOCK EXCHANGE (Listed Company Search)

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

You can exercise your voting rights in writing or via the internet. If you refrain from attending the Meeting, please review the "Guide to Exercising Voting Rights" (available only in Japanese) and the Reference Documents for General Meeting of Shareholders included in the matters for electronic provision and exercise your voting rights by the end of the business hours of the Company (6:00 p.m.) on Monday, June 24, 2024, Japan time.

The Meeting will be live-streamed on the day of the Meeting. Shareholders who will not be attending the Meeting are requested to consider using the live-streaming service, after reviewing the "Guide to the Live-streaming of the General Meeting of Shareholders via the internet" (available only in Japanese).

Best regards

## Details

1. Day and time June 25, (Tuesday) 2024, 1:00 p.m. (Registration opens at 12:00 p.m.)
2. Location Hall 22B  
TKP Garden City PREMIUM Kyobashi  
22nd Floor ,KYOBASHI EDOGRAND  
2-2-1 Kyobashi, Chuo-ku, Tokyo  
(Please note that the venue is different from that of last year's meeting.)
3. Meeting objectives
  - Report items
    - 1.For the 51st Period (From April 1, 2023 to March 31, 2024):  
Business Report, Consolidated Financial Statements, and Report on the Results of the Audit of the Consolidated Financial Statements by the Accounting Auditors and the Audit & Supervisory Committee
    - 2.For the 51st Period (From April 1, 2023 to March 31, 2024)  
Financial Statements Report
  - Resolution Proposal Appointment of Five (5) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

END

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- © When attending the General Meeting of Shareholders, please submit the enclosed Voting Rights Exercise Form to the reception desk at the venue.
- © If any revisions are made to items provided electronically, a notice will be posted to the websites where the information is posted, along with the information in question in question before and after the revisions.
- © Pursuant to the provisions of applicable laws and regulations and Articles of Incorporation of the Company, "Notes to Consolidated Financial Statements" and "Notes to Non-consolidated Financial Statements" are not included in the paper copy to be sent to shareholders who have requested it. Accordingly, such paper copy is part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditors in preparing the audit report.

## Reference Documents for General Meeting of Shareholders

### Proposal and reference items

#### Proposal

Appointment of Five (5) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)


The terms of office of all five (5) Directors (excluding Directors who are Audit & Supervisory Committee members; the same applies below in this proposal) expire at the end of this general meeting. Therefore, we request the appointment of five (5) Directors.

Candidates were decided by the Board of Directors after receiving a report from the Personnel Advisory Committee.


In addition, this proposal has been examined by the Audit & Supervisory Committee, which has concluded that there are no special matters requiring its opinion.

The candidates for Director are as follows.


| Candidate Number | Full Name                           | Position in our company                                        | Attendance at Board of Directors meetings |
|------------------|-------------------------------------|----------------------------------------------------------------|-------------------------------------------|
| 1                | Fumio Nagase<br>Re-appointment      | Chairman and Representative Director                           | 12 /12<br>(100%)                          |
| 2                | Shunjiro Nagase<br>Re-appointment   | Representative Director, President and Chief Executive Officer | 12 /12<br>(100%)                          |
| 3                | Masakazu Morita<br>Re-appointment   | Director and Senior Managing Executive Officer                 | 12 /12<br>(100%)                          |
| 4                | Masashi Nakamura<br>New appointment | Executive Officer                                              | - / -<br>(-%)                             |
| 5                | Atsuko Murakami<br>Re-Appointment   | Outside<br>Outside Director                                    | 12 /12<br>(100%)                          |

| Candidate Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Full Name (Birthday)                                                                                                                                                                                                                                                    | Biography, position, assignment, and status of important concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Number of company shares held |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------|
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  <p data-bbox="296 645 499 734"> <span style="border: 1px solid black; padding: 2px;">Re-appointment</span><br/>           Fumio Nagase<br/>           (December 8, 1950)         </p> | <p data-bbox="531 327 1198 712">           1973 April Joined Mitsubishi Corporation<br/>           1980 August Joined Toyo Genzosyo Corp.<br/>           1983 June Director of the same company<br/>           1990 June Representative Director and Vice President, IMAGICA Corp.<br/>           1992 June President &amp; Representative Director of the same company<br/>           2002 April President &amp; Representative Director, the Company<br/>           2009 June Chairman &amp; Representative Director, the Company<br/>           2011 April Chairman &amp; Representative Director, the Company (to present)         </p> <p data-bbox="531 748 1037 831">           Important concurrent positions:<br/>           Representative Director of Creato Holdings Ltd.<br/>           Representative Director of Creato Ltd.         </p> | -                             |
| <p data-bbox="288 837 1426 1016"> <b>Reasons for being a candidate for director:</b><br/>           Having abundant experience and wide-ranging insight as a manager, this candidate has demonstrated his ability in active exchanges in financial circles as the top of the company's management team, and has held a series of posts managing the company's main businesses, therefore he has the experience and ability suitable for the Chairman of the Board of Directors. As the Meeting Chairman of the Board of Directors, he has provided appropriate management, and has therefore been nominated as a candidate for Director.         </p> |                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                               |

| Candidate Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Full Name (Birthday)                                                                                                                                                                                                                                                     | Biography, position, assignment, and status of important concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Number of company shares held |
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| 2                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  <p data-bbox="288 808 507 898"> <span style="border: 1px solid black; padding: 2px;">Re-appointment</span><br/>           Shunjiro Nagase<br/>           (March 20, 1978)         </p> | <p data-bbox="528 327 1166 891">           2001 July Joined Future System Consulting Co., Ltd.<br/>           2012 May Joined the Company<br/>           2017 April SDI Business Management Department Manager at the Company<br/>           2018 April Manager at the Global Corporate Strategy Department of the Company<br/>           2019 April Executive Officer, the Company Director, SDI Media Group, Inc.<br/>           2021 April Manager, Pixelogic Holdings LLC (to present)<br/>           Director, PPC Creative Limited<br/>           2022 April Representative Director, President, ROBOT COMMUNICATIONS INC. (to present)<br/>           2022 June Director and Executive Officer of the Company<br/>           Director, OLM, Inc.<br/>           Director, P.I.C.S. Co., Ltd. (to present)<br/>           2024 April Representative Director, President &amp; CEO, the Company (to present)         </p> <p data-bbox="528 927 916 1115">           Important concurrent positions:<br/>           Representative Director, President, ROBOT COMMUNICATIONS INC.<br/>           Manager, Pixelogic Holdings LLC<br/>           Director, P.I.C.S. Co., Ltd.<br/>           Director, Creato Holdings Ltd.<br/>           Director, Creato Corporation         </p> | 29,188 shares                 |
| <p data-bbox="288 1122 1426 1402"> <b>Reasons for being a candidate for Director:</b><br/>           Since 2019, as an Executive Officer in charge of global business, he has strengthened cooperation between our company and our overseas subsidiaries and contributed to the expansion of global E2E business. At the same time, in Japan, he has also planned and promoted strategies for Content Creation business segment and made decisions on important measures in the Mid-term plan. On April 1, 2024, he assumed office as Representative Director, President &amp; CEO of the Company based on his wealth of experience and high level of knowledge in the Group's business domains. Since taking office, he has demonstrated leadership as group CEO and has fulfilled his responsibilities as the chief executive officer of the executive side of the Group's management, and has therefore been nominated as a candidate for Director.         </p> |                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                               |

| Candidate Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Full Name (Birthday)                                                                                                                                                                                           | Biography, position, assignment, and status of important concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Number of company shares held |
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| 3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |  <p data-bbox="293 779 496 815">Re-appointment</p> <p data-bbox="293 815 496 871">Masakazu Morita<br/>(February 14, 1962)</p> | <p data-bbox="533 331 1211 1048"> 1984 April Joined Panasonic Holdings (formerly Matsushita Electric Industrial Co., Ltd)<br/> 1994 July CFO, Panasonic Energy (Shanghai) Co., Ltd.<br/> 2001 November Vice President &amp; CFO, Panasonic Energy Corporation of America<br/> 2004 January Accounting Group Manager, Matsushita Battery Industry Co., Ltd.<br/> 2008 November Accounting Group Manager, Lighting Company, Panasonic Corporation<br/> 2011 April Head of Business Management Office, Accounting Group of the same company<br/> 2013 June Director, Head of Accounting, SANYO Electric Co., Ltd.<br/> 2016 April Joined the Company as Executive Officer<br/> 2017 June Director &amp; Executive Officer, the Company<br/> 2019 April Director and Managing Executive Officer, the Company (to present)<br/> 2020 October Manager, Pixelogic Holdings LLC<br/> 2022 July Director and Senior Managing Executive Officer of the Company (to present)<br/> 2023 April President, IMAGICA GEEQ Inc. (to present) </p> <p data-bbox="533 1077 868 1133">Important concurrent position:<br/>President, IMAGICA GEEQ Inc.</p> | 66,348 shares                 |
| <p data-bbox="288 1137 1426 1355"> Reasons for being a candidate for Director:<br/> He has abundant experience in his previous jobs and after joining this company, he has contributed to improving the corporate value of the entire group. Also, as group CFO, he has been responsible for the management plan, finance, and accounting of this corporate group, including for overseas. Based on his high level of expertise in finance and accounting and his high level of insight into management, he was selected as a candidate for Director because he was judged to be an appropriate person for the realization of sustainable corporate value improvement. </p> |                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                               |

| Candidate Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Full Name (Birthday)                                                                                                                           | Biography, position, assignment, and status of important concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Number of company shares held |
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| 4                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <br>New appointment<br>Masashi Nakamura<br>(December 9, 1963) | <p>1986 April Joined JVCKENWOOD Corporation (formerly Victor Company of Japan, Limited)</p> <p>1995 April Joined Hughes-JVC Technology Corporation<br/>Marketing and Planning Manager</p> <p>2000 October Joined IMAGICA Corp.</p> <p>2006 July Executive Officer, Head of Planning Office of the same company</p> <p>2009 June Director and Executive Officer of the same company</p> <p>2015 February Executive Officer, the Company (to present)</p> <p>2015 April Director/Chairman, SDI Media Group, Inc.</p> <p>2017 October Director, PPC Creative Limited (to present)</p> <p>2020 April Director and Senior Managing Executive Officer, (former) IMAGICA Lab. Inc.</p> <p>2020 July Director/President, IMG I USA, Inc. (to present)</p> <p>2020 October Manager, Pixelogic Holdings LLC (to present)</p> <p>2021 April CEO &amp; President, Imagica Entertainment Media Services, Inc. (to present)<br/>Director, IMAGICA Lab. Inc. (to present)</p> <p>Important concurrent positions:<br/>CEO &amp; President, Imagica Entertainment Media Services, Inc.<br/>Director/President, IMG I USA, Inc.<br/>Manager, Pixelogic Holdings LLC<br/>Director, PPC Creative Limited<br/>Director, IMAGICA Lab. Inc.</p> | 36,039 shares                 |
| <p>Reasons for being a candidate for Director:<br/>Since 2015, as an Executive Officer, he has held management positions in major businesses of the Company and has a wealth of experience and broad insight. Since April 2021, he has served as President of Imagica Entertainment Media Services, Inc., a major subsidiary of the Group, and is also well versed in the Group's basic strategy of global E2E business. He is expected to contribute to improving the corporate value of the entire Group, and has therefore been nominated as a candidate for Director.</p> |                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                               |

| Candidate Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Full Name (Birthday)                                                                                                                                                                                                                        | Biography, position, assignment, and status of important concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Number of company shares held |
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| 5                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  <p data-bbox="288 824 531 943"> <b>Re-appointment</b><br/> <b>Outside</b><br/>           Atsuko Murakami<br/>           (September 23, 1958)         </p> | <p data-bbox="560 331 1182 421">1981 April Joined Mizuho Trust &amp; Banking Co., Ltd. (formerly Yasuda Trust &amp; Banking Co., Ltd.)</p> <p data-bbox="560 423 1166 512">1991 April Joined the Finance Dept. of the Sony Group Corporation (formerly Sony Corporation)</p> <p data-bbox="560 515 1023 537">2000 May Joined Monex, Inc. CFO</p> <p data-bbox="560 539 1166 629">2003 November Joined the Finance Dept. of the Sony Group Corporation (formerly Sony Corporation)</p> <p data-bbox="560 631 1182 687">2014 April VP, Senior General Manager, Finance Dept. of the same company</p> <p data-bbox="560 689 1150 745">2016 June Corporate Executive, Finance of the same company</p> <p data-bbox="560 748 1182 804">2019 May Senior Vice President in charge of Finance Project, of the same company</p> <p data-bbox="560 806 1102 862">2020 June Outside Director, the Company (to present)</p> <p data-bbox="560 864 1182 1077">2021 June Executive Officer and CFO, H.U. Group Holdings, Inc. (to present)<br/>           Director, SRL, Inc. (to present)<br/>           Director, Fujirebio Holdings, Inc. (to present)<br/>           Director, Fujirebio Inc. (to present)<br/>           Director, H.U. Frontier, Inc. (to present)</p> <p data-bbox="560 1079 1118 1249">           Important concurrent positions:<br/>           Executive Officer and CFO, H.U. Group Holdings, Inc.<br/>           Director, SRL, Inc.<br/>           Director, Fujirebio Holdings Inc.<br/>           Director, Fujirebio Inc.<br/>           Director, H.U. Frontier, Inc.         </p> | 2,222 shares                  |
| <p data-bbox="288 1249 751 1283">Reasons for being a candidate for Director:</p> <p data-bbox="288 1285 1426 1438">With a wealth of experience as a finance manager at various companies including Sony (Co, Ltd), she has a high level of financial insight into Japanese companies that promote global business. She was selected as an Outside Director candidate because it is expected that she will be able to supervise important decisions in the management of the company from an objective standpoint independent of the business executives.</p> |                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                               |



#### Notes

1. No special interests exist between any of the candidates and our company.
2. The number of our shares owned shows the number of real shares, including each individual's holdings in the Imagica Group executive shareholding association.
3. Candidate for Director Atsuko Murakami is a candidate for Outside Director.
4. Atsuko Murakami, a candidate for Director, is currently an Outside Director of this company. A contract has been established between her and this company based on the stipulations of Article 427 Paragraph 1 of the Companies Act with the liability limited to the minimum liability limit stipulated in Article 425 Paragraph 1 of that act concerning liability for damages under Article 423 Paragraph 1 of that act. Plans are to continue that contract if she takes the position of Director. Her term of office as an Outside Director of the company will be four years from the conclusion of the General Shareholders Meeting.  
In addition, the company will designate her as an independent officer based on the provisions of the Tokyo Stock Exchange and report this to that exchange. If she is reappointed, plans are for her to continue to be an independent officer.
5. Our company has a contract with an insurance company for executive liability insurance as stipulated in Article 430-3 Paragraph 1 of the Companies Act. This insurance contract pays for damages, dispute costs, etc. incurred to the insured due to a claim for compensation for damage arising from actions (or lack of action) taken by the insured as a Director in the course of their duties. It should be noted that by excluding cover for damages to a Director who committed bribery or other criminal acts or who intentionally committed illegal acts, we have taken measures to prevent impairment in the appropriateness of the execution of duties by Directors. Each candidate who becomes a Director will become an insured person under the insurance contract and plans are to renew the insurance contract during their terms of office.

(Reference) Skills Matrix

In order to ensure the diversity of the Board of Directors and to have it fulfill its roles and responsibilities effectively, the Company uses certain criteria for selecting Directors, including highly specialized knowledge and abundant experience in specialized fields, in addition to excellent character and insight.

If each candidate for Director is appointed at this General Meeting, the skills of the Directors, including incumbent Directors, will be as follows.

| Full Name                                      |                  | Corporate Management | Financial Accounting | Legal affairs Risk management | Global experience | Diversity | Personnel work | M&A/ Business revitalization | Sales/ Marketing | Imaging Business |
|------------------------------------------------|------------------|----------------------|----------------------|-------------------------------|-------------------|-----------|----------------|------------------------------|------------------|------------------|
| Director                                       | Fumio Nagase     | ●                    |                      |                               | ●                 |           |                | ●                            | ●                | ●                |
|                                                | Shunjiro Nagase  | ●                    |                      |                               | ●                 |           |                | ●                            | ●                | ●                |
|                                                | Masakazu Morita  | ●                    | ●                    |                               | ●                 |           | ●              | ●                            |                  | ●                |
|                                                | Masashi Nakamura | ●                    |                      |                               | ●                 |           |                | ●                            |                  | ●                |
|                                                | Atsuko Murakami  | ●                    | ●                    |                               | ●                 | ●         |                |                              |                  | ●                |
| Director, Audit & Supervisory Committee Member | Osamu Chiba      |                      |                      | ●                             |                   |           |                |                              | ●                |                  |
|                                                | Taketo Yamakawa  | ●                    |                      |                               | ●                 |           |                | ●                            | ●                |                  |
|                                                | Hiromi Nakazawa  |                      | ●                    | ●                             | ●                 | ●         |                |                              |                  |                  |

END