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[Paper-based document]

(Securities Code: 2492)

March 6, 2026

Start Date of Measures for Providing Information in Electronic Format: March 3, 2026

To Our Shareholders:

Shin Kimura,  
President and CEO  
**Infomart Corporation**  
1-2-3 Kaigan, Minato-ku, Tokyo

## Notice of the 28th Annual General Meeting of Shareholders

You are hereby notified that the 28th Annual General Meeting of Shareholders of Infomart Corporation (the “Company”) will be held as described below.

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 each of the websites below. Please access one of the websites by using the internet address shown below to review the information.

[The Company’s website]

[https://corp.infomart.co.jp/ir/stockholder/stockholder\\_meeting/](https://corp.infomart.co.jp/ir/stockholder/stockholder_meeting/) (in Japanese)

(Please confirm by accessing the website above and selecting “Notice of the 28th Annual General Meeting of Shareholders.”)

[Website for informational materials for General Meeting of Shareholders]

<https://d.sokai.jp/2492/teiji/> (in Japanese)

[Tokyo Stock Exchange website (Listed Company Search)]

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

(Please check by accessing the TSE website above, searching by entering “Infomart” in “Issue Name (company name)” or the Company’s securities code “2492” in “Code,” clicking “Search,” clicking “Basic information,” selecting “Documents for public inspection/PR information,” and selecting “Notice of the General Meeting of Shareholders/Informational Materials for a General Meeting of Shareholders” in “Filed information available for Public Inspection.”)

If you are unable to attend the meeting in person, you may exercise your voting rights via the internet, etc. or in writing (postal mail). In this case, after reviewing the Reference Documents for the General Meeting of Shareholders, please exercise your voting rights no later than 6:00 p.m. (hard deadline for receiving postal mail, or exercising voting rights via the internet), Tuesday, March 24, 2026 (JST).

- 1. Date and Time:** Wednesday, March 25, 2026, at 10:00 a.m. (JST)
- 2. Place:** Hamamatsucho Convention Hall, Main Hall A  
2-3-1, Hamamatsu-cho, Minato-ku, Tokyo  
Nippon Life Hamamatsucho Crea Tower 5th Floor

**3. Purpose of the Meeting**

**Matters to be reported:**

1. Reports on the business report, the consolidated financial statements, and the results of audit of the consolidated financial statements by the Financial Auditor and the Board of Auditors for the 28th fiscal year (from January 1, 2025 to December 31, 2025)
2. Report on the non-consolidated financial statements for the 28th fiscal year (from January 1, 2025 to December 31, 2025)

**Matters to be resolved:**

- Proposal No. 1**      Appropriation of Surplus
- Proposal No. 2**      Election of Nine Directors
- Proposal No. 3**      Revision of the Maximum Amount of Monetary Remuneration for Auditors

**4. Matters Decided for the Convocation (Information on Exercise of Voting Rights)**

If you exercise your voting rights by proxy, you may designate one other shareholder holding voting rights of the Company as your proxy to attend the general meeting of shareholders. Please note, however, that it will be necessary to submit a document certifying the authority as proxy.

- ◎ If you are attending on the date, you are kindly requested to present the voting form to the receptionist.
- ◎ 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 aforementioned website.
- ◎ Documents for which measures for providing information in electronic format are to be taken will be sent to shareholders who have requested the delivery of paper-based documents.
- ◎ No souvenirs will be offered to attendees of the general meeting. Your understanding in this matter is appreciated.

**Operation of the general meeting of shareholders**

- For content streamed online, subtitles will be displayed in real time through the use of voice recognition for the person speaking.
- A dedicated area has been prepared within the venue for shareholders using wheelchairs or other assistive equipment.
- Accessible toilets are situated on the 5th floor of the venue at which the general meeting of shareholders is being held.
- Please do not hesitate to ask for assistance in relation to wheelchair support, guidance to seat or restrooms, written communication at the reception desk, or other matters.

## Reference Documents for the General Meeting of Shareholders

### Proposal No. 1 Appropriation of Surplus

The Company recognizes the return of profit to its shareholders as a key management issue. It has adopted a dividend policy of continuously distributing profits (basic dividend payout ratio of 50.0%) according to individual performance, and dividend of surplus twice a year as an interim dividend and year-end dividend, while improving its operating results and strengthening its financial structure.

Based on this basic policy, the Company proposes to pay a year-end dividend of ¥3.21 per share for the fiscal year under review as mentioned below, after comprehensive consideration in line with the continuous return of profit to shareholders and stable dividend payment.

- (1) Type of dividend property  
Cash
- (2) Matters concerning allocation of dividend property and the total amount thereof  
¥3.21 per share of common stock of the Company  
Total amount: ¥726,685,142
- (3) Effective date of dividend of surplus  
March 26, 2026

**Proposal No. 2** Election of Nine Directors

The terms of office of all nine Directors will expire at the conclusion of the general meeting, and Directors Ken Nakajima, Naotake Fujita, Kazutaka Kato, and Terukazu Okahashi will resign. Therefore, the Company proposes the election of nine Directors, including four outside Directors.

The candidates for Director are as follows:

| Candidate No.  | Name<br>(Date of birth)        | Career summary, position, area of responsibility, and significant concurrent positions   | Number of the Company's shares held |
|--|--------------------------------|--|-------------------------------------|
| 1  | Shin Kimura<br>(July 15, 1976) | <p>Apr. 2000      Joined Ryoshoku Co., Ltd. (currently Mitsubishi Shokuhin Co., Ltd.)</p> <p>Mar. 2004      Joined DeeCorp Limited</p> <p>Apr. 2007      Joined the Company</p> <p>Jan. 2017      General Manager of Business Promotion 1st Department of Corporate Planning Division</p> <p>Jan. 2019      Executive Officer in charge of Business Promotion / Strategic Sales Department</p> <p>Nov. 2021      Outside Director of Deepwork Inc. (currently invoX Inc.) (current position)</p> <p>Jan. 2022      Executive Officer in charge of Cloud Business Promotion, Business Planning / Strategic Sales Department of the Company</p> <p>Mar. 2022      Director</p> <p>Mar. 2025      Vice President and Representative Director</p> <p>Jan. 2026      President and CEO (current position)</p> | 47,586 shares                       |
| <p>(Reasons for nominating as candidate for Director and outline of expected roles)</p> <p>Shin Kimura has a track record in sales to the food industry and customer support in the Company's ordering business, and possesses an excellent ability to take action that has been acquired through the launch and expansion of the electronic invoice platform for a wide range of industries. Furthermore, he assumed office as Director in March 2022 as he utilized his broad knowledge as Executive Officer in charge of the Cloud Business Promotion Department and Business Planning / Strategic Sales Department for strategic alliances with other companies and promotion.</p> <p>Since assuming office as Director, he has used his high level of knowledge regarding the Company's business to contribute to corporate growth by expanding usage of the electronic billing business, and promoting digitalization and plans for horizontal SaaS in various industries, as well as marketing in general.</p> <p>The Company has nominated him again as a candidate for Director as it believes he will leverage this track record and insight for Board of Directors decision-making.</p> |                                |  |                                     |

| Candidate No.   | Name<br>(Date of birth)             | Career summary, position, area of responsibility, and significant concurrent positions  | Number of the Company's shares held |
|---|-------------------------------------|---|-------------------------------------|
| 2   | Hajime Murakami<br>(March 14, 1969) | Nov. 1989      Joined TOKYO FOOD SERVICE Co., Ltd.<br>Sept. 2001     Joined Teibon Food System Co., Ltd.<br>Jan. 2002      Joined the Company<br>Jan. 2009      General Manager of Member Support Department<br>Nov. 2012     General Manager of Operational Support Department of Corporate Planning Division<br>Jan. 2017      Deputy General Manager of Sales Division<br>Jan. 2019      Executive Officer in charge of Corporate Planning Department<br>Jan. 2020      Executive Officer in charge of Personnel / General Affairs Department<br>Mar. 2022      Director<br>Mar. 2024      Corporate Auditor of Tanomu Inc.<br>Jan. 2026      Vice President and Director (current position) | 175,725 shares                      |
| <p>(Reasons for nominating as candidate for Director and outline of expected roles)</p> <p>Hajime Murakami established the system introduction system for customers at the Company, and has a track record in customer service as General Manager of the Member Support Department and Deputy General Manager of the Sales Division. He also assumed office as Director in March 2022 as he contributed to increasing the Company's corporate value by broadening the options for diverse work styles and strengthening personnel development, etc. as well as by the promotion of ESG/sustainability management as Executive Officer in charge of the Corporate Planning Department and the Personnel / General Affairs Department. Since assuming office as Director, he has used his high level of knowledge regarding the Company's business to strengthen its management and to contribute to achieving sustainable corporate growth.</p> <p>The Company has nominated him again as a candidate for Director as it believes he will leverage this track record and insight for Board of Directors decision-making.</p> |                                     |   |                                     |

| Candidate No.   | Name<br>(Date of birth)                        | Career summary, position, area of responsibility, and significant concurrent positions   | Number of the Company's shares held |
|---|--|--|-------------------------------------|
| 3   | Osamu Nagao<br>(January 27, 1960)              | <p>Apr. 1982      Joined Mitsui &amp; Co., Ltd.</p> <p>July 2005      President and CEO of MVC Corporation<br/>(currently Mitsui &amp; Co. Global Investment, Inc.)</p> <p>Oct. 2009      General Manager of Principal Investment<br/>Division of Financial &amp; New Business Unit of<br/>Mitsui &amp; Co., Ltd.</p> <p>Apr. 2012      Senior Vice President of Mitsui &amp; Co. (U.S.A.),<br/>Inc., head of Corporate Planning Division of<br/>Americas Business Unit of Mitsui &amp; Co., Ltd.</p> <p>Apr. 2015      Adviser of HOB Co., Ltd.</p> <p>Nov. 2017      Corporate Advisor of the Company</p> <p>Mar. 2018      Joined the Company as President and CEO</p> <p>Mar. 2019      Chairman of Infomart International Corporation</p> <p>Jan. 2022      Chairman and Director of the Company</p> <p>Mar. 2024      Director of Tanomu Inc. (current position)</p> <p>Apr. 2024      Director (current position)</p> <p>June 2024      President and CEO of QD Laser, Inc.</p> <p>June 2025      Director (current position)</p> | 63,124 shares                       |
| <p>(Reasons for nominating as candidate for Director and outline of expected roles)</p> <p>Osamu Nagao responded to the COVID-19 pandemic while taking the lead in matters including the continuation of growth, promotion of new businesses, implementation of capital and business alliances with other companies, and strengthening of the governance system, and contributed to the increase of the Company's corporate value as President of the Company for three years and nine months from March 2018 until December 2021. Since assuming office as Chairman in January 2022, he has contributed to the development of the Company's businesses under the new management system based on his experience and skills related to corporate management and strategic alliances, and he has a track record and superior knowledge of the management of the Company in general.</p> <p>The Company has nominated him again as a candidate for Director as it believes he will leverage this track record and insight to raise the corporate value of the Group into the future.</p> |  |  |                                     |
| 4   | Katsuyuki Araki<br>(September 14, 1971)<br>(*) | <p>Dec. 1997      Joined Toda Tax and Accounting Office</p> <p>Apr. 2005      Joined the Company</p> <p>Jan. 2012      General Manager of Accounting Department of<br/>Administrative Division</p> <p>Jan. 2019      Executive Officer in charge of Finance /<br/>Accounting Department</p> <p>Jan. 2024      Senior Executive Officer in charge of Finance /<br/>Accounting Department</p> <p>Jan. 2026      Senior Executive Officer in charge of Finance /<br/>Accounting / IR Department (current position)</p>  | 119,800 shares                      |
| <p>(Reasons for nominating as candidate for Director and outline of expected roles)</p> <p>Katsuyuki Araki has played a core role in the Company's Finance / Accounting Department for many years and possesses a high level of expertise. He has made significant contributions to the Company's growth, including solidifying the management foundation as a listed company in each phase from its IPO to the transition to the Prime Market.</p> <p>Currently, as Senior Executive Officer in charge of Finance / Accounting / IR Department, he leads the enhancement of corporate value by accurately reflecting perspectives from the capital markets in management decisions. The Company has newly nominated him as a candidate for Director as it believes his sophisticated professional knowledge and managerial perspective are indispensable for the Company's sustainable growth and the strengthening of corporate governance.</p>   |  |  |                                     |

| Candidate No.  | Name<br>(Date of birth)                      | Career summary, position, area of responsibility, and significant concurrent positions   | Number of the Company's shares held |
|--|--|--|-------------------------------------|
| 5  | Daisuke Sugiyama<br>(August 27, 1974)<br>(*) | <p>Apr. 1998      Joined AIM SERVICES CO., LTD.</p> <p>Oct. 2007      Joined the Company</p> <p>Jan. 2013      General Manager of ASP Ordering Business Department</p> <p>Aug. 2016      Resigned from the Company</p> <p>Aug. 2016      Joined Chatwork Co., Ltd. (currently kubell Co., Ltd.)</p> <p>Aug. 2016      General Manager of Sales &amp; Marketing Department</p> <p>Nov. 2019      Joined the Company</p> <p>Jan. 2020      General Manager of Sales Department 1 of Food Business Department</p> <p>Jan. 2021      Executive Officer in charge of Food Business Department</p> <p>Jan. 2024      Senior Executive Officer in charge of Food Business Department</p> <p>Jan. 2026      Senior Executive Officer in charge of Business Operations (current position)</p> | 6,800 shares                        |
| <p>(Reasons for nominating as candidate for Director and outline of expected roles)</p> <p>Daisuke Sugiyama is well versed in the Company's business and has strengthened its management through his many years of experience in sales for both the BtoB-PF FOOD business and BtoB-PF ES business. Currently, as Senior Executive Officer in charge of all sales departments, he leads the expansion of our business. He has achieved significant results in reforming the Company's structure, such as aligning the organizational direction and completing a fundamental restructuring of the sales system.</p> <p>The Company has newly nominated him as a candidate for Director as it believes his deep knowledge and execution capabilities in both the "offensive and defensive" aspects of management are indispensable for the appropriate supervision of the Company and for decision-making aimed at medium- to long-term growth.</p> |  |  |                                     |

| Candidate No. | Name (Date of birth)         | Career summary, position, area of responsibility, and significant concurrent positions  | Number of the Company's shares held |
|---------------|------------------------------|---|-------------------------------------|
| 6             | Maki Kanekawa (May 14, 1964) | <p>Apr. 1988      Joined Nikkei Inc.</p> <p>Apr. 1996      Registered as an attorney at law (current position)</p> <p>Mar. 2004      Established Integral Law Office and served as partner (current position)</p> <p>Dec. 2006      Member of Study Group of Public Relations Business Assessment Standard of Cabinet Office (current position)</p> <p>Aug. 2011      Expert committee member of Subcommittee for Public Foundation for Peace and Consolation, Evaluation Committee for Incorporated Administrative Agencies of Ministry of Internal Affairs and Communications</p> <p>Apr. 2012      Extraordinary member of Dispute Reconciliation Committee for Nuclear Damage Compensation of Ministry of Education, Culture, Sports, Science and Technology</p> <p>June 2013      Deputy Secretary General of Japan Federation of Bar Associations</p> <p>July 2013      Committee member of Evaluation Committee for Incorporated Administrative Agencies of Ministry of Internal Affairs and Communications</p> <p>July 2013      Member of Advisory Board for Peace and Consolation of Ministry of Internal Affairs and Communications (current position)</p> <p>Apr. 2016      Instructor of Legal Training and Research Institute (civil lawsuit) of Supreme Court</p> <p>Mar. 2021      Outside Director of the Company (current position)</p> <p>Apr. 2021      Vice-President of Tokyo Bar Association</p> | – shares                            |

(Reasons for nominating as candidate for outside Director and outline of expected roles)

Maki Kanekawa has leveraged her service as a partner in a law firm and on various government-related committees to cultivate specialized knowledge related to legal affairs and develop advanced insights into risk management, based on which she has provided useful advice and proposals regarding improvements in the effectiveness of corporate management, and has contributed to raising the corporate value of the Company.

As a member of the Nominating and Remuneration Committee, she contributes to making deliberations more lively and effective. Although she has not been directly involved in corporate management other than through previous experience as an outside officer, the Company has nominated her again as a candidate for outside Director as it believes she will leverage her specialized knowledge related to legal affairs and advanced insight related to risk management for supervising the management of the Company.

| Candidate No.  | Name<br>(Date of birth)           | Career summary, position, area of responsibility, and significant concurrent positions   | Number of the Company's shares held |
|--|-----------------------------------|--|-------------------------------------|
| 7  | Sungil Lee<br>(November 17, 1975) | <p>Apr. 1998      Joined Andersen Consulting Ltd. (currently Accenture Japan Ltd.)</p> <p>May 2000      Joined IQ3 Inc.</p> <p>June 2001      Joined Learning Technology Consulting Inc.</p> <p>Mar. 2002      Director of LTS, Inc.</p> <p>Jan. 2005      Director and Vice President</p> <p>May 2019      Director, Vice President and COO</p> <p>Jan. 2021      Director of IoT Japan Inc.</p> <p>Mar. 2021      Director and Executive Vice President of LTS, Inc.</p> <p>July 2021      Auditor of WAKUTO, Inc.</p> <p>July 2022      Director (current position)</p> <p>Dec. 2023      Director and Chairperson of HCS HOLDINGS CO., LTD. (currently HIBIYA COMPUTER SYSTEM Co., Ltd.)</p> <p>Mar. 2024      Director and Vice President Executive Officer of LTS, Inc. (current position)<br/>Outside Director of the Company (current position)</p> <p>Apr. 2024      Director and Vice Chairperson of HIBIYA COMPUTER SYSTEM Co., Ltd.</p> <p>Jan. 2025      Director of LTS Link, Inc. (current position)<br/>Director of LTS Software Technology, inc. (current position)<br/>Director of HIBIYA COMPUTER SYSTEM Co., Ltd. (current position)<br/>Director of HIBIYA RESOURCE PLANNING CO., LTD. (current position)<br/>Director of ME-lab Japan, Inc. (current position)</p> | – shares                            |
| <p>(Reasons for nominating as candidate for outside Director and outline of expected roles)</p> <p>Sungil Lee participated in the founding of LTS, Inc., and in addition to supervising overall operations related to consulting services, building a business foundation, and enhancing service competitiveness, he has used his experience in operating companies and wide-ranging insights to provide useful advice and guidance that has helped to enhance the effectiveness of the Board of Directors. He has also served as a member of the Nominating and Remuneration Committee, and has been contributing to enhancing the fairness, transparency and objectivity of the process of nominating and remunerating Directors.</p> <p>The Company has nominated him again as a candidate for outside Director as it believes he will provide useful advice and opinions on the management of the Company from an objective and sophisticated perspective.</p> |                                   |  |                                     |

| Candidate No.  | Name<br>(Date of birth)                 | Career summary, position, area of responsibility, and significant concurrent positions   | Number of the Company's shares held |
|--|---|--|-------------------------------------|
| 8  | Naoko Tomita<br>(August 3, 1964)<br>(*) | <p>Apr. 1988      Joined Mitsui Mutual Life Insurance Company Limited (currently TAIJU LIFE INSURANCE COMPANY LIMITED)</p> <p>Jan. 1994      Joined Tohmatsu &amp; Co. / Deloitte &amp; Touche LLP; New York, New York</p> <p>Feb. 1997      Joined IBJ Investment, Ltd.</p> <p>Dec. 1999      Chief Financial Officer, Director of the Board of Crayfish Co., Ltd.</p> <p>Sept. 2001      Joined General Electric International, Inc.</p> <p>Aug. 2003      Joined Industrial Revitalization Corporation of Japan</p> <p>Sept. 2004      Outside Director of OCC Corporation</p> <p>Apr. 2007      Executive Advisor of Bandai Namco Holdings Inc.</p> <p>Aug. 2015      Joined Deloitte Tohmatsu Financial Advisory Co., Ltd.</p> <p>July 2016      Chief Financial Professional Inspector of Planning and Management Division of Supervision Bureau of Financial Services Agency (FSA)<br/>Deputy Director of Survey Planning Division of Research Office of FSA</p> <p>Dec. 2019      Chief Financial Officer of DNX Ventures</p> <p>Dec. 2021      Outside Director, Audit and Supervisory Committee, WHI Holdings (current position)</p> <p>Aug. 2022      Outside Director of INTELLEX HOLDINGS Co., Ltd. (current position)</p> <p>May 2024      Outside Member of the Board (Member of Audit &amp; Supervisory Committee) of World Co., Ltd. (current position)</p> <p>Oct. 2024      Representative Director of Y&amp;N Management Co., Ltd. (current position)</p> <p>Apr. 2025      Professor, Graduate School of Business Innovation, Faculty of Management and Economics, Kaetsu University (current position)</p> | – shares                            |
| <p>(Reasons for nominating as candidate for outside Director and outline of expected roles)</p> <p>Naoko Tomita possesses extremely extensive and professional expertise in the fields of finance, accounting, and business strategy. Her career includes overseas accounting audits, venture investment, serving as CFO for several listed companies and venture capital firms, as well as business revitalization at the Industrial Revitalization Corporation of Japan and digitalization/Fintech-related operations at the Financial Services Agency.</p> <p>Currently, while engaged in education and research as a university professor, she also serves as an outside director for several listed companies. We expect that her diverse experience will significantly contribute to sustainable enhancement of corporate value by providing oversight and advice to management from the perspective of balancing diversity and expertise on our Board of Directors. Therefore, the Company has newly nominated her as a candidate for outside Director.</p> |   |  |                                     |

| Candidate No. | Name<br>(Date of birth)                        | Career summary, position, area of responsibility, and significant concurrent positions  | Number of the Company's shares held |
|---------------|--|---|-------------------------------------|
| 9             | Osamu Matsushita<br>(November 27, 1961)<br>(*) | <p>Oct. 1986      Joined Arthur Andersen &amp; Co.</p> <p>Oct. 1998      Partner</p> <p>July 2002      Representative Partner of Asahi Audit Corporation (currently KPMG AZSA LLC)</p> <p>July 2005      Deputy Head of Transaction Service</p> <p>July 2007      Partner of KPMG FAS Co., Ltd.</p> <p>July 2007      National Head of Transaction Service of KPMG Japan</p> <p>July 2012      Director and Partner of KPMG FAS Co., Ltd.</p> <p>Oct. 2014      National Head of Industrial Manufacturing of KPMG Japan</p> <p>July 2019      Co-Managing Partner of KPMG FAS Co., Ltd.</p> <p>Feb. 2023      COO of KPMG Japan</p> <p>July 2024      Representative of Matsushita Osamu CPA Office (current position)</p> <p>June 2025      Outside Director of QD Laser, Inc.</p> | – shares                            |

(Reasons for nominating as candidate for outside Director and outline of expected roles)

Osamu Matsushita has been engaged in accounting audits and M&A advisory services at KPMG for many years and has achieved remarkable results. In addition to his high level of expertise in the fields of finance and accounting, he possesses practical experience and outstanding insight in M&A and business alliances, which are essential to the Company's growth strategy. Moreover, having served in various executive management positions within the KPMG Group, he also possesses a high-level managerial perspective. The Company has newly nominated him as a candidate for outside Director, expecting that his participation will further stimulate discussions at the Board of Directors meetings and contribute to the enhancement of corporate value over the medium to long term.

- (Notes)
1. New candidates for Directors are indicated by an asterisk (\*).
  2. There is no special interest between each candidate and the Company.
  3. The Company has entered into a directors and officers liability insurance policy with an insurance company in accordance with Article 430-3, paragraph (1) of the Companies Act. A summary of the contents of the said insurance policy is as stated in "Summary of the Contents of Directors and Officers Liability Insurance Policy" of the Business Report (in Japanese only). If the nomination of the nine candidates for Director is approved, they will be included as the insureds under the said insurance. The insurance policy will be renewed with the terms unchanged on its next renewal.
  4. Maki Kanekawa, Sungil Lee, Naoko Tomita, and Osamu Matsushita are candidates for outside Director.
  5. The Company has submitted a notification to Tokyo Stock Exchange, Inc. that Maki Kanekawa and Sungil Lee are independent officers.
  6. If the election of Naoko Tomita and Osamu Matsushita is approved, the Company plans to submit a notification to Tokyo Stock Exchange, Inc. to the effect that each of them is an independent officer.
  7. The independence of the candidates for outside Director is as follows:
    - (i) The candidates for outside Director have never been persons executing business in the Company or in entities with a special relationship with the Company in the past ten years.
    - (ii) The candidates for outside Director do not plan to receive, and have not received in the past two years, a large amount of money or other assets (not including remuneration for Directors) from the Company or entities with a special relationship with the Company.
    - (iii) The candidates for outside Director are not a spouse or a relative within the third degree of kinship of a person executing business in the Company or in entities with a special relationship with the Company, or any other persons equivalent thereto.
  8. Maki Kanekawa is currently an outside Director of the Company, and her term of office as an outside Director will have been five years at the conclusion of the general meeting. Sungil Lee is currently an outside Director of the Company, and his term of office as an outside Director will have been two years at the conclusion of the general meeting.
  9. The Company has entered into a limited liability agreement with Maki Kanekawa and Sungil Lee. If the reelection of these two is approved, the Company plans to renew the said agreement. An outline of details of the limited liability agreement is as follows:

If an outside Director causes damage to the Company due to negligence in his/her duties, but was acting in good faith and without gross negligence in performing the duties, the outside Director shall be liable to the Company for damages up to the minimum liability amount as stipulated in Article 425, paragraph (1) of the Companies Act.

10. The Company plans to enter into a limited liability agreement with Naoko Tomita and Osamu Matsushita, respectively, after their election is approved. An outline of details of the limited liability agreement is as follows:

If an outside Director causes damage to the Company due to negligence in his/her duties, but was acting in good faith and without gross negligence in performing the duties, the outside Director shall be liable to the Company for damages up to the minimum liability amount as stipulated in Article 425, paragraph (1) of the Companies Act.

**Proposal No. 3**      Revision of the Maximum Amount of Monetary Remuneration for Auditors

The maximum total amount of monetary remuneration for the Company's Auditors was approved at the 7th Annual General Meeting of Shareholders held on March 29, 2005, to be not exceeding ¥30,000 thousand per year, and this has remained in effect to the present day.

As approximately 20 years have passed since the approval of the current remuneration amount, the scope of auditing has become broader and more complex due to the expansion of business scale and the progress of group management. In addition, amid growing social demands for strengthening corporate governance, the role to be played by Auditors has become increasingly important, and the content of their duties has become more sophisticated.

Comprehensively considering recent social conditions and the balance with remuneration levels at other companies, the Company proposes the revision of the maximum total amount of remuneration for Auditors to an amount not exceeding ¥40,000 thousand per year in order to maintain and ensure an excellent auditing system going forward.

The current number of Auditors of the Company is three (including two outside Auditors).

[Reference]

Skills Matrix of Directors and Auditors (\*including candidates)

|          | Name             | Main Areas of Expertise and Experience |                                 |                      |                 |                               |                      |
|----------|------------------|--|---------------------------------|----------------------|-----------------|-------------------------------|----------------------|
|          |                  | Corporate management Governance        | Legal affairs / Risk management | Finance / Accounting | IT / Technology | Investment Business alliances | ESG / Sustainability |
| Director | Shin Kimura      | ○                                      |                                 |                      | ○               | ○                             | ○                    |
|          | Hajime Murakami  | ○                                      | ○                               |                      | ○               |                               | ○                    |
|          | Osamu Nagao      | ○                                      | ○                               |                      | ○               | ○                             | ○                    |
|          | Katsuyuki Araki  | ○                                      |                                 | ○                    | ○               | ○                             |                      |
|          | Daisuke Sugiyama |  |                                 |                      | ○               | ○                             | ○                    |
|          | Maki Kanekawa    | ○                                      | ○                               |                      |                 |                               | ○                    |
|          | Sungil Lee       | ○                                      |                                 | ○                    | ○               | ○                             | ○                    |
|          | Naoko Tomita     | ○                                      | ○                               | ○                    |                 | ○                             |                      |
|          | Osamu Matsushita | ○                                      | ○                               | ○                    |                 | ○                             |                      |
| Auditor  | Hitoshi Miyazawa |  | ○                               | ○                    |                 |                               |                      |
|          | Yoshio Takino    | ○                                      | ○                               |                      | ○               |                               |                      |
|          | Yoshikazu Yabe   | ○                                      | ○                               | ○                    | ○               | ○                             |                      |

\* For the fiscal year ending December 31, 2026, some items in the skills matrix have been revised in accordance with the election of new Directors and the review of the roles of the Board of Directors.

\* The skills matrix shows the composition after the Company's proposals are approved.