

[Translation]

Securities Code: 9303

June 3, 2026

Start date of measures for electronic provision: May 29, 2026

To Those Shareholders with Voting Rights

Akihito Nagata
President
The Sumitomo Warehouse Co., Ltd.
2-18, Nakanoshima 3-chome,
Kita-ku, Osaka, Japan

NOTICE OF CONVOCAION OF THE 149TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 149th Ordinary General Meeting of Shareholders of The Sumitomo Warehouse Co., Ltd. (the “Company”).

When convening the Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for electronic provision) in electronic format, and posts this information on each of the following websites.

The Company’s website:

<https://www.sumitomo-soko.co.jp/ir/meeting.html> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/9303/teiji/> (in Japanese)

Tokyo Stock Exchange website (Listed Company Search):

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

(Please access the Tokyo Stock Exchange website above, enter or search for “Sumitomo Warehouse” in “Issuer Name (Company Name)” or the Company’s securities code “9303” in “Code,” select “Basic Information” and then “Documents for Public Inspection/PR Information,” and check the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under “Filed information available for public inspection”).

If you do not attend the meeting, you may exercise your voting rights in writing or by electronic means (e.g., via the Internet). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights in accordance with the guidance on pages 3 and 4 by 5:00 p.m. on Wednesday, June 24, 2026.

1. Date and Time: 10:00 a.m., Thursday, June 25, 2026

2. Place: “Conference Room,” Festival Suite, 37th Floor,
Nakanoshima Festival Tower
3-18, Nakanoshima 2-chome, Kita-ku, Osaka, Japan

3. Agenda:

Matters to be reported:

- (1) Business Report, Consolidated Financial Statements for the 149th Fiscal Term (from April 1, 2025 to March 31, 2026) and the Results of Audits on Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
- (2) Non-consolidated Financial Statements for the 149th Fiscal Term (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Eight Directors

Proposal No. 3: Election of Two Corporate Auditors

© In the event of any modification to items for electronic provision, a notice and contents, both before and after the modification, will be posted on each of the aforementioned Internet websites.

Guidance on the Exercise of Voting Rights

The right to vote at the general meeting of shareholders is a principal right of shareholders.

Please exercise your voting rights after reviewing the attached Reference Documents for the General Meeting of Shareholders.

You may exercise your voting rights by one of the following three methods.

If you will attend the Ordinary General Meeting of Shareholders

Date and Time 10:00 a.m., Thursday, June 25, 2026

Shareholders attending the meeting in person are kindly requested to submit the Voting Rights Exercise Form that is sent together with this Notice of Convocation at the reception desk of the Conference Room.

If you will not attend the Ordinary General Meeting of Shareholders

Exercising voting rights in writing

Voting Deadline: 5:00 p.m., Wednesday, June 24, 2026

Please indicate your approval or disapproval of each proposal on the Voting Rights Exercise Form that is sent together with this Notice of Convocation, and return it by mail so that it arrives no later than the above voting deadline.

Exercising voting rights via the Internet

Voting Deadline: 5:00 p.m., Wednesday, June 24, 2026

Please register your approval or disapproval for each proposal no later than the voting deadline. For further information, please see the next page.

Matters Relating to Exercise of Voting Rights

- a. Shareholders who exercise their voting rights in writing and do not indicate their approval or disapproval of each proposal will be deemed to have indicated their approval of the proposal.
- b. When voting rights have been exercised in duplicate in writing and via the Internet, the vote received via the Internet shall be deemed valid.
- c. When voting rights have been exercised via the Internet more than once or in duplicate through personal computers and smartphones, the last vote received shall be deemed valid.

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. The Company assumes no responsibility for this translation or direct, indirect or any other forms of damages arising from the translation.

Guidance on the Exercise of Voting Rights via the Internet

<Scanning the QR Code “Smart Vote”>

[Voting by smartphone]

You can simply log in to the voting service website without entering your voting rights exercise code and password.

1. Please scan the QR Code printed on the lower right side of the Voting Rights Exercise Form.
* “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.
2. Register your approval or disapproval by following the instructions on the screen.
Please note that exercising voting rights by using “Smart Vote” is available only once.
If you need to change your votes after exercising your voting rights, please access the voting website for a personal computer(*) and log in by using your voting rights exercise code and password printed on the Voting Rights Exercise Form, and exercise your voting rights again.
* If you rescan the QR Code, you can access the voting website for a personal computer.

<Entering Voting Rights Exercise Code and Password>

[Voting Service Website Address] <https://www.web54.net> (This website is available in Japanese only.)

1. Please access the voting service website.
2. Enter your voting rights exercise code printed on the Voting Rights Exercise Form.
3. Enter your password printed on the Voting Rights Exercise Form.
4. Register your approval or disapproval by following the instructions on the screen.

The shareholders are requested to bear the fees for connecting with internet service providers and other telecommunication charges to access to the Voting Service Website.

If you have any technical inquiries regarding the operation of a PC, etc. for exercising your voting rights, please contact the following:

Sumitomo Mitsui Trust Bank, Limited
Stock Transfer Agency Business Planning Department Web Support
Phone: 0120-652-031 (toll free within Japan)
Hours: 9:00 a.m. to 9:00 p.m.

Electronic Voting Platform for Institutional Investors

The “Electronic Voting Platform” operated by ICJ, Inc. is available for institutional investors that have applied in advance to use the platform.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company's Three-Year Medium-Term Business Plan, which began in FY2023, calls for maintaining a minimum annual dividend of ¥100 per share while sustaining the necessary business investments to improve corporate value on the medium to long term, and targeting for a dividend on equity (DOE) level of 3.5% to 4.0% while considering the improvement of profitability in each fiscal year.

Accordingly, the Company proposes an annual dividend of ¥103 per share for the current fiscal year, the same amount as in the previous fiscal year, and a year-end dividend of ¥51.50 per share after deducting the interim dividend of ¥51.50 per share already paid.

Matters related to the year-end dividend

- (1) Type of the dividend property:
Cash
- (2) Matters related to and the aggregate amount of the dividend property to be allotted to shareholders:

Per ordinary share of the Company:	¥51.50
Total	¥3,925,286,534
- (3) Effective date of dividends of surplus:
June 26, 2026

Other matters related to the appropriation of surplus

- (1) Items and the amount of increasing surplus:

General reserves:	¥4,000,000,000
-------------------	----------------
- (2) Items and the amount of decreasing surplus:

Retained earnings brought forward:	¥4,000,000,000
------------------------------------	----------------

Proposal No. 2: Election of Eight Directors

The terms of office of all eight Directors (including three Outside Directors) will expire at the conclusion of this General Meeting of Shareholders. Consequently, the Company proposes the election of eight Directors, including three Outside Directors.

The candidates for Director are as follows:

In addition, the candidates for Director are determined by the Board of Directors based on the recommendation made by the Nomination and Remuneration Committee, a voluntary advisory body to the Board of Directors.

Candidate No.	Name	Current position and duties of the Company
1	Takanori Ono Reappointment	Representative Director, Chairman of the Board and Chairman Executive Officer
2	Akihito Nagata Reappointment	Representative Director, President and Chief Executive Officer
3	Akihiko Hoshino Reappointment	Director and Managing Executive Officer (responsible for Administrative, Real Estate, and International Divisions, and in charge of General Affairs Department, Human Resources Department, Finance & Accounting Department, Business Promotion Department, Development & Real Estate Management Department, and Dotonbori Project Department)
4	Ikuo Kuroki Reappointment	Director and Managing Executive Officer (responsible for Marketing Management and Domestic Logistics Divisions, in charge of Marketing Management Department, Archives Business Department, Affiliated Companies Department, Information Systems Department, Audit Department, and Logistics Engineering Promotion Department)
5	Toshika Matsumoto New Appointment	Managing Executive Officer (in charge of Overseas Business Department, Global Logistics Department, Global Logistics Department, West Japan, International Air Cargo Department, and International Project Department, and General Manager, International Project Department)
6	Hideaki Kawai Reappointment A Candidate for Outside Director Independent Director/Corporate Auditor	Director
7	Mari Iga Reappointment A Candidate for Outside Director Independent Director/Corporate Auditor	Director
8	Takehiko Tozuka New Appointment A Candidate for Outside Director Independent Director/Corporate Auditor	

Career summary, position and duties of the Company, and status of important concurrent positions	
Candidate No. 1 Takanori Ono 	April 1977 Joined the Company June 2010 Executive Officer of the Company, General Manager, Marketing Promotion Department June 2012 Executive Officer of the Company, General Manager, Marketing Promotion Department, General Manager, International Project Department June 2013 Director and Managing Executive Officer of the Company (in charge of Overseas Business Department, Marketing Promotion Department, Logistics Department No. 2 and International Project Department) June 2015 Representative Director, President and Chief Executive Officer of the Company June 2024 Representative Director, Chairman of the Board and Chairman Executive Officer of the Company to the present
Date of birth: December 19, 1953	[Reasons for selection as a candidate for Director] While possessing a wealth of management experience and insight, Mr. Takanori Ono heads the management of the Company as Representative Director and Chairman of the Board to contribute to the improvement of corporate value of the Company, including by providing supervision of the execution of important business activities. As he is expected to make further contributions going forward, he has been selected as a candidate for Director.
Gender Male	
Number of shares of the Company held: 95,130 shares	
<u>Reappointment</u>	

Career summary, position and duties of the Company, and status of important concurrent positions	
Candidate No. 2 Akihito Nagata  Date of birth: September 20, 1961 Gender Male Number of shares of the Company held: 32,200 shares <u>Reappointment</u>	April 1985 Joined the Company June 2019 Executive Officer of the Company, General Manager, Business Promotion Department and General Manager, Information Systems Department June 2020 Managing Executive Officer of the Company (in charge of Overseas Business Department, Global Logistics Department, Global Logistics Department, West Japan, International Air Cargo Department, and International Project Department) June 2021 Director and Managing Executive Officer of the Company (responsible for International and Domestic Logistics Divisions, and in charge of Overseas Business Department, Global Logistics Department, Global Logistics Department, West Japan, International Air Cargo Department, Logistics Engineering Promotion Department, and International Project Department) June 2022 Director and Managing Executive Officer of the Company (responsible for Marketing Management, Real Estate, and Domestic Logistics Divisions, and in charge of Marketing Management Department, Archives Business Department, Affiliated Companies Department, Development Department, Audit Department, and Dotonbori Project Department) June 2023 Representative Director and Managing Executive Officer of the Company (responsible for Corporate Management and Domestic Logistics Divisions, and in charge of General Affairs Department, Business Promotion Department, Archives Business Department, Information Systems Department, Audit Department, and Logistics Engineering Promotion Department) June 2024 Representative Director, President and Chief Executive Officer of the Company to the present [Reasons for selection as a candidate for Director] While possessing a wealth of experience and insight fostered primarily in the international and domestic logistics divisions of the Company, after assuming office as Representative Director and President, Mr. Akihito Nagata heads the management of the Company with strong leadership to contribute to the improvement of corporate value of the Company. As he is expected to make further contributions going forward, he has been selected as a candidate for Director.

Career summary, position and duties of the Company, and status of important concurrent positions	
Candidate No. 3 Akihiko Hoshino  Date of birth: October 17, 1962 Gender Male Number of shares of the Company held: 22,800 shares Reappointment	April 1986 Joined the Company June 2014 General Manager, Overseas Business Department of the Company June 2019 General Manager, Finance & Accounting Department of the Company June 2020 Executive Officer of the Company, General Manager, Finance & Accounting Department June 2022 Managing Executive Officer of the Company (in charge of Finance & Accounting Department, and General Manager, Finance & Accounting Department) June 2023 Director and Managing Executive Officer of the Company (responsible for Finance & Accounting, Marketing Management, Real Estate, and International Divisions, and in charge of Finance & Accounting Department, Marketing Management Department, Affiliated Companies Department, Development Department, and Dotonbori Project Department, and General Manager, Finance & Accounting Department) June 2024 Director and Managing Executive Officer of the Company (responsible for Administrative, Real Estate, and International Divisions, and in charge of General Affairs Department, Finance & Accounting Department, Business Promotion Department, Development Department, and Dotonbori Project Department) April 2026 Director and Managing Executive Officer of the Company (responsible for Administrative, Real Estate, and International Divisions, and in charge of General Affairs Department, Human Resources Department, Finance & Accounting Department, Business Promotion Department, Development & Real Estate Management Department, and Dotonbori Project Department) to the present [Reasons for selection as a candidate for Director] While possessing a wealth of experience fostered primarily in the finance and accounting division of the Company, Mr. Akihiko Hoshino serves as the core of management of the Company as Director. As he is expected to make further contributions going forward, he has been selected as a candidate for Director.

Career summary, position and duties of the Company, and status of important concurrent positions	
Candidate No. 4 Ikuo Kuroki  Date of birth: September 10, 1961 Gender Male Number of shares of the Company held: 29,700 shares Reappointment	April 1986 Joined the Company June 2014 General Manager, in charge of West Japan Logistics Department of the Company July 2016 General Manager, Project Department of the Company April 2017 General Manager, Logistics Engineering Promotion Department of the Company June 2020 General Manager, Information Systems Department of the Company June 2023 Executive Officer of the Company, General Manager, Information Systems Department June 2024 Director and Managing Executive Officer of the Company (responsible for Marketing Management and Domestic Logistics Divisions, in charge of Marketing Management Department, Archives Business Department, Affiliated Companies Department, Information Systems Department, Audit Department, and Logistics Engineering Promotion Department, and General Manager, Information Systems Department) June 2025 Director and Managing Executive Officer of the Company (responsible for Marketing Management and Domestic Logistics Divisions, and in charge of Marketing Management Department, Archives Business Department, Affiliated Companies Department, Information Systems Department, Audit Department, and Logistics Engineering Promotion Department) to the present [Reasons for selection as a candidate for Director] While possessing a wealth of experience fostered primarily in the warehouse and information systems divisions of the Company, Mr. Ikuo Kuroki serves as the core of management of the Company as Director. As he is expected to make further contributions going forward, he has been selected as a candidate for Director.

Candidate No. 5 Toshika Matsumoto 	Career summary, position and duties of the Company, and status of important concurrent positions <table border="0"> <tr> <td>April 1985</td><td>Joined the Company</td></tr> <tr> <td>June 2013</td><td>General Manager, Marketing Promotion Department and General Manager, International Project Department of the Company</td></tr> <tr> <td>June 2015</td><td>General Manager, Marine Department of the Company</td></tr> <tr> <td>June 2020</td><td>Executive Officer of the Company, General Manager, Marine Department</td></tr> <tr> <td>June 2021</td><td>Executive Officer of the Company, General Manager, Tokyo Branch</td></tr> <tr> <td>June 2025</td><td>Managing Executive Officer of the Company (in charge of Overseas Business Department, Global Logistics Department, Global Logistics Department, West Japan, International Air Cargo Department, and International Project Department, and General Manager, International Project Department) to the present</td></tr> </table>	April 1985	Joined the Company	June 2013	General Manager, Marketing Promotion Department and General Manager, International Project Department of the Company	June 2015	General Manager, Marine Department of the Company	June 2020	Executive Officer of the Company, General Manager, Marine Department	June 2021	Executive Officer of the Company, General Manager, Tokyo Branch	June 2025	Managing Executive Officer of the Company (in charge of Overseas Business Department, Global Logistics Department, Global Logistics Department, West Japan, International Air Cargo Department, and International Project Department, and General Manager, International Project Department) to the present
April 1985	Joined the Company												
June 2013	General Manager, Marketing Promotion Department and General Manager, International Project Department of the Company												
June 2015	General Manager, Marine Department of the Company												
June 2020	Executive Officer of the Company, General Manager, Marine Department												
June 2021	Executive Officer of the Company, General Manager, Tokyo Branch												
June 2025	Managing Executive Officer of the Company (in charge of Overseas Business Department, Global Logistics Department, Global Logistics Department, West Japan, International Air Cargo Department, and International Project Department, and General Manager, International Project Department) to the present												
Date of birth: April 16, 1961 Gender Male Number of shares of the Company held: 14,600 shares New Appointment	[Reasons for selection as a candidate for Director] While having served in the marine division of the Company over the years, Mr. Toshika Matsumoto has overseen the international division as Managing Executive Officer since 2025. As his experience is expected to contribute to the management of the Company, he has been selected as a candidate for Director.												

Career summary, position and duties of the Company, and status of important concurrent positions	
Candidate No. 6 Hideaki Kawai 	April 1977 Joined Matsushita Electric Industrial Co., Ltd. (currently Panasonic Holdings Corporation) April 2008 Executive Officer of Matsushita Electric Industrial Co., Ltd. April 2011 Managing Executive Officer of Panasonic Corporation (currently Panasonic Holdings Corporation) June 2012 Managing Director of Panasonic Corporation April 2014 Representative Director and Senior Managing Director of Panasonic Corporation June 2017 Corporate Advisor to Panasonic Corporation April 2018 Associate member of Panasonic Corporation April 2018 Representative Director and President of Osaka Metro Co., Ltd. to the present June 2020 Director of the Company to the present [Status of important concurrent positions] Representative Director and President of Osaka Metro Co., Ltd. [Reasons for selection as a candidate for Outside Director and an overview of the expected roles] While having served as the Representative Director and Senior Managing Director of Panasonic Corporation (currently Panasonic Holdings Corporation), Mr. Hideaki Kawai now serves as Representative Director and President of Osaka Metro Co., Ltd., possessing a wealth of experience and insight as a corporate manager. He has given the Company proper advice from an independent position and provided supervision, advice, etc. regarding business execution during his term of office as Outside Director of the Company, and has discharged his responsibilities. He possesses a wealth of experience and insight as mentioned above and is expected to continue to utilize these qualities to provide supervision of the Company's management. Accordingly, the Company proposes that Mr. Hideaki Kawai be elected as Outside Director. Moreover, Mr. Hideaki Kawai is currently a member of the Nomination and Remuneration Committee, and in the event that his election is approved and resolved, the Company plans to ask him to continue to contribute to and provide advice regarding matters such as nominations and remuneration for Directors and Corporate Auditors as a member of the Committee.
Date of birth: September 1, 1954	
Gender Male	
Number of shares of the Company held: 3,000 shares	
Reappointment	
A Candidate for Outside Director	
Independent Director/Corporate Auditor	

Career summary, position and duties of the Company, and status of important concurrent positions	
Candidate No. 7 Mari Iga  Date of birth: August 22, 1967 Gender Female Number of shares of the Company held: 1,600 shares Reappointment A Candidate for Outside Director Independent Director/Corporate Auditor	April 1990 Joined Osaka Gas Co., Ltd. April 2002 President and Representative Director of PALETTE Co., Ltd. (Seconded from Osaka Gas Co., Ltd.) June 2005 Resigned from the post of President and Representative Director of PALETTE Co., Ltd. July 2006 Resigned from Osaka Gas Co., Ltd. October 2006 Founder and Representative Director of March Co., Ltd. February 2009 Resigned from March Co., Ltd. April 2009 Joined Osaka Prefectural Government (specific fixed-term official/Councilor of Publicity Division, Civic and Culture Affairs Department) March 2012 Resigned from Osaka Prefectural Government April 2013 Joined March Co., Ltd. November 2014 Representative Director of March Co., Ltd. to the present April 2016 Publicity Advisor, Hirakata City, Osaka Prefecture April 2017 Publicity Advisor, Hyuga City, Miyazaki Prefecture March 2019 Resigned from the post of Publicity Advisor of Hyuga City, Miyazaki Prefecture March 2020 Resigned from the post of Publicity Advisor, Hirakata City, Osaka June 2022 Director of the Company to the present June 2023 Outside Director of Toyo Machinery & Metal Co., Ltd. (currently TOYO INNOVEX Co., Ltd.) to the present June 2025 Outside Director of PALTAC CORPORATION to the present [Status of important concurrent positions] Representative Director of March Co., Ltd. Outside Director of TOYO INNOVEX Co., Ltd. Outside Director of PALTAC CORPORATION

	[Reasons for selection as a candidate for Outside Director and an overview of the expected roles] After having served as the President and Representative Director of PALETTE Co., Ltd. during her secondment from Osaka Gas Co., Ltd., Ms. Mari Iga founded March Co., Ltd., which offers consulting services for human resources and organizational revitalization, and now serves as Representative Director of March Co., Ltd. As such, she has a wealth of experience and insight as a corporate executive. She has given the Company insightful advice from an independent position and provided supervision, advice, etc. regarding business execution during her term of office as Outside Director of the Company, and has discharged her responsibilities. As she possesses a wealth of experience and insight mentioned above, she is expected to continue to utilize these qualities to provide supervision of the Company's management. Accordingly, the Company proposes that Ms. Mari Iga be elected as Outside Director. Moreover, Ms. Mari Iga is currently a member of the Nomination and Remuneration Committee, and in the event that her election is approved and resolved, the Company plans to ask her to continue to contribute to and provide advice regarding matters such as nominations and remuneration for Directors and Corporate Auditors as a member of the Committee.
--	---

Candidate No. 8 Takehiko Tozuka 	Career summary, position and duties of the Company, and status of important concurrent positions
Date of birth: September 9, 1962 Gender Male Number of shares of the Company held: 0 shares ☐ New Appointment ☐ A Candidate for Outside Director ☐ Independent Director/Corporate Auditor	April 1991 Registered as an Attorney at Law December 1993 Joined OKABE & YAMAGUCHI(*1) (currently OKABE & YAMAGUCHI (*2)) January 1998 Partner of OKABE & YAMAGUCHI to the present May 2012 Outside Corporate Auditor of Tokyo Kanda Seika Market Co., Ltd. (currently Toichi Kanda Seika Co., Ltd.) to the present [Status of important concurrent positions] Partner of OKABE & YAMAGUCHI Outside Corporate Auditor of Toichi Kanda Seika Co., Ltd. (*1) Japanese partnership (*2) Japanese legal professional corporation [Reasons for selection as a candidate for Outside Director and an overview of the expected roles] As he possesses professional knowledge and experience as an attorney at law mainly in the maritime field, he is expected to utilize his expertise to supervise the Company's management. Accordingly, the Company proposes that Mr. Takehiko Tozuka be elected as Outside Director. Moreover, if Mr. Takehiko Tozuka's election is approved and resolved, the Company plans to ask him to be appointed as a member of the Nomination and Remuneration Committee, and to contribute to and provide advice regarding matters such as nominations and remuneration for Directors and Corporate Auditors. Though Mr. Takehiko Tozuka does not have any experience in getting involved in corporate management other than serving as Outside Director or Outside Corporate Auditor, the Company believes that he can properly carry out his duties as Outside Director for the reasons mentioned above.

- Notes: 1. Mr. Hideaki Kawai is the Representative Director and President of Osaka Metro Co., Ltd., with which the Company engages in the transactions related to, among others, logistics operations and advertising with the Company. No conflict of interest exists between the Company and the other candidates for Director.
2. The Company has entered into a liability limitation agreement with each of Mr. Hideaki Kawai and Ms. Mari Iga, who currently serve as Outside Directors of the Company. If their election is approved and resolved, the Company plans to continue such liability limitation agreement with them. If the election of Mr. Takehiko Tozuka is approved and resolved, the Company plans to conclude a liability limitation agreement with him. The outline of the contents of the liability limitation agreement is to define ¥10 million or the minimum amount set by the Companies Act, whichever is higher as the limit of the liability for the damages provided for in Article 423, Paragraph 1 of the Companies Act, as far as they perform their duties in good faith without gross negligence.
3. The Company has entered into an indemnity agreement stipulated by Article 430-2, Paragraph 1 of the Companies Act, with each of Mr. Takanori Ono, Mr. Akihito Nagata, Mr. Akihiko Hoshino, Mr. Ikuo Kuroki, Mr. Hideaki Kawai and Ms. Mari Iga. Under the said indemnity agreements, the Company will indemnify expenses as provided for by Item (1) of Paragraph 1 of the same article and losses as provided for by Item (2) of the same paragraph within the scope provided for by laws and regulations. If the election of each candidate for reappointment is approved and resolved, the Company plans to continue such indemnity agreement with each

- of them, and if the election of Mr. Toshika Matsumoto and Mr. Takehiko Tozuka, candidates for new appointment, is approved and resolved, the Company plans to enter into such indemnity agreement with them.
4. The Company has entered into a Directors and Officers liability insurance contract with an insurance company. The contract covers damages that may arise from the insured party's assumption of liability incurred in the course of the performance of duties, or the receipt of claims pertaining to the pursuit of such liability. If the election of each candidate is approved and resolved, each candidate will become an insured under the contract. In addition, the insureds do not bear any of the premiums. The Company plans to renew the insurance contract in July 2026.
 5. Mr. Hideaki Kawai, Ms. Mari Iga and Mr. Takehiko Tozuka are candidates for Outside Director.
 6. Mr. Hideaki Kawai will have served as Outside Director of the Company for six years at the closing of this General Meeting of Shareholders, and Ms. Mari Iga will have served as Outside Director of the Company for four years at the closing of this General Meeting of Shareholders.
 7. Mr. Hideaki Kawai is scheduled to resign as Representative Director and President of Osaka Metro Co., Ltd. and assume office as Chairman of the Board of the same company as of June 30, 2026.
 8. The Company has registered Mr. Hideaki Kawai, Ms. Mari Iga and Mr. Takehiko Tozuka as independent directors/corporate auditors under the provisions of Tokyo Stock Exchange, Inc.
 9. Mr. Hideaki Kawai is the Representative Director and President of Osaka Metro Co., Ltd., with which the Company engages in the transactions related to, among others, logistics operations and advertising, but the amounts of these transactions in the most recent fiscal year were less than 0.01% of the Company's consolidated operating revenue for logistics operations, and less than 0.01% of Osaka Metro Co., Ltd.'s consolidated operating revenue for advertising, etc. As both are insignificant amounts, the Company has judged that they do not affect his independence.
 10. Mr. Takehiko Tozuka is a Partner of OKABE & YAMAGUCHI, with which the Company has business transactions related to logistics services, but the amount of these transactions in the most recent fiscal year was less than 0.01% of the Company's consolidated operating revenue. As it is insignificant amount, the Company has judged that they do not affect his independence. The Company has not concluded an advisory agreement with OKABE & YAMAGUCHI.

Proposal No. 3: Election of Two Corporate Auditors

As the term of office of Corporate Auditor Mr. Tadae Eguchi will expire at the closing of this General Meeting of Shareholders, and Corporate Auditor Mr. Tsuchikazu Ohnaka will resign at the closing of this General Meeting of Shareholders, the Company proposes the election of two Corporate Auditors.

Both candidates for this proposal are not appointed to fill the vacancy of the resigning Corporate Auditor, and their terms of office will expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within four years after their election.

The candidates for Corporate Auditor are as follows:

In addition, the candidates for Corporate Auditor are determined by the Board of Directors after receiving the approval of the Board of Corporate Auditors based on the recommendation made by the Nomination and Remuneration Committee, a voluntary advisory body to the Board of Directors.

Career summary, position and status of important concurrent positions	
Candidate No. 1 Masumi Kitamoto  Date of birth: July 9, 1964 Gender Male Number of shares of the Company held: 500 shares New Appointment	April 1988 Joined the Company June 2017 General Manager, Development Department and General Manager, Dotonbori Project Department of the Company June 2019 General Manager, Dotonbori Project Department of the Company June 2020 General Manager, Marketing Management Department of the Company July 2024 Director, Business Division The Japan Warehousing Association Inc. to the present
	[Reasons for selection as a candidate for Corporate Auditor] Mr. Masumi Kitamoto has a wealth of experience and insight, including experience in human resources and finance operations at the Company. He has therefore been selected as a candidate for Corporate Auditor so that he can utilize these qualities in the Company's audits.

Career summary, position and status of important concurrent positions	
Candidate No. 2	April 1991 Appointed as Public Prosecutor January 2019 Prosecutor, Supreme Public Prosecutors Office (in charge of Inspection and Public Security) July 2019 Chief Prosecutor, Gifu District Public Prosecutors Office April 2021 Deputy Prosecutor, Osaka District Public Prosecutors Office June 2022 Deputy Prosecutor, Osaka High Public Prosecutors Office January 2023 Resigned from the post of Public Prosecutor April 2023 Registered as an Attorney at Law Of Counsel, Umeda Law Office to the present April 2024 Visiting Professor, Kansai University to the present June 2024 Outside Corporate Auditor of Sekisui Jushi Corporation to the present
Kenzaburo Yazawa	
	
Date of birth: January 27, 1965	[Status of important concurrent positions] Of Counsel, Umeda Law Office Outside Corporate Auditor of Sekisui Jushi Corporation
Gender Male	[Reasons for selection as a candidate for Outside Corporate Auditor] Mr. Kenzaburo Yazawa has professional knowledge and experience as a public prosecutor and attorney at law, and the Company proposes that he be elected as Outside Corporate Auditor so that he can utilize his expertise in the Company's audits. Though Mr. Kenzaburo Yazawa does not have any experience in getting involved in corporate management other than serving as Outside Director or Outside Corporate Auditor, the Company believes that he can properly carry out his duties as Outside Corporate Auditor for the reasons mentioned above.
Number of shares of the Company held: 0 shares	
New Appointment	
A Candidate for Outside Corporate Auditor	
Independent Director/Corporate Auditor	

- Notes: 1. No conflict of interest exists between the Company and the above candidates for Corporate Auditor.
2. If the election of Mr. Masumi Kitamoto and Mr. Kenzaburo Yazawa are approved and resolved, the Company plans to conclude a liability limitation agreement with them. The outline of the contents of the liability limitation agreement is to define ¥10 million or the minimum amount set by the Companies Act, whichever is higher as the limit of the liability for the damages provided for in Article 423, Paragraph 1 of the Companies Act, as far as they perform their duties in good faith without gross negligence.
3. If the election of Mr. Masumi Kitamoto and Mr. Kenzaburo Yazawa are approved and resolved, the Company plans to enter into an indemnity agreement stipulated by Article 430-2, Paragraph 1 of the Companies Act, with them. Under the said indemnity agreement, the Company will indemnify expenses as provided for by Item (1) of Paragraph 1 of the same article and losses as provided for by Item (2) of the same paragraph within the scope provided for by laws and regulations.

4. The Company has entered into a Directors and Officers liability insurance contract with an insurance company. The contract covers damages that may arise from the insured party's assumption of liability incurred in the course of the performance of duties, or the receipt of claims pertaining to the pursuit of such liability. If the election of Mr. Masumi Kitamoto and Mr. Kenzaburo Yazawa are approved and resolved, Mr. Masumi Kitamoto and Mr. Kenzaburo Yazawa will become insureds under the contract. In addition, the insureds do not bear any of the premiums. The Company plans to renew the insurance contract in July 2026.
5. Mr. Kenzaburo Yazawa is a candidate for Outside Corporate Auditor.
6. The Company has registered Mr. Kenzaburo Yazawa as an independent director/corporate auditor under the provisions of Tokyo Stock Exchange, Inc.
7. Mr. Kenzaburo Yazawa is Of Counsel, Umeda Law Office, with which the Company has business transactions related to legal services, but the amount of these transactions is less than 0.01% of Umeda Law Office's net sales. As it is insignificant amount, the Company has judged that it does not affect his independence. The Company has not concluded an advisory agreement with Umeda Sogo Law Office. Mr. Kenzaburo Yazawa worked as a national government official until January 2023. Although the Company has transactions related to logistics operations with national government ministries and agencies, the amount of transactions in the most recent fiscal year was less than 0.1% of the Company's consolidated operating revenues. As it is insignificant amount, the Company has judged that it does not affect his independence.

(Reference)

Expertise and experience of each director and corporate auditor (the plan after the 149th Annual General Meeting of Shareholders)

Name	Position in the Company	Expertise/Experience								
		Corporate management	Sales	On-site operations	Internationality	DX/IT	Sustainability/ESG	Finance/Accounting	Human Resources/Labor	Legal/Compliance/Audit
Takanori Ono	Male Reappointment	Representative Director, Chairman of the Board and Chairman Executive Officer	○	○	○	○	○		○	○
Akihito Nagata	Male Reappointment	Representative Director, President and Chief Executive Officer	○	○	○	○	○		○	
Akihiko Hoshino	Male Reappointment	Director Managing Executive Officer	○			○	○	○	○	○
Ikuo Kuroki	Male Reappointment	Director Managing Executive Officer	○	○	○		○	○		
Toshika Matsumoto	Male New Appointment	Director Managing Executive Officer	○	○	○		○			
Hideaki Kawai	Male Reappointment Outside Independent	Director	○			○	○	○		○
Mari Iga	Female Reappointment Outside Independent	Director	○						○	
Takehiko Tozuka	Male New Appointment Outside Independent	Director				○				○
Akira Sakaguchi	Male	Corporate Auditor (Full-time)			○		○		○	○
Masumi Kitamoto	Male New Appointment	Corporate Auditor (Full-time)					○	○	○	○
Makio Miyagawa	Male Outside Independent	Corporate Auditor				○	○			
Kuniko Nishibashi	Female Outside Independent	Corporate Auditor						○		○
Kenzaburo Yazawa	Male New Appointment Outside Independent	Corporate Auditor					○			○

- Notes:
1. “Outside” in the above table refers to Outside Directors/Outside Corporate Auditors, while “Independent” refers to independent directors/corporate auditors under the provisions of Tokyo Stock Exchange, Inc.
 2. The above table does not represent all the expertise and experience possessed by each Director and Corporate Auditor.
 3. Representative Director, Executive Director and Executive Officer will be appointed at the Board of Directors meeting following this General Meeting of Shareholders, while Full-time Corporate Auditor will be appointed at the Board of Corporate Auditors meeting following this General Meeting of Shareholders.