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Securities code: 6238  
June 2, 2026

To: Shareholders

Masahito Enomoto, President  
FURYU CORPORATION  
2-3 Uguisudani-cho, Shibuya-ku, Tokyo

## Notice of the 20th Annual General Meeting of Shareholders

The Company would like to announce the holding of the 20th Annual General Meeting of Shareholders of FURYU CORPORATION (the “Company”) as follows.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company’s websites as shown below. Please access any of the following websites to view the materials.

[The Company’s website]

<https://www.furyu.jp/> (in Japanese)

(From the above website, select “Investor Relations,” “Stock Information” and then “General Meeting of Shareholders.”)

[Website where informational materials for the general meeting of shareholders are posted]

<https://d.sokai.jp/6238/teiji/> (in Japanese)

[TSE website (Listed Company Search)]

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

(Access the TSE website shown above, enter “FURYU” in “Issue name (company name)” or the Company’s securities code “6238” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

**In lieu of attending the meeting on the day, you can vote via the Internet or in writing. Accordingly, we would appreciate it if you would refer to the Reference Documents for the General Meeting of Shareholders below, and exercise your voting rights in accordance with the “Information on Exercise of Voting Rights” by Monday, June 22, 2026, at 6 p.m. (JST).**

- 1. Date and time:** Tuesday, June 23, 2026, at 10 a.m. (JST)  
**2. Venue:** CERULEAN TOWER TOKYU HOTEL, Second Basement Floor, Ballroom  
26-1 Sakuragaoka-cho, Shibuya-ku, Tokyo

**3. Subjects**

**Reporting Items**

1. Reporting of the 20th Fiscal Year (from April 1, 2025 to March 31, 2026) Business Report and Consolidated Financial Statements, as well as reports of the results of the audit of Consolidated Financial Statements by the Accounting Auditor and Board of Auditors.
2. Reporting of the 20th Fiscal Year (from April 1, 2025 to March 31, 2026) Non-consolidated Financial Statements

**Resolutions**

- Proposal No. 1:** Election of Seven Directors  
**Proposal No. 2:** Election of Two Substitute Auditors  
**Proposal No. 3:** Revision of Amount of Director Remuneration  
**Proposal No. 4:** Partial Revision of Performance-linked Stock Remuneration System for Directors

**4. Items decided for convocation (Information on Exercise of Voting Rights)**

- (1) To shareholders who have made a request for delivery of materials in paper-based format, the Company will send, along with this notice, written documents that contain matters subject to provision in electronic format. However, the documents do not include “Summary of Systems to Ensure Appropriateness of Operations of the Company and Operation Status of the Systems” of the Business Report, “Notes to the Consolidated Financial Statements” of the Consolidated Financial Statements, and “Notes to the Non-Consolidated Financial Statements” of the Non-Consolidated Financial Statements, pursuant to the provisions of laws and regulations as well as Article 15 of the Company’s Articles of Incorporation. Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements contained herein are part of those documents that were audited by the Accounting Auditor or Auditor when they prepared the accounting audit report or the audit report.
- (2) In the case of duplicate voting done via the Internet and in writing (via postage), the vote placed via the Internet will be considered valid. In the case of duplicate voting done via the Internet, the last vote placed will be considered valid.
- (3) If you neglect to indicate your approval or disapproval for any proposal in writing (on the voting form submitted via postage), you will be assumed to have approved the proposal.

For those attending the meeting at the venue, please submit the voting form at the reception desk.

If revisions to the matters for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the aforementioned websites.

A notice of resolutions (resolutions of this meeting) and shareholder newsletters will be posted on the Company’s website.

**Information on Exercise of Voting Rights**

You may exercise your voting rights using one of the following three methods.

**Exercise of voting rights by attending the Annual General Meeting of Shareholders**

You are kindly requested to exercise your voting rights by submitting the voting form to the reception desk at the meeting.

**Date and time:** Tuesday, June 23, 2026, at 10 a.m. (JST) (Reception to start at 9:30 a.m.)

**Venue:** CERULEAN TOWER TOKYU HOTEL, Second Basement Floor, Ballroom  
26-1 Sakuragaoka-cho, Shibuya-ku, Tokyo

**Exercise of voting rights in writing (via postage)**

You are kindly requested to indicate your vote of approval or disapproval of each proposal on the voting form, and return the completed voting form to the Company. You do not need to affix a stamp.

**Deadline:** to be received by Monday, June 22, 2026, at 6 p.m. (JST)

**Exercise of voting rights via the Internet**

Please refer to the information on the following page to enter your approval or disapproval for each of the proposals.

**Deadline:** to be entered by Monday, June 22, 2026, at 6 p.m. (JST)

## Information on Exercise of Voting Rights via the Internet

### How to scan the login QR code “Smart Voting”

You can access the voting website without entering your voting rights exercise code and password.

1. Please scan the QR code printed on the bottom-right of the voting form.
- \* “QR code” is a registered trademark of DENSO WAVE INCORPORATED.
2. Please follow the instructions on the screen to enter your vote for or against the proposals.

### How to enter the voting rights exercise code and password

Voting website

<https://soukai.mizuho-tb.co.jp/>

1. Please access the website for the exercise of voting rights.
2. Please enter the voting rights exercise code printed on the voting form.
3. Please enter the password printed on the voting form.
4. Please follow the instructions on the screen to enter your vote for or against the proposals.

You can exercise your voting rights only once by “smart voting.”

If you wish to change your vote after exercising your voting rights, please access the website for PCs, log in to the website by entering your voting rights exercise code and password printed on the voting form, and exercise your voting rights again.

\* Please scan the QR code again if you wish to be redirected to the website for PCs.

For inquiries about the operation of a personal computer or a smartphone for the exercise of voting rights, please call the number on the right-hand side:

Stock Transfer Agency,  
Mizuho Trust & Banking Co., Ltd.  
Internet Help Dial  
0120-768-524 (**Toll Free, only in Japan**)  
(Business hours: 9 a.m. – 9 p.m. (JST),  
excluding the New Year holidays)

Institutional investors may use the Electronic Voting Platform for Institutional Investors operated by ICJ, Inc.

\*The cost of Internet access and use shall be borne by the shareholders.

## (Reference Documents)

### Business Report

(From April 1, 2025 to March 31, 2026)

## **1. The Current Status of the Corporate Group**

### **(1) Business for the Fiscal Year under Review**

#### 1) Business Development and Outcome

During the fiscal year under review, the Japanese economy continued on a moderate recovery trajectory, supported by ongoing wage increases, improvements in the employment and income environment, and solid corporate earnings, despite concerns over rising prices and U.S. trade policies.

As the transition to a “world with interest rates” progressed, exchange rates remained generally stable, despite some temporary fluctuations. Although persistently high raw material prices and logistics costs weighed on corporate profits, real GDP for the full year 2025 grew by 1.2% thanks to solid capital investment and other factors.

Regarding the global economy, growth in the United States remained steady, supported by solid domestic demand, and Europe moved toward a gradual recovery as inflation subsided, while China continued to face a stagnant real estate market and weakening domestic demand. Furthermore, the outlook for the global economy remains uncertain, including geopolitical risks such as the situation in the Middle East.

Under these circumstances, with the Group’s corporate philosophy “Create quality entertainment that brings happiness and fulfillment to people,” the Group focused on expanding the Photo Sticker Business, diversifying monetization utilizing the customer base such as the young female demographic, where the Group has strengths, and selling products featuring character IPs (intellectual properties), and took steps to implement our “Medium-term Vision,” as the fiscal year ending March 31, 2028 is the last year of the term.

As a consequence, for the fiscal year under review, the Group saw net sales of ¥44,767 million (101.0% of the previous fiscal year), operating profit of ¥3,315 million (148.1% of the previous fiscal year), ordinary profit of ¥3,302 million (144.8% of the previous fiscal year), and profit attributable to owners of parent of ¥2,060 million (126.6% of the previous fiscal year).

Operating results by segment are as follows:

#### **(SEKAIKAN Business)**

In the SEKAIKAN Business, we continued to focus on acquiring many IPs of classic characters, as well as ones based on the trend of popular manga works, world-famous games, etc. and producing merchandise thereof, and sales grew steadily.

Sales of Amusement Prizes increased, achieving the second consecutive year of growth, as a result of the commercialization of several popular IPs and the expansion of the number of products, as well as the growth of the crane game market itself.

In overseas merchandise sales, both sales and operating profit increased, led mainly by the Chinese, U.S., and European markets. We are focusing on acquiring merchandising rights for overseas markets to strengthen our product portfolio and expand distribution through the development of new channels.

For high-end hobby items, we continued to focus on stabilizing the business by promoting the commercialization of popular IPs and emphasizing profitability.

In response to exchange rate fluctuations, the impact on cost of sales was mitigated through the expansion of dollar-denominated sales from overseas business and the implementation of forward exchange contracts for dollar-denominated purchase cost payments.

As a result, for the fiscal year under review, the SEKAIKAN Business saw net sales of ¥27,707 million (109.3% of the previous fiscal year), and operating profit of ¥2,337 million (132.1% of the previous fiscal year).

#### **(GIRLS Trend Business)**

In the Photo Sticker Business, changes in lifestyle triggered by the COVID-19 pandemic limited opportunities for the age groups that traditionally begin using photo stickers to start doing so. That impact has continued through the fiscal year, and consumer needs are becoming increasingly diverse. To respond to these changes in the external environment, we worked to increase the play count by developing new models that offer fresh experiences and launching anniversary campaigns. In November 2025, we launched a new model, “YOUTH MY PALETTE,” equipped with a function allowing users to select from seven different camera-style filters that preserve the scene itself and atmosphere of smiling users as they naturally appear. In addition, to commemorate the 30th anniversary of photo sticker machines, various projects promoting the appeal of photo sticker machines were rolled out to greatly boost the market in this fiscal year. On December 19, we launched a special project called “DEAR Reiwa & Heisei: Our Legendary Puri,” allowing users to enjoy the “legendary Puri machines” that had been well received over the 30-year history of photo sticker machines. Furthermore, in March 2026, we launched the second installment, “DEAR Reiwa & Heisei: Our Legendary Puri—PINK Edition,” which generated a huge response, particularly among high school and college-aged women. Although these 30th anniversary projects are ongoing, and their effects are expected to be greater in the future, the play count in the fiscal year under review was 27.87 million, down from 29.57 million in the previous fiscal year.

For the photo sticker image acquisition and viewing service “PICTLINK,” the number of paying members was 1.27 million as of the end of March 2026, down from 1.37 million at the end of March 2025, in spite of the continuation of measures to strengthen the inflow of new members in order to maintain the membership scale. From July 1, 2025, we unified the membership category of PICTLINK paying members into the premium membership category, which contributed to improved profitability.

As a result, for the fiscal year under review, the GIRLS Trend Business saw net sales of ¥14,388 million (97.1% of the previous fiscal year), and operating profit of ¥3,589 million (114.0% of the previous fiscal year).

#### **(FURYU New Business)**

In the home video game software business, sales fell short of expectations and decreased compared with the previous fiscal year, although we released new titles, “BEYBLADE X EVOBATTLE” and “Model Debut4 #nicola,” in November and worked to increase sales.

In the animation business, we promoted profitability of both new and existing titles by airing two funded titles in July as well as one title in October for which we are the organizer of production committees, in addition, holding an exhibition commemorating the 10th anniversary of the original comic “LAID-BACK CAMP” in Tokyo in November and in Osaka from January to February.

Although we aimed to improve profitability through the transfer of the colored contact lenses business and the termination of services in the game application business, segment profit decreased compared with the previous fiscal year due to an increase in software amortization in the home video game software business.

As a result, for the fiscal year under review, the FURYU New Business saw net sales of ¥2,672 million (64.4% of the previous fiscal year), and operating loss of ¥454 million (operating loss of ¥430 million in the previous fiscal year).

## 2) Issues to Be Addressed

The Group recognizes the following items as major issues to be addressed.

(i) Reinforcement of User Acquisition

In the Group's Photo Sticker Business and the "PICTLINK" photo sticker image acquisition and viewing service business, we believe it is necessary to increase the number of users of the content provided in order to enhance earnings. User numbers for our core businesses of the Photo Sticker Business and photo sticker image acquisition and viewing service "PICTLINK" are now decreasing due to changes in the external environment in the form of diversifying lifestyles and needs. To increase user numbers, the Group is enhancing the appeal of photo sticker machines as a gateway to the customer experience and developing photo sticker machines capable of seamlessly generating added value for the "PICTLINK" service, while also implementing various marketing and branding initiatives. In so doing, we seek to increase both the number of users and the number of paying members.

(ii) Expanding Overseas Business Development

Demand for IP, such as the classic characters that the Group has acquired in its SEKAIKAN Business as well as popular comics and globally popular video games, is increasing not only in Japan but also globally, and we believe that there is the potential for greater business expansion in the overseas market. We will work to expand business overseas through initiatives carried out to strengthen local operations and sales structures, such as expanding new sales channels, while addressing the effects of US tariff policy.

(iii) Diversification of Characters and Rapid Changes in Customer Preferences

The Group's SEKAIKAN Business and FURYU New Business (home video game software business and animation business) belong to a market that features a diverse set of characters and at the same time where user preferences change rapidly. As such, it is necessary to acquire rights to more profitable characters and to develop high-potential characters to expand earnings. Accordingly, the Group will strive to develop further relationships with right holders.

(iv) Initiatives for New Businesses for Diversification of Revenue Bases

The Group has been expanding its earnings by entering into various businesses and diversifying revenue bases since its establishment. In order to realize medium- and long-term and sustainable growth, the Group will continue to strengthen its revenue base and management base that can flexibly respond to changes in the markets, by launching businesses quickly and efficiently, utilizing the knowledge, know-how, etc., that it has accumulated in the existing businesses.

(v) Securing of Excellent Human Resources and Strengthening of the Organizational Structure

The Group recognizes that it is essential to secure excellent human resources in order to develop further going forward. In securing human resources, the Group will review its compensation and benefits system and has the policy of recruiting human resources who match its corporate culture, and have the qualifications it requires, by implementing mid-career recruitment as necessary, in addition to the planned recruitment of new graduates.

Moreover, the Group considers its employees as the most important embodiment of its corporate philosophy and will accordingly implement development programs with the Dynamic Vision as their core for all eligible employees, while also continuously working to foster a positive organizational culture that enables employees to perform to their best.

(vi) Addressing foreign currency risk

In the SEKAIKAN Business, products are manufactured mainly in China. As the manufacturing costs are settled in the US dollar, the Group has been affected by the weak yen. Amid prevailing exchange rate volatility of the US dollar and the yen, the Company seeks to mitigate the impact of such factors on its purchasing costs by entering into forward foreign exchange contracts as necessary.

**(2) Capital Investment, Etc.**

Not applicable.

**(3) Financing**

Not applicable.

**(4) Business Transfer, Absorption-type Company Split or Incorporation-type Company Split**

The Company conducted an incorporation-type company split through which its animation business was transferred to FURYU Pictures Corporation, with the effective date on June 20, 2025.

**(5) Receipt of Other Companies' Businesses**

Not applicable.

**(6) Succession to Rights and Obligations of Other Companies' Businesses by Absorption-type Merger or Absorption-type Company Split**

Not applicable.

**(7) Acquisition or Disposal of Other Companies' Shares and Other Interest or Share Acquisition Rights**

In the fiscal year under review, the Company newly established FURYU Pictures Corporation through an incorporation-type company split and made it a consolidated subsidiary.

**(8) Assets, Profit and Loss**

## 1) Group Assets, Profit and Loss

(Millions of yen)

	17th Fiscal Year (from April 1, 2022 to March 31, 2023)	18th Fiscal Year (From April 1, 2023 to March 31, 2024)	19th Fiscal Year (From April 1, 2024 to March 31, 2025)	20th Fiscal Year (Fiscal year under review) (From April 1, 2025 to March 31, 2026)
Net sales	36,400	42,768	44,305	44,767
Ordinary profit	2,179	3,735	2,280	3,302
Profit attributable to owners of parent	1,443	2,491	1,627	2,060
Earnings per share (yen)	53.62	94.22	61.50	77.81
Total assets	25,932	28,346	28,110	30,335
Net assets	20,152	21,862	22,424	23,627

## 2) The Company's assets, profit and loss

(Millions of yen)

	17th Fiscal Year (from April 1, 2022 to March 31, 2023)	18th Fiscal Year (From April 1, 2023 to March 31, 2024)	19th Fiscal Year (From April 1, 2024 to March 31, 2025)	20th Fiscal Year (Fiscal year under review) (From April 1, 2025 to March 31, 2026)
Net sales	36,121	42,395	43,984	43,585
Ordinary profit	2,367	3,899	2,427	3,610
Profit	1,634	1,829	1,774	2,196
Earnings per share (yen)	60.72	69.21	67.07	82.94
Total assets	26,226	28,013	27,914	29,910
Net assets	20,570	21,530	22,192	23,492

## (9) Important Parent Company and Subsidiaries

### 1) Parent Company

Not applicable.

### 2) Subsidiaries and Associates

Company name	Share capital	The Company's ratio of shares owned	Main Businesses
Olu.Inc.	25 million yen	100.0%	D2C apparel
FURYU of America, Inc.	2 million USD	100.0%	Sales of our products
FURYU Pictures Corporation	25 million yen	100.0%	Production, sale, and distribution of animated works

### 3) Other Important Business Combinations

In the fiscal year under review, the Company newly established FURYU Pictures Corporation through an incorporation-type company split and made it a consolidated subsidiary.

## (10) Main Businesses (as of March 31, 2026)

### 1) SEKAIKAN Business

- Planning and sale of Amusement Prizes
- Planning and sale of merchandise products for overseas markets
- Planning and sale of character lottery “FURYU KUJI”
- Planning and sales of merchandise hobby products (high-end hobby brand “F:NEX,” middle-end hobby brand “TENITOL”)

### 2) GIRLS Trend Business

- Planning, development and sale of photo sticker machines, etc.
- Operation of directly owned store “girls mignon,” etc.
- Planning, development, operation and sale of photo sticker image acquisition and viewing service “PICTLINK”
- Planning, development and operation of other contents and media

### 3) FURYU New Business

- Planning, development and sale of home video game software
- Planning and sale of movies including TV animations
- Planning and sale of D2C apparel

## (11) Main Offices (as of March 31, 2026)

### 1) The Company

Head office: Shibuya-ku, Tokyo

Branch: Kyoto City, Kyoto and Ichinomiya City, Aichi

### 2) Subsidiary

Olu.Inc. Shibuya-ku, Tokyo

FURYU of America, Inc. California, U.S.

FURYU Pictures Corporation Shibuya-ku, Tokyo

**(12) Employees (as of March 31, 2026)**

Category	Number of employees (change from the end of the previous fiscal year)	Average age	Average service years
Male	251 (+11)	39.9	9 years, 8 months
Female	314 (+17)	35.8	7 years, 4 months
Total or average	565 (+28)	37.6	8 years, 5 months

Note: Number of employees does not include contract workers and other non-employees.

**(13) Principal Lenders (as of March 31, 2026)**

Not applicable.

## 2. Matters Related to Shares (as of March 31, 2026)

(1) Total Number of Shares Authorized to Be Issued	Common Shares	104,400,000 shares
(2) Total Number of Issued Shares	Common Shares	28,296,000 shares
(3) Number of Shareholders		11,854

### (4) Major Shareholders

Name	Shares owned (shares)	Ratio of shares owned (%)
Furyu Shoji Corporation	4,360,000	16.39
The Master Trust Bank of Japan, Ltd. (Trust Account)	1,959,300	7.37
TM Corporation	1,415,000	5.32
FURYU Employee Shareholding Association	900,700	3.39
Yoshiro Tasaka	840,000	3.16
Katsuyuki Inage	750,000	2.82
Masato Yoshida	551,432	2.07
Shinji Nakamura	511,300	1.92
YOSHIDA Corporation	493,000	1.85
Custody Bank of Japan, Ltd. (Trust Account)	466,600	1.75

Notes: 1. The Company holds 1,698,430 treasury shares but these are excluded from the above major shareholders. These treasury shares do not include the 110,828 shares of the Company held by the Custody Bank of Japan, Ltd. (Trust E Account) as trust assets for the Board Benefit Trust-Restricted Stock (BBT-RS).

2. The ratio of shares owned is calculated excluding treasury shares.

### (5) Shares Granted to the Company's Directors (and Other Officers) as Remuneration for Execution of Duties During the Fiscal Year Under Review

	Number of shares	Number of eligible Directors (and other officers)
Directors (excluding External Directors)	9,172 shares	4

Notes: 1. Regarding details of the Company's stock-based remuneration, please refer to "4. (3) Amount of Remuneration for Directors and Auditors" in this Business Report.

2. The above amount includes the shares granted to the Directors who have retired.

## 3. Matters Related to Share Acquisition Rights, Etc.

Not applicable.

#### 4. Matters Related to Company Officers

##### (1) Position and Responsibility of Directors and Auditors (as of March 31, 2026)

Position at the Company	Name	Gender	Responsibility and significant concurrent positions outside the Company
President	Masahito Enomoto	Male	General Manager of Corporate Strategy Div Director of Olu.Inc.
Director	Ryoko Sada	Female	General Manager of Corporate Management HQs
Director	Masaki Tsuchiya	Male	Manager of Marketing Innovation Div.
Director	Hitoshi Nishimura	Male	General Manager of GIRLS Trend Business HQs General Manager of SEKAIKAN Business HQs Director of FURYU of America, Inc.
Director	Takako Kotake	Female	Managing Director of Cooking Co-Creation Studio of Cookpad Inc. External Director of HOKUTO Corporation
Director	Kento Uno	Male	CEO of Ironforge LLP.
Full-Time Auditor	Takayuki Nakamura	Male	
Auditor	Omou Yamazaki	Male	Representative CPA of Yamazaki CPA office Representative Director of GG Partners CO., LTD. External Director (Audit and Supervisory Committee Member) of T-NET JAPAN Co., Ltd. External Auditor of STYLEM TAKISADA-OSAKA CO., LTD.
Auditor	Shinichiro Yoshiba	Male	Partner of SHIOMIZAKA External Director (Audit and Supervisory Committee Member) of STUDIO ATAO Co., Ltd. External Director (Audit and Supervisory Committee Member) of HAMAI INDUSTRIES LTD. External Director (Audit and Supervisory Committee Member) of CyberBuzz, Inc. External Auditor of zig-zag,Inc

Notes: 1. Among Directors, Takako Kotake and Kento Uno are External Directors.

2. Among Auditors, Omou Yamazaki and Shinichiro Yoshiba are External Auditors.

3. The Company has submitted notification to the Tokyo Stock Exchange that Directors Takako Kotake and Kento Uno as well as Auditors Omou Yamazaki and Shinichiro Yoshiba have been designated as independent officers as provided for by the aforementioned exchange.

4. Auditor Omou Yamazaki is qualified as a certified public accountant, with substantial insights into finance and accounting.

5. Auditor Shinichiro Yoshiba is qualified as an attorney at law, with substantial insights into laws.

6. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with External Directors Takako Kotake and Kento Uno as well as Auditor Takayuki Nakamura and External Auditors Omou Yamazaki and Shinichiro Yoshiba to limit their liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under these agreements is the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.

7. The changes in positions, responsibilities and significant concurrent positions of Directors and Auditors during the fiscal year under review are as follows.

Name	Before change	After change	Date of change
Takashi Mishima	President	–	June 24, 2025 Retired due to the expiration of term of office
Masato Yoshida	Executive Managing Director	–	June 24, 2025 Retired due to the expiration of term of office
Masahito Enomoto	Director, Strategy Officer	President	June 24, 2025 Assumed office
Ryoko Sada	Director, Corporate Management Officer	Director	June 24, 2025 Changed
Masaki Tsuchiya	Executive Officer	Director	June 24, 2025 Assumed office
	General Manager of GIRLS Trend Business HQs	Manager of Marketing Innovation Div.	September 21, 2025 Changed
Hitoshi Nishimura	Executive Officer	Director	June 24, 2025 Assumed office
	–	General Manager of GIRLS Trend Business HQs	September 21, 2025 Changed
Takako Kotake	Managing Director of Public Relations Department of Cookpad Inc.	Managing Director of Cooking Co-Creation Studio of Cookpad Inc.	March 1, 2026 Changed

## (2) Summary of Directors and Officers Liability Insurance Policy

The Company has entered into a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, paragraph (1) of the Companies Act. It indemnifies the insured for such costs as litigation expenses and monetary damages incurred from claims for damages arising from acts carried out by the insured in the course of his or her duties. However, measures are being taken to ensure that the appropriateness of the execution of duties by directors and officers is not impaired. These measures include the exclusion from coverage of cases in which illegal benefits or favors are obtained, and cases of criminal acts and willful violations of laws and regulations. Insurance premiums for them are fully borne by the Company.

The following describes the scope of eligibility as insured.

Directors, Auditors, Executive Officers, and employees in managerial or supervisory positions, etc. of the Company and its subsidiaries under the Companies Act

## (3) Amount of Remuneration for Directors and Auditors

### 1) Policy for Deciding Remuneration for Officers

At the Board of Directors meeting held on June 25, 2024, the Company resolved the policy for determining the remuneration for individual Directors as follows. In making this resolution, the Company consulted with the Nominating and Remuneration Committee in advance and received its report.

When deciding the remuneration for individual Directors, since the Nominating and Remuneration Committee conducts multifaceted examinations on the draft (calculated using the payment table by evaluation and formula stipulated in advance, based on their base amount and evaluation), including the consistency with the deciding policy, the Board of Directors determined that the remuneration was consistent with the policy, while generally respecting the committee's report.

The contents of the policy for deciding the remuneration for individual Directors are as follows.

a. Basic Policy

It shall be the basic policy that the Company's remuneration structure should encourage Directors' contribution to not only short-term but also medium- to long-term corporate earnings, as well as clarifying their responsibility for the Company's earnings, and decisions on the remuneration for individual Directors should be at an appropriate level taking into consideration corporate earnings and individual Directors' contribution to management (including actions for improving medium- to long-term earnings).

Moreover, in order to design the remuneration scheme and decide specific amounts of remuneration in accordance with objective and transparent procedures, the Board of Directors shall respect the contents of the advice provided by the Nominating and Remuneration Committee, mainly composed of independent External Directors, as much as possible, and shall make a decision within the scope approved at the General Meeting of Shareholders.

b. Composition Ratio by Type for Remuneration to Individual Directors and Policy for its Determination

The composition ratio of Directors' remuneration shall be determined based on reference to the Company's management strategies and business environment, Company performance and data from surveys on the remuneration for officers, etc.

Remuneration for Directors (excluding External Directors) consists of basic remuneration (fixed remuneration) and non-monetary remuneration (performance-linked stock remuneration) with a general 8:2 ratio between basic remuneration and non-monetary remuneration where the amount of non-monetary remuneration is a standard amount.

Remuneration for External Directors shall be restricted to basic remuneration from the viewpoint of independence from business execution and their supervisory function of the Board of Directors.

c. Policy for Deciding Amount of Individual Monetary Remuneration (Including Policies for Timing to Grant and Conditions for Remuneration)

Basic remuneration shall be monetary remuneration paid in the same amount every month.

The base for payment of the Company's basic remuneration shall be determined while taking into consideration the maximum amount of existing employee's salary, the general level of remuneration for officers such as data of surveys on the remuneration for officers by external research organizations, earnings of the Company and the discussions and examinations by the Nominating and Remuneration Committee.

The basic remuneration for Directors shall be calculated by combining the remuneration determined for each position, using difference coefficients between positions stipulated by rules of remuneration for officers, and the remuneration calculated in line with short-term corporate earnings and each Director's contribution to management from medium- to long-term perspectives (calculations based on an eight-grade evaluation).

The basic remuneration for External Directors shall be decided by comprehensively taking into consideration the External Director's contribution to the Company, social status and circumstances surrounding their appointment.

d. Policy for Deciding the Details and Method of Calculating the Amount or Number of Performance-linked Remuneration and Non-monetary Remuneration (Including Policies for Timing to Grant and Conditions for Remuneration)

As performance-linked stock-based remuneration, called "Board Benefit Trust-Restricted Stock (BBT-RS)," non-monetary remuneration aims to clarify the link between Director remuneration and

the Company's performance and stock price, as well as raise awareness of Directors to contribute to improving medium- to long-term performance and increasing corporate value.

The performance indicator shall be ordinary profit for each fiscal year from the perspective of evaluating business results that also reflect changes in the financial environment.

For each fiscal year, Directors shall be awarded a number of points based on the Executive Stock Benefit Regulations, taking into consideration their position and level of performance, on the date of the Annual General Meeting of Shareholders after discussion and consideration by the Nominating and Remuneration Committee. The Company's shares corresponding to the number of points granted will be subject to transfer restrictions until the Director retires and, in principle, will be delivered at a certain time each year (however, a portion of the points awarded will be paid in cash equivalent to the market value of the Company's shares, and payment will be received, in principle, at the time of the Director's retirement).

In addition, where a Director who has been granted points is dismissed by a resolution adopted at a General Meeting of Shareholders, or resigns because of certain misconduct committed during the term of office, or commits an inappropriate act that may cause damage to the Company during the term of office, the Director shall be unable to obtain the right to receive benefits in whole or in part, and if any Company shares have already been delivered, the Company may request a return of such shares in whole or in part.

2) Total Amount of Remuneration for the Fiscal Year under Review

Category	Total amount of remuneration (thousands of yen)	Total amount of remuneration by type (thousands of yen)			Number of eligible officers
		Basic remuneration	Performance-linked remuneration, etc. (monetary remuneration)	Performance-linked remuneration, etc. (non-monetary remuneration, etc.)	
Directors [of which, External Directors]	135,695 [9,600]	121,764 [9,600]	–	13,931	8 [2]
Auditors [of which, External Auditors]	24,804 [9,600]	24,804 [9,600]	–	–	3 [2]
Total [of which, external officers]	160,499 [19,200]	146,568 [19,200]	–	13,931	11 [4]

Notes: 1. The above table includes two Directors who retired at the 19th Annual General Meeting of Shareholders held on June 24, 2025.

2. The remuneration for officers of the Company is calculated within the limit on remuneration approved at the 9th Annual General Meeting of Shareholders held on June 29, 2015 (within the annual amount of ¥300 million for the remuneration of Directors (of which, within ¥20 million for External Directors) (two External Directors among eight Directors at the time of the resolution), and within the annual amount of ¥30 million for the remuneration of Auditors (three Auditors at the time of the resolution)). In addition, pursuant to the resolution at the 18th Annual General Meeting of Shareholders held on June 25, 2024, separately from monetary remuneration, the total number of points granted to Directors (excluding External Directors) per fiscal year under the Board Benefit Trust-Restricted Stock (BBT-RS) shall be no greater than 40,000 points (four Directors at the time of the resolution (excluding External Directors)). Points granted to Directors shall be converted at a rate of one common share of the Company per point.
3. The provision for share awards for directors (and other officers) during the fiscal year under review in relation to four Directors (excluding External Directors) under the performance-linked stock remuneration (Board Benefit Trust-Restricted Stock (BBT-RS)) is recorded in performance-linked remuneration, etc. (non-monetary remuneration, etc.). The Board Benefit Trust-Restricted Stock (BBT-RS) points granted, conditions related to linking performance and other information are described above in the policy for deciding the remuneration for individual Directors. Consolidated ordinary profit was selected as the performance indicator used as the basis for calculating the remuneration, and the consolidated ordinary profit for the fiscal year under review was ¥3,302 million.
4. Regarding the final decisions for the individual amounts of remuneration for each Director, within the framework approved at the General Meeting of Shareholders, the Nominating and Remuneration Committee holds deliberations after conducting multifaceted examinations on the draft (calculated using the payment table by evaluation and formula stipulated in advance, based on their base amount and evaluation), including the consistency with the deciding policy on the details of individual Director remuneration. In principle, the Board of Directors respects the advice from the Nominating and Remuneration Committee, and individual Director remuneration is decided through a resolution by the Board of Directors without any type of delegation to Directors or other third parties.

**(4) Matters Related to External Officers**

## 1) Significant Concurrent Positions at Other Corporations, etc., and Relationship of the Company with Such Corporations, Etc.

Category	Name	Where the person is concurrently employed	Concurrent position
Director	Takako Kotake	Cookpad Inc. HOKUTO Corporation	Managing Director of Cooking Co-Creation Studio External Director
Director	Kento Uno	Ironforge LLP.	CEO
Auditor	Omou Yamazaki	Yamazaki CPA office GG Partners CO., LTD. T-NET JAPAN Co., Ltd. STYLEM TAKISADA-OSAKA CO., LTD.	Representative CPA Representative Director External Director (Audit and Supervisory Committee Member) External Auditor
Auditor	Shinichiro Yoshiba	SHIOMIZAKA STUDIO ATAO Co., Ltd. HAMAI INDUSTRIES LTD. CyberBuzz, Inc. zig-zag, Inc	Partner External Director (Audit and Supervisory Committee Member) External Director (Audit and Supervisory Committee Member) External Director (Audit and Supervisory Committee Member) External Auditor

Note: Auditor Shinichiro Yoshiba is an External Auditor of zig-zag, Inc. Although the Company has a business relationship with zig-zag, Inc, the monetary value of such transactions is not significant enough to create a special interest. There are no other relationships to be disclosed between the Company and the above entity where external officers are concurrently employed.

2) Main Activities During the Fiscal Year Under Review

Category	Name	Summary of attendance, statement, and duties conducted for the role expected as an External Director
Director	Takako Kotake	During the fiscal year under review, Takako Kotake attended all 14 meetings of the Board of Directors and provided active advice and recommendations utilizing insights into branding and public relations accumulated through business experience at other companies, while also offering recommendations from the perspectives of diversity and sustainability, as well as a fresh perspective as an External Director, in order to play an appropriate role in ensuring the validity and appropriateness of decision-making. Moreover, as a member of the Nominating and Remuneration Committee, she attended all three meetings held during the fiscal year under review, providing the supervisory function, from an objective and neutral position, in the processes of selecting candidates for the Company's officers, the Director remuneration system, and evaluating each Director and deciding the amount of each Director's individual remuneration.
Director	Kento Uno	During the fiscal year under review, Kento Uno attended all 14 meetings of the Board of Directors, providing advice and recommendations, utilizing deep insights into IT, experience in launching new businesses, and abundant knowledge from the perspectives of digital transformation strategies, and formulation of business development and growth strategies as a management consultant, in order to play an appropriate role in ensuring the validity and appropriateness of decision-making. Moreover, as a member of the Nominating and Remuneration Committee, he attended all three meetings held during the fiscal year under review, providing the supervisory function, from an objective and neutral position, in the processes of selecting candidates for the Company's officers, the Director remuneration system, and evaluating each Director and deciding the amount of each Director's individual remuneration.
Auditor	Omou Yamazaki	During the fiscal year under review, Omou Yamazaki attended all 14 meetings of the Board of Directors and all 13 meetings of the Board of Auditors, and made necessary statements on proposals, etc., mainly from an accounting perspective.
Auditor	Shinichiro Yoshiba	During the fiscal year under review, Shinichiro Yoshiba attended all 14 meetings of the Board of Directors and all 13 meetings of the Board of Auditors, and made necessary statements on proposals, etc., mainly from a legal perspective.

**5. Matters Related to Accounting Auditor**

**(1) Name of Accounting Auditor** Deloitte Touche Tohmatsu LLC

**(2) The Amount of Remuneration, etc., for the Accounting Auditor and Reasons for Auditors' Consent to the Remuneration**

	Amount of remuneration, etc.
Amount of remuneration, etc., for the Accounting Auditor concerning the fiscal year under review	44,000 thousand yen
Total amount of cash and economic benefits to be paid by the Company and its subsidiaries to the Accounting Auditor	47,000 thousand yen

- Notes: 1. Since in the audit agreement entered into by the Accounting Auditor and the Company, there is no clear distinction between the amount of remuneration for audits pursuant to the Companies Act and audits pursuant to the Financial Instruments and Exchange Act, and since they cannot be practically distinguished either, the amount of remuneration, etc., for the Accounting Auditor concerning the fiscal year under review shows their total amount.
2. In addition to the amount of remuneration, etc. for the Accounting Auditor presented above, the Company paid ¥2,000 thousand as additional remuneration pertaining to the previous fiscal year.
3. The Board of Auditors gave its consent to the amount of remuneration, etc., for the Accounting Auditor, after conducting the necessary verification on the appropriateness of the content of the audit plan of the Accounting Auditor, execution of the accounting audit and the grounds for calculating remuneration estimates.

**(3) Details of Non-Audit Services**

The Company pays consideration to Deloitte Touche Tohmatsu LLC for the support related to the adoption of the revised accounting standard for leases.

**(4) Policy for Deciding Removal or Refusal of Reappointment of Accounting Auditor**

If deemed necessary, including where there is a problem in the execution of duties by the Accounting Auditor, the Board of Auditors shall decide on a proposal for removal or refusal of reappointment of the Accounting Auditor to be submitted to the general meeting of shareholders.

Moreover, if the Accounting Auditor is deemed to fall under items stipulated by each item of Article 340, paragraph (1) of the Companies Act, the Company shall remove the Accounting Auditor, based on the consent of all Auditors. In such cases, an Auditor selected by the Board of Auditors shall report the removal of the Accounting Auditor and its reasons at the first general meeting of shareholders to be convened after the removal.

**(5) Summary of the Limited Liability Agreement**

Not applicable.

## 6. Policy on Decisions on Dividends and Other Appropriation of Surplus

The Company considers that it is for the benefit of shareholders' common interest to implement, on a priority basis, strategic investments that lead to sustainable growth and improved corporate value. In addition, recognizing the return of profit to shareholders as one of the important management measures, the Company has the basic policy of regarding stable and continuous dividends as its basic principle and conducting the return of profit by comprehensively considering the trends of earnings and the enhancement of internal reserves required for future growth investments, among others. Furthermore, in addition to this policy, the Company will place greater emphasis on the sound increase of profit and the return of profit to shareholders in addition to promoting the improvement of ROE to 15% or more as a target for capital efficiency. Therefore, future dividends will be determined based on a comprehensive judgment, using a dividend payout ratio of 40% or dividend on equity ratio (DOE) of 5.0% as a reference index, and taking into consideration the amount of medium- to long-term investments aimed at enhancement of corporate value in the future. At the same time, the Company will also consider share repurchases flexibly, in response to the state of cash flow and the share price trends. The Board of Directors shall decide on dividends and other appropriation of surplus.

In accordance with this basic policy, the Company proposes to pay a year-end dividend for the fiscal year under review of ¥40 per share. As a result, the dividend payout ratio for the fiscal year under review will be 51.4%, with a DOE of 4.6%. Regarding a dividend for the next fiscal year, a year-end dividend of ¥40 per share is envisaged.

### Dividends of Surplus for the Fiscal Year under Review

Date of resolution	Total amount of dividends (Thousands of yen)	Dividend per share (Yen)
May 14, 2026 Resolution of the Board of Directors	1,063,902	40

Note: The amounts in this Business Report are shown by rounding down fractions less than the unit of display.

## Consolidated Balance Sheet

(As of March 31, 2026)

(Thousands of yen)

Assets		Liabilities and net assets	
Account item	Amount	Account item	Amount
Assets		Liabilities	
Current assets	25,108,665	Current liabilities	6,340,053
Cash and deposits	13,752,896	Accounts payable - trade	1,101,636
Accounts receivable - trade	4,886,216	Electronically recorded obligations - operating	403,509
Electronically recorded monetary claims - operating	1,135,446	Lease liabilities	321,219
Merchandise and finished goods	2,534,062	Accounts payable - other	1,020,326
Work in process	129,506	Accrued expenses	1,438,937
Raw materials and supplies	456,499	Income taxes payable	949,029
Advance payments to suppliers	839,522	Accrued consumption taxes	199,152
Prepaid expenses	368,225	Contract liabilities	650,136
Accounts receivable - other	507,446	Provision for loss on orders received	16,342
Other	504,845	Other	239,762
Allowance for doubtful accounts	(6,003)	Non-current liabilities	367,870
Non-current assets	5,227,074	Deferred tax liabilities	20,328
(Property, plant and equipment)	2,595,325	Provision for share awards for directors (and other officers)	11,989
Buildings	340,128	Retirement benefit liability	328,459
Tools, furniture and fixtures	208,996	Other	7,093
Leased assets	1,751,184	Total liabilities	6,707,923
Other	295,017	Net assets	
(Intangible assets)	988,329	Shareholders' equity	23,435,509
Software	370,898	Share capital	1,639,216
Other	617,430	Capital surplus	1,614,716
(Investments and other assets)	1,643,419	Retained earnings	22,121,927
Investment securities	5,658	Treasury shares	(1,940,349)
Distressed receivables	158,463	Accumulated other comprehensive income	192,306
Long-term prepaid expenses	43,557	Deferred gains or losses on hedges	83,034
Leasehold and guarantee deposits	494,585	Foreign currency translation adjustment	17,456
Deferred tax assets	1,092,142	Remeasurements of defined benefit plans	91,815
Other	7,475	Total net assets	23,627,816
Allowance for doubtful accounts	(158,463)	Total liabilities and net assets	30,335,740
Total assets	30,335,740		

Note: Amounts less than one thousand yen are rounded down.

## Consolidated Statement of Income

(From April 1, 2025 to March 31, 2026)

(Thousands of yen)

Account item	Amount	
Net sales		44,767,484
Cost of sales		27,154,713
Gross profit		17,612,770
Selling, general and administrative expenses		14,296,822
Operating profit		3,315,947
Non-operating income		
Interest income	338	
Foreign exchange gains	1,286	
Gain on adjustment of accounts payable	143	
Subsidy income	12,010	
Consumption taxes refund	366	
Compensation income	3,816	
Other	1,634	19,594
Non-operating expenses		
Interest expenses	104	
Compensation expenses	6	
Loss on investments in investment partnerships	1,904	
Consumption tax difference	1,164	
Loss on extinguishment of share-based payment expenses	666	
Cancellation penalty	28,155	
Other	1,214	33,217
Ordinary profit		3,302,325
Extraordinary losses		
Loss on sale and retirement of non-current assets	5,361	
Impairment losses	117,653	123,015
Profit before income taxes		3,179,309
Income taxes - current	1,173,695	
Income taxes - deferred	(55,113)	1,118,582
Profit		2,060,727
Profit attributable to owners of parent		2,060,727

Note: Amounts less than one thousand yen are rounded down.

## Consolidated Statement of Changes in Equity

(From April 1, 2025 to March 31, 2026)

(Thousands of yen)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance on April 1, 2025	1,639,216	1,614,716	21,098,548	(1,949,562)	22,402,918
Change during the fiscal year					
Dividends of surplus			(1,037,348)		(1,037,348)
Profit attributable to owners of parent			2,060,727		2,060,727
Purchase of treasury shares				(5)	(5)
Disposal of treasury shares				9,217	9,217
Net changes in items other than shareholders' equity					
Total changes during period	-	-	1,023,378	9,212	1,032,591
Balance on March 31, 2026	1,639,216	1,614,716	22,121,927	(1,940,349)	23,435,509

	Accumulated other comprehensive income				Total net assets
	Deferred gains or losses on hedges	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Total accumulated other comprehensive income	
Balance on April 1, 2025	(48,656)	23,972	45,798	21,115	22,424,034
Change during the fiscal year					
Dividends of surplus					(1,037,348)
Profit attributable to owners of parent					2,060,727
Purchase of treasury shares					(5)
Disposal of treasury shares					9,217
Net changes in items other than shareholders' equity	131,690	(6516)	46,016	171,191	171,191
Total changes during period	131,690	(6516)	46,016	171,191	1,203,782
Balance on March 31, 2026	83,034	17,456	91,815	192,306	23,627,816

Note: Amounts less than one thousand yen are rounded down.

**Balance Sheet**  
(As of March 31, 2026)

(Thousands of yen)

Assets		Liabilities and net assets	
Account item	Amount	Account item	Amount
Assets		Liabilities	
Current assets	22,876,063	Current liabilities	5,936,194
Cash and deposits	12,212,715	Accounts payable - trade	1,094,061
Accounts receivable - trade	4,727,439	Electronically recorded obligations - operating	403,509
Electronically recorded monetary claims - operating	1,135,446	Lease liabilities	319,960
Merchandise and finished goods	2,451,782	Accounts payable - other	898,111
Work in process	39,642	Accrued expenses	1,196,529
Raw materials and supplies	444,396	Income taxes payable	945,000
Advance payments to suppliers	839,522	Accrued consumption taxes	194,790
Prepaid expenses	359,962	Contract liabilities	650,136
Accounts receivable - other	500,219	Provision for loss on orders received	16,342
Other	170,938	Other	217,752
Allowance for doubtful accounts	(6,003)	Non-current liabilities	481,617
Non-current assets	7,034,100	Provision for share awards for directors (and other officers)	11,989
(Property, plant and equipment)	2,320,079	Provision for retirement benefits	462,534
Buildings	340,128	Other	7,093
Tools, furniture and fixtures	204,357		
Leased assets	1,751,184	Total liabilities	6,417,812
Other	24,409	Net assets	
(Intangible assets)	985,995	Shareholders' equity	23,409,316
Software	369,769	Share capital	1,639,216
Other	616,226	Capital surplus	1,639,216
(Investments and other assets)	3,728,025	Legal capital surplus	1,639,216
Investment securities	5,658	Retained earnings	22,071,234
Distressed receivables	16,585	Other retained earnings	22,071,234
Shares of subsidiaries and associates	1,278,539	Retained earnings brought forward	22,071,234
Long-term loans receivable from subsidiaries and associates	1,800,000	Treasury shares	(1,940,349)
Long-term prepaid expenses	40,981	Valuation and translation adjustments	83,034
Leasehold and guarantee deposits	458,895	Deferred gains or losses on hedges	83,034
Deferred tax assets	1,136,474		
Other	7,475		
Allowance for doubtful accounts	(1,016,585)	Total net assets	23,492,351
Total assets	29,910,163	Total liabilities and net assets	29,910,163

Note: Amounts less than one thousand yen are rounded down.

## Statement of Income

(From April 1, 2025 to March 31, 2026)

(Thousands of yen)

Account item	Amount	
Net sales		43,585,894
Cost of sales		26,455,165
Gross profit		17,130,729
Selling, general and administrative expenses		13,537,138
Operating profit		3,593,590
Non-operating income		
Interest income	10,474	
Gain on adjustment of accounts payable	143	
Subsidy income	1,338	
Consulting fee income	35,421	
Consumption taxes refund	351	
Compensation income	3,816	
Other	1,989	53,535
Non-operating expenses		
Interest expenses	104	
Foreign exchange losses	3,512	
Compensation expenses	6	
Loss on investments in investment partnerships	1,904	
Consumption tax difference	1,013	
Loss on extinguishment of share-based payment expenses	666	
Cancellation penalty	28,155	
Other	1,208	36,571
Ordinary profit		3,610,554
Extraordinary losses		
Loss on sale and retirement of non-current assets	5,148	
Impairment losses	117,653	
Provision of allowance for doubtful accounts	200,000	322,802
Profit before income taxes		3,287,752
Income taxes - current	1,168,767	
Income taxes - deferred	(77,513)	1,091,254
Profit		2,196,498

Note: Amounts less than one thousand yen are rounded down.

**Statement of Changes in Equity**  
(From April 1, 2025 to March 31, 2026)

(Thousands of yen)

	Shareholders' equity				
	Share capital	Capital surplus		Retained earnings	
		Legal capital surplus	Total capital surplus	Other retained earnings	Total retained earnings
			Retained earnings brought forward		
Balance on April 1, 2025	1,639,216	1,639,216	1,639,216	20,912,084	20,912,084
Changes during period					
Dividends of surplus				(1,037,348)	(1,037,348)
Profit				2,196,498	2,196,498
Purchase of treasury shares					
Disposal of treasury shares					
Net changes in items other than shareholders' equity					
Total changes during period	-	-	-	1,159,149	1,159,149
Balance on March 31, 2026	1,639,216	1,639,216	1,639,216	22,071,234	22,071,234

	Shareholders' equity		Valuation and translation adjustments		Total net assets
	Treasury shares	Total shareholders' equity	Deferred gains or losses on hedges	Total valuation and translation adjustments	
Balance on April 1, 2025	(1,949,562)	22,240,954	(48,656)	(48,656)	22,192,298
Changes during period					
Dividends of surplus		(1,037,348)			(1,037,348)
Profit		2,196,498			2,196,498
Purchase of treasury shares	(5)	(5)			(5)
Disposal of treasury shares	9,217	9,217			9,217
Net changes in items other than shareholders' equity			131,690	131,690	131,690
Total changes during period	9,212	1,168,362	131,690	131,690	1,300,052
Balance on March 31, 2026	(1,940,349)	23,409,316	83,034	83,034	23,492,031

Note: Amounts less than one thousand yen are rounded down.

## Audit Report of the Board of Auditors

### Audit Report

In regard to the directors' performance of their duties for the 20th fiscal year from April 1, 2025 to March 31, 2026, the board of auditors has prepared this Audit Report after deliberations based on the audit reports prepared by each auditor and reports as follows.

#### 1. Method and Contents of Audits by Auditors and the Board of Auditors

- (1) The board of auditors determined the audit policies, the annual plan of audit, etc. and received reports from each auditor regarding the implementation status and results of their audits, in addition to which it received reports from directors, etc. and the accounting auditor regarding the status of the performance of their duties and requested explanations as necessary.
- (2) In compliance with the audit standards for auditors established by the board of auditors and in accordance with the audit policies and division of duties, etc., each auditor communicated with the directors, the Internal Audit Office, and other employees, etc., endeavored to gather information and develop the audit environment, and conducted audits using the following methods.
  - 1) Auditors attended meetings of the board of directors and other important meetings, received reports from directors and employees, etc. regarding the status of the performance of their duties requested explanations as necessary, viewed important decision-making documents etc., and inspected the status of operations and assets at the head office and main business locations, and had interviews with the Representative Director and Executive Directors to exchange opinions and information concerning the issues regarding audits. Additionally, in regard to a subsidiary, the auditors communicated and exchanged information with the directors and auditors, etc. of the subsidiary, and received reports on business from the subsidiary as necessary.
  - 2) In regard to the content of resolutions of the board of directors regarding the development of system to ensure that the directors' performance of their duties complies with laws, regulations and the articles of incorporation and other systems provided for in Article 100, paragraphs (1) and (3) of the Ordinance for Enforcement of the Companies Act as systems necessary to ensure the appropriateness of operations of the corporate group composed of a stock company and its subsidiary, as well as the systems developed pursuant to those resolutions (i.e., internal control systems) stated in the business report, the auditors periodically received reports from directors and employees, etc. regarding the status of the establishment and operation of those systems and as necessary requested explanations and expressed opinions in regard thereto.
  - 3) The auditors oversaw and verified whether the accounting auditor maintained an independent position and conducted an appropriate audit, received reports from the accounting auditor on the status of the performance of its duties, and requested explanations as necessary. Additionally, the auditors received notification from the accounting auditor that, in accordance with the "Quality Control Standards for Audits" (Business Accounting Council), etc., it had developed systems in order to ensure that its duties are appropriately performed (i.e., notification of the matters stated in the items of Article 131 of the Ordinance on Accounting of Companies) and requested explanations as necessary.

Using the methods above, the auditors examined the business report, the supplementary schedules thereto, the non-consolidated financial statements (i.e., the balance sheet, statement of income, statement of changes in equity, and explanatory notes to non-consolidated financial statements), and the supplementary schedules to the non-consolidated financial statements, and the consolidated financial statements (i.e., the consolidated balance sheet, consolidated statement of income, consolidated statement of changes in equity, and explanatory notes to consolidated financial statements) for the fiscal year.

## 2. Audit Results

### (1) Results of the Audit of the Business Report, Etc.

- 1) We find that the business report and the supplementary schedules thereto accurately present the status of the company in accordance with laws, regulations and the articles of incorporation.
- 2) We do not find any misconduct nor any material fact constituting a violation of any law, regulation, or the articles of incorporation in relation to the directors' performance of their duties.
- 3) We find the content of the resolutions of the board of directors regarding internal control systems to be reasonable. Additionally, we do not find any matters that should be commented upon in regard to the statements in the business report or the directors' performance of their duties relating to the internal control system.

### (2) Results of audit of non-consolidated financial statements and supplementary schedules thereto

We find the method and results of the audit by accounting auditor, Deloitte Touche Tohmatsu LLC, to be reasonable.

### (3) Results of the audit of consolidated financial statements

We find the method and results of the audit by accounting auditor, Deloitte Touche Tohmatsu LLC, to be reasonable.

## 3. Scope and Method of Audit by Each Auditor

Part-Time Auditors (Two persons): Attendance at the board of directors meetings, attendance at the board of auditors meetings, interviews with the accounting auditor, and audit of reasonableness of the resolution of the board of directors on the internal control system through interviews with directors

\*Refer to the minutes of the board of directors meetings and the board of auditors meetings.

Full-Time Auditor:

Attendance at meetings of the board of directors, attendance at meetings of the board of auditors, attendance at the management meetings, inspection of business sites, inspection of internally approved documents and various rules, interviews with directors, and interviews with the accounting auditor, among others

\*Refer to the minutes of the board of directors meetings and the board of auditors meetings, and the records of audits.

May 19, 2026

Board of Auditors of FURYU CORPORATION

Full-Time Auditor	Takayuki Nakamura
Auditor (External Auditor)	Omou Yamazaki
Auditor (External Auditor)	Shinichiro Yoshiba

## Reference Documents for the General Meeting of Shareholders

### Proposal No. 1: Election of Seven Directors

The terms of office of all six Directors will expire at the conclusion of this meeting. Therefore, the Company proposes increasing the number of External Directors by one to further strengthen the management structure and requests the election of the following seven Directors.

The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibility at the Company	Attributes
1	Masahito Enomoto	(Male) President	Re-election
2	Hitoshi Nishimura	(Male) Director General Manager of SEKAIKAN Business HQs General Manager of GIRLS Trend Business HQs	Re-election
3	Ryoko Sada	(Female) Director General Manager of Corporate Management HQs	Re-election
4	Masaki Tsuchiya	(Male) Director Manager of Marketing Innovation Div.	Re-election
5	Yoriko Aelvoet	(Female)	New election External Independent
6	Masami Saso	(Male)	New election External Independent
7	Michiko Kitahara	(Female)	New election External Independent

**Re-election:** Candidate for Director to be re-elected

**New election:** Candidate for Director to be newly elected

**External:** Candidate for External Director

**Independent:** Independent officer as defined by the securities exchange, etc.

Candidate No.	Name (Date of birth)	Career summary, position and responsibility at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Masahito Enomoto (February 20, 1974)  Re-election	Apr. 1999    Joined OMRON Corporation Apr. 2004    Joined OMRON Entertainment Co., Ltd. Oct. 2007    Joined ZERO-SUM LTD. Dec. 2009    Joined the Company Mar. 2018    General Manager of PICTLINK Div. May 2020    Executive Officer Apr. 2021    Director of Olu.Inc. (current position) Mar. 2022    Deputy General Manager of Corporate Strategy HQs June 2022    Director and Vice President of Olu.Inc. Mar. 2023    General Manager of Corporate Strategy HQs June 2024    Director, Strategy Officer Mar. 2025    General Manager of Corporate Strategy Div. June 2025    President (current position)	4,782
[Reasons for nomination as candidate] Mr. Enomoto has supervised the management of the Group as Representative Director and President of the Company since June 2025, and has demonstrated strong leadership in formulating and coordinating management strategies, as well as in establishing and managing subsidiaries, with the aim of enhancing corporate value. Accordingly, the Company has determined that he is an appropriate candidate for director.			
2	Hitoshi Nishimura (April 14, 1976)  Re-election	Apr. 1999    Joined OMRON Corporation Apr. 2004    Joined OMRON Entertainment Co., Ltd. Apr. 2007    Joined the Company Jan. 2015    General Manager of Sales Department, Prize Div. Mar. 2020    General Manager of Character MD Div. 1 May 2022    Executive Officer Mar. 2024    General Manager of SEKAIKAN Business HQs (current position) June 2024    Director of FURYU of America, Inc. (current position) June 2025    Director (current position) Sept. 2025    General Manager of GIRLS Trend Business HQs (current position)	52,000
[Reasons for nomination as candidate] Mr. Nishimura has contributed to its substantial growth and overseas expansion as the person responsible for the Company's Character Merchandising Business. He also concurrently serves as General Manager of GIRLS Trend Business HQs, overseeing a broad range of business areas. He also has the excellent external negotiating skills based on his long years of experience in managing the sales of the Company's products. Accordingly, the Company has determined that he is an appropriate candidate for director as it works to drive future business growth.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Ryoko Sada (January 16, 1974)  Re-election	<p>Apr. 1997    Joined SUMITOMO LIFE INSURANCE COMPANY</p> <p>Oct. 1998    Joined Alteka Corporation</p> <p>Oct. 2001    Started temporary work at OMRON Corporation</p> <p>July 2003    Started temporary work at OMRON Entertainment Co., Ltd.</p> <p>Mar. 2006    Joined OMRON Entertainment Co., Ltd.</p> <p>Apr. 2007    Joined the Company</p> <p>Mar. 2020    General Manager of Game &amp; Animation Div.</p> <p>May 2021    Executive Officer</p> <p>Mar. 2022    Deputy General Manager of Corporate Management HQs</p> <p>Mar. 2023    General Manager of Corporate Management HQs (current position)</p> <p>June 2024    Director, Corporate Management Officer</p> <p>June 2025    Director (current position)</p>	67,082
<p>[Reasons for nomination as candidate]</p> <p>Ms. Sada has a deep understanding of the various businesses due to her abundant business experience in all the Company's mainstay businesses. She also has the knowledge and ability to actively promote human capital management and sustainability management as General Manager of Corporate Management HQs. Accordingly, the Company has determined that she is an appropriate candidate for Director.</p>			
4	Masaki Tsuchiya (November 29, 1970)  Re-election	<p>Apr. 1995    Joined Paloma industries, Ltd. (current Paloma Co., LTD.)</p> <p>Dec. 2004    Joined OMRON Entertainment Co., Ltd.</p> <p>Apr. 2007    Joined the Company</p> <p>Mar. 2012    General Manager of Production Control Department (in charge of company-wide logistics and manufacturing)</p> <p>Mar. 2019    General Manager of Photo Sticker Machine Div.</p> <p>May 2019    Executive Officer</p> <p>Mar. 2022    Deputy General Manager of GIRLS Trend Business HQs and General Manager of PICTLINK Div.</p> <p>Mar. 2023    General Manager of GIRLS Trend Business HQs</p> <p>June 2025    Director (current position)</p> <p>Sept. 2025    Manager of Marketing Innovation Div. (current position)</p>	73,800
<p>[Reasons for nomination as candidate]</p> <p>Mr. Tsuchiya has a cross-functional understanding of the GIRLS Trend Business and experience as the person responsible for managing the Company's supply chain. Furthermore, he is currently working to promote growth strategies and create new value from a cross-functional perspective. Accordingly, the Company has determined that he is an appropriate candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	<p data-bbox="320 651 518 712">Yoriko Aelvoet (February 26, 1962)</p> <p data-bbox="357 748 481 837">New election External Independent</p>	<p data-bbox="541 315 1214 376">Apr. 1984    Joined Mainichi Communications Inc. (current Mynavi Corporation)</p> <p data-bbox="541 389 1241 450">Sept. 1986    Joined Procter &amp; Gamble Far East, Inc. (current The P&amp;G Japan Limited)</p> <p data-bbox="541 463 1241 524">Sept. 1989    Joined Buena Vista Home Entertainment Inc. (current The Walt Disney Company (Japan) Ltd.)</p> <p data-bbox="541 537 868 557">Oct. 1994    Marketing Director</p> <p data-bbox="541 571 1230 631">Oct. 1996    Managing Director of Walt Disney Enterprises, Inc. (Japan) (current The Walt Disney Company (Japan) Ltd.)</p> <p data-bbox="541 645 1214 741">Oct. 2001    Vice President and General Manager (Japan), Disney Publishing Worldwide, Walt Disney International Japan Ltd. (current The Walt Disney Company (Japan) Ltd.)</p> <p data-bbox="541 754 1241 842">Nov. 2005    Vice President and General Manager for Japan and Korea, Warner Bros. Consumer Products, Warner Entertainment Japan Inc. (current Warner Bros. Japan LLC)</p> <p data-bbox="541 855 1198 916">Dec. 2015    Representative Director of Bottega Tigre Inc. (current position)</p> <p data-bbox="541 929 1214 990">June 2018    External Auditor of FIELDS CORPORATION (current TSUBURAYA FIELDS HOLDINGS INC.)</p> <p data-bbox="541 1003 847 1023">June 2020    External Director</p> <p data-bbox="541 1037 762 1057">June 2022    Director</p> <p data-bbox="541 1070 1139 1090">Nov. 2023    External Director of TRANSACTION Co., Ltd.</p> <p data-bbox="541 1104 1225 1164">May 2025    Chairman and Representative Director of Bottega Leone Inc. (current position)</p>	-
<p data-bbox="304 1189 863 1209">[Reasons for nomination and summary of expected roles]</p> <p data-bbox="304 1218 1398 1460">Ms. Aelvoet has extensive experience and knowledge in business management and marketing, primarily in relation to IP and content in the entertainment industry. The Company expects her to leverage her experience and insight to contribute, from an independent standpoint, to ensuring the appropriateness of the Board of Directors' decision-making and strengthening its management supervisory function. The Company also expects her to provide advice on promoting the Group's medium- to long-term growth strategies and sustainably enhancing corporate value. In addition, as a member of the Nominating and Remuneration Committee, the Company expects her to help ensure objectivity in deliberations concerning the nomination and remuneration of Directors and other officers and contribute to enhancing the transparency of the decision-making process. Accordingly, the Company has nominated her as a candidate for External Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
6	Masami Saso (July 11, 1964)  New election External Independent	Apr. 1988    Joined Mitsubishi Corporation July 1995    Joined TOMEI INDUSTRIAL (HOLDINGS) LTD June 1998    President and Representative Director of SOSHIN ONKYO WORKS LTD Apr. 2000    Chairman of the Board of Qingdao Tianwan Electrical Co., Ltd. Apr. 2001    Managing Director of TWD, INC. Apr. 2003    President of TWD International, Inc. Sept. 2004    President of TWD International, Inc. Europe Feb. 2011    President of TWD International Pte. Ltd. Apr. 2014    Joined KONAMI CO., LTD. (current KONAMI GROUP CORPORATION) Mar. 2015    General Manager of Corporate Planning Department Oct. 2015    Director of Konami Sports Club Co., Ltd. (current Konami Sports Co., Ltd.) Apr. 2017    President of Konami Digital Entertainment B.V. Nov. 2020    Director of Konami Gaming, Inc. July 2024    Representative CEO of M2D MANAGEMENT LLC (current position)	-
<p>[Reasons for nomination and summary of expected roles]</p> <p>Mr. Saso has extensive experience and knowledge in corporate management and business operations both in Japan and overseas. The Company expects him to leverage his experience and insight to contribute, from an independent standpoint, to ensuring the appropriateness of the Board of Directors' decision-making and strengthening its management supervisory function. The Company also expects him to provide advice on the promotion of medium- to long-term growth strategies, business development including overseas operations, and the strengthening of governance. In addition, as a member of the Nominating and Remuneration Committee, the Company expects him to contribute to improving the effectiveness of deliberations concerning the nomination and remuneration of Directors and other officers, and to ensuring transparency and objectivity. Accordingly, the Company has nominated him as a candidate for External Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
7	Michiko Kitahara (July 29, 1979)  New election External Independent	<p>Apr. 2002    Joined Lion Corporation</p> <p>Apr. 2007    Brand Manager</p> <p>Apr. 2010    Joined Shiseido Company, Limited</p> <p>Apr. 2016    Brand Manager of Skincare Marketing Division, Shiseido Japan Co., Ltd.</p> <p>July 2019    Vice President of Make-up Marketing Division</p> <p>Jan. 2021    Senior Vice President of Premium Brand Marketing Division and Deputy CMO</p> <p>Jan. 2023    Senior Vice President of Marketing Relation Division</p> <p>July 2024    Senior Vice President of New Value Creation Marketing Division</p> <p>Jan. 2025    Representative Director and CEO of MICHI inc. (current position)</p> <p>June 2025    External Director (Audit and Supervisory Committee Member) of R.C.CORE CO., LTD. (current position)</p>	–
<p>[Reasons for nomination and summary of expected roles]</p> <p>Ms. Kitahara has advanced expertise in marketing and brand strategy in consumer businesses, as well as experience and knowledge in value creation and driving transformation. The Company expects her to leverage her experience and insight to contribute, from an independent standpoint, to ensuring the appropriateness of the Board of Directors' decision-making and strengthening its management supervisory function. The Company also expects her to provide advice on the Group's growth strategies, enhancement of product and service value, and growth investments. In addition, as a member of the Nominating and Remuneration Committee, the Company expects her to contribute to improving the effectiveness of deliberations concerning the nomination and remuneration of Directors and other officers, and to ensuring transparency and objectivity. Accordingly, the Company has nominated her as a candidate for External Director.</p>			

- Notes: 1. There is no special interest between any of the candidates for Director and the Company.
2. Ms. Yoriko Aelvoet, Mr. Masami Saso, and Ms. Michiko Kitahara are candidates for External Director.
3. If the election of Ms. Yoriko Aelvoet, Mr. Masami Saso, and Ms. Michiko Kitahara is approved, the Company plans to enter into agreements with each of them, pursuant to Article 427, paragraph (1) of the Companies Act, to limit their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements shall be the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.
4. The Company has entered into a directors and officers liability insurance policy that includes all Directors as the insured with an insurance company. The insurance policy indemnifies the insured for such costs as litigation expenses and monetary damages incurred from claims for damages arising from acts carried out by the insured in the course of his or her duties. All premiums for the insured are fully borne by the Company, and if any of the Director candidates are elected as a Director, they will be included in the policy as the insured. In addition, the Company plans to renew the policy with the same terms during their term of office.
5. Ms. Yoriko Aelvoet, Mr. Masami Saso, and Ms. Michiko Kitahara satisfy the requirements for independent officers stipulated by the Tokyo Stock Exchange. If their election is approved, the Company plans to designate them as independent officers.
6. The number of the Company's shares owned by each candidate is as of the end of the fiscal year under review (March 31, 2026). In addition, the number of shares held by Mr. Masahito Enomoto and Ms. Ryoko Sada includes restricted shares.

[Reference] Director candidates' Skill Matrix

In order for the Board of Directors to effectively fulfill its roles and responsibilities, the Company selects candidates for Director who are well informed about the Company's business and its issues, and who possess a wealth of experience, a high level of insight, and a high degree of expertise and ability as required by the Company. The Company also ensures the diversity of knowledge, experience, and ability of the Board members.

In the table below, we have defined the skills that we specifically expect from our candidates for Director, and present the primary knowledge and experience possessed by each director candidate.

Candidate No.	Name	Gender	Expertise/experience						
			Management	IP/brand	Marketing	Overseas Business Operations	HR/Org.	Sustainability	Management, etc.
1	Masahito Enomoto	Male	○					○	○ (financial accounting and IT)
2	Hitoshi Nishimura	Male	○	○		○			
3	Ryoko Sada	Female		○			○	○	○ (risk)
4	Masaki Tsuchiya	Male			○				○ (supply chain)
5	Yoriko Aelvoet	Female	○	○	○	○			
6	Masami Saso	Male	○		○	○			○ (risk and supply chain)
7	Michiko Kitahara	Female	○	○	○				

Note This table does not represent all the skills possessed by each candidate for Director.

## Proposal No. 2: Election of Two Substitute Auditors

The Company requests approval for the election of two substitute Auditors in advance to be ready to fill a vacant position should the number of Auditors fall below the number required by laws and regulations.

The Company requests approval for the election of Mr. Makoto Hamano as a substitute Auditor for Auditor Mr. Takayuki Nakamura, and Mr. Hidetake Kishimoto as a substitute External Auditor for External Auditors Mr. Omou Yamazaki and Mr. Shinichiro Yoshiba.

Candidates for substitute Auditors shall assume office on condition that the number of Auditors falls below the number required by laws and regulations, and their tenure shall be until the expiration of the retiring Auditors' tenure. Moreover, this election shall be valid until the start of the next annual general meeting of shareholders.

In addition, the consent of the Board of Auditors has been obtained for this proposal.

The validity of this election can be nullified by resolution of the Board of Directors if the consent of the Board of Auditors has been obtained; provided, however, that this applies only at a time before assuming office.

The candidates for substitute Auditor are as follows:

Candidate No.	Name (Date of birth)	Career summary (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Makoto Hamano (June 14, 1978)	<p>Apr. 2001    Joined OMRON Ichinomiya Co., Ltd. (current OMRON AMUSEMENT Co., Ltd.)</p> <p>Sept. 2004    Joined OMRON Entertainment Co., Ltd.</p> <p>Apr. 2007    Joined the Company</p> <p>Mar. 2012    Manager of Procurement Section, Development Department, Amusement Arcade Machine Div.</p> <p>Mar. 2020    General Manager of Production Control Department, Photo Sticker Machine Div.</p> <p>Mar. 2024    General Manager of Production Control Department of Corporate Management HQs (current position)</p> <p>Mar. 2026    Deputy General Manager of HR and General Affairs Department (current position)</p>	62,274
<p>[Reasons for nomination as candidate] Mr. Hamano has abundant experience in supply chains, and we would like him to utilize his experience and knowledge as Auditor.</p>			
2	Hidetake Kishimoto (December 8, 1974)	<p>Oct. 2001    Joined ChuoAoyama PricewaterhouseCoopers</p> <p>Oct. 2006    Joined AGS Consulting Co., Ltd.</p> <p>June 2014    Opened Kishimoto CPA Firm (current position)</p> <p>Mar. 2016    External Auditor of ANTEPRIMA JAPAN LTD (current position)</p> <p>Feb. 2019    Established SHIN Consulting Co., Ltd. and assumed office as Chief Executive Officer (current position)</p>	—
<p>[Reasons for nomination as candidate for External Auditor] Mr. Kishimoto has abundant experience and broad insights as a certified public accountant, and we would like him to provide supervision and guidance from the perspective of finance and accounting, based on his experience and insights.</p>			

Notes: 1. There is no special interest between any of the candidates and the Company.

2. Mr. Hidetake Kishimoto is a candidate for substitute External Auditor.

3. If Mr. Makoto Hamano and Mr. Hidetake Kishimoto assume office, the Company plans to enter into limited liability agreements with them pursuant to the provisions of Article 427, paragraph (1) of the Companies Act to limit their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements shall be the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.

4. The Company has entered into a directors and officers liability insurance policy that includes all Auditors as the insured with an insurance company. The insurance policy indemnifies the insured for such costs as litigation expenses and monetary damages incurred from claims for damages arising from acts carried out by the insured in the course of his or her duties. All premiums for the insured are fully borne by the Company. When the policy is renewed, the Company plans to renew the policy with the same terms. If Mr. Hamano and Mr. Kishimoto assume office as Auditors, each of them will be included as an insured party in such insurance policy or an insurance policy with the same terms as such policy.
5. If Mr. Hidetake Kishimoto assumes office as Auditor, the Company plans to submit notification to Tokyo Stock Exchange, Inc. concerning his designation as an independent officer in accordance with the regulations set forth by the aforementioned exchange.
6. The number of the Company's shares owned by each candidate is as of the end of the fiscal year under review (March 31, 2026). The number of the Company's shares owned by Mr. Makoto Hamano includes his interest in the FURYU Employee Shareholding Association.

### **Proposal No. 3: Revision of Amount of Director Remuneration**

The remuneration amount of the Company's Directors was approved at the 9th Annual General Meeting of Shareholders held on June 29, 2015, at no more than ¥300 million per year, including no more than ¥20 million per year for External Directors, and has remained unchanged since then.

To strengthen the supervisory function of the Board of Directors and enhance its corporate governance structure, the Company has decided to increase the number of External Directors from the current two to three at this General Meeting of Shareholders, and has submitted the election of seven Directors for approval on that basis. In addition, in light of factors such as the recent expansion of the roles and responsibilities of External Directors, the Company would like to revise the remuneration amount of Directors to no more than ¥315 million per year, including no more than ¥35 million per year for External Directors. In addition, as before, the remuneration amount of Directors shall not include the employee salary portion paid to Directors who concurrently serve as employees.

This proposal was determined by the Board of Directors following deliberation by the Nominating and Remuneration Committee, after comprehensively considering factors including the Company's business scale, officer remuneration system and payment levels, the current number of officers, and future trends. The Company has determined that the proposal is appropriate.

In addition, the policy for determining the details of individual remuneration and other compensation of the Company's Directors is as described in the Business Report, "4. (3) 1) Policy, etc. for Determining the Details of Officer Remuneration, etc."

The number of Directors is currently six (including two External Directors). Subject to the approval and adoption of Proposal No. 1 as originally proposed, the number of Directors will be seven (including three External Directors).

#### **Proposal No. 4: Partial Revision of Performance-linked Stock Remuneration System for Directors**

##### 1. Reasons for the proposal and justification thereof

The Company introduced the performance-linked stock remuneration system, “Board Benefit Trust-Restricted Stock (BBT-RS),” (hereinafter, the “System”) for the Company’s Directors (excluding External Directors, the same applies hereinafter to this proposal unless otherwise specified) with the approval of shareholders at the 18th Annual General Meeting of Shareholders held on June 25, 2024 (hereinafter, the “Original Resolution”), and it has remained in effect to the present.

This proposal requests approval to continue the System, subject to certain revisions to change the maximum number of points granted to Directors and expand the scope of persons eligible for the System (hereinafter, the “Revision”).

Furthermore, as with the Original Resolution, the purpose of this proposal is to further clarify the link between Director remuneration and the performance and stock value of the Company, and to raise awareness of Directors to contribute to improving medium- to long-term performance and increasing corporate value by sharing with shareholders not only the benefits of rising stock prices, but also the risks of falling stock prices. The Company’s Nominating and Remuneration Committee has advised that the Revision and continuation of the System are appropriate in light of the purpose of the System and the effect of providing an incentive to improve performance over the medium- to long-term. The proposal is also consistent with the Company’s policy for determining the remuneration for individual Directors, which the Company plans to change going forward (please refer to Reference 2 below, “Policy for Determining the Details of Remuneration, etc. for Individual Directors (Draft”). For these reasons, the Company believes that the contents of this proposal are appropriate.

This proposal requests approval for the specific calculation method and specific details of the amount of remuneration, etc., separate from the remuneration limit for Directors to be proposed in Proposal No. 3 (within the annual amount of ¥315 million for the remuneration of Directors, of which, within ¥35 million for External Directors), in order to pay remuneration to the Company’s Directors under the System. The details of the System will be entrusted to the Board of Directors within the framework described below.

If Proposal No. 1 is approved and adopted as originally proposed, four Directors shall be eligible for the System.

##### 2. Content of the revision (Review of the maximum number of points granted to Directors, etc., and expansion of eligibility)

Under the Original Resolution, shareholders approved a maximum number of 40,000 performance-linked points granted to Directors per fiscal year. At this time, in addition to these performance-linked points, the Company would like to newly grant market capitalization-linked points based on the Company’s market capitalization as of the end date of the medium-term management plan. Accordingly, separate from the number of performance-linked points, the Company requests approval to set a maximum number of 120,000 market capitalization-linked points granted to Directors for each medium-term management plan period.

In addition, subject to the approval and adoption of this proposal, the Company would like to add Executive Officers who do not concurrently serve as Directors to the persons eligible for the System. For the time being, Executive Officers who do not concurrently serve as Directors will receive only market capitalization-linked points, and will not receive performance-linked points.

The introduction of market capitalization-linked points is intended to further clarify the link between the remuneration of Directors and Executive Officers who do not concurrently serve as Directors and the Company’s stock value, and to further promote shared value with shareholders, thereby increasing awareness of enhancing corporate value over the medium to long term. It is also intended to provide incentives for achieving medium- to long-term earnings targets to Internal Directors and Executive Officers who do not concurrently serve as Directors, who bear significant responsibility for executing the medium-term management plan.

### 3. Details of the System after revision

#### (1) Outline of the System

The System is a performance-linked stock remuneration system in which the Company shares are acquired through a trust using money contributed by the Company as the source of funds (the trust established under the System is hereinafter referred to as the “Trust”). Company shares and money equivalent to the amount of Company shares converted at market value (hereinafter referred to as “Company Shares, etc.”) are paid through the Trust to Directors and Executive Officers who do not concurrently serve as Directors (hereinafter collectively referred to as “Directors, etc.”), in accordance with the Executive Stock Benefit Regulations prescribed by the Company. Directors, etc. shall receive Company shares, in principle, at a certain time each year for performance-linked points, and at a certain time after the end of each medium-term management plan period for market capitalization-linked points. Directors, etc. shall receive a monetary benefit equivalent to the amount of the Company shares converted at market value when they have retired from all positions as Directors, Executive Officers, and Auditors (hereinafter referred to as “Officers, etc.”).

Should a Director, etc. wish to receive Company shares while in office, the Director, etc. shall conclude a transfer restriction agreement with the Company as set out in 4. below prior to receiving Company shares. This will restrict Company shares received by Directors, etc. while in office from being transferred or otherwise disposed of until they retire from all positions as Officers, etc.

#### (2) Persons to whom the System applies

Directors (excluding External Directors; Auditors are not eligible for the System) and Executive Officers who do not concurrently serve as Directors

#### (3) Trust term

From August 2024 to the termination of the Trust. (Please note that no specific end date has been set for the Trust term. The Trust shall remain in force as long as the System continues. The System shall be terminated upon the delisting of the Company’s shares or the abolition of the Executive Stock Benefit Regulations.)

#### (4) Trust amount

The Company has introduced the System for the three fiscal years from the fiscal year ended March 31, 2025 to the fiscal year ending March 31, 2027 (hereinafter this period of three fiscal years shall be referred to as the “Initial Applicable Period”; the Initial Applicable Period and periods of three fiscal years commencing after the expiration of the Initial Applicable Period shall each be referred to as an “Applicable Period”) and for each subsequent Applicable Period. For the current Applicable Period, in order to provide Company Shares, etc. to the Company’s Directors under the System, the Company has contributed ¥127 million to the Trust as the source of funds for the acquisition of Company shares by the Trust, and has established the Trust with Directors who satisfy the beneficiary requirements as beneficiaries. The Trust has acquired 120,000 Company shares for the current Applicable Period, using the money entrusted by the Company as the source of funds. After the Revision, the Company shares and money remaining in the Trust’s trust assets will be allocated as the source of funds for benefits provided to Directors, etc. under the revised System.

Subject to approval of the revision of the System under this proposal, the Company will make an additional contribution to the Trust for the funds required to cover the market capitalization-linked points. As stated in (6) below, the maximum number of market capitalization-linked points granted to Directors, etc. under the System is 245,000 points for each medium-term management plan period, of which 120,000 points are for Directors. The first such period will be the two fiscal years from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2028, and each subsequent period will be three fiscal years. Accordingly, for the first medium-term management plan period for market capitalization-linked points after the Revision, the Company will make an additional contribution to the Trust of the funds reasonably expected to be necessary

to acquire up to 245,000 shares, taking into consideration the closing price of the Company's common shares in regular trading on the Tokyo Stock Exchange immediately before the acquisition. For reference, if the closing price of ¥1,212 on May 18, 2026, is applied, the funds needed as described above will amount to approximately ¥297 million.

Even after the Initial Applicable Period, the Company shall reasonably estimate the number of shares required for provision to Directors, etc. under the System and contribute additional funds deemed to be required for the precedent acquisition thereof by the Trust for, in principle, each Applicable Period until the termination of the System. Provided, however, that, where additional contributions are to be made and where Company shares which remain in the trust assets (excluding the number of Company shares that have not yet been provided to Directors, etc. equivalent to points granted to them for each Applicable Period up to the immediately preceding Applicable Period) and money (hereinafter, "Remaining Shares etc.") exist, the Remaining Shares etc. shall be allocated to fund benefits to be provided under the System in subsequent Applicable Periods and the amount of additional contributions shall be calculated upon taking the Remaining Shares etc. into account. Any decision made by the Company to make additional contributions shall be disclosed in a timely and appropriate manner.

Note: Money actually contributed to the Trust by the Company shall be the sum of funds to acquire shares as mentioned above and the estimated amount of money needed to cover costs such as trust fees.

(5) Method by which Company shares shall be acquired by the Trust and the number of shares to be acquired

The acquisition of Company shares by the Trust shall be funded by funds contributed in accordance with (4) above and shall be carried out through the exchange market or by accepting the disposal of the Company's treasury shares, where new shares shall not be issued.

As the maximum number of points granted to Directors, etc. is, according to (6) below, 40,000 per fiscal year for performance-linked points and 245,000 points for each medium-term management plan period for market capitalization-linked points (including 120,000 points for Directors), the maximum number of Company shares to be acquired by the Trust for each Applicable Period shall be 365,000 shares. The particulars concerning the acquisition of Company shares by the Trust shall be disclosed in a timely and appropriate manner.

(6) Maximum number of Company Shares, etc. to be provided to Directors, etc.

Directors are awarded a number of performance-linked points each fiscal year based on the Executive Stock Benefit Regulations, taking into consideration their position and degree of performance, etc. The maximum number of performance-linked points granted to Directors per fiscal year shall be 40,000 points.

In addition, for each medium-term management plan period, Directors, etc. will be granted market capitalization-linked points at a certain time after the end of the period, in a number determined based on the Executive Stock Benefit Regulations and the degree of achievement of market capitalization. The maximum number of market capitalization-linked points granted to Directors, etc. shall be 245,000 points for each medium-term management plan period, including 120,000 points for Directors.

Points granted to Directors, etc. shall be converted at a rate of one common share of the Company per point when Company Shares, etc. are provided as per (7) below (provided, however, that, where Company shares are subject to, among other possibilities, a share split, allotment of shares without contribution, or consolidation of shares, subsequent to the approval of this proposal, the maximum number of points, number of points already granted, or conversion rate may be reasonably adjusted in accordance with this rate or other factors).

The ratio of 1,216 voting rights linked to shares corresponding to the maximum number of points per fiscal year granted to Directors, etc. to the 265,817 voting rights linked to the total number of issued shares as of March 31, 2026 is approximately 0.46%. For this calculation, the maximum number of market capitalization-

linked points, 245,000 points, has been allocated to each fiscal year for convenience, assuming a three-year medium-term management plan period.

The number of points for Directors, etc. to be used as the basis for the provision of Company Shares, etc. as provided for in (7) below shall be, in principle, the number of points granted by the time beneficiary rights are determined as provided for in (7) below to the Directors, etc. in question (points calculated accordingly shall be hereinafter referred to as “Determined Number of Points”).

(7) Providing Company Shares, etc. and specific calculation method for the amount of remuneration, etc.

Directors, etc. who meet the beneficiary requirements shall receive a number of Company shares from the Trust according to, in principle, the Determined Number of Points as set forth in accordance with (6) above at a certain time each year, and shares corresponding to market capitalization-linked points at a certain time after the end of each medium-term management plan period, by carrying out the prescribed procedures for determining beneficiaries. However, should the requirements as prescribed in the Executive Stock Benefit Regulations be met, for a certain percentage, a monetary benefit equivalent to the market value of Company shares shall be received in lieu of Company shares when they have retired from all positions as Officers, etc. In some cases, the Trust may sell Company shares in order to provide a monetary benefit.

Should a Director, etc. wish to receive Company shares while in office, the Director, etc. shall conclude a transfer restriction agreement with the Company as set out in 4. below prior to receiving Company shares. This will restrict Company shares received by Directors, etc. while in office from being transferred or otherwise disposed of until they retire from all positions as Officers, etc.

In addition, where Directors, etc. who have been granted points are dismissed by a resolution adopted at a General Meeting of Shareholders, resign because of certain misconduct committed during their term of office, or commit an inappropriate act that may cause damage to the Company during their term of office, they shall be unable to obtain the right to receive benefits in whole or in part, and if any Company Shares, etc. have already been paid, the Company may request that the Directors, etc. return such shares in whole or in part.

The amount of remuneration, etc. that Directors receive shall be based on the amount obtained by multiplying the total number of points granted to Directors by the per share book value of the Company shares held in the Trust at the time the points are granted (provided, however, that, where Company shares are subject to, among other possibilities, a share split, allotment of shares without contribution, or consolidation of shares, reasonable adjustments shall be made in accordance with this rate or other factors). In addition, should any exceptional monetary value be paid in accordance with the provisions of the Executive Stock Benefit Regulations and is deemed to be appropriate, that amount shall be added to the remuneration.

(8) Exercising voting rights

In accordance with the instructions of the trust administrator, the Trust shall not exercise the voting rights pertaining to Company shares in the Trust Account. The applicable method is intended to ensure neutrality in terms of the impact of the exercising of voting rights pertaining to Company shares in the Trust Account on the management of the Company.

(9) Handling of dividends

Dividends tied to Company shares in the Trust Account shall be received by the Trust and used to pay for the acquisition of Company shares and the trust fees for the trustee as they relate to the Trust. Where the Trust is terminated, dividends, etc. remaining in the Trust shall be distributed to Directors, etc. in office at the time of the termination of the Trust in proportion to the number of points each Director, etc. possesses in accordance with the provisions of the Executive Stock Benefit Regulations.

(10) Handling upon the termination of the Trust

The Trust shall be terminated where the Company shares are delisted, the Executive Stock Benefit Regulations are abolished, or other such scenario arises.

Of the residual assets of the Trust at the time of its termination, all Company shares are to be acquired free of charge and canceled through the adoption of a resolution by the Board of Directors. Of the residual assets of the Trust at the time of its termination, the money that is remaining after money is paid to Directors, etc. in accordance with (9) above shall be paid to the Company.

4. Outline of the transfer restriction agreement pertaining to Company shares provided to Directors, etc.

Where a Director, etc. receives Company shares while in office, the Director, etc. shall, prior to the provision of Company shares, conclude a transfer restriction agreement (hereinafter, the "Transfer Restriction Agreement") with the Company that includes, in summary, the following contents. (Directors, etc. shall receive Company shares subject to the conclusion of the Transfer Restriction Agreement.) However, the Company may provide the Company shares without concluding the Transfer Restriction Agreement in case a Director, etc. has already resigned at the time of the provision of shares.

1. Contents of transfer restrictions

Directors, etc. may not, at any time between the date on which Company shares are received and the date on which they retire from all positions as Officers, etc. in the Company, transfer, grant a security interest in, or otherwise dispose of Company shares that are received.

2. Acquisition by the Company free of charge

Where certain misconduct is committed or where requirements for the lifting of transfer restrictions as provided for in item 3. below are not met, the Company shall acquire the shares in question free of charge.

3. Lifting of transfer restrictions

Where Directors, etc. retire from all positions as Officers, etc. of the Company for any justifiable reason or retire due to death, transfer restrictions shall be lifted as of the time of the retirement thereof.

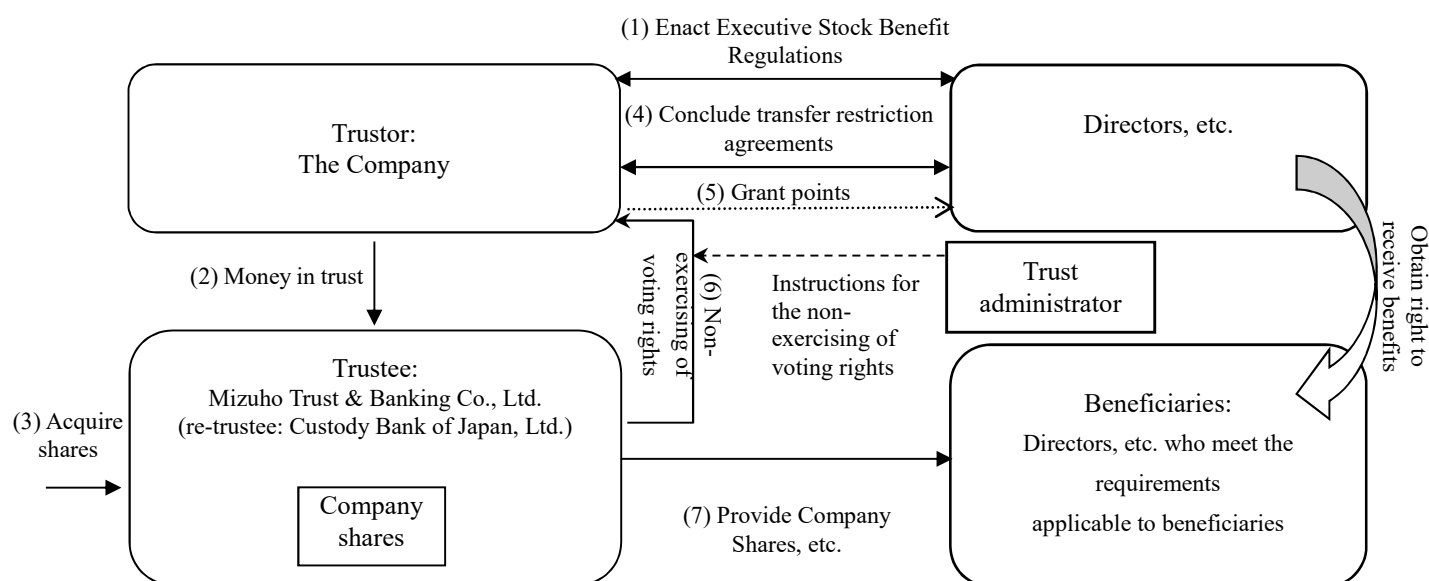
4. Handling when a reorganization or other such change occurs

Where a merger agreement resulting in the extinguishment of the Company or any other set of provisions related to the reorganization of the Company is approved at a General Meeting of Shareholders of the Company while transfer restrictions are in effect, transfer restrictions shall be lifted through the adoption of a resolution at a meeting of the Company's Board of Directors at the time immediately before the business day preceding the effective date of the said agreement or reorganization.

Please note that Company shares subject to transfer restrictions under the Transfer Restriction Agreement are to be managed in a dedicated account opened by eligible Directors, etc. at a securities firm designated by the Company during the term of the transfer restrictions to ensure that one cannot transfer, grant a security interest in, or otherwise dispose of Company shares during the term of the transfer restrictions.

In addition to the above, the method by which intentions are to be declared and notified in the Transfer Restriction Agreement, the method by which the Transfer Restriction Agreement shall be revised, and any other matter as set forth by the Board of Directors shall constitute part of the Transfer Restriction Agreement.

Reference 1): Workings of the System



- (1) The Company will enact the Executive Stock Benefit Regulations within the scope of the framework approved through this proposal.
- (2) The Company will entrust money within the scope approved through this proposal.
- (3) The money entrusted as described in (2) will be used by the Trust as funds to acquire Company shares through the exchange market or by accepting the disposal of the Company's treasury shares.
- (4) Directors, etc. will conclude a transfer restriction agreement with the Company which includes conditions to restrict the Company shares received by Directors, etc. while in office from being transferred or otherwise disposed of until they retire from all positions as Officers, etc., and certain conditions allowing the Company to acquire such shares free of charge.
- (5) The Company will grant points to Directors, etc. based on the Executive Stock Benefit Regulations.
- (6) In accordance with the instructions of the trust administrator independent of the Company, the Trust shall not exercise the voting rights pertaining to Company shares in the Trust Account.
- (7) The Trust will, at a certain time each year for performance-linked points and at a certain time after the end of each medium-term management plan period for market capitalization-linked points, provide Directors, etc. who meet the beneficiary requirements stipulated in the Executive Stock Benefit Regulations (hereinafter, the "Beneficiaries") with a number of Company shares corresponding to the number of points that have been granted to the Beneficiaries. However, if Directors, etc. meet the requirements as prescribed in the Executive Stock Benefit Regulations, the Trust will provide them with a monetary benefit equivalent to the market value of Company shares for a certain percentage of points when they have retired from all positions as Officers, etc.

Reference 2): Policy for Determining the Details of Remuneration, etc. for Individual Directors  
(Draft)

a. Basic Policy

It shall be the basic policy that the Company's remuneration structure should encourage Directors' contribution to not only short-term but also medium- to long-term corporate earnings, as well as clarifying their responsibility for the Company's earnings, and decisions on the remuneration for individual Directors should be at an appropriate level taking into consideration corporate earnings and individual Directors' contribution to management (including actions for improving medium- to long-term earnings).

Moreover, in order to design the remuneration scheme and decide specific amounts of remuneration in accordance with objective and transparent procedures, the Board of Directors shall respect the contents of the advice provided by the Nominating and Remuneration Committee, mainly composed of independent External Directors, as much as possible, and shall make a decision within the scope approved at the General Meeting of Shareholders.

b. Composition Ratio by Type for Remuneration to Individual Directors and Policy for its Determination

The composition ratio of Directors' remuneration shall be determined based on reference to the Company's management strategies and business environment, Company performance and data from surveys on the remuneration of officers, etc.

Remuneration for Directors (excluding External Directors) consists of basic remuneration (fixed remuneration) and non-monetary remuneration (performance-linked stock remuneration) with a general ratio of 9:1 to 4:6 between basic remuneration and non-monetary remuneration where the amount of non-monetary remuneration is a standard amount.

Remuneration for External Directors shall be restricted to basic remuneration from the viewpoint of independence from business execution and their supervisory function of the Board of Directors.

c. Policy for Deciding Amount of Individual Monetary Remuneration (Including Policies for Timing to Grant and Conditions for Remuneration)

Basic remuneration shall be monetary remuneration paid in the same amount every month.

The base for payment of the Company's basic remuneration shall be determined while taking into consideration the maximum salary level among existing employees, the general level of remuneration for officers such as data of surveys on the remuneration for officers by external research organizations, earnings of the Company and the discussions and examinations by the Nominating and Remuneration Committee.

The basic remuneration for Directors (excluding External Directors) shall be calculated by combining the remuneration determined for each position, using difference coefficients between positions stipulated by rules of remuneration for officers, and the remuneration calculated in line with short-term corporate earnings and each Director's contribution to management from medium- to long-term perspectives (calculations based on an eight-grade evaluation).

The basic remuneration for an External Director shall be decided by comprehensively taking into consideration the External Director's contribution to the Company, social status and circumstances surrounding their appointment.

d. Policy for Deciding the Details and Method of Calculating the Amount or Number of Performance-linked Remuneration and Non-monetary Remuneration (Including Policies for Timing to Grant and Conditions for Remuneration)

As performance-linked stock remuneration, called "Board Benefit Trust-Restricted Stock (BBT-RS)," non-monetary remuneration aims to clarify the link between remuneration of Directors (excluding External Directors; the same applies hereinafter in this d.) and the performance and stock price of the Company, as well as raise awareness of Directors to contribute to improving medium- to long-term performance and increasing corporate value.

The performance indicator shall be ordinary profit for each fiscal year, from the perspective of evaluating operating results that also reflect changes in the financial environment. The market capitalization-linked indicator shall be the Company's market capitalization as of the end date of the medium-term management plan, from the perspective of further raising awareness of enhancing corporate value over the medium to long term as the Company works to achieve the medium-term management plan.

For each fiscal year, the Company shall grant Directors performance-linked points based on the Executive Stock Benefit Regulations, taking into consideration their position and level of performance, on the date of the Annual General Meeting of Shareholders each year, after discussion and consideration by the Nominating and Remuneration Committee. In addition, for each medium-term management plan period, the Company shall grant Directors market capitalization-linked points on the date of the first Annual General Meeting of Shareholders held after the end of the period, in a number determined based on the Executive Stock Benefit Regulations and the degree of achievement of market capitalization, following discussion and consideration by the Nominating and Remuneration Committee.

Company shares corresponding to the points eligible for stock benefits shall, in principle, be delivered at a certain time each year for performance-linked points, and at a certain time after the end of each medium-term management plan period for market capitalization-linked points. The delivered shares shall be subject to transfer restrictions until the Director retires from all positions as a Director, Executive Officer, or Auditor of the Company (hereinafter referred to as "Officers, etc."). However, a portion of the granted points shall be paid as a monetary benefit equivalent to the market value of Company shares, and the benefit shall, in principle, be received when the Director has retired from all positions as Officers, etc. of the Company.

In addition, where a Director who has been granted points is dismissed by a resolution adopted at a General Meeting of Shareholders, or resigns because of certain misconduct committed during the term of office, or commits an inappropriate act that may cause damage to the Company during the term of office, the Director shall be unable to obtain the right to receive benefits in whole or in part, and if any Company shares have already been paid, the Company may request a return of such shares in whole or in part.