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Securities code: 8771 June 11, 2025

(Starting date of electronic provision measures: June 5, 2025)

Masanori Eto President and Chief Executive Officer eGuarantee, Inc. 5-3-1 Akasaka, Minato-ku, Tokyo, Japan

NOTICE OF THE 25TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

You are cordially notified of the 25th Annual General Meeting of Shareholders of eGuarantee, Inc. (the "Company"), which will be held as described below.

In convening this General Meeting of Shareholders, the Company takes electronic provision measures and has posted the matters to be provided electronically as "NOTICE OF THE 25TH ANNUAL GENERAL MEETING OF SHAREHOLDERS" on the following website on the internet.

Company website: https://www.eguarantee.co.jp/en/ir/ir-library/

In addition to the above website, they are also posted on the website below.

Tokyo Stock Exchange (TSE) website (Listed Company Search)

(https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show)

Please access the above website, and enter the Company's name or securities code to search for the Company, select "Basic information," and then select "Documents for public inspection/PR information" to confirm the relevant information.

If you are unable to attend the meeting, you can exercise your voting rights via the internet or by mailing the Voting Rights Exercise Form. Please review the Reference Documents for the General Meeting of Shareholders provided in the matters to be provided electronically and exercise your voting rights no later than 6 p.m. on Thursday, June 26, 2025 (Japan time).

1. Date and Time: Friday, June 27, 2025, 10:00 a.m. (Japan time)

2. Place: SIRIUS

Hotel New Otani Tokyo Garden Court, 5th Floor

4-1 Kioi-cho, Chiyoda-ku, Tokyo, Japan

(Please see "Directions to the Meeting Venue" on the last page of the

Japanese original.)

3. Meeting Agenda:

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Matters to be reported:1. Report on the Business Report, Consolidated Financial Statements, and

Results of Audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements for the 25th Fiscal Year

(April 1, 2024–March 31, 2025)

2. Report on the Non-consolidated Financial Statements for the 25th Fiscal Year (April 1, 2024–March 31, 2025)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Partial Amendments to the Articles of Incorporation

Proposal 3: Election of Nine (9) Directors

4. Information on Exercise of Voting Rights:

- (1) If you vote both in writing on the Voting Rights Exercise Form and via the internet, only your vote placed via the internet will be valid.
- (2) If you submit your vote multiple times via the internet, only the last vote will be valid.
- (3) If you do not indicate your approval or disapproval for a proposal listed on the Voting Rights Exercise Form, your vote will be treated as an approval for the proposal.
- (4) If you appoint a proxy to attend the meeting on your behalf, the proxy is requested to submit a power of attorney and your Voting Rights Exercise Form at the reception desk. Please be aware that you can designate one proxy only and the proxy must be a shareholder who has voting rights.
- 1. When attending the meeting, you are kindly requested to submit the enclosed Voting Rights Exercise Form at the venue's reception desk.
- 2. The following items are not contained in the paper copy delivered to the shareholders, regardless of whether or not they have requested delivery of such copy, in compliance with the provisions of applicable laws and ordinances and Article 14 of the Company's Articles of Incorporation. As such, the paper copy is part of the documents that the Accounting Auditor and Audit & Supervisory Board Members audited when preparing their respective audit reports.
 - Notes to consolidated financial statements
 - Notes to non-consolidated financial statements
- 3. If any revision is made to the matters to be provided electronically, the revised version will be posted on each of the websites described above.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company proposes to pay year-end dividends for the 25th fiscal year as detailed below, considering the Company's financial results for the fiscal year, business development outlook, status of internal reserves, and other factors.

Matters regarding Year-End Dividends

- 1. Type of the dividend property

 Cash
- 2. Matters regarding the allocation of the dividend property to shareholders and the total amount thereof ¥37 per common shares of the Company
 Total amount: ¥1,773,268,179
- 3. Effective date for dividends of surplus June 30, 2025

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reason for the proposal

- (1) To further clarify the responsibilities of Directors and establish a management structure that allows the Company to respond promptly to changes in the management environment, the Company intends to shorten the term of office for Directors from two (2) years to one (1) year and amend the provisions of Article 20 (Term of Office) of its Articles of Incorporation accordingly.
- (2) In conjunction with the change in (1), Article 2 of the Articles of Incorporation, which pertains to the adjustment of the term of office, will be deleted.

2. Details of the amendments

The details of the amendments are as follows:

(Amended sections are underlined.)

	(Amended sections are underfined.)
Current Articles of Incorporation	Proposed amendments
Articles 1–19 (Provisions of articles omitted)	Articles 1–19 (Unchanged)
Article 20 (Term of Office) 1. The term of office of Directors shall expire at the conclusion of the ordinary general meeting of shareholders held for the last business year that ends within two (2) years after their election.	Article 20 (Term of Office) 1. The term of office of Directors shall expire at the conclusion of the ordinary general meeting of shareholders held for the last business year that ends within one (1) year after their election.
2. The term of office of Directors elected to increase the number of Directors or elected as substitute Directors shall expire when the term of office of incumbent Directors expires.	[Deleted]
Articles 21–40 (Provisions of articles omitted)	Articles 21–40 (Unchanged)

Proposal 3: Election of Nine (9) Directors

All the current eight Directors will complete their terms of office at the conclusion of this General Meeting of Shareholders. Therefore, in order to further strengthen the management structure, the proposal is to elect nine Directors by adding one Director.

The candidates for Director are as shown below.

No.	Name (Date of birth)	Career sumn	nary, positions and responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Masanori Eto (January 10, 1975)	May 2003 June 2004 April 2005 November 2006	Joined ITOCHU Corporation General Manager and Overall Manager of Sales Division of the Company (secondment) General Manager of Corporate Planning Office and General Manager of Sales Department of the Company Director of the Company President and Chief Executive Officer of the Company President and Chief Executive Officer of the Company (permanent transfer) (current)	3,151,700
2	Hideo Karatsu (October 12, 1955)	April 1978 April 1998 April 2000 April 2002 October 2003 April 2006 June 2007 June 2009 April 2010 May 2010 June 2010 January 2012 April 2013 April 2015 January 2016 July 2017 July 2019 June 2020 June 2024	Joined Mitsui Bank, Limited General Manager of Oguchi Branch, Sakura Bank, Limited General Manager of Planning Department, Sakura Research Institute, Ltd. General Manager of Nihonbashi Branch, Sumitomo Mitsui Banking Corporation General Manager of Customer Service Department of Sumitomo Mitsui Banking Corporation President and Representative Director of Japan Pension Navigator Co., Ltd. Outside Director of the Company Resigned from the position of Outside Director of the Company Joined the Company General Manager of Corporate Administration Department of the Company Director and Corporate Officer, in charge of Corporate Administration Department and General Manager of Corporate Administration Department of the Company Director and Corporate Officer, General Manager of Corporate Administration Department of the Company Director and Corporate Officer, General Manager of Sales Department I of the Company Director and Corporate Officer, General Manager of Sales Division I of the Company Director and Corporate Officer, General Manager of Sales Division I of the Company Director and Corporate Officer, General Manager of Sales Group I of the Company Director and Corporate Officer, General Manager of Sales Group I of the Company Director and Corporate Officer, General Manager of Sales Division of the Company Director and Corporate Officer, General Manager of Sales Division of the Company Director and Corporate Officer, General Manager of Sales Division of the Company Director and Corporate Officer, General Manager of Sales Division of the Company Director and Corporate Officer, General Manager of Sales Division of the Company	54,400

No.	Name (Date of birth)	Career summ	Number of shares of the Company held	
	Nozomu Murai	April 2002	Joined NIF Ventures Co., Ltd.	Company neid
		January 2007 April 2007	Joined the Company General Manager of President's Office of the	
		April 2009	Company General Manager of Corporate Planning Office of the Company	
		July 2009	Corporate Officer, General Manager of Corporate Planning Office of the Company	
2		April 2013	General Manager of Corporate Administration Department of the Company	477.400
3	(November 2, 1979)	June 2013	Director and Corporate Officer, General Manager of Corporate Administration Department of the Company	477,400
		January 2018	Director and Corporate Officer, General Manager of Corporate Administration Department and General	
		July 2019	Manager of Operations Department of the Company Director and Corporate Officer, General Manager of Corporate Administration Department of the Company	
		June 2024	Managing Director and Corporate Officer, General Manager of Corporate Administration Department of	
			the Company (current)	
		April 1973	Joined Saitama Bank, Ltd.	
		February 1986	Seconded to Saitama Finance/Swiss, Limited	
		April 1991	General Manager of Kumagayanishi Branch, The	
			Asahi Bank, Ltd.	
		April 1994	Seconded to Asahi Bank (Schweiz) AG	
		April 1997	Seconded to Asahi Securities, Inc.	
		April 1999	Seconded to Shoei Insurance Services, Co., Ltd.	
		May 2002	Transferred to Shoei Insurance Services, Co., Ltd.	
			Joined Japan Drake Beam Morin, Inc.	
			Joined ASK Corporation	
			Corporate Auditor of ASK Corporation	
		March 2008	Joined the Company	
		April 2008	General Manager of Internal Audit Office of the Company	
		June 2011	Director and Corporate Officer in charge of Operations Planning Department of the Company	
	Joji Nagai	January 2012	Director and Corporate Officer, General Manager of Risk Management Office of the Company	
4	(April 15, 1950)	May 2012	Director and Corporate Officer, General Manager of Sales Department of the Company	52,400
		April 2013	Director and Corporate Officer, General Manager of Sales Department II of the Company	
		April 2015	Director and Corporate Officer, General Manager of Sales Division III of the Company	
		January 2016	Director and Corporate Officer, General Manager of Sales Division I of the Company	
		April 2016	Director and Corporate Officer, General Manager of Sales Division of the Company	
		July 2017	Director and Corporate Officer, General Manager of Operations Department of the Company	
		January 2018	Director and Corporate Officer, Assistant to President of the Company	
		July 2019	Director and Corporate Officer, General Manager of Operations Department of the Company	
		March 2023	Director and Corporate Officer, Assistant to President of the Company (current)	

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions		Number of shares of the Company held
5	Shuji Kano (May 31, 1983)	April 2006 January 2008 January 2012 June 2017 July 2018 October 2020 April 2023	Joined Maruha Nichiro Corporation Joined the Company Manager of Sales Department Section VI of the Company Corporate Officer, General Manager of Sales Group IV of the Company Corporate Officer, General Manager of President's Office of the Company Corporate Officer, Acting General Manager of Sales Division of the Company Corporate Officer, General Manager of Sales Division of the Company Corporate Officer, General Manager of Sales Department I of the Company (current)	83,100

No.	Name (Date of birth)	Career summ	Number of shares of the Company held	
		April 1978 October 1992	Joined Sumitomo Marine & Fire Insurance Co., Ltd. Manager of Section II, Corporate Finance Department	
		April 2002	and General Manager of Direct Marketing Office of Sumitomo Marine & Fire Insurance Co., Ltd. Special General Manager of Planning, Automotive Sales Promotion Department and Compliance Officer of Mitsui Sumitomo Insurance Company, Limited	
		April 2005	General Manager of Okayama Branch, Chugoku Division of Mitsui Sumitomo Insurance Company, Limited	
		April 2008	Council Member, General Manager of General Sales Department III, Tokyo Corporate Headquarters of Mitsui Sumitomo Insurance Company, Limited	
	Hideo Kurosawa (June 18, 1954)	April 2010	Executive Officer, General Manager of General Sales Department III, Tokyo Corporate Headquarters of Mitsui Sumitomo Insurance Company, Limited	
		April 2011	Executive Officer, General Manager of Chubu Division of Mitsui Sumitomo Insurance Company, Limited	
		April 2012	Managing Executive Officer, General Manager of Chubu Division of Mitsui Sumitomo Insurance Company, Limited	
6		April 2013	President and Representative Director of MSK Insurance Center Company, Limited	_
		April 2015	Special Advisor of Mitsui Sumitomo Insurance Company, Limited	
		July 2015	Executive Director of Japan Automobile Recycling Promotion Center	
		June 2020	Outside Director of the Company (current)	
		July 2020	Representative Partner of Kurosawa Consulting LLC (current)	
		December 2021	Executive Director of Japan Auto Recycling	
		January 2022	Partnership Director of JAPAN FOUNDATION FOR ADVANCED AUTO RECYCLING (current)	
		April 2023	Management Advisor of Tao co., Ltd. (current)	
		-	Advisor of Japan Auto Recycling Partnership (current)	
		[Significant cond		
		Representative P		
		Advisor of Japan		
		Director of JAPA RECYCLING		
		Management Ad		

No.	Name (Date of birth)	Career sum	Number of shares of the Company held			
		April 1975	April 1975 Joined Sanwa Bank, Limited			
		May 1996	General Manager of Kawasaki Branch of Sanwa Bank,			
			Limited			
		May 1999	General Manager of Secretarial Office of Sanwa Bank,			
			Limited			
		April 2001	General Manager of Secretarial Office, UFJ Holdings			
		1 2002	Inc.			
		January 2002	Executive Officer, General Manager of Shinjukushintoshin Corporate Banking Division No.1			
			and General Manager of Shinjukushintoshin Branch,			
			UFJ Bank, Limited			
		May 2003	Executive Officer, Assistant General Manager of			
			Corporate Company in charge of Corporation (in			
			charge of the eastern Japan area) of UFJ Bank,			
		M 2004	Limited			
		May 2004	Managing Executive Officer, General Manager of Human Resources Division of UFJ Bank, Limited			
		July 2004	Managing Executive Officer, in charge of Planning			
		341y 2001	Division and Public Relations Division of UFJ Bank,			
	Nobushige Kamei (November 20, 1952)		Limited			
_		May 2005	Managing Executive Officer, in charge of Planning			
7			Division and Public Relations Division and General			
		1 2006	Manager of Planning Division of UFJ Bank, Limited			
		January 2006	Managing Executive Officer, Assistant General Manager of Investment Banking Group, MUFG Bank,			
			Ltd.			
		May 2007	Managing Executive Officer, General Manager of			
		•	Corporate Banking Group No.2 of MUFG Bank, Ltd.			
		June 2009	Senior Managing Director of Mitsubishi UFJ Financial			
			Group, Inc. Director of Mitsubishi UFJ Trust and Banking			
			Corporation			
		June 2011	President of MST Insurance Service Co., Ltd.			
		June 2016	President of Sanshin Co., Ltd.			
		March 2017	Outside Director of Hilton Tokyo Bay			
		June 2018	Outside Director of SEIWA BUSINESS LINK CO., LTD.			
		June 2019	Chairman of Sanshin Co., Ltd.			
		June 2021	Advisor of Sanshin Co., Ltd. (current)			
		June 2021	Outside Director of the Company (current)			
		[Significant co	ncurrent position]			
		Advisor of Sar	• -			

No.	Name (Date of birth)	Career sum	Number of shares of the Company held	
8	Mariko Mabuchi (April 27, 1984)	ECF Analyst of Representative I and Economic	Joined Natural Care INc. ECF Analyst of Japan Cloud Capital, inc. (currently FUNDINNO, Inc.) (current) Representative Director of The Japan Research Institute of Financial and Economic (current) Outside Director of the Company (current) Outside Director, of FIRST LOGIC, INC. (currently RAKUMACHI, INC.) (current) current position] FUNDINNO, Inc. Director of The Japan Research Institute of Financial	
9	Takahiro Hori (April 3, 1961)	Representative I DATABANK IN	Joined TEIKOKU DATABANK, Ltd. Assistant General Manager Attached to Corporate Planning Department of TEIKOKU DATABANK, Ltd. Assistant General Manager of General Affairs Section, General Affairs Department of TEIKOKU DATABANK, Ltd. Deputy General Manager of Corporate Planning and General Affairs Division, of TEIKOKU DATABANK, Ltd. Representative Director and Executive Vice President of TEIKOKU DATABANK INFORMATION SYSTEM, Ltd. (current) General Manager of Personnel Division of TEIKOKU DATABANK, Ltd. Executive Officer, General Manager of Personnel Division of TEIKOKU DATABANK, Ltd. (current) current position] Director and Executive Vice President of TEIKOKU NFORMATION SYSTEM, Ltd. er, General Manager of Personnel Department of TABANK, Ltd.	

Notes:

- 1. No special interest exists between the Company and any of the candidates for Director.
- 2. Hideo Kurosawa, Nobushige Kamei, Mariko Mabuchi, and Takahiro Hori are candidates for Outside Director. The Company has designated Hideo Kurosawa, Nobushige Kamei, and Mariko Mabuchi as independent officers in accordance with the rules of the Tokyo Stock Exchange and notified the exchange of the designation. If their reelection is approved and passed, the Company will continue to notify the exchange of the designation. In addition, if Takahiro Hori is elected and assumes office as Outside Director, the Company will newly designate him as an independent officer and notify the exchange of the designation.
- 3. The reasons for the election of each candidate for Director are as follows.
 - (1) Masanori Eto, a candidate for Director, has assumed the responsibilities as Chief Executive Officer since April 2005, and has exercised leadership as chief executive of the Company's management. The Company determines that leveraging his wealth of business experience at the Company and insight into overall management is expected to lead to the Company's sustainable growth and the enhancement of corporate value over the medium to long term, and therefore proposes to elect him as Director.

- (2) Hideo Karatsu, a candidate for Director, has a wealth of experience at financial institutions as well as experience as a manager, and possesses insight into overall management and administration and operation of the Company's business and other guarantee businesses. The Company determines that his experience and insight will continue to be indispensable to the Company's management, and therefore proposes to elect him as Director.
- (3) Nozomu Murai, a candidate for Director, has been in charge of corporate planning department and accounting and finance-related departments since his appointment, and has a wealth of experience in the Company's business. The Company determines that his expertise and experience will continue to be indispensable to the Company's management, and therefore proposes to elect him as Director.
- (4) Joji Nagai, a candidate for Director, has a wealth of experience at financial institutions, and possesses insight into overall management and administration and operation of the Company's business and other guarantee businesses. The Company determines that his experience and insight will continue to be indispensable to the Company's management, and therefore proposes to elect him as Director.
- (5) Shuji Kano, a candidate for Director, possesses insight into overall management and administration and operation of the Company's business and other guarantee businesses. The Company determines that his experience and insight will be indispensable to the Company's management, and therefore proposes to elect him as Director.
- (6) Hideo Kurosawa, a candidate for Director, had been engaged in a wide range of operations at non-life insurance companies for many years, and is well versed in the insurance business as well as possesses a wealth of management experience. The Company expects that his knowledge and experience will be reflected in the Company's management strategies, and therefore proposes to elect him as Outside Director.
- (7) Nobushige Kamei, a candidate for Director, had been engaged in a wide range of banking operations for many years, and is well versed in the financial business as well as possesses a wealth of management experience. The Company expects that his knowledge and experience will be reflected in the Company's management strategies, and therefore proposes to elect him as Outside Director.
- (8) Mariko Mabuchi, a candidate for Director, has a wealth of experience gained through her engagement in the asset management business, as well as possesses extensive expertise on corporate analysis as an economic analyst. The Company expects that her knowledge and experience will be reflected in the Company's management strategies, and therefore proposes to elect her as Outside Director. She has not been directly involved in corporate management, but the Company determines that she will be able to appropriately perform her duties as Outside Director for the reasons stated above.
- (9) Takahiro Hori, a candidate for Director, had been engaged in a wide range of operations at companies conducting corporate credit research. The Company expects that his knowledge and experience in corporate credit research will be reflected in the Company's management strategies, and therefore proposes to elect him as Outside Director.
- 4. The outline of the roles expected of each candidate for Outside Director is as follows.
 - (1) Hideo Kurosawa, a candidate for Director, is expected to contribute to enhancing and strengthening the Company's corporate governance by utilizing his broad expertise and wealth of management experience in the insurance business, and to play a role in supervising the Company's management from an independent standpoint in order to improve shareholder value and corporate value over the medium to long term.
 - (2) Nobushige Kamei, a candidate for Director, is expected to contribute to enhancing and strengthening the Company's corporate governance by utilizing his broad expertise and wealth of management experience in the financial business, and to play a role in supervising the Company's management

- from an independent standpoint in order to improve shareholder value and corporate value over the medium to long term.
- (3) Mariko Mabuchi, a candidate for Director, is expected to contribute to enhancing and strengthening the Company's corporate governance by utilizing her broad expertise and wealth of experience as an economic analyst, and to play a role in supervising the Company's management from an independent standpoint in order to improve shareholder value and corporate value over the medium to long term.
- (4) Takahiro Hori, a candidate for Director, is expected to contribute to enhancing and strengthening the Company's corporate governance by utilizing his broad expertise and wealth of experience in the corporate credit research, and to play a role in supervising the Company's management from an independent standpoint in order to improve shareholder value and corporate value over the medium to long term.
- 5. Neither Hideo Kurosawa nor Nobushige Kamei nor Mariko Mabuchi nor Takahiro Hori, a candidate for Outside Director, is to receive, or has received in the past two years, a large sum of money or other property (excluding remuneration as a Director) from the Company or its specified associated company.
- 6. Neither Hideo Kurosawa nor Nobushige Kamei nor Mariko Mabuchi nor Takahiro Hori, a candidate for Outside Director, is a spouse or relative within the third degree of kinship, or any other person equivalent thereto, of an executive or officer of the Company or its specified associated company.
- 7. Neither Hideo Kurosawa nor Nobushige Kamei nor Mariko Mabuchi nor Takahiro Hori, a candidate for Outside Director, is, or has been in the past ten years, an executive or officer of the Company's specified associated company.
- 8. In order for the Company to attract competent persons as Outside Directors, the Articles of Incorporation of the Company stipulates that the Company may have agreements with Outside Directors that limits their liability for damages to the Company to a certain extent. If the reelection of Hideo Kurosawa, Nobushige Kamei, and Mariko Mabuchi is approved, the Company will continue these agreements with them, and the Company will have the same agreement with Takahiro Hori if his election is approved.

The outline of the details of the agreement is as follows.

- If an Outside Director is liable for damages to the Company due to negligence of his/her duties, he/she shall be liable up to the minimum amount stipulated in Article 425, paragraph 1 of the Companies Act.
- The above limit of liability shall be permitted only when the Outside Director acted in good faith and without gross negligence in the performance of his/her duties that gave rise to such liability.
- 9. The Company has taken out a directors and officers liability insurance policy as prescribed in Article 430-3 of the Companies Act, from an insurance company. The policy covers damages that may arise due to insureds assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. The above policy does not cover claims for damages arising from the insured's unlawful gain or benefit, damages caused as a result of criminal acts, wrongful acts, fraudulent acts, or acts committed with the knowledge that they violate laws, rules or regulations. All candidates for Director will be included in the insured under the policy. The Company intends to renew the policy with the same terms and conditions at the time of the next renewal.
- 10. Hideo Kurosawa, a candidate for Outside Director, will have served as Outside Director of the Company for five years as of the end of this General Meeting of Shareholders. Nobushige Kamei, a candidate for Outside Director, will have served as Outside Director of the Company for four years as of the end of this General Meeting of Shareholders. Mariko Mabuchi, a candidate for Outside Director, will have served as Outside Director of the Company for two years as of the end of this General Meeting of Shareholders.

Knowledge and Experience Matrix of Directors

Name		Corporate management	Industry experience and knowledge	Investment and market	Finance and accounting	Legal affairs and risk management	Personnel affairs and human resource development	Information systems
Masanori Eto (Male)		0	0		0	0	0	0
Hideo Karatsu (Male)		0	0		0			
Nozomu Murai (Male)			0	0	0		0	
Joji Nagai (Male)			0		0	0		
Shuji Kano (Male)			0					
Hideo Kurosawa (Male)	(Outside)	0	0					
Nobushige Kamei (Male)	(Outside)	0			0		0	
Mariko Mabuchi (Female)	(Outside)			0	0			
Takahiro Hori (Male)	(Outside)		0				0	