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Securities Code: 8609

June 4, 2026

Date of commencement of electronic provision measures: May 28, 2026

To Shareholders with Voting Rights:

SHINSHIBA Hiroyuki

Group CEO

OKASAN SECURITIES GROUP INC.

2-2-1, Nihonbashi Muromachi, Chuo-ku, Tokyo

**NOTICE OF CONVOCATION OF
THE 88TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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

We hereby notify you that the 88th Annual General Meeting of Shareholders of OKASAN SECURITIES GROUP INC. (the “Company”) will be held as described below.

When convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures on the following Company’s website.

The Company’s website:

https://www.okasan.jp/english/ir/stockholder/general_meeting/



In addition to the website shown above, the Company also has posted this information on the following website.

Tokyo Stock Exchange website:

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



To view the information, please access the above website, enter the company name or securities code, and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

Please present the enclosed Voting Rights Exercise Form at the reception desk when attending the meeting.

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc. in advance. Please review the attached Reference Documents for the General Meeting of Shareholders to exercise your voting rights in the manner described hereafter by 5:10 p.m. on Thursday, June 25, 2026, Japan time.

- 1. Date and Time:** Friday, June 26, 2026 at 10:00 a.m. Japan time
- 2. Place:** Nihonbashi Mitsui Hall on the 5th Flr., COREDO Muromachi 1 located at 2-2-1, Nihonbashi Muromachi, Chuo-ku, Tokyo
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. Business Report, Consolidated Financial Statements for the Company's 88th Fiscal Year (April 1, 2025 – March 31, 2026) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee
 2. Non-consolidated Financial Statements for the Company's 88th Fiscal Year (April 1, 2025 – March 31, 2026)
 - Proposal to be resolved:**
 - Proposal 1:** Partial Amendments to the Articles of Incorporation
 - Proposal 2:** Election of Two (2) Directors (excluding Directors who are Audit & Supervisory Committee Members)
 - Proposal 3:** Election of One (1) Director who is an Audit & Supervisory Committee Member
 - Proposal 4:** Revision of the Amount of Compensation for Directors who are Audit & Supervisory Committee Members

Response to the system for electronic provision of documents for general meetings of shareholders

The summary of Notice of Convocation attached with the reference documents for the general meeting of shareholders that include proposals to be resolved is mailed to the shareholders with voting rights in addition to the simplified form of the Notice of Convocation consisting of the actual Notice of Convocation and the information on the website for the electronic provision as required in accordance with the provision of laws and regulations.

Notes:

1. The following matters are omitted from the paper copy to shareholders who made a request for delivery of documents pursuant to the provisions of relevant laws and regulations as well as the Company's Articles of Incorporation. Documents mailed to shareholders constitute only part of the documents audited by the Audit & Supervisory Committee and Accounting Auditor in preparing the Audit Report.
 - (1) Notes to Consolidated Financial Statements
 - (2) Notes to Non-consolidated Financial Statements
2. Any revisions to matters subject to the electronic provision measures will be posted on the respective websites where the matters are posted.
3. Information on video streaming after the meeting
Video streaming of this General Meeting of Shareholders will be available after the meeting via the

following streaming site. The contents of video streaming are exclusive for our shareholders: please access the site by entering the following ID and password.

| | |
|---------------------------|---|
| Shareholders-only website | The URL for the shareholders-only website will be provided only to shareholders with voting rights. |
| ID and password | The ID and password will be provided only to shareholders with voting rights. |
| Streaming date and time | From 1:00 p.m. on Monday, July 6, 2026 to 5:00 p.m. on Friday, July 31, 2026, Japan time |

[Steps to log in to the shareholders-only website]

1. Access the shareholders-only website above.
2. Read the website notices on the shareholders-only website. If you agree to them, click [I agree to the above notices and move on to the login page].
3. Enter the above ID and password on the login page.
4. Click [Login] to proceed.

[Notes on video streaming]

- * Please refrain from recording, filming or saving the video streaming. Also, please avoid making the streaming URL, ID, or password available to the public.
- * Please note that you may not be able to view the video properly depending on the conditions of your PC or other devices, Internet network environment or connectivity.
- * Network communication fees and other charges associated with viewing the video are to be borne by shareholders.

Reference Documents for the General Meeting of Shareholders

Proposal and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

Since its founding, the Group has continued to work hand in hand with regional communities. The founding spirit has been passed down as the Group’s purpose and the mission, even as times have changed. The Company proposes partial amendments to its Articles of Incorporation in order to ensure that this spirit is carried on into the future and further strengthened.

These amendments will come into effect on July 1, 2026 if this proposal is approved.

2. Details of amendments

The details of the amendments are as follows.

(Amended parts are underlined.)

| Current Articles of Incorporation | Proposed Amendments |
|-----------------------------------|--|
| <p>(Newly established)</p> | <p><u>Article 2 (Corporate Philosophy)</u></p> <p><u>The Company was founded in 1923 in a small office with just a single telephone in Kyoguchi Town of Tsu City, Mie Prefecture. Its beginnings were driven by an aspiration to advance together with society, a heartfelt spirit of caring for others, and sincerity in serving customers. In an era when stock prices were only available at brokerage counters, all employees rode their bicycles daily to deliver price lists to customers. Always standing by the side of customers, thinking together and growing together—this approach is our origin, which has been passed down while overcoming numerous economic crises and war damage.</u></p> <p><u>(Purpose/Mission)</u></p> <p><u>Our Purpose (raison d’être) is to bring benefits to society as a whole, “A single rain nourishes a thousand mountains.” Our mission is to “Contribute to the lives” of our customers and employees, and to support regional communities through the sound development of capital markets by upholding the spirit of “Customer-First” and “Employee-First”, respecting people, and cultivating expertise.</u></p> |

| Current Articles of Incorporation | Proposed Amendments |
|--|---|
| <p>Article <u>2</u> – Article <u>36</u> (Text omitted)</p> | <p><u>(Vision)</u> We aim to be “a partner for the future of each and every customers.”</p> <p><u>(Values)</u> “Uphold Integrity” as financial professionals, we “Ignite Passion” to take on continuous challenges for high ideals and innovation and “Forge Synergy” to co-create the future.</p> <p>With the aim of not only enhancing corporate value but also maximizing the benefits of all stakeholders, the Company shall continuously verify whether its management decisions are made based on the philosophy outlined above and fulfill its accountability.</p> <p>Article <u>3</u> – Article <u>37</u> (Unchanged)</p> |

Proposal 2: Election of Two (2) Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all two (2) Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter the same shall apply in this Proposal) will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the election of two (2) Directors is proposed.

The Audit & Supervisory Committee has judged each candidate to be suitable to serve as Director based on their performance of duties, insights, and abilities.

The candidates for Directors are as follows:

| No. | Name | Gender | Current position and responsibilities at the Company | Number of Board of Directors' meetings attended during the fiscal year under review |
|-----|---|--------|--|---|
| 1 | <input type="checkbox"/> Reappointment SHINSHIBA Hiroyuki | Male | Representative Director, Group CEO | 100% (10 out of 10 meetings) |
| 2 | <input type="checkbox"/> Reappointment IKEDA Yoshihiro | Male | Representative Director | 100% (10 out of 10 meetings) |



1 SHINSHIBA Hiroyuki Date of Birth: March 2, 1958

| | |
|-------------------------------------|---|
| Number of the Company's shares held | 192,600 shares |
| Significant concurrent position | Representative Director / Chairperson of the Board, Okasan Securities Co., Ltd. |

Reappointment

Career summary, positions and responsibilities at the Company

| | |
|--------------|--|
| April 1981 | Joined the Company |
| June 2001 | Director |
| October 2003 | Managing Director, Okasan Securities Co., Ltd. |
| June 2004 | Managing Director, the Company |
| June 2006 | Representative Director, Senior Managing Executive Officer |
| April 2011 | Representative Director, Senior Managing Executive Officer Division Head, Corporate Planning Division and Executive, Personnel Planning Dept. |
| April 2014 | Representative Director, Group CEO (to present) |
| April 2020 | Representative Director and Chairman, Okasan Securities Co., Ltd. |
| April 2026 | Representative Director / Chairperson of the Board (to present) |

[Reason for nomination as a candidate for Director]

Mr. SHINSHIBA Hiroyuki has served as Director of the Company in charge of Corporate Planning Division from 2001 and has then demonstrated his skills to promote business management of the Group as the Group CEO of the Company since 2014. His deep insights based on his extensive experience and achievements are indispensable for the Group to achieve sustainable growth and improve its corporate value, and therefore the Company proposes him as a candidate for reelection as Director.

Notes:

1. There are no special interests between the candidate and the Company.
2. The Company has concluded a directors and officers liability insurance contract with an insurance company to cover any damages that may result from the insured assuming liability for the performance of their duties or being subject to a claim for the pursuit of such liability. The candidate will be covered by this insurance contract in the event that he is elected and assumes the office of Director. At the next renewal of the insurance contract, the Company plans to renew it with the same contents.



2 IKEDA Yoshihiro

Date of Birth: July 15, 1962

Number of the Company's shares held 110,500 shares

Significant concurrent position -

Reappointment

Career summary, positions and responsibilities at the Company

| | |
|------------|--|
| April 1986 | Joined the Company |
| April 2014 | Director, Okasan Securities Co., Ltd. |
| April 2018 | Managing Executive Officer |
| June 2019 | Managing Executive Officer, Executive, Corporate Relationship Management Dept., the Company Head, Financial Institutions Division and International Strategy Dept. and Joint Head, Corporate Business Affairs Dept., Okasan Securities Co., Ltd. |
| June 2020 | Director, the Company Director, Okasan Securities Co., Ltd. |
| April 2021 | Senior Managing Executive Officer, the Company Head, Corporate Strategy Division, Group Affiliated Companies Support Dept., Sustainability Dept. and Corporate Relationship Management Dept., Executive, Information Technology Strategy Dept. and Asset Management Planning Dept., and Group Chief Strategy Officer, Group Chief Legal Officer, Group Chief Digitalization Officer and Group Chief Information Officer |
| April 2021 | Representative Director and Senior Managing Executive Officer, Okasan Securities Co., Ltd. Head, Corporate Planning Division, and Chief Information Officer, Information Technology Dept. |
| June 2022 | Representative Director, Executive Vice President, and Executive Officer, the Company (to present) Representative Director, CEO, Okasan Securities Co., Ltd. |

[Reason for nomination as a candidate for Director]

Mr. IKEDA Yoshihiro has served as Director in charge of Financial Institutions Division and Head of Corporate Planning Division of Okasan Securities Co., Ltd. from 2014 and has then served as CEO and Representative Director of Okasan Securities Co., Ltd. from June 2022 to March 2026, demonstrating his excellent managerial skills. He is involved in promoting management strategies of the Group as Representative Director, Executive Vice President at the Company. His diverse experience and superior ability to act are indispensable for the Group to achieve sustainable growth and improve its corporate value, and therefore the Company proposes him as a candidate for reelection as Director.

Notes:

1. There are no special interests between the candidate and the Company.
2. The Company has concluded a directors and officers liability insurance contract with an insurance company to cover any damages that may result from the insured assuming liability for the performance of their duties or being subject to a claim for the pursuit of such liability. The candidate will be covered by this insurance contract in the event that he is elected and assumes the office of Director. At the next renewal of the insurance contract, the Company plans to renew it with the same contents.

Proposal 3: Election of One (1) Director who is an Audit & Supervisory Committee Member

The term of office of Mr. YOSHIDA Shinichi, Director who is an Audit & Supervisory Committee Member, will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the election of one (1) Director who is an Audit & Supervisory Committee Member is proposed.

The Audit & Supervisory Committee has given its consent to this proposal.

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

| Name | Gender | Current position in the Company | Number of Board of Directors' meetings attended during the fiscal year under review | Number of Audit & Supervisory Committee's meetings attended during the fiscal year under review |
|---|--------|---|---|---|
| <div style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointment</div> YOSHIDA Shinichi | Male | Outside Director (Audit & Supervisory Committee Member) <div style="border: 1px solid black; display: inline-block; padding: 2px; margin-top: 5px;">Candidate for Outside Director</div> | 100% (10 out of 10 meetings) | 100% (12 out of 12 meetings) |



YOSHIDA Shinichi Date of Birth: January 9, 1950

Number of the Company's shares held — shares

Significant concurrent position —

Reappointment
Candidate for Outside Director

Career summary and positions

| | |
|---------------|---|
| April 1974 | Joined The Asahi Shimbun Company |
| November 1991 | Correspondent in Washington, D.C. |
| June 2003 | Board Director and Managing Editor, Tokyo Head Office |
| June 2005 | Managing Director, Executive Editor |
| April 2007 | Managing Director, Director of Administration & Labor Division and Compliance Division |
| June 2008 | Managing Director, Chief Sales Officer |
| May 2011 | Director, Japan National Press Club |
| June 2013 | Senior Executive Director, Chief Content Officer, Executive Editor, Director of International Division, The Asahi Shimbun Company |
| April 2014 | Counselor, TV Asahi Holdings Corporation |
| June 2014 | President President, TV Asahi Corporation |
| June 2022 | Director and Advisor |
| June 2024 | Special Advisor (to present) Outside Director (Audit & Supervisory Committee Member), the Company (to present) |

[Reason for nomination as a candidate for Outside Director and expected roles]

Mr. YOSHIDA Shinichi served as a correspondent in Washington, D.C. and Managing Editor at Tokyo Head Office, and was involved in management as Board Director at The Asahi Shimbun Company. In addition, after serving as Director of Japan National Press Club, he has served as President at TV Asahi Holdings Corporation and TV Asahi Corporation. His achievements and insights are highly regarded, and therefore the Company believes that he is capable of executing the duties of an Outside Director appropriately based on his extensive experience in media organizations as well as his deep insight in the field of corporate management. The roles expected of Mr. YOSHIDA Shinichi if he is elected as an Outside Director are to provide advice at Board of Directors meetings and other opportunities based on his extensive experience in media organizations and deep insight in corporate management, with an awareness of the social mission of the financial industry from a stand point independent from the management and shareholders. The Company has designated him as an independent director/corporate auditor as stipulated under the regulations of exchanges such as Tokyo Stock Exchange, Inc. and intends to continue the designation of him as an independent director/corporate auditor.

Mr. YOSHIDA Shinichi will have served as Outside Director (Audit & Supervisory Committee Member) of the Company for two (2) years at the conclusion of this General Meeting of Shareholders.

Notes:

1. There are no special interests between the candidate and the Company.
2. The Company will enter into an agreement with Mr. YOSHIDA Shinichi that limits the liability for damages provided for in Article 423, Paragraph 1 of the Companies Act in accordance with the provisions of Article 427, Paragraph 1 of the said Act. The maximum amount of liability under the said agreement shall be limited to the minimum amount as provided by laws and ordinances. If he is reelected, the Company will continue the aforementioned liability limitation agreement with him.
3. The Company has concluded a directors and officers liability insurance contract with an insurance company to cover any damages that may result from the insured assuming liability for the performance of his duties or being subject to a claim for the pursuit of such liability. He will be covered by this insurance contract in the event that he is elected and assumes the office as Outside Director. At the next renewal of the insurance contract, the Company plans to renew it with the same contents.

(Reference)

Directors' Skills Matrix (if the candidates for Directors are elected at this General Meeting of Shareholders)

The Company has developed a skills matrix that indicates knowledge, experience, and abilities of each director necessary to achieve and realize the Company's management policies and Medium-term Business Plan.

| Name | Positions | Particular expertise and background (knowledge and experience expected of Directors) | | | | | |
|--------------------|--|--|----------------------|--------------------------------|-------------------------|---------|----------------|
| | | Corporate management | Finance & securities | Financial affairs & accounting | Legal & risk management | DX & IT | Sustainability |
| SHINSHIBA Hiroyuki | Representative Director Group CEO | ● | ● | | ● | ● | ● |
| IKEDA Yoshihiro | Representative Director | ● | ● | | ● | ● | ● |
| MIYABAYASHI Ayako | Audit & Supervisory Committee Member Director | | ● | ● | | | ● |
| YOSHIDA Shinichi | Audit & Supervisory Committee Member Director (Outside) | ● | | | ● | | ● |
| KIMURA Yoshifumi | Audit & Supervisory Committee Member Director (Outside) | ● | ● | ● | ● | | |
| SATO Shinichi | Audit & Supervisory Committee Member Director (Outside) | | ● | ● | ● | | |
| OKANO Sadahiko | Audit & Supervisory Committee Member Director (Outside) | ● | | | ● | | ● |

Note: The above table does not represent all of the knowledge and experience possessed by each Director.

Proposal 4: Revision of the Amount of Compensation for Directors who are Audit & Supervisory Committee Members

The 77th Annual General Meeting of Shareholders held on June 26, 2015 approved a proposal to set the maximum amount of compensation for Directors who are Audit & Supervisory Committee Members at 72 million yen per year.

While promoting various strategies and reforms centered on the Medium-term Business Plan, the Company has been strengthening the structure of the Audit & Supervisory Committee from the viewpoint of the need to make highly complex management decisions and of further enhancing corporate governance. With a view to continuously strengthening this structure in the future and to secure the optimum talent for the Company, the Company hereby requests shareholders' approval for a revision to the amount of compensation for Directors who are Audit & Supervisory Committee Members.

Accordingly, the Company proposes to revise the maximum amount of compensation for Directors who are Audit & Supervisory Committee Members to 200 million yen per year. Furthermore, the specific amount for each Director who is an Audit & Supervisory Committee Member and the timing of payment will be determined through discussion among Directors who are Audit & Supervisory Committee Members.

This proposal has been determined after comprehensively considering the business scale of the Company, the compensation scheme and compensation levels for Directors, the current number of Directors, and future trends. The Company considers that the proposal is appropriate.

If Proposal 3 is approved as originally proposed, the number of Directors who are Audit & Supervisory Committee Members to whom this Proposal applies will be five (5) (including four (4) Outside Directors).

End of document