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Securities Code: 2464

June 8, 2026

To our shareholders:

Iwao Shibata  
President & CEO  
**Aoba-BBT, Inc.**  
1-7 Rokubancho, Chiyoda-ku, Tokyo, Japan

## NOTICE OF THE 28TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 28th Ordinary General Meeting of Shareholders of Aoba-BBT, Inc. (the “Company”), which will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on the Company’s website. Please access the following websites to view the information.

The Company’s website: <https://aoba-bbt.com/> (in Japanese)

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

In addition to the Company’s website, the items for which measures for providing information in electronic format are to be taken are also posted on the website of Tokyo Stock Exchange (TSE) as described below.

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “Aoba-BBT” in “Issue name (company name)” or the Company’s securities code “2464” 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].”)

Please exercise your voting rights in writing or via the internet, etc. after referring to the “Guidance on Exercising Voting Rights” (in Japanese only) and reviewing Reference Documents for the General Meeting of Shareholders no later than 6:00 p.m., Tuesday, June 23, 2026 (JST).

**1. Date and Time:** Wednesday, June 24, 2026 at 10:00 a.m. (JST) (Reception opens at 9:30 a.m.)

**2. Venue:** Ohmae@work Building, B1, Seminar Hall  
1-7 Rokubancho, Chiyoda-ku, Tokyo, Japan

### **3. Purposes:**

#### **Items to be reported:**

1. Business Report and Consolidated Financial Statements for the 28th Term (from April 1, 2025 to March 31, 2026), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee.
2. Non-Consolidated Financial Statements for the 28th Term (from April 1, 2025 to March 31, 2026).

#### **Item to be resolved:**

**Proposal** Election of five Directors (excluding Directors who are Audit & Supervisory Committee Members)

- ☞ When attending the meeting, please submit the voting rights exercise form at the reception desk to register your attendance.
- This meeting will be livestreamed using the web conference system Zoom for shareholders unable to attend the meeting.
  - If you want to view the meeting, please log in to the following URL:  
Zoom website URL:  
<https://us06web.zoom.us/j/82832376678?pwd=IDWCzrkYYwRa4oJEAkQ0XZHaYkosX7.1> (in Japanese)  
Meeting ID: 828 3237 6678  
Password: 770502
- (Matters to note on the livestream)
- Please use the following URL to install the Zoom application on your device:  
<https://zoom.us/> (in Japanese)
  - Please note that we will not be able to answer questions on preparations including how to install the application.
  - The meeting will be shot from the back of the venue while care is given not to catch an image of shareholders attending the meeting. However, in some cases, images of shareholders may unavoidably appear in the livestream. We appreciate your understanding in advance.
  - Shareholders viewing the livestream are not deemed to have attended the meeting under the Companies Act. Therefore, they will be treated differently from when physically attending the meeting. Shareholders viewing the livestream will be unable to exercise their voting rights in real time. They are kindly requested to exercise their voting rights prior to the meeting without fail. Please note that they will be unable to ask questions or submit proposals as shareholders attending the meeting are permitted to do under the Companies Act.
  - Depending on your device or network environment, you may be unable to view the livestream.  
Shareholders assume responsibility for payment of telecommunications fees to view the livestream.
- ☞ Among the items for which measures for providing information in electronic format are to be taken, in accordance with the provisions of relevant laws and regulations and Article 17 of the Company's Articles of Incorporation, the following items are not provided in the paper-based documents sent to shareholders who have made a request for delivery of such documents.  
Therefore, the Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements stated in such documents are a part of the documents that were audited by the Accounting Auditor in preparing the accounting audit report and by the Audit & Supervisory Board Members in preparing the audit report.
- (i) Business Report: "Status of main offices," "Information on share subscription rights," "Information on Accounting Auditor," "Matters on systems to ensure the appropriateness of operations," "Outline of status of systems to ensure the appropriateness of operations," "Basic policy on the control of the Company"
  - (ii) Consolidated Financial Statements: "Consolidated Statement of Changes in Equity," "Notes to the Consolidated Financial Statements"
  - (iii) Non-Consolidated Financial Statements: "Statement of Changes in Equity," "Notes to the Non-Consolidated Financial Statements"
- ☞ If revisions to the items for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's aforementioned website and the TSE website.

## Reference Documents for the General Meeting of Shareholders

### Proposal and Reference Matters:

**Proposal** Election of five Directors (excluding Directors who are Audit & Supervisory Committee Members)

At the conclusion of this meeting, the terms of office of all four Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter the same applies) will expire. Therefore, the Company proposes the election of five Directors.

The Audit & Supervisory Committee has determined that all of the candidates for Directors in this Proposal are qualified to serve as Director.

The candidates for Director are as follows:

Candidate No.	Name	Position in the Company	Attribute
1	Iwao Shibata	President & CEO	Reelection
2	Tatsuhiko Masamoto	Director	Reelection
3	Yumiko Kamada	Director	Reelection Outside Independent
4	Soki Ohmae	Director	Reelection
5	Heiichi Itakura	Executive Officer	New election

Reelection: Candidate for Director to be reelected

Outside: Candidate for outside Director

Independent: Independent officer as provided for by the stock exchange

New election: Candidate for newly elected Director

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
1	Iwao Shibata (September 11, 1965) Reelection	<p>Jun. 1990 Joined Andersen Consulting (currently, Accenture)</p> <p>Sep. 1996 Joined Booz Allen &amp; Hamilton</p> <p>Sep. 1997 Joined Ohmae &amp; Associates</p> <p>May 1998 Founded Kabushiki Kaisha Puratto-home (currently, everyD.com, INC.)</p> <p>Oct. 2004 Representative Director of everyD.com, INC.</p> <p>Mar. 2006 Representative Director of Orange Life Kabushiki Kaisha</p> <p>Jun. 2009 Representative Director of Kabushiki Kaisha Shun Koubou</p> <p>Jun. 2011 Representative Director of Kabushiki Kaisha IS Research Institute (current position)</p> <p>Jun. 2012 Director of the Company</p> <p>Oct. 2013 Representative Director and President of Aoba International Educational Systems (current position)</p> <p>Nov. 2014 Representative Director and President of Gendai Youji Kisokyoiku Kaihatsu Kabushiki Kaisha Director of Global Education Foundation (current position)</p> <p>Oct. 2015 Representative Director and President of Summerhill International Kabushiki Kaisha</p> <p>Apr. 2016 Director and General Manager of Platform Business Division of the Company</p> <p>Apr. 2017 Director and Executive Vice President</p> <p>Jun. 2017 Secretary-General of Business Breakthrough University (current position)</p> <p>Representative Director and Executive Vice President of the Company</p> <p>Jun. 2018 President &amp; COO</p> <p>May 2019 Director of Little Angels International School (currently, Musashi International School Tokyo)</p> <p>Jul. 2019 President &amp; COO of the Company (current position)</p> <p>Nov. 2019 Outside Auditor of Kabushiki Kaisha Direct Link (current position)</p> <p>Dec. 2019 Director of ITpreneurs Japan/Asia Pacific Inc. (current position)</p> <p>Jan. 2020 Representative Director of Foreign Embassies Friendship Association (current position)</p> <p>May 2020 Representative Director of The Center for Innovation (current position)</p> <p>Oct. 2021 Representative Director and President of Musashi International School Tokyo</p> <p>Aug. 2022 Representative Director of Global Education Scholarship Foundation (current position)</p> <p>Feb. 2025 Director of Hokuriku Gakuin (current position)</p> <p>Significant concurrent positions outside the Company</p> <p>Secretary-General of Business Breakthrough University</p> <p>Representative Director and President of Aoba International Educational Systems</p> <p>Director of ITpreneurs Japan/Asia Pacific Inc.</p> <p>Outside Auditor of Kabushiki Kaisha Direct Link</p> <p>Director of Hokuriku Gakuin</p>	49,500

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
		<p>Reasons for nomination as candidate for Director</p> <p>Iwao Shibata has been engaged in the management of the Company and its core subsidiaries as a Representative Director. He has a wealth of experience and extensive knowledge gained through his service as the responsible person for platform business within the Group. The Company believes that, with such experience and knowledge, he is fit for the successful promotion of management strategies of the Group, and therefore determined that he should be a candidate for Director of the Company.</p>	

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
2	Tatsuhiko Masamoto (March 28, 1967) Reelection	<p>Apr. 1990 Joined Nissho Iwai Corporation (currently, Sojitz Corporation)</p> <p>Nov. 1994 Assigned to work for NISSHO IWAI NEW ZEALAND LTD.</p> <p>Mar. 1999 Joined the Company</p> <p>Jun. 2000 Director of the Company</p> <p>Jul. 2011 Representative Director and Executive Vice President of BBT Online Inc.</p> <p>Oct. 2011 Managing Director of BBT ONLINE GLOBAL, INC</p> <p>Oct. 2013 Director of Aoba International Educational Systems (current position)</p> <p>Apr. 2016 Director and General Manager of Contents Planning, Language Teaching and Officer Training Business Division of the Company</p> <p>May 2016 Representative Director and Executive Vice President of BBT Online Inc. Director and President of BBT ONLINE GLOBAL, INC</p> <p>Apr. 2018 Director, General Manager of Contents Planning, Language Teaching and Officer Training Business Division, and Deputy General Manager of Corporate Sales Division of the Company</p> <p>Jul. 2018 Director, Executive Officer, General Manager of Contents Planning, Language Teaching and Officer Training Business Division, and Deputy General Manager of Corporate Sales Division</p> <p>Jul. 2019 Managing Executive Officer, General Manager of Contents Planning, Language Teaching and Officer Training Business Division, and Deputy General Manager of Corporate Sales Division</p> <p>Apr. 2020 Director of Tokyo Polytechnic University (current position)</p> <p>Jul. 2021 Director of Aoba-BBT Global</p> <p>Oct. 2021 Managing Executive Officer, General Manager of Recurrent Business Division, and Deputy General Manager of Corporate Sales Division of the Company</p> <p>Jun. 2022 Director and Executive Vice President, Executive Officer, General Manager of Recurrent Business Division, and Deputy General Manager of Corporate Sales Division</p> <p>Jan. 2023 Outside Director of TORQ Inc.</p> <p>Jun. 2024 Director of MentorMe Inc.</p> <p>Apr. 2025 Director, Executive Vice President and General Manager of Corporate Training Business Division of the Company (current position)</p> <p>Jan. 2026 Director and Audit &amp; Supervisory Committee Member of TORQ Inc. (current position)</p> <p>Significant concurrent positions outside the Company General Manager of Corporate Training Business Division Director of Aoba International Educational Systems Director of Tokyo Polytechnic University Director and Audit &amp; Supervisory Committee Member of TORQ Inc.</p>	109,000

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
		<p>Reasons for nomination as candidate for Director</p> <p>Tatsuhiko Masamoto has been engaged in the management of the Company's core subsidiaries as a Director. He has a wealth of experience and extensive knowledge gained through his service as the Chief Content Officer (CCO) responsible for content-related matters within the Company. The Company believes that, with this experience and knowledge, he is an appropriate choice for the successful promotion of management strategies of the Group, and therefore it has been determined that he should be a candidate for Director of the Company.</p>	

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
3	<p style="text-align: center;">Yumiko Kamada (February 23, 1966) Reelection Outside Independent</p>	<p>Apr. 1989    Joined East Japan Railway Company  Jun. 2005    Representative Director and President of JR East Station Retailing Co., Ltd.  Nov. 2008    General Manager of Life-style Business Development Headquarters of East Japan Railway Company (Regional Revitalization and Child Rearing Support Business)  May 2013    Deputy Director of Frontier Service Development Laboratory, Research and Development Center  Feb. 2015    Senior Executive Officer of Calbee, Inc.  Mar. 2015    Outside Director of POLA ORBIS HOLDINGS INC.  Jun. 2015    Outside Director of The Michinoku Bank, Ltd.  Dec. 2018    Representative Director of ONE GLOCAL (current position)  Jun. 2020    Outside Director of TAIYO HOLDINGS CO., LTD.  Jun. 2021    Outside Director of Private Finance Initiative Promotion Corporation of Japan (current position)  Jun. 2022    Outside Director of the Company (current position)  Apr. 2025    Visiting Professor, Tama Graduate School of Business (current position)  Jun. 2025    Outside Director of YAOKO CO., LTD. (current position)  Oct. 2025    Outside Director of BLUE ZONES HOLDINGS CO., LTD. (current position)</p> <p>Significant concurrent positions outside the Company  Representative Director of ONE GLOCAL  Outside Director of Private Finance Initiative Promotion Corporation of Japan  Outside Director of BLUE ZONES HOLDINGS CO., LTD.</p>	
<p>Reasons for nomination as candidate for outside Director and outline of expected roles  Yumiko Kamada has a wealth of experience in corporate management and the execution of business in the fields of new business development and customer service. With the expectation that she will utilize her knowledge to provide advice on the execution of business and the supervision of management by the Company, particularly from the perspective of new business, the Company proposes that she should again be a candidate for outside Director of the Company. At the conclusion of this meeting, her tenure as outside Director of the Company will be four years.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
4	Soki Ohmae (May 23, 1974) Reelection	<p>Mar. 2002 President and CEO of CREATIVEHOPE, INC.</p> <p>Feb. 2013 Chairman of CREATIVEHOPE, INC. (current position)</p> <p>May 2013 Representative Director and President of K.K. CRHM</p> <p>Jan. 2014 Professor of Business Breakthrough University</p> <p>Jan. 2016 Professor of Business Breakthrough University and Kenichi Ohmae Graduate School of Business (current position)</p> <p>May 2016 Director of Drone é motion Co., Ltd</p> <p>May 2017 Advisory Board of DRONE FUND</p> <p>Sep. 2018 Co-Chair and Partner of DRONE FUND</p> <p>Nov. 2018 Outside Director of Metro Weather Co., Ltd. (current position)</p> <p>Mar. 2020 Director of DRONE FUND Inc. (current position)</p> <p>May 2020 Outside Director of TERRA LABO Co., Ltd. (current position)</p> <p>Sep. 2022 Outside Director of Japan Wind Tunnel Manufacturing Inc. (current position)</p> <p>May 2023 Outside Director of SORA Technology Co., Ltd. (current position)</p> <p>Jun. 2023 Director of the Company (current position)</p> <p>Aug. 2023 Outside Director of FullDepth Co., Ltd. (current position)</p> <p>Jan. 2024 Outside Director of REDCLIFF, Inc. (current position)</p> <p>Sep. 2024 Outside Director of SkyDrive Inc.</p> <p>Mar. 2026 Outside Director of VFR Inc. (current position)</p> <p>Significant concurrent positions outside the Company</p> <p>Chairman of CREATIVEHOPE, INC.</p> <p>Professor of Business Breakthrough University and Kenichi Ohmae Graduate School of Business</p> <p>Director of DRONE FUND Inc.</p>	-
<p>Reasons for nomination as candidate for Director</p> <p>Soki Ohmae established CREATIVEHOPE, INC., which provides services such as web consulting and IT consulting, and has experience as a consultant handling numerous projects for corporations and organizations, as well as experience as a Director of DRONE FUND Inc. With the expectation that he will utilize his wealth of knowledge and experience and provide appropriate advice for the Company's business, which is a front runner EdTech company in global education, the Company proposes that he should be a candidate for Director of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
5	Heiichi Itakura (February 6, 1973) New election	Jun. 1997    Joined Kinko's Japan Co., Ltd. Apr. 2002    Joined Berlitz Japan, Inc. Jun. 2006    Joined the Company Jun. 2014    Executive Officer of Aoba International Educational Systems Apr. 2017    Director of Aoba International Educational Systems (current position) Jul. 2018    Executive Officer of the Company (current position) Jan. 2020    Vice President of Foreign Embassies Friendship Association (current position) Jun. 2025    Councilor of Hokuriku Gakuin (current position) Significant concurrent positions outside the Company Director of Aoba International Educational Systems Councilor of Hokuriku Gakuin	-
Reasons for nomination as candidate for Director Heiichi Itakura has played a pivotal role in stimulating the growth of business since he joined the Company in 2006. His roles include being a member of the LTE Sales Division and a leader of platform projects. He is also a Director of a Group company and is well versed in management. His extensive expertise and experience are essential for the development of the Company's international school business. The Company believes that he is highly capable of facilitating the improvement of profitability and dramatically enhancing the quality of education, and the Company has therefore determined that he should be a candidate for Director of the Company.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. Of the candidates for Director positions, Yumiko Kamada is a candidate for outside Director.
  3. The Company has submitted notification to the Tokyo Stock Exchange that Yumiko Kamada has been designated as an independent officer as provided for by the aforementioned exchange.
  4. Pursuant to the provisions of Article 427 of the Companies Act, the Company has entered into an agreement with Yumiko Kamada and Soki Ohmae to limit their liability for damages under Article 423, paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, paragraph 1 of the same Act. If this proposal is approved in its original form, the Company plans to renew the aforementioned agreement.
  5. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company with the Company and its Directors as the insured. The policy covers losses incurred by the Directors. If this proposal is approved in its original form, the candidates will be included as the insured in the policy. The Company plans to renew the policy with the same conditions at the time of next renewal.

(Reference)

Director expertise and experience (skills matrix)

If Proposal is approved, the expertise and experience of the Company's Directors (including Directors who are Audit & Supervisory Committee Members) will be as follows.

Name	Expertise & Experience								
	Corporate Management	Business Start-up Business Development	Content Development	Marketing Sales	HR Organizational Strengthening	Technology	International Education (primary and secondary education)	DE&I	Finance Accounting
Iwao Shibata	■	■				■	■		■
Tatsuhiko Masamoto	■		■	■	■		■		
Yumiko Kamada	■	■	■					■	
Soki Ohmae	■	■	■	■		■			
Heiichi Itakura				■	■		■	■	
Yuji Tokunaga					■			■	■
Hikaru Shimura	■					■			■
Hiroshi Otake	■	■		■		■			