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(Stock Exchange Code 9757)

March 6, 2026

(Commencement of electronic provision measures: March 4, 2026)

To Shareholders with Voting Rights

Takayuki Nakatani
President and Group CEO
Funai Soken Holdings Inc.
2-2-1 Yaesu, Chuo-ku, Tokyo

NOTICE OF THE 56th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

This is to notify you that the 56th Ordinary General Meeting of Shareholders of Funai Soken Holdings Inc. (the “Company”) will be held for the purposes as described below.

Measures for electronic provision have been taken for the convocation of this General Meeting of Shareholders, and the reference documents for the General Meeting of Shareholders (matters to be provided electronically) are posted on the following internet website (Japanese version only) as “NOTICE OF THE 56th ORDINARY GENERAL MEETING OF SHAREHOLDERS.”

The Company website: <https://hd.funaisoken.co.jp/ir/shareholders.html>

In addition to the Company website, matters to be provided electronically will also be posted on the Tokyo Stock Exchange (TSE) website. Access the following TSE website (Listed Company Search), search by entering the issue name (company name) or code, then select “Basic information,” and “Documents for public inspection/PR information” in order to confirm.

TSE Website (Listed Company Search):

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

Please exercise your voting rights in accordance with the Guidance for Exercise of Voting Rights below.

Guidance for Exercise of Voting Rights

Attending the meeting

Please submit the enclosed Voting Rights Exercise Form at the reception desk on the day of the meeting. If you plan to attend the meeting in person, it is not necessary to exercise your voting rights via either postal mail (Voting Rights Exercise Form) or the Internet, etc.

Not attending the meeting

[Exercise of voting rights via postal mail (Voting Rights Exercise Form)]

Please review the Reference Documents for the General Meeting of Shareholders found in the matters to be provided electronically and indicate your approval or disapproval of the proposals on the enclosed Voting Rights Exercise Form and return it by postal mail. The completed form must reach the Company by 5:45 p.m. Japan time on Friday, March 27, 2026. We recommend posting the form early to ensure that it will reach us in time. If there is no indication of approval or disapproval of the proposals on the Voting Rights Exercise Form, it will be treated as an indication of approval.

[Exercise of voting rights via the Internet, etc.]

Please access the voting website (<https://evote.tr.mufg.jp/>), use the “login ID” and “temporary password” printed on the Voting Rights Exercise Form, and follow the on-screen instructions to input your approval or disapproval of the proposals by 5:45 p.m. Japan time on Friday, March 27, 2026.

If you have exercised your voting rights using both Voting Rights Exercise Form and the Internet, etc., only the vote via the Internet, etc. shall be deemed effective.

To shareholders using smartphones

If you exercise your voting rights via smartphone, you may exercise your voting rights without entering your “login ID” and “temporary password.”

- 1. Date and Time:** Saturday, March 28, 2026 at 10:00 a.m. Japan time
- 2. Place:** Main Conference Room 1+2 on the 4th floor of Tokyo Midtown Yaesu Conference located at 2-2-1 Yaesu, Chuo-ku, Tokyo
* This year, the meeting will be held in Tokyo. Please see the “Map to the General Meeting of Shareholders” on the back cover of this notice to find the correct location.
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company’s 56th Fiscal Year (January 1, 2025 - December 31, 2025)
 2. Results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements for the Company’s 56th Fiscal Year
- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Six (6) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)
- Proposal 3:** Election of Three (3) Directors Serving as Audit and Supervisory Committee Members
- Proposal 4:** Election of One (1) Substitute Director Serving as an Audit and Supervisory Committee Member

Regarding this Notice, the following matters are not included in the documents to be sent to shareholders in accordance with provisions of laws and regulations as well as Article 16 of the Company’s Articles of Incorporation (Japanese version only). Accordingly, these documents are part of the documents that were audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing the audit report.

- 1) Of the Business Report (Japanese version only), “Matters Concerning Stock Acquisition Rights, etc. of the Company” and “Structure and Policy of the Company”
- 2) Of the Consolidated Financial Statements (Japanese version only), “Consolidated Statement of Changes in Equity” and “Notes to Consolidated Financial Statements”
- 3) Non-consolidated Financial Statements (Japanese version only)

Instructions

- When attending the meeting, please bring this Notice with you.
- Should there be any amendments to the matters to be provided electronically, the amendments will be posted on each website.
- If you have a fever or look unwell on the day of the meeting, we may refuse your entry into the conference room.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

While striving to enhance its financial structure and business foundation, the Company views appropriate profit returns to shareholders as one of its most important management issues, and its basic policy is to pay out dividends upon considering business performance. Based on this policy, the year-end dividend is proposed as follows.

1. Type of dividend property
Cash

2. Matters concerning allotment of dividend property and the total amount
43 yen per share of common stock of the Company
For a total of 1,954,023,630 yen

Together with an interim dividend (42 yen per share), the annual dividend will be 85 yen per share.

(Note) Common stock of the Company was split at a ratio of 2-for-1 with an effective date of January 1, 2026. As the record date of the year-end dividend for this fiscal year (the 56th fiscal year) is December 31, 2025, the Company will pay dividends based on the number of shares before the share split.

3. Effective date of distribution of surplus
Monday, March 30, 2026

Proposal 2: Election of Six (6) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors serving as Audit and Supervisory Committee Members) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of six (6) Directors (excluding Directors serving as Audit and Supervisory Committee Members) is proposed.

The candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members) are as follows:

Candidate No.		Name	Current positions at the Company	Attendance at the Board of Directors meetings
1	[Reappointment]	Takayuki Nakatani	President and Group CEO	100% (13 out of 13 meetings)
2	[Reappointment]	Motoki Haruta	Director and Executive Officer	100% (13 out of 13 meetings)
3	[New appointment]	Kyohei Deguchi	-	-
4	[Reappointment]	[Outside Director] [Independent Officer] Nobuyuki Isagawa	Outside Director	100% (13 out of 13 meetings)
5	[Reappointment]	[Outside Director] [Independent Officer] Taeko Yamamoto	Outside Director	92% (12 out of 13 meetings)
6	[Reappointment]	[Outside Director] [Independent Officer] Tomomi Murakami	Outside Director	100% (13 out of 13 meetings)

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	 Takayuki Nakatani (August 16, 1968) [Reappointment] [Attendance at the Board of Directors meetings] 13 out of 13 meetings (100%)	<p>April 1991 Joined the Company</p> <p>March 2010 Executive Officer; Deputy General Manager, Management Consulting Department II, Consulting Operations Divisional Headquarters</p> <p>March 2013 Director, Executive Officer; Deputy General Manager, Tokyo Management Consulting Divisional Headquarters; General Manager, Management Consulting Department I</p> <p>July 2014 Director, Executive Officer; General Manager, Tokyo Management Consulting Divisional Headquarters, Funai Consulting Inc.</p> <p>March 2015 Director, Senior Vice President; General Manager, Consulting Operations Divisional Headquarters President, Funai Consulting Shanghai Inc.</p> <p>March 2016 President and CEO, Funai Consulting Inc.</p> <p>March 2020 Director, Executive Vice President; General Manager, Business Management Divisional Headquarters, the Company</p> <p>March 2021 President and CEO</p> <p>March 2023 President and Group CEO (current position)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Takayuki Nakatani has gained many years of experience as a management consultant at Funai Consulting Inc., a core operating company of the Group. He has significantly led initiatives to expand the company's business performance through development of the customer base and implementation of sales strategies as President of Funai Consulting Inc. Since assuming the position of President in March 2021, he has demonstrated his management skills, and since January 2023, he has significantly driven the expansion of the Group's business performance forward by implementing a new growth strategy under the Group Purpose. As the Group is entering a new growth stage under the new Mid-Range Business Plan launched in 2026, his experience and ability to deliver results are vital to accelerating the Group's evolution as a consulting group and establishing a next-generation business foundation. We have continued to nominate him as Director because we have judged that he is most suitable for leading the Group toward further progress.</p>	388,640

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	 <p>Kyohei Deguchi (February 6, 1977)</p> <p>[New appointment]</p> <p>[Attendance at the Board of Directors meetings]</p> <p>-</p>	<p>February 2004 Joined the Company</p> <p>March 2016 Executive Officer; Deputy General Manager, Management Consulting Department II, Consulting Operations Divisional Headquarters; General Manager, Healthcare, Nursing Care, Welfare and Education Consulting Department, Funai Consulting Inc.</p> <p>March 2018 Director, Executive Officer; General Manager, Management Consulting Department II, Consulting Operations Divisional Headquarters</p> <p>March 2020 Director, Executive Vice President; General Manager, Consulting Operations Divisional Headquarters; General Manager, Management Consulting Department II, Consulting Operations Divisional Headquarters</p> <p>March 2021 President, Funai Consulting Shanghai Inc.</p> <p>January 2024 Director, Executive Vice President; Head of Offerings Divisional Headquarters, Funai Consulting Inc.</p> <p>January 2025 Director, Executive Vice President (current position) President, Funai Soken Agata FAS Inc. (current position)</p> <p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Kyohei Deguchi has played a central role in the management of Funai Consulting Inc., a core operating company of the Group, as its Director. He has also led the strengthening of the M&A and business succession fields as President of Funai Soken Agata FAS Inc.</p> <p>We have nominated him as a new candidate for Director because we have judged that his high ability to formulate business concepts, and his abundant experience in group-wide business planning and M&A strategies, will significantly contribute to further enhancement of corporate value of the Group.</p>	68,400
4	 <p>Nobuyuki Isagawa (December 8, 1966)</p> <p>[Reappointment]</p> <p>[Outside Director] [Independent Officer]</p> <p>[Term of office as Director] Ten years (at the conclusion of this meeting)</p> <p>[Attendance at the Board of Directors meetings] 13 out of 13 meetings (100%)</p>	<p>April 1989 Joined New Japan Securities Co., Ltd. (currently, Mizuho Securities Co., Ltd.)</p> <p>April 1998 Assistant Professor, School of Business Administration, Kobe University</p> <p>April 2007 Professor, Graduate School of Business Administration</p> <p>January 2011 Outside Director, TASAKI & Co., Ltd.</p> <p>March 2016 Director, the Company (current position)</p> <p>April 2016 Professor, Graduate School of Management, Kyoto University (current position)</p> <p>March 2020 Outside Director, Inbound Tech Inc. (current position)</p> <p>[Reasons for nomination as a candidate for Outside Director and overview of expected role]</p> <p>Mr. Nobuyuki Isagawa is well versed in the areas of finance, corporate value evaluation, ESG management and financial performance. In addition to his highly specialized expertise as a university professor, he has extensive experience in industry-academia collaboration activities and executive education. Based on his insight, he has been active in speaking at Board of Directors meetings, properly fulfilling his function as Outside Director of the Company to supervise Executive Directors. We have continued to nominate him as Outside Director to seek his advice for the Group's management going forward. Although Mr. Nobuyuki Isagawa has never been involved in corporate management except as outside director and outside corporate auditor, the Company nominated him as a candidate for Outside Director based on a belief that he would properly execute his role as Outside Director as he is a specialist in business administration.</p>	-

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	 Taeko Yamamoto (October 1, 1964) [Reappointment] [Outside Director] [Independent Officer] [Term of office as Director] Three years (at the conclusion of this meeting) [Attendance at the Board of Directors meetings] 12 out of 13 meetings (92%)	April 1987 Joined Mitsubishi Corporation December 1994 Joined Gold Coast Technical Documentation Inc. September 1998 Joined Microsoft Japan Co., Ltd. June 2001 Joined IBM Japan Ltd. April 2013 Joined Microsoft Japan Co., Ltd.; Senior Director, Enterprise Marketing July 2017 Senior Director, Partner Marketing April 2020 Joined Fujitsu Limited; Corporate Executive Officer, CMO April 2022 Corporate Executive Officer, EVP, CMO March 2023 Director, the Company (current position) January 2025 Corporate Executive Officer, CMO, Fujitsu Limited April 2025 Joined YANMAR HOLDINGS CO., LTD. June 2025 Director and Member of the Board, CMO (current position) Outside Director, MatsukiyoCocokara & Co. (current position)	-
		[Reasons for nomination as a candidate for Outside Director and overview of expected role] Ms. Taeko Yamamoto has assumed key positions in several global IT companies and has experience in leading the launch of an overseas subsidiary. She thus possesses a high level of insight into international organizational management and judgment on the appropriateness of management from a global perspective. We have continued to nominate her as Outside Director because we have received, at Board of Directors meetings, suggestions for management and advice on promoting the DX conversion of the Group, using her extensive experience and high level of insight.	

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	 Tomomi Murakami (current surname: Tarui) (January 23, 1968) [Reappointment] [Outside Director] [Independent Officer] [Term of office as Director] Three years (at the conclusion of this meeting) [Attendance at the Board of Directors meetings] 13 out of 13 meetings (100%)	April 1990 Joined Fuji Research Institute Corporation (currently, Mizuho Research & Technologies, Ltd.) July 2017 Senior Manager July 2019 Lead Consultant June 2021 Joined Board Advisors Japan, Inc.; Senior Manager (current position) March 2023 Director, the Company (current position)	-
		[Reasons for nomination as a candidate for Outside Director and overview of expected role] Ms. Tomomi Murakami has provided long-term support for the development process of corporate environments, CSR, and ESG management from both the corporate and policy sides. Moreover, she has experience in analyzing ESG management issues, as well as in consulting regarding the evaluation of the effectiveness of boards of directors, including from an ESG perspective. We have continued to nominate her as Outside Director because we have received, at Board of Directors meetings, advice on strengthening the Company's corporate governance and promoting ESG management as well as suggestions for management, using her extensive experience and high level of insight. Although Ms. Tomomi Murakami has never been directly involved in corporate management, the Company believes that she will be able to perform her duties appropriately due to her high level of expertise.	

(Notes) Special notes on the candidates for Directors

1. No special conflict of interest exists between the Company and any of the candidates for Directors.
2. Mr. Nobuyuki Isagawa, Ms. Taeko Yamamoto, and Ms. Tomomi Murakami are candidates for Outside Directors. The Company has designated Mr. Nobuyuki Isagawa, Ms. Taeko Yamamoto, and Ms. Tomomi Murakami as Independent Officers stipulated by the Tokyo Stock Exchange, and registered them with the Exchange.
3. If the election of Mr. Nobuyuki Isagawa, Ms. Taeko Yamamoto, and Ms. Tomomi Murakami is approved, the Company intends to renew an agreement with them to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations.
4. The Company has concluded Directors and Officers Liability Insurance (D&O Insurance) contract that insures each candidate for Director. The insurance premiums are fully borne by the Company. The insurance policy covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. The Company plans to renew the insurance policy with the same contents if the election of each candidate is approved.
5. Common stock of the Company was split at a ratio of 2-for-1 on January 1, 2026. The above numbers of shares of the Company held are the numbers of shares after the share split.

Proposal 3: Election of Three (3) Directors Serving as Audit and Supervisory Committee Members

The terms of office of all three (3) Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of three (3) Directors serving as Audit and Supervisory Committee Members is proposed. This proposal has obtained the consent of the Audit and Supervisory Committee.

The candidates for Directors serving as Audit and Supervisory Committee Members are as follows:

Candidate No.			Name	Current positions at the Company	Attendance at the Board of Directors meetings
1	[Reappointment]	[Outside Director] [Independent Officer]	Nobuko Nakajima	Outside Director (Standing Member of the Audit and Supervisory Committee)	100% (10 out of 10 meetings)
2	[Reappointment]	[Outside Director] [Independent Officer]	Atsushi Nakao	Outside Director (Audit and Supervisory Committee Member)	100% (13 out of 13 meetings)
3	[New appointment]	[Outside Director] [Independent Officer]	Yasumasa Sakamoto	-	-

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	 Nobuko Nakajima (current surname: Sho) (April 5, 1975)	<p>October 2003 Joined Matsushita Electric Industrial Co., Ltd. (currently, Panasonic Holdings Corporation)</p> <p>June 2007 Established Asada & Nakajima Law Office</p> <p>April 2010 Director, Wellstone Corporation</p> <p>April 2013 Part-time Lecturer, Faculty of Business Administration, Kanagawa University</p> <p>December 2019 Established Tamayama Law Office (current position)</p> <p>March 2025 Director (Standing Member of the Audit and Supervisory Committee), the Company (current position) Corporate Auditor, Funai Consulting Inc. (current position)</p>	-
	[Reappointment] [Outside Director] [Independent Officer] [Term of office as Director] One year (at the conclusion of this meeting) [Attendance at the Board of Directors meetings] 10 out of 10 meetings (100%)	<p>[Reasons for nomination as a candidate for Outside Director and overview of expected role]</p> <p>Ms. Nobuko Nakajima has highly specialized expertise and extensive experience gained as an attorney. We have continued to nominate her as Outside Director serving as an Audit and Supervisory Committee Member because she has provided valuable advice from an independent standpoint as a legal expert to strengthen corporate governance and achieve the medium- to long-term enhancement of corporate value of the Group. Although Ms. Nobuko Nakajima has never been directly involved in corporate management, the Company believes that she will be able to perform her duties appropriately due to her high level of expertise.</p>	
2	 Atsushi Nakao (December 21, 1969)	<p>October 1991 Joined Showa Ota & Co. (currently, Ernst & Young ShinNihon LLC)</p> <p>July 1995 Joined Hongo Accounting Office (currently, Hongo Tsuji Tax & Consulting)</p> <p>November 2000 Director, Chuo CS Accounting Co., Ltd. (currently, CS Accounting Co., Ltd.)</p> <p>December 2005 Executive Vice President</p> <p>March 2013 Corporate Auditor, the Company</p> <p>March 2016 Director (Audit and Supervisory Committee Member) (current position)</p> <p>December 2019 President, CS Accounting Co., Ltd. (current position)</p>	-
	[Reappointment] [Outside Director] [Independent Officer] [Term of office as Director] Ten years (at the conclusion of this meeting) [Attendance at the Board of Directors meetings] 13 out of 13 meetings (100%)	<p>[Reasons for nomination as a candidate for Outside Director and overview of expected role]</p> <p>Mr. Atsushi Nakao has been actively making suggestions regarding important management matters as Outside Corporate Auditor since 2013 and as Outside Director serving as an Audit and Supervisory Committee Member since 2016 at the Company from his expert perspective as a certified public accountant, tax accountant and corporate manager. We have nominated him as Outside Director serving as an Audit and Supervisory Committee Member to continue to seek his advice for the Company's management.</p>	

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
	 Yasumasa Sakamoto (December 21, 1981)	December 2007 Registered as a lawyer (Osaka Bar Association) January 2008 Joined Kitahama Partners March 2015 Admitted to practice as an attorney at law in New York, U.S.A. January 2017 Partner, Kitahama Partners (current position) April 2018 Vice Chairman, International Committee, Osaka Bar Association (current position) February 2020 Co-Chairman, Business Program Committee, Kansai Chapter, The American Chamber of Commerce in Japan (current position)	
	[New appointment] [Outside Director] [Independent Officer] [Term of office as Director] - years (at the conclusion of this meeting) [Attendance at the Board of Directors meetings] -	[Reasons for nomination as a candidate for Outside Director and overview of expected role] Mr. Yasumasa Sakamoto has highly specialized expertise and extensive international experience gained as an attorney. We have nominated him as a new candidate for Outside Director serving as an Audit and Supervisory Committee Member with the expectation that he will provide valuable advice from an independent standpoint as a legal expert to strengthen the Group's global structure, enhance its compliance system, and further strengthen its supervisory function over the management. Although Mr. Yasumasa Sakamoto has never been directly involved in corporate management, the Company believes that he will be able to perform his duties appropriately due to his high level of expertise.	-

- (Notes)
1. No special conflict of interest exists between the Company and any of the candidates for Directors.
 2. Ms. Nobuko Nakajima, Mr. Atsushi Nakao, and Mr. Yasumasa Sakamoto are candidates for Outside Directors. The Company has designated Ms. Nobuko Nakajima and Mr. Atsushi Nakao as Independent Officers stipulated by the Tokyo Stock Exchange, and registered them with the Exchange. Mr. Yasumasa Sakamoto meets the requirements for independence stipulated by the Tokyo Stock Exchange, and if this proposal is approved, the Company intends to designate him as an Independent Officer and register him with the Exchange.
 3. If the election of Ms. Nobuko Nakajima and Mr. Atsushi Nakao is approved, the Company intends to renew an agreement with each of them to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act. If the election of Mr. Yasumasa Sakamoto is approved, the Company intends to enter into an agreement with the same contents with him. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations.
 4. The Company has concluded Directors and Officers Liability Insurance (D&O Insurance) contract that insures each candidate for Director. The insurance premiums are fully borne by the Company. The insurance policy covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. The Company plans to renew the insurance policy with the same contents if the election of each candidate for Director is approved. Mr. Yasumasa Sakamoto will be included as an insured person in this contract if his election is approved.

(Reference) Basic Views and Structure Regarding Corporate Governance

1. The Company's basic view on the election of candidates for the Board of Directors

(1) Appointment of candidates for Director

The Company has established a Nominating Committee consisting of a majority of Outside Directors. This committee deliberates on candidates for Directors, and the Board of Directors determines candidates for Directors based on the committee's recommendations.

i. Directors (excluding Audit and Supervisory Committee Members)

The roles and expectations of Directors (excluding Audit and Supervisory Committee Members) are overseeing and supervising the entire group from the perspective of group business strategy, financial aspects, compliance, and governance, in addition to having deep insight into business activities necessary to supervise the execution of operations including those of group operating companies.

ii. Directors (Audit and Supervisory Committee Members)

The role and expectation of Directors (Audit and Supervisory Committee Members) is to ensure that the management team responsible for supervising and managing the business execution of group companies shall verify the appropriateness and legality of management from multiple perspectives, including corporate management, finance and accounting, compliance, and governance.

In accordance with the above policy, it is the Nominating Committee's policy to select candidates that are suitable for the Board of Directors who can fulfill the management mandate from the shareholders as Directors and fulfill their duties and responsibilities, regardless of age, gender, nationality, etc. Four of the five members of the Nominating Committee are Outside Directors, and the committee is chaired by an Outside Director.

(2) Independence of Outside Directors

In appointing Outside Directors, the Company expects them to supervise the management of the Group from a high-level perspective backed by their experience. The Nominating Committee comprehensively examine whether the candidate has the character, insight, and business/professional experience appropriate for the role, and confirm that the candidate is sufficiently capable of performing the role and has no personal, capital, business, or other interests in the Group, as stipulated by the Tokyo Stock Exchange for the criteria for determining independence. The Nominating Committee nominates candidates for Outside Directors who are independent and are unlikely to have a conflict of interest with general shareholders.

(3) Composition of the Board of Directors

To ensure the objectivity and validity of the Board of Directors, the Company appoints the majority of its Directors as Outside Directors, with women accounting for at least 30% of the Directors, to strengthen corporate governance.

Skills matrix for the Board of Directors meeting following the General Meeting of Shareholders (tentative)

(Note) The skill matrix of the Board of Directors shall be as follows if the candidates listed in this Notice are elected as proposed.

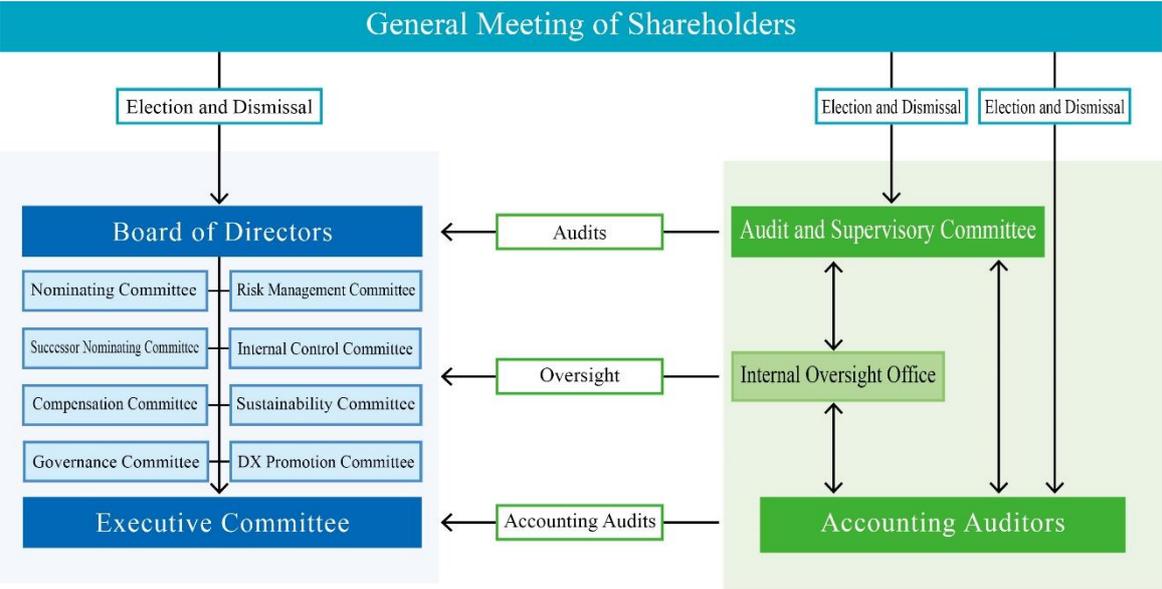
Name	Positions at the Company (tentative)	Attribute	Corporate management	Sales, marketing	Human capital management	Finance	Compliance, risk management	Governance, sustainability	IT, DX	Global
Takayuki Nakatani	President Group CEO	Male	•	•	•					
Motoki Haruta	Director Executive Officer	Male	•		•	•		•		
Kyohei Deguchi	Director Executive Officer	Male	•	•			•		•	•
Nobuyuki Isagawa	Outside Director	Male			•	•	•	•		
Taeko Yamamoto	Outside Director	Female	•	•					•	•
Tomomi Murakami	Outside Director	Female			•		•	•		
Nobuko Nakajima	Outside Director (Standing Member of the Audit and Supervisory Committee)	Female					•	•		
Atsushi Nakao	Outside Director (Audit and Supervisory Committee Member)	Male	•		•	•		•		
Yasumasa Sakamoto	Outside Director (Audit and Supervisory Committee Member)	Male					•	•		•

2. Our Basic View on Corporate Governance

The Company strives to strengthen its corporate governance with a focus on ensuring effective legal compliance and maximizing shareholder returns. The Company ensures the objectivity and appropriateness of the Board of Directors by appointing a majority of the Directors as Outside Directors, and audits and supervises the legality and appropriateness of the Board of Directors by three Outside Directors serving as Audit and Supervisory Committee Members.

We believe that a proactive approach to disclosure is an important pillar of corporate governance, and we are committed to prompt and accurate disclosure of its current business activities and future business strategies through statutory announcements and through initiatives such as company briefings and individual meetings with institutional investors and analysts.

● Corporate Governance Structure



As of December 31, 2025

(Reference) Our Group’s Sustainability Initiatives

Promoting sustainability in Mid-Range Business Plan

The Group promotes sustainability and ESG (Environmental, Social, and Governance) initiatives to ingrain the Group Purpose “Sustainable Growth for More Companies.” Major challenges and initiatives have been set for each ESG initiative, and activities promoted throughout the entire group.

Issuance of Integrated Report 2025

Since 2021, the Group has published integrated reports to investors and other stakeholders with the aim of deepening their understanding of the Group’s business strategies, performance, and sustainability.

The present fifth issue of the Report describes in detail the benefits of investing in offices associated with the relocation of our Tokyo headquarters, as well as business expansion through M&A and the establishment of new companies. It also offers enhanced coverage of human capital initiatives and the promotion of digital transformation.

URL: <https://hd.funaisoken.co.jp/en/ir/integrated-report.html>

Funai Soken Consulting Group’s Approach to Human Capital Management

Our Approach to Human Capital Management	A fine balance of corporate growth and employee growth
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The Three Drivers of Human Capital Management

Increasing Consultant Headcount
2028 target Consultant headcount: 1,400
Improving Productivity
2028 target Sales per employee: ¥23 mil.
Extending expected tenure
2028 target Expected tenure: 7 years (14.2% turnover rate)

Topic

Initiatives to help women forge meaningful careers

Three Group companies have been awarded the Eruboshi Certification by the Minister of Health, Labour and Welfare for their excellence in promoting women’s advancement in the workplace.

- 

Funai Soken Holdings Inc.
(3 stars: highest rank)
- 

Funai Consulting Inc.
(3 stars: highest rank)
- 

HR Force Inc. (currently, Funai Soken Human Capital Consulting Inc.)
(2 stars)