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Securities Code: 2379

May 1, 2026

Start date of measures for electronic provision: April 28, 2026

To our shareholders:

Hideki Tomita  
Representative Director, President and  
Chief Executive Officer  
dip Corporation  
3-2-1 Roppongi, Minato-ku, Tokyo

## **NOTICE OF CONVOCAION OF THE 29TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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

We are pleased to announce that the 29th Annual General Meeting of Shareholders of dip Corporation (the “Company”) will be held as described below.

When convening this general meeting of shareholders, the Company takes measures to provide information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures to provide information in electronic format are to be taken) in electronic format, and posts this information on each of the following websites. Please access any of these websites by using the internet address shown below to review the information.

[The Company’s website]

<https://www.dip-net.co.jp/ir/general-meeting> (in Japanese)

[Tokyo Stock Exchange website (Listed Company Search)]

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

(Please view by accessing the above Tokyo Stock Exchange website, entering and searching for the name “dip” or securities code “2379” of the Company, and selecting “Basic information,” then “Documents for public inspection/PR information.”)

Furthermore, if you are unable to attend the meeting, you can exercise your voting rights via the Internet, etc. (available only in Japanese) or in writing (by mail). Please review the contents of the Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposals on the Voting Rights Exercise Form and return it, or input your vote on the website for exercising voting rights so that your vote is received by 6:30 p.m. on Wednesday, May 20, 2026, Japan Standard Time.

**1. Date and Time:** **Thursday, May 21, 2026 at 10:00 a.m., Japan Standard Time (reception opens: 9:30 a.m.)**

**2. Place:** **Tokyo Midtown Hall B, B1, Midtown East  
Tokyo Midtown, 9-7-2 Akasaka, Minato-ku, Tokyo**

**3. Meeting Agenda:**

**Matters to be reported:**

1. The Business Report and Consolidated Financial Statements for the Company's 29th fiscal year (from March 1, 2025 to February 28, 2026), and the results of audits of the Consolidated Financial Statements by the Independent Auditor and the Audit and Supervisory Committee
2. The Financial Statements for the Company's 29th fiscal year (from March 1, 2025 to February 28, 2026)

**Proposals to be resolved:**

**Proposal No. 1 Election of Four (4) Board Directors (excluding Board Directors who are Audit and Supervisory Committee Members)**

**Proposal No. 2 Election of One (1) Board Director who is an Audit and Supervisory Committee Member**

- Among the matters subject to measures for electronic provision, in accordance with the provisions of laws and regulations and Article 15 of the Articles of Incorporation of the Company, the "Notes to the Consolidated Financial Statements" and the "Notes to the Financial Statements" are not provided in the paper-based documents delivered to shareholders who have made a request for delivery of such documents. Therefore, these paper-based documents are included in the scope of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing the Audit Report.
- For shareholders who have not made a request for delivery of paper-based documents, the Company sends paper-based documents that include a partial extract from the Business Report, in addition to statutory information and the Reference Materials for the General Meeting of Shareholders.
- If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the websites where this information is posted.
- Persons who use wheelchairs or request information assurance for hearing impaired are kindly requested to contact the following office by 6:30 p.m. on Thursday, May 14, 2026, to allow time for preparation. Furthermore, please note that information assurance is not a guarantee of the accuracy of all information.

<Inquiries>

dip Corporation, Office for Reasonable Accommodations: disability-support@dip-net.co.jp

## Reference Documents for the General Meeting of Shareholders

**Proposal No. 1** Election of Four (4) Board Directors (excluding Board Directors who are Audit and Supervisory Committee Members)

The terms of office of five incumbent Board Directors (excluding Board Directors who are Audit and Supervisory Committee Members; hereinafter, the same applies in this proposal) (of whom three are Outside Board Directors) will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the Company proposes the election of four Board Directors (of whom three are Outside Board Directors).

This proposal is based on a recommendation by the Nomination and Compensation Committee, in which Independent Outside Board Directors constitute the majority of the members.

The candidates for Board Directors are as follows:

Candidate No.	Name	Current Positions and Responsibilities within the Company	Attendance at the Board of Directors' meetings
1	Reappointment Hideki Tomita	Representative Director, President and Chief Executive Officer	100% (12 out of 12 meetings)
2	Reappointment Kuniyoshi Mabuchi	Outside Director Independent Director	100% (12 out of 12 meetings)
3	Reappointment Kanae Takeuchi	Outside Director Independent Director	100% (12 out of 12 meetings)
4	Reappointment Naoto Oohitsu	Outside Director Independent Director	100% (9 out of 9 meetings)

Note: As candidate for Board Director Mr. Naoto Oohitsu was newly elected as a Board Director at the 28th Annual General Meeting of Shareholders held on May 22, 2025, and assumed office on that day, his attendance at Board of Directors' meetings during the fiscal year from that day onward is stated.

Candidate  
No.

1

Hideki Tomita

Reappointment

Date of birth:	September 5, 1966
Number of Company shares owned:	59,100 shares
Position and responsibility in the Company:	Representative Director, President and Chief Executive Officer
Attendance at the Board of Directors' meetings	100% (12 out of 12 meetings)

#### **Career summary, position and responsibility in the Company**

Apr. 1990	Joined Chisan Co., Ltd.
May 1992	Joined Forum Corporation
Mar. 1997	Established the Company Representative Director, President
Mar. 2006	Representative Director, President and CEO (Chief Executive Officer) of the Company (present)
May 2018	President of dip America, Inc. (present)
July 2025	Representative Director of Broncos 20 Co., Ltd. (present)

#### **Reasons for nomination as a candidate for Board Director**

Hideki Tomita, as founder of the company, has been involved in the establishment and operation of all of the businesses in which the Company is engaged. As the person most familiar with the Company's business, Tomita has extensive experience in business execution at the Company. Tomita specifically focuses on ways to obtain job information that is both fresh and uniquely abundant and develops original services such as workplace instruction videos to achieve measures that will exceed the expectations of users. In particular, Tomita has proposed and strongly promoted the "dip Incentive Project" since 2021 in which sales employees suggest measures to client companies such as raising hourly wages, the "dip DEI Project" since 2023 in which they encourage client companies to incorporate diversity, equity, and inclusion in their corporate culture and organizations, and since 2024, "dip AI AGENT," an interactive part-time job searching service utilizing AI, and "Spot Baitoru," a spot part-time job service that includes Japan's first unique "Good Job Bonus" feature to give better treatment to good part-timers who work in their spare time. In this way, as Representative Director, President and Chief Executive Officer of the Company, Tomita has led its growth and demonstrated strong leadership. The Company has judged that Tomita is appropriately qualified for our aim of continuing to sustainably increase corporate value and has therefore made this nomination for Board Director of the Company.

Date of birth:	October 14, 1965
Number of Company shares owned:	0 shares
Position and responsibility in the Company:	Outside Board Director
Attendance at the Board of Directors' meetings	100% (12 out of 12 meetings)

**Career summary, position and responsibility in the Company**

Apr. 1995	Joined Sapiient Corporation
June 1998	Representative Director and President of DOE Co., Ltd.
Mar. 2012	Representative Director and President of OgilvyOne Japan (currently VML & Ogilvy Japan GK) Representative Director and President of neo@Ogilvy (currently VML & Ogilvy Japan GK)
July 2018	Director of Facebook Japan K.K. (currently Facebook Japan G.K.)
Sept. 2018	Outside Director of PORT INC.
Dec. 2019	Outside Director of Makuake, Inc.
May 2021	Outside Board Director of the Company (present)
Mar. 2022	Co-Representative Director of Metaverse Japan, Inc. (present)
June 2022	Outside Director (Audit and Supervisory Committee Member) of PORT INC.
Jan. 2024	Director of Generative AI Japan (present)

**Significant concurrent positions outside the Company**

Co-Representative Director of Metaverse Japan, Inc.  
Director of Generative AI Japan

**Reasons for nomination as a candidate for Outside Board Director and overview of expected roles**

Kuniyoshi Mabuchi has promoted the strengthening of the corporate governance system based on a wealth of management experience and extensive knowledge gleaned as a manager of several businesses, including global companies. Mabuchi also has abundant experience in and extensive knowledge of digital marketing and the latest technologies such as AI. In addition to the oversight and supervisory roles exercised as an Outside Board Director, it is anticipated that Mabuchi will continue to utilize his wealth of corporate management experience to ensure the transparency of management systems, and provide advice and suggestions related to the fields of marketing and technology. The Company has judged that Mabuchi is appropriately qualified for our aim of continuing to sustainably increase corporate value and has therefore made this nomination as a candidate for Outside Board Director. Furthermore, the number of years since Mabuchi assumed the office as Outside Board Director of the Company will be five years as of the conclusion of this Annual General Meeting of Shareholders.

Date of birth:	September 14, 1978
Number of Company shares owned:	0 shares
Position and responsibility in the Company:	Outside Board Director
Attendance at the Board of Directors' meetings	100% (12 out of 12 meetings)

**Career summary, position and responsibility in the Company**

Apr. 2001	Joined Tokyo Broadcasting System, Inc. (currently TBS Holdings, Inc.)
Nov. 2012	Independent freelance announcer
June 2020	Outside Director of SBI Holdings, Inc. (present)
May 2022	Outside Board Director of the Company (present)

**Significant concurrent positions outside the Company**

Outside Director of SBI Holdings, Inc.

**Reasons for nomination as a candidate for Outside Board Director and overview of expected roles**

Kanae Takeuchi has extensive knowledge in a broad range of social issues, including the promotion of women's active participation in the workplace and diverse work styles, gained through considerable experience in serving as announcer for news programs and interviewing business executives. At meetings of the Board of Directors, Takeuchi provides guidance and suggestions related to compliance and risk management from an objective perspective cultivated through considerable experience, thereby contributing to stimulating discussion at meetings of the Board of Directors. In addition to the oversight and supervisory functions of an Outside Board Director, Takeuchi is also expected to continue to utilize an abundant knowledge related to social issues to provide effective advice related to the social issues that we strive to address, and provide advice and suggestions aimed at strengthening compliance and risk management.

The Company has judged that Takeuchi is appropriately qualified for our aim of continuing to sustainably increase corporate value and has therefore made this nomination as a candidate for Outside Board Director.

While Takeuchi has never been directly involved in the management of a company, we judge that this candidate will appropriately fulfill the duties of the post due to achievements as an outside director of another company in addition to the reasons mentioned above.

Furthermore, the number of years since Takeuchi assumed the office as Outside Board Director of the Company will be four years as of the conclusion of this Annual General Meeting of Shareholders.

Date of birth:	September 26, 1964
Number of Company shares owned:	0 shares
Position and responsibility in the Company:	Outside Board Director
Attendance at the Board of Directors' meetings	100% (9 out of 9 meetings)

**Career summary, position and responsibility in the Company**

Apr. 1988	Joined The Fuji Bank, Ltd. (currently Mizuho Bank, Ltd.)
Apr. 2013	General Manager of Shibuya-Chuo Branch of Mizuho Bank, Ltd.
Apr. 2016	General Manager of Innovative Startups Coordination Department of Mizuho Bank, Ltd.
Apr. 2018	Executive Officer of Mizuho Bank, Ltd.
Apr. 2022	Managing Executive Officer of Mizuho Bank, Ltd.
Apr. 2024	Executive Advisor of Mizuho Bank, Ltd., Executive Advisor of Mizuho Financial Group, Inc.
Apr. 2025	Senior Executive Managing Officer of Hulic Co., Ltd.
May 2025	Outside Board Director of the Company (present)
Sept. 2025	Outside Director of Dirbato Co., Ltd. (present)
Oct. 2025	Senior Managing Director and Partner of Midas Capital Co., Ltd. (present)

**Significant concurrent positions outside the Company**

Outside Director of Dirbato Co., Ltd.  
Senior Managing Director and Partner of Midas Capital Co., Ltd.

**Reasons for nomination as a candidate for Outside Board Director and overview of expected roles**

Naoto Oohitsu has previously worked in corporate affairs at Mizuho Bank, Ltd. for many years, engaged on the front lines of support in funding, business planning, and financial strategy for tech companies and other startups and growing companies. Based on this, Oohitsu has a wealth of experience in sales, accounting, and finance, as well as extensive knowledge of business models and business strategy using technology. At meetings of the Board of Directors, Oohitsu provides suggestions related to accounting and finance from an objective perspective based on professional expertise, as well as recommendations for maximizing shareholder value through long-term growth strategy and capital policy, thereby contributing to stimulating discussion. In addition to oversight and supervisory functions as an Outside Board Director, Oohitsu is also expected to continue to utilize an abundant experience related to accounting and finance to provide effective advice related to the Company's long-term growth strategy and capital policy, and advice and recommendations to strengthen governance from the perspective of sustainability.

The Company has judged that Oohitsu is appropriately qualified for our aim of continuing to sustainably increase corporate value and has therefore made this nomination as a candidate for Outside Board Director.

Furthermore, the number of years since Oohitsu assumed the office as Outside Board Director of the Company will be one year as of the conclusion of this Annual General Meeting of Shareholders.

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. Ms. Kanae Takeuchi's name on her family register is Kanae Kusakari.
  3. Mr. Kuniyoshi Mabuchi, Ms. Kanae Takeuchi and Mr. Naoto Oohitsu are candidates for Outside Board Director, and the Company has submitted notification to the Tokyo Stock Exchange that they have been designated as Independent Directors as provided for by the aforementioned exchange. If this proposal is approved and each candidate is appointed as an Outside Board Director, each of them will serve as an Independent Director.
  4. The Company has entered into a limited liability agreement with Mr. Kuniyoshi Mabuchi, Ms. Kanae Takeuchi and Mr. Naoto Oohitsu, candidates for Outside Board Director, to limit their liability to the minimum amount stipulated in Article 425, paragraph (1) of the Companies Act. If this proposal is approved and they are reappointed as Outside Board Directors, the Company plans to renew the aforementioned agreement with them.
  5. The Company has entered into a directors and officers liability insurance ("D&O insurance") policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, thereby covering losses and costs incurred by Board Directors, etc. in cases where they are liable for damages arising from their performance of duties (unless a coverage exclusion in the insurance policy is applied). The full amount of the insurance premiums for D&O insurance is borne by the Company. If this proposal is approved and each candidate assumes the office of Board Director, the Company plans to include every such Board Director as an insured party in the D&O insurance policy. The term of the D&O insurance policy is one year, and the Company plans to renew the policy before the expiration of that term by resolution of the Board of Directors.

**Proposal No. 2** Election of One (1) Board Director who is an Audit and Supervisory Committee Member

Among the four incumbent Board Directors who are Audit and Supervisory Committee Members, the term of office of Mr. Kazuhisa Iwata will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the Company proposes the election of one Board Director who is an Audit and Supervisory Committee Member.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for Board Director who is an Audit and Supervisory Committee Member is as follows:

Date of birth:	October 1, 1963
Number of Company shares owned:	258,300 shares
Position and responsibility in the Company:	Board Director (Full-time Audit and Supervisory Committee Member)
Attendance at the Board of Directors' meetings	100% (12 out of 12 meetings)

#### Career summary, position and responsibility in the Company

Apr. 1986	Joined Sanpo Tsushin Co., Ltd.
May 2000	Joined the Company
June 2002	Board Director of the Company
Oct. 2004	Director of E-engine Co., Ltd.
May 2005	Managing Director of the Company
Mar. 2006	Managing Director and Managing Executive Officer of the Company
Feb. 2007	Board Director and Managing Executive Officer in charge of Hatarako.net Business Division and Outsourcing Business Division of the Company
Sept. 2007	Board Director, Managing Executive Officer and General Manager of Outsourcing Business Division of the Company
June 2008	Board Director, Managing Executive Officer, Manager of Agent Business and General Manager of Hatarako.net Business Division of the Company
May 2009	Board Director, Senior Managing Executive Officer, Manager of Agent Business and General Manager of Hatarako.net Business Division of the Company
Sept. 2009	Board Director, Senior Managing Executive Officer and General Manager of Agent Business Division of the Company
June 2010	Board Director, Senior Managing Executive Officer and General Manager of HR Solution Business Division of the Company
Mar. 2011	Board Director, Senior Managing Executive Officer and President of Hatarako Company of the Company
May 2011	Board Director, Managing Executive Officer and President of Hatarako Company of the Company
Mar. 2012	Board Director, Managing Executive Officer and President of Agent Company of the Company
Mar. 2013	Board Director, Managing Executive Officer and General Manager of the Media No. 1 Business Division of the Company
Mar. 2014	Board Director, COO (Chief Operating Officer) and General Manager of the Media Business Division of the Company
Apr. 2018	Board Director, COO and Executive Manager of Personnel Recruiting Services Headquarters of the Company
Sept. 2019	Board Director, COO, Executive Manager of Personnel Recruiting Services Headquarters, and Executive Manager of Business Management Headquarters of the Company
June 2020	Board Director, COO, Personnel Recruiting Services Manager, and Executive Manager of Business Management Headquarters of the Company
July 2020	Board Director, CBO (Chief Business Officer) of the Company
May 2023	Senior Managing Executive Officer, CBO of the Company
May 2024	Board Director (Full-time Audit and Supervisory Committee Member) of the Company (present)

### **Reasons for nomination as a candidate for Board Director who is an Audit and Supervisory Committee Member**

Since joining the Company in 2000, Kazuhisa Iwata has helped increase market share and improve the Company's performance in our core business, the personnel recruiting services business, and has held executive positions in charge of said business. He subsequently served as Board Director in the position of Chief Business Officer and continued to serve in the position of Chief Business Officer as Senior Managing Executive Officer following his resignation as Board Director. Iwata developed knowledge related to sales, service development, HR development, and risk management through many years of experience. In May 2024, he assumed the office of Full-time Audit and Supervisory Committee Member of the Company, and has utilized his management experience to strengthen the decision-making function of the Board of Directors, and audit and supervisory functions. Based on his familiarity with all aspects of management, he conducts audits characterized by both independence and effectiveness, thereby contributing to the sustainable growth and enhanced corporate value of the Company. It is expected that this candidate will continue to utilize the broad range of knowledge developed through the experience gained in various roles to date to supervise the management of the Company, while also strengthening the decision-making function of the Board of Directors, and audit and supervisory functions. The Company has judged that Iwata is appropriately qualified for our aim of continuing to sustainably increase corporate value and has therefore made this nomination as a candidate for Board Director who is an Audit and Supervisory Committee Member.

- Notes:
1. There is no special interest between Mr. Kazuhisa Iwata and the Company.
  2. The Company has entered into a directors and officers liability insurance ("D&O insurance") policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, thereby covering losses and costs incurred by Board Directors, etc. in cases where they are liable for damages arising from their performance of duties (unless a coverage exclusion in the insurance policy is applied). The full amount of the insurance premiums for D&O insurance is borne by the Company. If this proposal is approved and Mr. Kazuhisa Iwata assumes the office of Board Director who is an Audit and Supervisory Committee Member, the Company plans to include him as an insured party in the D&O insurance policy. The term of the D&O insurance policy is one year, and the Company plans to renew the policy before the expiration of that term by resolution of the Board of Directors.

## For reference: Skills matrix of the Board of Directors and the Audit and Supervisory Committee

Composition of the Board of Directors and the Audit and Supervisory Committee when Proposals No. 1 and No. 2 are approved, and areas in which each person has a high level of expertise:

Number of female Board Directors: Three (percentage of Board Directors: 37.5%)

Name	Positions/ responsibilities	Areas in which the person has a high level of expertise									
		Corporate manage- ment	HR develop- ment/ promotion of DEI	Sales	Service develop- ment	Market- ing/pro- motion	Technology	Accounting/ finance	Risk Manage- ment	Sustain- ability/ ESG	
Hideki Tomita	Reappointment	Representative Director, President and Chief Executive Officer	•	•	•	•	•			•	•
Kuniyoshi Mabuchi	Reappointment Outside Independent	Board Director	•			•	•	•			
Kanae Takeuchi	Reappointment Outside Independent	Board Director		•						•	•
Naoto Oohitsu	Reappointment Outside Independent	Board Director	•		•			•	•		•
Kazuhisa Iwata	Reappointment	Board Director (Full-Time Audit and Supervisory Committee Member)	•	•	•	•				•	
Eriko Tanabe	Outside Independent	Board Director (Audit and Supervisory Committee Member)	•	•				•		•	•
Misae Maruyama	Outside Independent	Board Director (Audit and Supervisory Committee Member)		•				•			•
Tomohiro Takagi	Outside Independent	Board Director (Audit and Supervisory Committee Member)								•	•

\* Ms. Kanae Takeuchi, Ms. Eriko Tanabe, and Ms. Misae Maruyama are female officer candidates.

\* The above list does not show all experience and expertise possessed by each officer.

Skill Item	Selection Reasons
Corporate Management	In possession of a wealth of experience and knowledge related to all aspects of corporate management in order to achieve innovation towards the vision set forth in our philosophy and medium-term management plan, even as the business environment undergoes major changes such as structural changes in the labor market and rapid technological advances.
HR Development/Promotion of DEI	In possession of the experience and knowledge in the fields of HR development/promotion of DEI because in order to achieve our medium- to long-term vision based on the belief that “people are everything and people are assets,” it is important to have strategies that support the securing, training, and utilization of executive management, managers, and members based on our philosophy, as well as strategies that support the ability of female employees to autonomously develop their careers.
Sales	In possession of the experience and knowledge in the sales field, including the ability to develop and execute strategic sales plans based on an understanding of market trends and competitive analysis, understand customer needs, negotiate, and build long-term customer relationships.
Service Development	In possession of the experience and knowledge to develop innovative services that stand out from competitors, based on creativity and a deep understanding of our customers, even as the business environment undergoes major changes such as rapid technological advances.
Marketing/ Promotion	In possession of the experience and knowledge to utilize their extensive experience and expertise in marketing, understand the evolution of digital marketing and measures including promotions, and implement personalization strategies that make full use of data analysis, even as the business environment undergoes major changes such as structural changes in the labor market and rapid technological advances.
Technology	In possession of the ability to understand and utilize the latest technologies such as digital marketing and AI, as well as promote innovation to improve operational efficiency and create new businesses. Moreover, in possession of experience and knowledge to formulate appropriate technology strategies while ensuring information security, based on experience in system development and IT infrastructure construction.
Accounting/ Finance	In possession of the experience and knowledge necessary to formulate and execute financial strategies in order to build a solid financial foundation that supports sustainable increases in corporate value, promote aggressive growth investments such as CVC investments and M&As, and realize appropriate shareholder returns, etc.
Risk Management	In possession of the experience and knowledge in fields that can accurately address risk factors in a rapidly changing business environment, specifically law, compliance, and risk management, in order to continuously increase corporate value.
Sustainability/ESG	In possession of the experience and knowledge related to long-term business continuity and social contribution through management from a sustainability/ESG perspective in order to increase corporate value and achieve sustainable growth over the medium to long term, based on our sustainability policy and environmental policy.