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(Securities code: 2742)

May 12, 2026

(Start date of measures for electronic provision: May 1, 2026)

To Shareholders with Voting Rights:

Toshiyuki Sato
President and Chief Executive Officer,
Halows Co., Ltd.
6-26-7, Minamizao-cho, Fukuyama-shi, Hiroshima, Japan
(Headquarters: 3270-1, Hayashima, Hayashima-cho,
Tsukubo-gun, Okayama, Japan)

Notice of the 68th Annual General Meeting of Shareholders

We are pleased to inform you that the 68th Annual General Meeting of Shareholders (the “Meeting”) of Halows Co., Ltd. (the “Company”) will be held for the purposes described below.

In convening the Meeting, the Company has taken measures to electronically provide information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters to be provided electronically), and has posted on the Company’s website on the Internet the matters to be provided electronically as the “Notice of the 68th Annual General Meeting of Shareholders.”

The Company’s website: <https://www.halows.com/en/>

Please access the above website, and select “IR Information,” then “Materials of Shareholders Meeting” to view the matters.

The matters to be provided electronically are posted not only on the Company’s website but also on the website of the Tokyo Stock Exchange (TSE). Please access the TSE website below, enter the issue name (company name) or the code, and select “Basic information,” then “Documents for public inspection/PR information” to view the matters.

TSE website (Listed Company Search)

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

If you are unable to attend the Meeting, you may exercise your voting rights in advance by either of the following methods. Accordingly, please review the attached “Reference Documents for the General Meeting of Shareholders” and exercise your voting rights by 6:30 p.m. Japan time on Wednesday, May 27, 2026.

[When exercising your voting rights via the Internet]

Please access the Company’s designated website for the exercise of voting rights (<https://evote.tr.mufg.jp/>) using the “Login ID” and “Password” shown on the enclosed Voting Rights Exercise Form, follow the on-screen guidance, and indicate your approval or disapproval for the proposals by the aforementioned deadline.

[When exercising your voting rights in writing (by mail)]

Please indicate your approval or disapproval for the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the aforementioned deadline.

Please refer to the “Guidance on Methods for Exercise of Voting Rights” on pages 3 to 4 (Japanese only) when exercising your voting rights.

1. **Date and time:** Thursday, May 28, 2026 at 10 a.m. Japan time
2. **Venue:** Large conference room, 2F, the Company's Headquarters
3270-1, Hayashima, Hayashima-cho, Tsukubo-gun, Okayama
3. **Meeting Agenda:**
 - Matters to be reported:** Business report and non-consolidated financial statements for the 68th fiscal year (March 1, 2025 to February 28, 2026)
 - Matters to be resolved:**
 - Proposal :** Election of Eleven (11) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)

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- If you attend the Meeting, please hand in the enclosed Voting Rights Exercise Form at the reception of the Meeting.
 - Any modifications to the matters to be provided electronically will be posted on the websites where they are posted.
 - The Amended Companies Act, which took effect on September 1, 2022, has initiated a system for electronic provision of materials for general meetings of shareholders*. The general rule under this system is that shareholders access the website and view the materials for the General Meeting of Shareholders via the Internet. As an exception, only those shareholders who have made a request for delivery of written documents by the record date of the General Meeting of Shareholders in accordance with the prescribed method will receive the materials for the General Meeting of Shareholders in writing.
*This refers to the Reference Documents for the General Meeting of Shareholders, business report, audit report, and non-consolidated financial statements.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal: Election of Eleven (11) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)

The terms of office of all of the eleven (11) Directors (excluding Directors Serving as Audit and Supervisory Committee Members) will expire at the conclusion of the Meeting. Accordingly, the Company proposes to elect eleven (11) Directors (excluding Directors Serving as Audit and Supervisory Committee Members).

The candidates for Directors (excluding Directors Serving as Audit and Supervisory Committee Members) are shown on pages 5 to 11.

No.	Name	Positions and responsibilities at the Company
1	Toshiyuki Sato	President and Chief Executive Officer, Nomination and Compensation Committee Member
2	Taishi Sato	Executive Vice President, in charge of sales and responsible for Development Div.
3	Hidenori Hanaoka	Senior Managing Director, General Manager, Administrative Groups, General Manager, General Affairs Div. and in charge of BCP
4	Masana Takahashi	Senior Managing Director, General Manager, Merchandise Groups, General Manager, Merchandise Div. and responsible for Sales Planning Div.
5	Kenji Suemitsu	Executive Managing Director, General Manager, Store Operation Groups and General Manager, Back Office Dept.
6	Shinzo Sato	Executive Managing Director, Deputy General Manager, Merchandise Groups and General Manager, Merchandise Planning Div.
7	Kenji Sunada	Director, Deputy General Manager, Administrative Groups and General Manager, Personnel and Education Div. Nomination and Compensation Committee Member
8	Takanori Ohara	Director and General Manager, General Planning Dept.
9	Mizue Uehara	Director and in charge of corporate branding

10	Reappointment	Outside Independent	Yoshinori Fujii	Outside Director Nomination and Compensation Committee Member
11	Reappointment	Outside Independent	Chiaki Ikeda	Outside Director Nomination and Compensation Committee Member

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	<p style="text-align: center;"><u>Reappointment</u> Toshiyuki Sato (January 27, 1949)</p>	<p>October 1971 Joined the Company</p> <p>July 1991 President and Chief Executive Officer (to present)</p> <p>October 2012 Director, General incorporated foundation HALOWS Foundation (presently, Public-interest incorporated foundation HALOWS Foundation) (to present)</p> <p>September 2016 President and Representative Director, Saijo Plaza K.K. (to present)</p> <p>December 2020 Nomination and Compensation Committee Member, the Company (to present)</p> <p>December 2022 Representative Director, Sun Rose Co., Ltd. (to present)</p> <p>December 2022 Representative Director, Sun Rose Kosan Co., Ltd. (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Director, Public-interest incorporated foundation HALOWS Foundation • President and Representative Director, Saijo Plaza K.K. • Representative Director, Sun Rose Co., Ltd. • Representative Director, Sun Rose Kosan Co., Ltd. 	2,488,810 shares
<p>[Reasons for candidacy as Director]</p> <p>He has taken charge of management of the Company as President and Chief Executive Officer. His track record of driving the whole Company with strong leadership, abundant insight into management in general, and strong sense of duty will contribute to growing the Company and further strengthening of the functions of the Board of Directors. Therefore, the Company deems he is suitable as Director and has nominated him.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	<p style="text-align: center;">[Reappointment] Taishi Sato (September 2, 1952)</p>	<p>September 1975 Joined the Company June 1990 General Manager, Business Administration Div. July 1995 Director and General Manager, Merchandise Div. July 1999 Executive Managing Director and General Manager, Merchandise Groups March 2007 Executive Managing Director, General Manager, Merchandise Groups and General Manager, Merchandise Div. May 2009 Executive Vice President and responsible for Corporate Planning Div. and Merchandise Groups May 2011 Executive Vice President and General Manager, Administrative Groups October 2012 Executive Vice President, General Manager, Corporate Planning Dept. and General Manager, Administrative Groups March 2019 Executive Vice President and General Manager, Corporate Planning Dept. September 2019 Executive Vice President, in charge of sales and responsible for Corporate Planning Dept. May 2022 Executive Vice President, in charge of sales, and responsible for Corporate Planning Dept. and Development Div. May 2023 Executive Vice President, in charge of sales, responsible for Development Div. and in charge of corporate branding June 2023 Representative Director, Sun Mirrors Co., Ltd. (to present) May 2025 Executive Vice President, in charge of sales and responsible for Development Div., the Company (to present)</p> <p>[Significant concurrent positions] • Representative Director, Sun Mirrors Co., Ltd.</p>	400,800 shares
<p>[Reasons for candidacy as Director] He has taken charge of management of the Company as Executive Vice President. Based on his track record of holding positions such as General Manager of Merchandise Div., Administrative Groups, and Corporate Planning Dept. as well as his abundant professional experience in management in general, the Company deems he is suitable as Director and has nominated him.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	<u>Reappointment</u> Hidenori Hanaoka (July 2, 1956)	April 1979 Joined OKANO FOOD K.K. February 1981 Joined the Company November 1998 General Manager, Merchandise Div. September 2001 General Manager, Store Operation Div. June 2002 Executive Officer and General Manager, Store Operation Div. November 2006 Executive Officer, General Manager, Store Operation Div. and Area Manager, Fukuyama Area March 2007 Executive Officer and General Manager, SV Div. May 2009 Director, General Manager, Merchandise Groups and General Manager, Merchandise Div. October 2012 Director and General Manager, Merchandise Groups June 2013 Director and General Manager, Merchandise Div., Merchandise Groups April 2014 Executive Managing Director, Deputy General Manager, Merchandise Groups and General Manager, Perishables Div. March 2019 Executive Managing Director and General Manager, Administrative Groups September 2019 Executive Managing Director, General Manager, Administrative Groups and General Manager, General Affairs Div. May 2021 Senior Managing Director, General Manager, Administrative Groups and General Manager, General Affairs Div. July 2023 Representative Director, Sun Polaris Co., Ltd. (to present) April 2024 Senior Managing Director, General Manager, Administrative Groups and in charge of BCP, the Company January 2026 Senior Managing Director, General Manager, Administrative Groups, General Manager, General Affairs Div. and in charge of BCP (to present) [Significant concurrent positions] • Representative Director, Sun Polaris Co., Ltd.	10,700 shares
[Reasons for candidacy as Director] Based on his practical experience as the head of the Company's store operation, merchandise divisions, and Administrative Groups and his track record of performing duties such as making decisions on important managerial matters and supervising his responsible divisions, the Company deems he is suitable as Director and has nominated him.			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	<p style="text-align: center;"><u>Reappointment</u> Masana Takahashi (March 14, 1959)</p>	<p>March 1981 Joined the Company November 1998 General Manager, Merchandise Div. June 2002 Executive Officer and General Manager, Merchandise Div. November 2006 Executive Officer and General Manager, Perishable Merchandise Div. March 2007 Executive Officer and General Manager, Distribution Planning Div. May 2009 Director and General Manager, Distribution Planning Div. March 2011 Director, General Manager, Distribution Div. and General Manager, Distribution Center June 2013 Director and General Manager, Logistics Div., Merchandise Groups April 2014 Executive Managing Director, Deputy General Manager, Merchandise Groups, General Manager, Dry Div. and responsible for Logistics Div. March 2019 Executive Managing Director, Deputy General Manager, Merchandise Groups, General Manager, Merchandise Div. and responsible for Logistics Div. May 2021 Senior Managing Director, General Manager, Merchandise Groups, General Manager, Merchandise Div. and responsible for Sales Planning Div. (to present) June 2024 Director, Fuziya Co., Ltd. (to present) [Significant concurrent positions] • Director, Fuziya Co., Ltd.</p>	45,700 shares
<p>[Reasons for candidacy as Director] Based on his track record of making a significant contribution to the procurement of merchandise and the creation of distribution systems as the head of the Company's merchandise and distribution divisions, the Company deems he is suitable as Director and has nominated him.</p>			
5	<p style="text-align: center;"><u>Reappointment</u> Kenji Suemitsu (August 28, 1961)</p>	<p>March 1984 Joined the Company November 2007 General Manager, Store Operation Div., Store Operation Groups May 2011 Director and General Manager, Store Operation Div. June 2013 Director, Deputy General Manager, Store Operation Groups and Area Manager, Shikoku Area May 2021 Executive Managing Director, General Manager, Store Operation Groups, General Manager, Back Office Dept. and Area Manager, Okayama Area May 2022 Executive Managing Director, General Manager, Store Operation Groups and General Manager, Back Office Dept. (to present)</p>	10,000 shares
<p>[Reasons for candidacy as Director] Based on his track record of driving the front lines of sales and taking charge of entering and expanding in new markets as the head of the Company's store operation division, the Company deems he is suitable as Director and has nominated him.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	<u>Reappointment</u> Shinzo Sato (March 23, 1979)	<p>April 2011 Joined the Company</p> <p>May 2021 Executive Officer, Deputy General Manager, Store Operation Groups and Area Manager, Kurashiki Area</p> <p>February 2023 Executive Officer, Deputy General Manager, Merchandise Groups and General Manager, Merchandise Planning Div.</p> <p>May 2023 Director, Deputy General Manager, Merchandise Groups and General Manager, Merchandise Planning Div.</p> <p>June 2024 President and Representative Director, Fuziuya Co., Ltd. (to present)</p> <p>May 2025 Executive Managing Director, Deputy General Manager, Merchandise Groups and General Manager, Merchandise Planning Div. (to present)</p> <p>[Significant concurrent positions] President and Representative Director, Fuziuya Co., Ltd.</p>	211,700 shares
<p>[Reasons for candidacy as Director] He has been involved in the management of a wide range of company divisions, including the store operation division, President's Office, and the merchandise divisions. Based on his abundant professional experience and the comprehensive knowledge he has cultivated through such experience, the Company deems he is suitable as Director and has nominated him.</p>			
7	<u>Reappointment</u> Kenji Sunada (January 1, 1972)	<p>April 1996 Joined the Company</p> <p>April 2014 General Manager, Personnel and Education Div., Administrative Groups</p> <p>March 2016 Executive Officer and General Manager, Personnel and Education Div., Administrative Groups</p> <p>May 2021 Director and General Manager, Personnel and Education Div., Administrative Groups</p> <p>May 2025 Director, Deputy General Manager, Administrative Groups and General Manager Personnel and Education Div. (to present)</p> <p>May 2025 Nomination and Compensation Committee Member (to present)</p>	20,100 shares
<p>[Reasons for candidacy as Director] Based on his track record of making a significant contribution to the management of the Company through managing store operations as a store manager and engaging in personnel and education affairs in general of the Company as General Manager of Personnel and Education Div., the Company deems he is suitable as Director and has nominated him.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
8	<u>Reappointment</u> Takanori Ohara (March 8, 1974)	<p>April 1999 Joined the Company</p> <p>September 2019 General Manager, Corporate Planning Dept.</p> <p>May 2021 Executive Officer and General Manager, Corporate Planning Dept.</p> <p>May 2023 Director and General Manager, General Planning Dept. (to present)</p> <p>June 2024 Director, Fuziya Co., Ltd. (to present)</p> <p>[Significant concurrent positions] Director, Fuziya Co., Ltd.</p>	12,200 shares
<p>[Reasons for candidacy as Director]</p> <p>Based on his track record of making a significant contribution to the management of the Company through managing store operations as a store manager and engaging in strategic corporate planning, etc. as General Manager of General Planning Dept., the Company deems he is suitable as Director and has nominated him.</p>			
9	<u>Reappointment</u> Mizue Uehara (December 22, 1974)	<p>January 2001 Joined TREND-PRO Inc.</p> <p>November 2022 Project Director (to present)</p> <p>May 2025 Director and in charge of corporate branding, the Company (to present)</p>	-
<p>[Reasons for candidacy as Director]</p> <p>Expecting that her experience cultivated over many years in the publishing industry will contribute to further enhancement of the Company's corporate value, the Company deems she is suitable as Director and has nominated her.</p>			
10	<u>Reappointment</u> <u>Outside</u> <u>Independent</u> Yoshinori Fujii (October 2, 1970)	<p>October 1994 Joined Hiroshima Office, Asahi Audit Corp. (presently KPMG AZSA LLC)</p> <p>April 1998 Registered as a certified public accountant</p> <p>July 2006 Established Fujii Yoshinori CPA Office (presently BIZLINK CPA Joint Office) (to present)</p> <p>November 2006 Established BIZLINK ADVISORY CO., LTD., Director</p> <p>July 2008 Representative Director (to present)</p> <p>April 2011 Established Ibuki Tax Accountant Office, Representative Partner (to present)</p> <p>June 2011 Auditor, Ryoubi Shinyo Kumiai (to present)</p> <p>October 2012 Auditor, Public-interest incorporated foundation HALOWS Foundation (to present)</p> <p>May 2015 Director, the Company (to present)</p> <p>June 2016 Director, PhoenixBio Co., Ltd. (to present)</p> <p>September 2018 Auditor, KAAZ CORPORATION (to present)</p> <p>November 2020 Audit & Supervisory Board Member, Hiroshima International Airport Co., Ltd. (to present)</p> <p>December 2020 Nomination and Compensation Committee Member, the Company (to present)</p>	-
<p>[Reasons for candidacy as Outside Director and roles he is expected to assume]</p> <p>Expecting that his superior insight based on the expertise and experience he cultivated as a certified public accountant will contribute to further strengthening internal control and other functions of the Board of Directors of the Company, the Company deems he is suitable as Outside Director and has nominated him.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
11	<p style="text-align: center;"> Reappointment Outside Independent Chiaki Ikeda (July 26, 1978) </p>	<p>April 2006 Legal apprentice, the Supreme Court</p> <p>October 2007 Registered as an attorney-at-law (joined Okayama Bar Association and Itano Law Office) (to present)</p> <p>May 2015 Director, the Company (to present)</p> <p>December 2020 Nomination and Compensation Committee Member (to present)</p>	-
<p>[Reasons for candidacy as Outside Director and roles she is expected to assume]</p> <p>Expecting that her superior insight based on the expertise and experience she cultivated as an attorney-at-law will contribute to further strengthening compliance systems and other functions of the Board of Directors of the Company, the Company deems she is suitable as Outside Director and has nominated her.</p>			

Notes:

1. There are no special interests between any of the candidates and the Company.
2. Yoshinori Fujii and Chiaki Ikeda are candidates for Outside Directors.
3. Yoshinori Fujii and Chiaki Ikeda will have served as Outside Directors for eleven (11) years at the close of the Meeting.
4. The Company has filed Yoshinori Fujii and Chiaki Ikeda with the Tokyo Stock Exchange as independent directors stipulated by the Exchange. If they are reelected, they will continue to be independent directors.
5. The Company has entered into liability limitation agreements with Yoshinori Fujii and Chiaki Ikeda pursuant to Article 427, Paragraph 1 of the Companies Act to limit their liability under Article 423, Paragraph 1 of the Act to the minimum amount stipulated in Article 425, Paragraph 1 of the Act, provided that they have performed their duties in good faith and without gross negligence. If they are reelected, the Company intends to extend the agreements with them.
6. The Company has concluded a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The said insurance agreement shall compensate for legal damages and litigation expenses to be borne by the insureds. As a measure to prevent the appropriateness of the professional conducts of the insureds from being impaired, damages, etc. caused by criminal acts by the insureds will not be covered by the insurance. Each candidate for Director is included in the insureds of the said insurance contract as Director of the Company, and will continue to be included in the insureds if reelected. In addition, the Company plans to renew the said insurance contract during the terms of office of the Directors regarding this Proposal.