

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 2670
May 11, 2026

To Our Shareholders:

Kiichiro Hattori
President and Representative Director
ABC-MART, INC.
1-11-5 Jinnan, Shibuya-ku, Tokyo
(Corporate Headquarters)
1-3-1 Azabudai, Minato-ku, Tokyo

NOTICE OF THE 41ST ANNUAL GENERAL MEETING OF SHAREHOLDERS

The 41st Annual General Meeting of Shareholders of ABC-MART, INC. (the “Company”) will be held, as described below.

In convening this general meeting of shareholders, we have taken measures to electronically provide information that constitutes the Reference Materials for the General Meeting of Shareholders, etc., (matters subject to measures for electronic provision). Such information has been posted on the following websites. Therefore, shareholders are asked to review the information by accessing the following websites.

The Company’s website: <https://www.abc-mart.co.jp/ir/> (Japanese only)

In addition to the above website, the matters subject to measures for electronic provision are also posted on the Tokyo Stock Exchange (TSE) website.

TSE website (Listed Company Search): <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>
Please access the above website, enter “ABC-MART” or “2670” in the “Issue name (company name)” or “Securities code” column, and click “Search.” Then select “Basic information” and “Documents for public inspection/PR information” and review the “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” in the “Filed information available for public inspection.”

If you do not attend the meeting in person, you may exercise your voting rights via the Internet or in writing (postal mail) instead. Please review the Reference Materials for the General Meeting of Shareholders, and **exercise your voting rights by 6:00 p.m. on Monday, May 25, 2026, Japan time.**

- 1. Date and Time:** Tuesday, May 26, 2026 at 10:00 a.m. Japan time
(The reception desk is scheduled to open at 9:00 a.m.)
- 2. Venue:** Maple 7th Floor, The Okura Prestige Tower, The Okura Tokyo
2-10-4, Toranomon, Minato-ku, Tokyo
(No gifts are provided to shareholders attending the general meeting of shareholders. We greatly appreciate your understanding.)

3. Meeting Agenda:

Matters to be reported:

1. The Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the Company's 41st Fiscal Year (March 1, 2025 - February 28, 2026)
2. Results of Audits by the Accounting Auditor and Audit & Supervisory Committee of the Consolidated Financial Statements

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Seven Directors (excluding Directors who are Audit & Supervisory Committee Members)

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- In accordance with the laws and regulations and the provisions of the Company's Articles of Incorporation, the following items are not included in the documents delivered to shareholders who requested the delivery of a paper copy, but are part of the documents that have been audited by the Audit & Supervisory Committee and the Accounting Auditor.
(1) Matters regarding the Accounting Auditor in the Business Report, (2) System to ensure the appropriateness of business operations and the operation status of the system in the Business Report, (3) Consolidated Balance Sheets, (4) Consolidated Statements of Income, (5) Consolidated Statements of Changes in Equity, (6) Notes to Consolidated Financial Statements, (7) Audit Report of the Accounting Auditor on the Consolidated Financial Statements, (8) Non-Consolidated Balance Sheets, (9) Non-Consolidated Statements of Income, (10) Non-Consolidated Statements of Changes in Equity, (11) Notes to Non-Consolidated Financial Statements, (12) Audit Report of the Accounting Auditor on the Non-Consolidated Financial Statements, and (13) Audit Report of the Audit & Supervisory Committee.
- Any revisions to the matters subject to measures for electronic provision will be posted on the Company's website and the TSE website stated above.
- Any major changes with respect to the holding of the general meeting of shareholders will be posted on the Company's website stated above. Therefore, shareholders are asked to check the website for relevant information.

Reference Materials for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

Matters regarding year-end dividend

The Company considers the return of profits to its shareholders as an important aspect of its management policy. The Company has adopted a basic policy to undertake dividend payments taking into consideration the Company's performance, while enhancing profitability and strengthening its financial position.

In accordance with the basic policy, the Company intends to pay a year-end dividend of 40 yen per share as an ordinary dividend for the 41st fiscal year, which is 5 yen per share higher than the year-end dividend projection announced in April 2025. This amount was determined by taking into consideration the Company's business performance for the business term under review, future business operations, and other related factors.

(1) Category of dividend assets:

Cash

(2) Matters relating to the allocation of dividend assets and the total amount of such allocation:

Year-end dividends of 40 yen per share of the Company's common stock as an ordinary dividend

The total amount of dividends: 9,904,664,800 yen

With the interim dividend of 35 yen per share already paid out, the annual dividend amounts to 75 yen per share for the business term under review.

(3) Date on which the dividends from surplus will take effect:

May 27, 2026

Proposal No. 2: Election of Seven Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all seven Directors (excluding Directors who are Audit & Supervisory Committee Members) will expire at the conclusion of this general meeting. Accordingly, the Company proposes the election of seven Directors (excluding Directors who are Audit & Supervisory Committee Members).

As for this proposal, the Audit & Supervisory Committee of the Company has judged that all candidates for Directors are qualified to serve as Directors.

The candidates for Directors (excluding Directors who are Audit & Supervisory Committee Members) are as follows:

Candidate No.	Name (Date of birth)	Past experience, positions, and responsibilities [significant concurrent positions]	Number of shares of the Company held
1	Minoru Noguchi (December 6, 1965) (Reappointment) Years in office: 26 years	Apr. 1988 Joined Shachihata Tokyo Shoji Co., Ltd. (currently Shachihata Inc.)	186,000 shares
		Apr. 1991 Joined the Company June 2000 Director, Sales Department Manager of the Company Mar. 2004 Managing Director, Sales Department Manager of the Company Mar. 2007 President and Representative Director of the Company Mar. 2026 Chairman and Representative Director of the Company (to present)	
		[Significant concurrent positions] -	
[Reason for nominating the candidate] Since he joined the Company, he has belonged to the sales section. In 2000, he became involved in management as Director and Sales Department Manager under the motto of “viewpoint of the frontline.” In 2007, he was appointed as President and Representative Director and significantly contributed to the development and growth of the Company’s group. In 2026, following the Company’s transition to a new management structure, he was appointed Chairman and Representative Director. He has been nominated as a candidate for Director because he is expected to be able to continuously perform his responsibilities as an Executive Officer.			
2	Kiichiro Hattori (August 13, 1974) (Reappointment) Years in office: 12 years	Dec. 1999 Joined the Company May 2014 Director in charge of international trading & international public relations of the Company Apr. 2018 President of LaCrosse Footwear, Inc. (to present) Oct. 2023 Director, Sales Department Manager of the Company Apr. 2024 Managing Director, Sales Department Manager of the Company Mar. 2026 President and Representative Director of the Company (to present)	600 shares
		[Significant concurrent positions] President, LaCrosse Footwear, Inc.	
[Reason for nominating the candidate] Since he joined the Company, he has been engaged in the control of overseas merchandise production and overseas PR operations. From 2014, he has been involved in management as Director conducting negotiations for overseas business development and providing support to overseas subsidiaries. In 2018, he moved to the U.S. and assumed the position of President of a subsidiary, LaCrosse Footwear, Inc. After returning to Japan to strengthen business strategies in Asia in 2023, he took office as Managing Director and Sales Department Manager in 2024. In 2026, he was appointed President and Representative Director due to his abundant experience and past achievements. He has been nominated as a candidate for Director because he is expected to be able to perform his responsibilities as Chief Executive Officer going forward.			

Candidate No.	Name (Date of birth)	Past experience, positions, and responsibilities [significant concurrent positions]	Number of shares of the Company held
3	Kiyoshi Katsunuma (July 6, 1963) (Reappointment) Years in office: 19 years	Oct. 1992 Joined AMIX Co., Ltd.	90,000 shares
		Dec. 1996 Joined the Company	
		May 2007 Director, Sales Promotion Department Manager of the Company	
		July 2019 Director in charge of finance & accounting, general affairs & personnel, and Store Development Department Manager of the Company	
		Dec. 2022 Director in charge of general affairs & personnel, store development, finance & accounting, and logistics of the Company (to present)	
		[Significant concurrent positions] -	
[Reason for nominating the candidate] Since he joined the Company, he has been engaged in the advertisement field, which is a pillar of the Company's growth strategy. In 2007, he became involved in management as Director. While the multi-store operation was accelerating, he was in charge of various fields including sales promotion, sales, store development, HR, general affairs, and finance and accounting, and has built up a vast network of human contacts and extensive experience. He has been nominated as a candidate for Director because he is expected to be able to continuously perform his responsibilities due to his abundant experience and past achievements.			
4	Takashi Kikuchi (September 4, 1968) (Reappointment) Years in office: 17 years	Apr. 1989 Joined Boutique TAKEO NISHIDA	9,000 shares
		May 1991 Joined the Company	
		May 2009 Director, Design, and Product Development Department Manager of the Company	
		Jan. 2015 Director in charge of design and product development and sales promotion of the Company	
		Mar. 2025 Director in charge of sales promotion and production control of the Company (to present)	
		[Significant concurrent positions] -	
[Reason for nominating the candidate] Since he joined the Company, he has been engaged in product planning and development. In 2009, he became involved in management as Director. He has firmly established his position as the Group's creative advisor by providing holistic supervision over quality control of overseas production as well as each phase of in-house developed products from their design to sales promotion. He has been nominated as a candidate for Director because he is expected to be able to continuously perform his responsibilities due to his abundant experience and past achievements.			

Candidate No.	Name (Date of birth)	Past experience, positions, and responsibilities [significant concurrent positions]	Number of shares of the Company held																
5	<p style="text-align: center;">Yasuo Ishii (November 3, 1971)</p> <p style="text-align: center;">(Reappointment)</p> <p style="text-align: center;">Years in office: 4 years</p>	<table border="0"> <tr> <td style="padding-right: 10px;">Apr. 1995</td> <td>Joined Itokin Co., Ltd.</td> </tr> <tr> <td style="padding-right: 10px;">Mar. 2001</td> <td>Joined the Company</td> </tr> <tr> <td style="padding-right: 10px;">Feb. 2008</td> <td>Accounting Department of the Company</td> </tr> <tr> <td style="padding-right: 10px;">Jan. 2015</td> <td>Accounting Department Manager of the Company</td> </tr> <tr> <td style="padding-right: 10px;">May 2022</td> <td>Director, Accounting Department Manager of the Company</td> </tr> <tr> <td style="padding-right: 10px;">Dec. 2022</td> <td>Director, Corporate Planning Office Manager of the Company (to present)</td> </tr> <tr> <td colspan="2" style="border-top: 1px solid black; padding-top: 5px;">[Significant concurrent positions]</td> </tr> <tr> <td colspan="2" style="text-align: center;">-</td> </tr> </table>	Apr. 1995	Joined Itokin Co., Ltd.	Mar. 2001	Joined the Company	Feb. 2008	Accounting Department of the Company	Jan. 2015	Accounting Department Manager of the Company	May 2022	Director, Accounting Department Manager of the Company	Dec. 2022	Director, Corporate Planning Office Manager of the Company (to present)	[Significant concurrent positions]		-		12,600 shares
Apr. 1995	Joined Itokin Co., Ltd.																		
Mar. 2001	Joined the Company																		
Feb. 2008	Accounting Department of the Company																		
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May 2022	Director, Accounting Department Manager of the Company																		
Dec. 2022	Director, Corporate Planning Office Manager of the Company (to present)																		
[Significant concurrent positions]																			
-																			
<p>[Reason for nominating the candidate]</p> <p>Since he joined the Company, he has served as a store manager and has been involved in licensing-related work. Since 2008 he has been engaged in accounting work. After being seconded for two years to the accounting department of a subsidiary in Korea, he assumed office as Accounting Department Manager in 2015 and has been working to strengthen the financial foundations of the Group. In 2022, he became involved in management as Director and he took office as Corporate Planning Office Manager and an officer in charge of IR. He has been nominated as a candidate for Director because he is expected to be able to continuously perform his responsibilities due to his abundant experience and past achievements.</p>																			

Candidate No.	Name (Date of birth)	Past experience, positions, and responsibilities [significant concurrent positions]	Number of shares of the Company held
6	Hiroko Suzuki (November 23, 1975) (Reappointment) (Outside Director) Years in office: 1 year	From 1992 Appointed as an exclusive model for a fashion magazine of Kobunsha Co., Ltd. (to present)	-
		From 1997 Acted in television dramas, movies, and commercials (to present)	
		Apr. 2014 Founded the private brand, “will Garden” Engaged in floral education activities (to present)	
		May. 2025 Director of the Company (to present)	
		[Significant concurrent positions] -	
[Reason for nominating the candidate for Outside Director and expected role] She has a successful career as a fashion model and actor as “Hiroko Hatano,” while also working as a Flower Life Producer who proposes flower-centric education and ways of engaging with family, among other propositions. She leverages her expert knowledge of the fashion industry to provide useful opinions on the Company’s product strategies/marketing and other matters, and the Company has nominated her as a candidate for Outside Director with the expectation that she will continue to do so in the future.			
7	Kanao Sasaki (September 29, 1980) (Reappointment) (Outside Director) Years in office: 1 year	From 1994 Acted in television dramas and movies	-
		Mar. 2008 Representative Director of M’s Office Inc. and Manager of restaurants	
		Mar. 2024 Retired as Representative Director of M’s Office Inc.	
		May. 2025 Director of the Company (to present)	
		[Significant concurrent positions] -	
[Reason for nominating the candidate for Outside Director and expected role] She has a successful career as the actor, “Kanao Enomoto”, in the mass media industry. She also has experience personally producing and managing four restaurants. She provides useful opinions on the planning/development of the Company’s own products and sales promotion from the standpoint of a woman and mother, and the Company has nominated her as a candidate for Outside Director with the expectation that she will continue to do so in the future.			

(Notes)

1. There are no special interests between each candidate and the Company.
2. Ms. Hiroko Suzuki and Ms. Kanao Sasaki are candidates for Outside Director. The Company currently designates Ms. Hiroko Suzuki and Ms. Kanao Sasaki as Independent Officers and has reported this designation to the Tokyo Stock Exchange. If they are re-elected, the Company intends to continue to designate them as Independent Officers.
3. The Company has entered into limited liability agreements with Ms. Hiroko Suzuki and Ms. Kanao Sasaki as set forth in the provisions of Article 427, Paragraph (1) of the Companies Act. If they are re-elected, the Company intends to continue the said agreements.
4. The Company has entered into a directors and officers liability insurance (D&O insurance) contract stipulated in Article 430-3, Paragraph (1) of the Companies Act with all Directors (including Directors who are Audit & Supervisory Committee Members) and Corporate Auditors of the Company and its domestic subsidiaries as the insured. Under the said insurance contract, damages that may be caused due to the insured receiving claims for damages as a result of the execution of their duties (including acts of omission) as officers shall be covered. Provided, however, that there are certain exemptions; for example, damages caused as a result of any conduct committed while knowing that the conduct is in violation of laws and regulations shall not be covered. Additionally, the insurance premiums for the policy including added special clauses are fully borne by the Company. If the election of the candidates for Director is approved, each candidate will be included in the said insurance contract as the insured. Said insurance contract is expected to be renewed during the term of office of each candidate.

(Reference) Structure of the Board of Directors [planned for May 26, 2026 and onwards]

The Company expects each candidate for Director (including Directors who are Audit & Supervisory Committee Members) to fully exercise their abilities based on their experience accumulated so far.

Name		Corporate Management & Strategy	Sales & Marketing	IT	Global	Quality & Production	Personnel & Human Resources Development	Finance & Accounting	Legal & Risk Management
Directors	Minoru Noguchi (Male)	●	●	●	●				
	Kiichiro Hattori (Male)	●	●		●	●			
	Kiyoshi Katsunuma (Male)		●				●	●	●
	Takashi Kikuchi (Male)		●		●	●			
	Yasuo Ishii (Male)	●			●			●	●
	Hiroko Suzuki (Female) Outside		●						
	Kanako Sasaki (Female) Outside	Experienced in a different company	●						
Directors who are Audit & Supervisory Committee Members	Tadashi Matsuoka (Male) Outside	Experienced in a different company	●						●
	Taio Sugahara (Male) Outside	Experienced in a different company	●				●		
	Hideki Kobayakawa (Male) Outside	Experienced in a different company			●		●	●	●

(Note) The table does not represent all the skills possessed by each Director.

[Independence of candidate for Outside Director]

- (1) Each candidate has never been a business operator or an officer of the Company or its subsidiaries. They are neither a business operator nor an officer of a parent company, etc., of the Company, nor have they been during the last ten years.
- (2) Each candidate is neither a business operator nor an officer of an entity that has a specified relationship with the Company, nor have they been during the last ten years.
- (3) Each candidate will neither receive a large amount of money or other properties from the Company nor an entity that has a specified relationship with the Company, nor have they done so during the last two years.
- (4) Each candidate is neither the spouse of, nor are they relatives within three degrees related to, a business operator or an officer of the Company or an entity that has a specified relationship with the Company, nor are they in a position corresponding thereto.