Securities Code: 9341

Notice of the 21st Annual General Meeting of Shareholders

Date	Tuesday, June 23, 2026 at 10:00 a.m. (JST) Reception will open at 9:30 a.m.
Venue	Shibuya SOLASTA Conference 4D, Shibuya SOLASTA 4F, 1-21-1, Dogenzaka, Shibuya-Ku, Tokyo
Item 1:	Appropriation of Surplus
Item 2:	Partial Amendments to the Articles of Incorporation
Item 3:	Appointment of Six Directors
Item 4:	Appointment of Three Corporate Auditors
Item 5:	Appointment of One Substitute Corporate Auditor

[Preliminary questions]
You can submit preliminary questions on a dedicated website from 9:00 a.m. on Monday, June 8, 2026 (JST) to 6:00 p.m. on Wednesday, June 17, 2026 (JST). Please see page 6 of this Notice for further details.

Genova, Inc.

Securities Code: 9341
June 5, 2026
(Date of commencement of electronic provision measures: June 1, 2026)

Dear Shareholders,

Tomoki Hirase
President and Representative Director
Genova, Inc.
2-21-1, Shibuya, Shibuya-Ku, Tokyo

Notice of the 21st Annual General Meeting of Shareholders

We would like to express our sincere appreciation to all our shareholders for your support.
You are cordially invited to attend the 21st Annual General Meeting of Shareholders of Genova, Inc. as per the schedule below.

Upon convening this General Meeting of Shareholders, the Company will take measures for electronic provision with respect to information that constitutes the content of Reference Documents, etc. for the General Meeting of Shareholders. You are kindly requested to check the information by accessing either of the following Company websites on which the information is posted.

The Company's website: https://genova.co.jp/en/ir/news.html/

(To view the information, please visit the above website and choose from the menu "General Meeting of Shareholders.")

Website of the Tokyo Stock Exchange (TSE) (Listed Company Search)
https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show

(Access the TSE website by using the internet address shown above, enter "Genova" in "Issue name (company name)" or the Company's securities code "9341" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].")

If you are unable to attend the meeting in person, you may exercise your voting rights via the Internet, etc. or by mail. Please read the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights, either by inputting your approval or disapproval on the Company's designated website (https://evote.tr.mufg.jp/) or by indicating your approval or disapproval on the enclosed Voting Rights Exercise Form, by 6:00 p.m., on Monday, June 22, 2026 (JST).

Sincerely,

Details

1. Date and Time: Tuesday, June 23, 2026 at 10:00 a.m. (JST)
2. Venue: Shibuya SOLASTA Conference 4D, Shibuya SOLASTA 4F,
   1-21-1, Dogenzaka, Shibuya-Ku, Tokyo
   (Please see the location map at the end of this notice.)
3. Purposes:

Items to be reported:

1. Business reports and consolidated financial statements for the Company's 21st business term (from April 1, 2025 to March 31, 2026) and audit result reports of consolidated financial statements by the accounting auditor and the Board of Corporate Auditors
2. Reports of non-consolidated financial statements for the Company's 21st business term (from April 1, 2025 to March 31, 2026)

Item to be resolved:

Item 1: Appropriation of Surplus
Item 2: Partial Amendments to the Articles of Incorporation
Item 3: Appointment of Six Directors
Item 4: Appointment of Three Corporate Auditors
Item 5: Appointment of One Substitute Corporate Auditor

4. Management decisions concerning the convocation of the meeting (Information regarding exercise of voting rights, etc.)

(1) Treatment of a Voting Rights Exercise Form returned without any indication of approval or disapproval
If neither approval nor disapproval of the proposals is indicated, you will be deemed to have indicated your approval.

(2) Treatment of duplicate votes cast both in writing and via the Internet, etc.
If you exercise your voting rights both in writing and via the Internet, etc., the voting rights exercised via the Internet, etc., will be effective.

(3) Treatment of duplicate votes cast via the Internet, etc.
If you have cast your voting rights multiple times via the Internet, etc. only the vote cast last will be treated as valid.

- For the General Meeting of Shareholders, the Company sends to all shareholders documents that include matters related to electronic provision measures, excluding the aforementioned matters, whether the delivery of documents is requested or not.
- If you plan to attend in person, please present the enclosed Voting Rights Exercise Form at the reception desk upon your arrival.
- Any updates to the matters to be provided electronically will be posted on the relevant websites shown above.
- Information for shareholders will be posted on the Company's website (https://genova.co.jp/en/) on the Internet. Please visit the Company's website for the latest information when necessary.
- Matters omitted from the delivered documents
  The following matters are not stated in the documents delivered to shareholders who requested the delivery of documents, in accordance with laws and regulations and the provisions of Article 16 of the Articles of Incorporation of the Company. Accordingly, the documents delivered to shareholders who requested the delivery of documents are part of the documents audited by the corporate auditor and the accounting auditor when preparing audit reports.
  (i) Information on the share acquisition rights, etc.
  (ii) Status of accounting auditors
  (iii) Systems for ensuring the proper operation of the Company and situations of the operation of the systems
  (iv) Basic policy for controlling the management of the Company
  (v) Consolidated statements of changes in shareholders' equity
  (vi) Notes to consolidated financial statements in consolidated financial statements
  (vii) Statements of changes in shareholders' equity
  (viii) Notes to non-consolidated financial statements in non-consolidated financial statements

Guidance on Exercising Voting Rights

Voting rights at General Meetings of Shareholders are important rights of you as a shareholder. Please exercise your voting rights after reading and considering the details of the attached Reference Documents for the General Meeting of Shareholders.
The following three ways to exercise your voting rights are available.

If you attend the General Meeting of Shareholders

Please present the voting card at the reception desk upon your arrival.

Date & Time

10 a.m. on Tuesday, June 23, 2026
(Reception will open at 9:30 a.m.)

If you exercise voting rights via the Internet

Please follow the instructions on the next page and enter your approval or disapproval for the agendas.

Deadline

Entries completed by 6:00 p.m., Monday, June 22, 2026

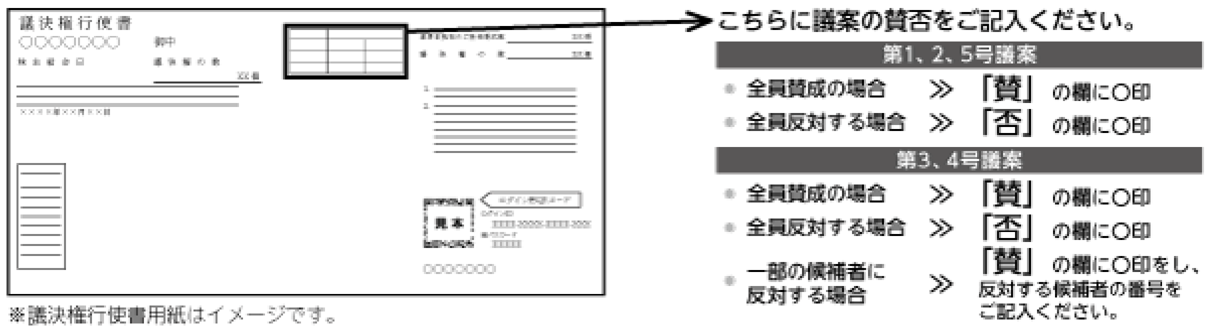
If you exercise voting rights in writing (by mail)

Please state whether you are for or against the agenda items on the enclosed Voting Rights Exercise Form and drop it into a post box. It is not necessary to affix a stamp.

Deadline

Votes reaching us by 6:00 p.m., Monday, June 22, 2026

Instructions on Filling the Voting Rights Exercise Form

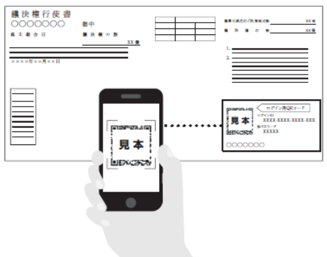


On Voting Rights via the Internet

How to read a QR code

You can log into the voting website without entering the login ID and temporary password written on the Voting Rights Exercise Form.

1 議決権行使書用紙に記載のQRコードを読み取ってください。



※「QRコード」は株式会社デンソーウェーブの登録商標です。

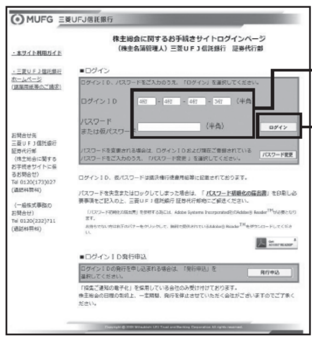
2 以降は画面の案内に従って賛否をご入力ください。

How to enter your login ID and temporary password

Voting website https://evote.tr.mufg.jp/

1 議決権行使ウェブサイトにアクセスしてください。

2 議決権行使書用紙に記載された「ログインID・仮パスワード」を入力しクリックしてください。



3 以降は画面の案内に従って賛否をご入力ください。

※操作画面はイメージです。

For inquiries about operation procedure for exercising voting rights via the Internet using PCs and smartphones, please contact the inquiry desk on the right.

Stock Transfer Agency Department,
Mitsubishi UFJ Trust and Banking Corporation (Helpdesk)
0120-173-027
(Toll free, Operating hours: 9:00-21:00)

Institutional investors are permitted to use the platform for the electronic exercise of voting rights for institutional investors operated by ICJ, Inc.

Information about the Acceptance of Preliminary Questions

The Company is accepting questions from shareholders related to the matters to be reported or resolved at the 21st Annual General Meeting of Shareholders ahead of the meeting as described below. The Company will answer some of the preliminary questions received via the following website for acceptance of preliminary questions on the day of the General Meeting of Shareholders.
Please note that the Company will only accept questions related to matters to be reported or resolved at the General Meeting of Shareholders and cannot provide individual responses to questions.

Website for acceptance of preliminary questions

https://forms.gle/U1n8JnCuT4v8bcy88

* Please access the above website and, using the form, enter:

- your name;
- your shareholder number (the eight-digit number shown in the bottom right of the Voting Rights Exercise Form); and
- your question.

➢ Period for acceptance of preliminary questions

From 9:00 a.m. on Monday, June 8, 2026 (JST) to 6:00 p.m. on Wednesday, June 17, 2026 (JST)

Reference Documents for the General Meeting of Shareholders

Item 1: Appropriation of Surplus

The Company considers the enhancement of corporate value through business expansion to be its top priority and positions the return of profit to shareholders as a key management initiative in this context. Accordingly, the Company has a basic policy of striving to maintain stable dividends while paying attention to the buildup of retained earnings.
The Company proposes paying a year-end dividend for the fiscal year under review as follows.

(1) Type of dividend property
Cash
(2) Allotment of dividend property to shareholders and total amount
¥30 per common share of the Company
Total dividends: 520,125,960 yen
(3) Effective date of dividends of surplus
June 24, 2026

Item 2: Partial Amendments to the Articles of Incorporation

1. Reason for the proposal

To strengthen business succession support and further deepen management support in the healthcare industry, as well as to promote M&A across the entire Group, the Group will enter the M&A brokerage, M&A advisory, and related consulting businesses. Accordingly, the Company has established a specialized organizational unit, the MA Business Office, and is building a framework to ensure smooth business execution, including the recruitment of external specialists. To prepare for future diversified business expansion and clarify our business scope, the Company is adding new business objectives to Article 2 (Purpose) of the current Articles of Incorporation.

2. Details of amendments

The details of the amendments are shown below.

(The underlined parts show the change.)

Current Articles of Incorporation	Proposed Amendments
Chapter 1. General Provisions	Chapter 1. General Provisions
Article 1 (Omitted)	Article 1 (Unchanged)
(Purpose)	(Purpose)
Article 2. The purpose of the Company shall be to engage in the following businesses:	Article 2 (Unchanged)
(1) to (18) (Omitted)	(1) to (18) (Unchanged)
(Newly established)	<u>(19) Research, planning, mediation, brokerage, and advisory services related to corporate acquisitions, mergers, corporate splits, stock exchanges, stock transfers, stock distributions, business transfers, capital alliances, and business alliances</u>
(Newly established)	<u>(20) Research, planning, mediation, brokerage, and advisory services regarding corporate management and finance</u>
(Newly established)	<u>(21) Management and administration of investment partnership assets</u>
(Newly established)	<u>(22) Market research, market analysis, and the collection and analysis of marketing information</u>
(Newly established)	<u>(23) Corporate valuation and due diligence services</u>
(Newly established)	<u>(24) Investment and financing services for companies</u>
(Newly established)	<u>(25) Planning, operation, and implementation of seminars, training programs, and workshops</u>
(Newly established)	<u>(26) Consulting services related to the above seven items</u>
<u>(19)</u> (Omitted)	<u>(27)</u> (Unchanged)

Item 3: Appointment of Six Directors

The terms of office of all (six) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders.
Accordingly, in order to respond promptly to future changes in the business environment and to establish a system capable of making more strategic and agile decisions, the Company proposes the election of six Directors.
The candidates for Directors are as follows:

Candidate Number	Name	Current positions at the Company	
1	Tomoki Hirase	President and Representative Director	Reappointment
2	Koji Takeda	Director, Executive Officer and General Manager of Finance & Accounting Department	Reappointment
3	Sho Inoue	Director, Executive Officer and Head of Business Promotion Office	Reappointment
4	Yuki Sagehashi	Director	Reappointment Outside Independent
5	Yuki Sato	Director	Reappointment Outside Independent
6	Tetsuya Sano	Director	Reappointment Outside Independent

Reappointment Candidate for Director to be reelected

Outside Candidate for External Director

Independent Independent officer as provided for by the stock exchange

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
1	(Reappointment) Tomoki Hirase (February 5, 1978)	Dec. 1997 Joined Telewave, Inc. Apr. 2000 Director of Telewave Links, Inc. Jun. 2001 Managing Director of Telewave Links, Inc. Jul. 2005 Established the Company, President and Representative Director (current position) Apr. 2013 Outside Director of Yokohama Fulie Sports Club Co., Ltd. Aug. 2021 Board of Educational Foundation Japan Sweden Dental Academic Society Aug. 2023 Representative Director of Hirase Shoten Inc. (current position) Mar. 2025 Director of Genova Design Co., Ltd. May 2025 Representative Director of ASANO, Inc. (current position)	5,602,700
		(Significant concurrent positions outside the Company) Representative Director of Hirase Shoten Inc. Representative Director of ASANO, Inc.	
	Reason for nomination Since the Company's establishment in 2005, Mr. Tomoki Hirase has led the Group's management as Representative Director and driven the Company's growth. Prior to that, he held executive positions at IT companies, and currently serves as the representative of a Group company and as an executive at another company, possessing extensive experience and exceptional insight into corporate management and business strategy. The Company considers his strong leadership and broad perspective indispensable to further enhancing corporate value, and therefore requests his continued appointment as a Director.		

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
2	(Reappointment) Koji Takeda (January 13, 1982)	Dec. 2007 Joined Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC) Apr. 2018 Joined the Company General Manager, Accounting Department Jun. 2018 Director Jul. 2018 Director, General Manager, Finance & Accounting Department, and General Manager, General Affairs Department Apr. 2019 Director, General Manager, Finance & Accounting Department, and General Manager, General Affairs Department, and General Manager, Operations Department Jun. 2019 Managing Director, General Manager, Finance & Accounting Department, and General Manager, General Affairs Department, and General Manager, Operations Department Jul. 2019 Managing Director, General Manager, Administrative Division, and General Manager, Finance & Accounting Department, and General Manager, Human Resources & General Affairs Department, and General Manager, Operations Department Jun. 2020 Director, Executive Officer, General Manager, Administrative Division, and General Manager, Finance & Accounting Department, and General Manager, General Affairs & Labor Relations Department, and General Manager, Operations Department Jul. 2020 Director, Executive Officer, General Manager, Finance & Accounting Department, and General Manager, General Affairs & Labor Relations Department, and General Manager, Operations Department Oct. 2020 Director, Executive Officer and General Manager, General Affairs & Labor Relations Department Sep. 2021 Director, Executive Officer Apr. 2022 Director, Executive Officer, and Head of the IPO Preparation Office Sep. 2023 Director, Executive Officer and General Manager, Accounting Department Mar. 2026 Director of ASANO, Inc. (current position) Apr. 2026 Director, Executive Officer and General Manager, Finance & Accounting Department (current position)	50,000
		(Significant concurrent positions outside the Company) Director of ASANO, Inc.	

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, responsibilities and
significant concurrent positions outside the Company</th><th>Number of the Company’s shares owned</th></tr>
<tr><td></td><td colspan="3">Reason for nomination
Mr. Koji Takeda joined the Company after gaining experience at an audit firm, and has since held key positions in administrative departments, including finance, accounting, human resources, and operations. In addition to his track record of leading IPO preparations as head of the IPO Preparation Office, he currently serves as a Director of a Group company, and possesses advanced knowledge and broad insight into general management. The Company considers his expertise and experience in overseeing the entire back office to be indispensable to the Company’s sustainable growth, and therefore requests his continued appointment as a Director.</td></tr>
<tr><td rowspan="3">3</td><td rowspan="2">(Reappointment)
Sho Inoue
(March 24, 1984)</td><td>Apr. 2009 Medical Intern, Yokohama Rosai Hospital
Jul. 2011 Research/Teaching Assistant, Yokohama City University Medical-Engineering Collaboration Global Center of Excellence (COE) program
May 2015 Representative Director, MedicalNote, Inc.
Apr. 2018 Steering Committee Member, Japan Council for Quality Health Care (current position)
Jun. 2020 Trustee, Yokohama Foundation for Advancement of Medical Science (current position)
Mar. 2024 Guest Associate Professor, Osaka University (current position)
Oct. 2024 Project Associate Professor, Yokohama City University (current position)
Jan. 2025 Visiting Fellow, Kyoto University (current position)
May 2025 Joined the Company
Head of Business Promotion Office
Jun. 2025 Director, Executive Officer and Head of Business Promotion Office (current position)
Apr. 2026 Visiting Associate Professor, Shiga University of Medical Science (current position)</td><td rowspan="2">0</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
Steering Committee Member, Japan Council for Quality Health Care
Trustee, Yokohama Foundation for Advancement of Medical Science
Guest Associate Professor, Osaka University
Project Associate Professor, Yokohama City University
Visiting Fellow, Kyoto University
Part-time Lecturer, Institute of Science Tokyo
Trustee, Japanese Society for Digital Medicine and Healthcare
Visiting Associate Professor, Shiga University of Medical Science</td></tr>
<tr><td colspan="3">Reason for nomination
While engaged in clinical and research activities as a physician and Doctor of Medicine, Mr. Sho Inoue possesses deep knowledge and an extensive network in the academic and policy fields, including experience serving on committees at public institutions. He has also been involved in the management of healthcare businesses for many years, and has built an extensive track record in business development and partnership building. The Company considers his high level of expertise and management experience indispensable to the Company’s value creation and sustainable growth in the healthcare sector, and therefore requests his continued appointment as a Director.</td></tr>
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<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, responsibilities and
significant concurrent positions outside the Company</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="3">4</td><td rowspan="2">(Reappointment)
Yuki Sagehashi
(January 2, 1982)</td><td>Jun. 2003 Established Medicis Inc., Representative Director
Apr. 2004 Joined MEDIVA.inc
Mar. 2012 Auditor, One-for-all Co., Ltd. (current position)
Sep. 2014 Director, Hospital based Kids Art Project (current position)
Sep. 2016 Established Japan Preventive Medicine Association, Representative Director (current position)
May 2017 Established Japan Medical Venture Association, Director (current position)
Jun. 2018 Director, the Company (current position)
Jun. 2019 President and CEO, Data Index Corporation (current position)
Jun. 2021 Representative Director, International Medicine and Health Institute (current position)</td><td rowspan="2">200,000</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
President and CEO, Data Index Corporation
Representative Director, Japan Preventive Medicine Association
Representative Director, International Medicine and Health Institute
Director, Japan Medical Venture Association
Director, Hospital based Kids art project
Auditor, One-for-all Co., Ltd.</td></tr>
<tr><td colspan="3">Reasons for nomination and overview of expected roles
Mr. Yuki Sagehashi has extensive connections with medical professionals and insight in the medical industry gained from establishing medical institutions and supporting their management and expanding a pharmaceutical insert database business, and the Company expects him to provide oversight and advice, etc. on the Company's business execution as a medical industry expert. If the proposal is approved, the Company expects him to be involved in the selection of officers of the Company and the determination of officers' remuneration, etc. from a neutral and objective perspective as a member of the Nomination and Remuneration Committee.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, responsibilities and significant concurrent positions outside the Company</th><th>Number of the Company’s shares owned</th></tr>
<tr><td rowspan="3">5</td><td rowspan="2">(Reappointment)
Yuki Sato
(May 27, 1977)</td><td>Oct. 2005 Joined Yamamoto Sogo Law Office (now Yamamoto Shibasaki Law Office)
May 2006 Joined White & Case LLP
Oct. 2013 Partner, NAMURA & PARTNERS Legal Professional Corporation (current Toranomon Chuo Law Firm)
Sep. 2014 Part-time lecturer, Rikkyo University
Nov. 2014 Director, T&C Consulting Co. Ltd.
Mar. 2015 Auditor, Save the Children Japan
May 2015 Outside Auditor, Hatena Co., Ltd. (current position)
Jun. 2016 Outside Auditor, ZUU Co., Ltd.
Jun. 2016 Auditor, JOSUIKAI, Inc.
Sep. 2016 Outside Auditor, DLE, Inc.
Dec. 2016 Partner, King & Wood Mallesons
Sep. 2018 Auditor, Japan Social Innovation and Investment Foundation
Oct. 2018 Outside Director (Audit & Supervisory Committee Member), Net Protections Holdings, Inc. (current position)
Jan. 2019 Partner, So & Sato Law Offices
Jun. 2020 Auditor, Hitotsubashi Daigaku Koenkai (current position)
Jun. 2020 Representative Partner, So & Sato Law Offices (current position)
Nov. 2021 Outside Director, coconala Inc.
Apr. 2024 Auditor, Topaz Regional Partners Inc. (current position)
Jun. 2025 Director, the Company (current position)</td><td rowspan="2">0</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
Outside Auditor, Hatena Co., Ltd.
Outside Director (Audit & Supervisory Committee Member), Net Protections Holdings, Inc.
Representative Partner, So & Sato Law Offices</td></tr>
<tr><td colspan="3">Reasons for nomination and overview of expected roles
Ms. Yuki Sato has extensive experience and deep insight as a lawyer, and experience serving as an auditor at other companies, and the Company expects her to provide opinions and guidance that will help strengthen the oversight function of the Board of Directors and realize fair and transparent management. If the proposal is approved, the Company expects her to be involved in the selection of officers of the Company and the determination of officers’ remuneration, etc. from a neutral and objective perspective as a member of the Nomination and Remuneration Committee.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, responsibilities and
significant concurrent positions outside the Company</th><th>Number of the Company’s shares owned</th></tr>
<tr><td rowspan="3">6</td><td rowspan="2">(Reappointment)
Tetsuya Sano
(January 16, 1970)</td><td>Oct. 1992 Joined Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC)
Jun. 1996 Registered as certified public accountant
May 2000 Established and joined FreeBit Co., Ltd.
Jul. 2001 Director, CFO
Aug. 2005 Established Growin’ Partners Inc., Representative Director (current position)
Sep. 2014 Outside Auditor, BrainPad Inc.
Aug. 2015 Outside Auditor, ZUU Co., Ltd.
Sep. 2017 Outside Director, BrainPad Inc.
Jun. 2022 Outside Director (Audit & Supervisory Committee Member), ZUU Co., Ltd.
Jun. 2025 Director, the Company (current position)</td><td rowspan="2">0</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
Representative Director, Growin’ Partners Inc.</td></tr>
<tr><td colspan="3">Reasons for nomination and overview of expected roles
Mr. Tetsuya Sano has multi-faceted insight, including a wealth of expertise and experience as a certified public accountant, extensive business experience as an entrepreneur and corporate manager, and involvement in M&A support and listing support services and independent committees in TOBs, and the Company expects to gain objective and clear advice and recommendations on the Company’s management in general from him. If the proposal is approved, the Company expects him to be involved in the selection of officers of the Company and the determination of officers’ remuneration, etc. from a neutral and objective perspective as a member of the Nomination and Remuneration Committee.</td></tr>
</table>

(Notes) 1. Each candidate does not have any special interest in the Company.

2. Yuki Sato's legal name is Yuki Sunada.
3. Mr. Tomoki Hirase is the Company’s largest shareholder.
4. Mr. Yuki Sagehashi, Ms. Yuki Sato, and Mr. Tetsuya Sano are currently External Directors of the Company. As of the conclusion of this General Meeting of Shareholders, the terms of office of each as an External Director will be eight years for Mr. Yuki Sagehashi, and one year for Ms. Yuki Sato and Mr. Tetsuya Sano.
5. Mr. Yuki Sagehashi, Ms. Yuki Sato, and Mr. Tetsuya Sano are candidates for External Director.
6. The Company has executed an agreement with Mr. Yuki Sagehashi, Ms. Yuki Sato, and Mr. Tetsuya Sano on the limitation of liability for damages as provided for under the provisions of Article 423, Paragraph 1 of the Companies Act according to the provisions of Article 427, Paragraph 1 thereof. The maximum amount of liability based on this agreement shall be the minimum amount stipulated in Article 425, Paragraph 1 of the Companies Act. If the reappointment of these candidates is approved, the agreement will continue.
7. The Company has entered into an agreement on officer indemnification insurance set forth in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. An overview of the insurance policy is described

in the business report in 2. Current Status of the Company (2) (iii) An overview of the officer indemnification insurance policy. The candidates will be the insured under the insurance policy if they are appointed and take office as a Director. The Company plans to renew the policy with the same conditions at the time of next renewal.

8. The Company has registered Mr. Yuki Sagehashi, Ms. Yuki Sato, and Mr. Tetsuya Sano as Independent Officers pursuant to the provisions of TSE. The Company will continue to designate each candidate as an Independent Officer if their reappointment is approved.

Item 4: Appointment of Three Corporate Auditors

The terms of office of all (three) Corporate Auditors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of three Corporate Auditors.
The Board of Corporate Auditors has given prior consent to this proposal.
The candidates for Corporate Auditors are as follows:

Candidate Number	Name	Current positions at the Company			
1	Tsuyoshi Sasaki	Full-time Corporate Auditor	Reappointment	Outside	Independent
2	Satoru Kohara	Corporate Auditor	Reappointment	Outside	Independent
3	Atsuo Mori	Corporate Auditor	Reappointment	Outside	Independent

Reappointment: Candidate for Corporate Auditor to be reelected

Outside: Candidate for Outside Corporate Auditor

Independent: Independent officer as provided for by the stock exchange

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position and significant concurrent positions outside the Company</th><th>Number of the Company’s shares owned</th></tr>
<tr><td rowspan="3">1</td><td rowspan="2">(Reappointment)
Tsuyoshi Sasaki
(February 20, 1956)</td><td>Apr. 1979 Joined The Sumitomo Bank, Ltd. (current Sumitomo Mitsui Banking Corporation)
Apr. 2008 Joined Quark Inc. as an Executive Officer
Apr. 2009 Joined Cedyna Co., Ltd. as an Executive Officer
Apr. 2013 Senior Managing Director, Cedyna Auto Lease Co., Ltd.
Jul. 2016 Full-time Auditor, The Energy Conservation Center, Japan
Oct. 2020 Joined Global Healthcare Hub as General Secretary
Nov. 2020 Joined zero&one Inc. as Executive Officer
Jun. 2021 Full-time Corporate Auditor of the Company (current position)
Jun. 2023 Auditor of GENOVA DESiGN. inc
May 2025 Auditor of ASANO, Inc. (current position)</td><td rowspan="2">0</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
Auditor of ASANO, Inc.</td></tr>
<tr><td colspan="3">Reason for nomination as a candidate for External Corporate Auditor
Mr. Tsuyoshi Sasaki possesses deep insight into corporate management and governance, drawing on his many years of practical experience at financial institutions as well as his background as an officer and auditor at operating companies and general incorporated foundations. Since assuming the position of full-time Corporate Auditor of the Company in 2021, he has also served as an auditor for Group companies, conducting rigorous audits and supervision from a neutral standpoint. The Company considers his accurate advice—based on his extensive experience—indispensable for strengthening its compliance framework, and therefore requests that he continue to be appointed as an External Corporate Auditor.</td></tr>
<tr><td rowspan="3">2</td><td rowspan="2">(Reappointment)
Satoru Kohara
(March 8, 1982)</td><td>Oct. 2005 Registered as an attorney (with the Daini Tokyo Bar Association)
Oct. 2005 Joined Asahi Law Offices (current position)
Jun. 2013 Corporate Auditor of the Company (current position)</td><td rowspan="2">0</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
Attorney, Asahi Law Offices</td></tr>
<tr><td colspan="3">Reason for nomination as a candidate for External Corporate Auditor
Mr. Satoru Kohara is a licensed attorney and possesses advanced specialized legal expertise and extensive experience. Although he has not been directly involved in corporate management, the Company considers that by leveraging his expertise, he can provide accurate supervision and advice on the execution of duties by External Corporate Auditors from an objective and neutral outside perspective, and has therefore nominated him as a candidate for External Corporate Auditor, judging that he will contribute significantly to ensuring the legality and appropriateness of the Company’s audit system.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position and significant concurrent positions outside the Company</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="3">3</td><td rowspan="2">(Reappointment)
Atsuo Mori
(April 4, 1963)</td><td>Oct. 1991 Joined Teikei-EY Iizuka Tsuyoshi Audit Corporation
Feb. 1999 Partner, Teikei-EY Iizuka Tsuyoshi Audit Corporation
Jul. 2001 Merger of Teikei-EY Iizuka Tsuyoshi Audit Corporation and Ota Showa Century Audit Corporation (current Ernst & Young ShinNihon LLC Audit Corporation)
Partner, Ernst & Young ShinNihon LLC Audit Corporation
Sep. 2017 Joined Yokohama Sogo Accounting Tax Accountants (current H-1 Tax Accountants)
Nov. 2017 Registered as a certified public tax accountant
Mar. 2018 Partner, Yokohama Sogo Accounting Tax Accountants
Jun. 2018 Corporate Auditor of the Company (current position)
Jan. 2020 Director, H-1 Consulting Group Co., Ltd. (current H-1 Management Co., Ltd.)
Aug. 2020 Representative Partner, H-1 Tax Accountants (current position)
Oct. 2020 Partner, Kisaragi Audit Corporation (current Moore Mirai & Co.) (current position)
Jan. 2026 Representative Director, H-1 Management Co., Ltd. (current position)</td><td rowspan="2">0</td></tr>
<tr><td>(Significant concurrent positions outside the Company)
Representative Partner, H-1 Tax Accountants
Partner, Moore Mirai & Co.
Representative Director, H-1 Management Co., Ltd.</td></tr>
<tr><td colspan="3">Reason for nomination as a candidate for External Corporate Auditor
Mr. Atsuo Mori possesses advanced expertise and extensive practical experience as a certified public accountant and certified tax accountant, and is also involved in corporate management as the representative director of an operating company. The Company has judged that by incorporating his high level of expertise and management insights into its audit system, he will be able to provide supervision and advice regarding the execution of duties by External Corporate Auditors from an objective and multifaceted perspective, and has therefore nominated him as a candidate for External Corporate Auditor.</td></tr>
</table>

(Notes) 1. Each candidate does not have any special interest in the Company.

2. Mr. Tsuyoshi Sasaki, Mr. Satoru Kohara, and Mr. Atsuo Mori are candidates for External Corporate Auditor
3. Mr. Tsuyoshi Sasaki, Mr. Satoru Kohara, and Mr. Atsuo Mori are currently serving as External Corporate Auditors. As of the conclusion of this General Meeting of Shareholders, their respective terms of service as auditors will be five years for Mr. Tsuyoshi Sasaki, 13 years for Mr. Satoru Kohara, and eight years for Mr. Atsuo Mori.
4. The Company has executed an agreement with Mr. Tsuyoshi Sasaki, Mr. Satoru Kohara, and Mr. Atsuo Mori on the limitation of liability for damages as provided for under the provisions of Article 423, Paragraph 1 of the Companies Act according to the provisions of Article 427, Paragraph 1 thereof. The maximum amount of liability based on this agreement shall be the minimum amount stipulated in Article 425, Paragraph 1 of the Companies

Act. If the reappointment of these candidates is approved, the agreement will continue.

5. The Company has entered into an agreement on officer indemnification insurance set forth in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. An overview of the insurance policy is described in the business report in 2. Current Status of the Company (2) (iii) An overview of the officer indemnification insurance policy. The candidates will be the insured under the insurance policy if they are appointed and take office as a Corporate Auditor. The Company plans to renew the policy with the same conditions at the time of next renewal.
6. The Company has registered Mr. Tsuyoshi Sasaki, Mr. Satoru Kohara, and Mr. Atsuo Mori as Independent Officers pursuant to the provisions of TSE. The Company will continue to designate each candidate as an Independent Officer if their reappointment is approved.

Item 5: Appointment of One Substitute Corporate Auditor

In order to prepare for cases where there is a shortfall in the number of Corporate Auditors stipulated in laws and regulations, the Company proposes the election of one Substitute Corporate Auditor in advance.
Please note that the appointment under this proposal may be revoked by resolution of the Board of Directors with the consent of the Board of Corporate Auditors only prior to assumption of office.
The Board of Corporate Auditors has given prior consent to this proposal.
The candidate for Substitute Corporate Auditor is as follows:

Name (Date of birth)	Career summary and significant concurrent positions outside the Company		Number of the Company's shares owned
Takaharu Kanayama (October 19, 1978)	Oct. 2004 Sep. 2010 Aug. 2011 Dec. 2012 Jan. 2014	Joined Nagashima Ohno & Tsunematsu Yetter Coleman LLP Nagashima Ohno & Tsunematsu NY LLP Counsel, Asahi Law Offices Partner, Asahi Law Offices (current position)	0

(Notes)
1. The candidate for Substitute Corporate Auditor does not have any special interest in the Company.
2. Mr. Takaharu Kanayama is a candidate for substitute External Corporate Auditor.
3. The Company nominated Mr. Takaharu Kanayama as a candidate for substitute External Corporate Auditor because he holds a license to practice law and possesses extensive experience and specialized knowledge gained over many years in the legal profession. Although he has no prior experience in corporate management other than serving as an outside officer, the Company believes that, based on his high level of professional expertise as a lawyer, he will be able to strengthen the Company's compliance system and provide accurate supervision and advice regarding the execution of duties by Directors; and the Company therefore requests his appointment as a candidate for substitute External Corporate Auditor.
4. If Mr. Takaharu Kanayama is appointed as a Corporate Auditor, the Company plans to enter into an agreement limiting liability for damages pursuant to Article 423, Paragraph 1 of the Companies Act, in accordance with the provisions of Article 427, Paragraph 1 thereof. The maximum amount of liability for damages under the agreement is the minimum liability limit stipulated by law.
5. If Mr. Takaharu Kanayama is appointed as a Corporate Auditor, the Company plans to register him as an Independent Officer pursuant to the provisions of TSE.
6. The Company has entered into an agreement on officer indemnification insurance set forth in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. An overview of the insurance policy is described in the business report in 2. Current Status of the Company (2) (iii) An overview of the officer indemnification insurance policy. Mr. Takaharu Kanayama will be the insured under the insurance policy if he is appointed and take office as a Corporate Auditor.

(Reference)

Skills Matrix of the Directors

Name	Position	Gender	Corporate management	Sales and marketing	IT, digital and DX	Development and cultivation of human resources	Dialogue with capital markets/ finance and accounting	Legal affairs/ risk management	Business development	M&A	Industry insight
Tomoki Hirase	Representative Director	Male	●	●	●			●	●		●
Koji Takeda	Director and Executive Officer	Male	●			●	●	●		●	
Sho Inoue	Director and Executive Officer	Male	●	●		●			●		●
Yuki Sagehashi	External Director	Male	●	●	●				●	●	●
Yuki Sato	External Director	Female	●			●	●	●		●	
Tetsuya Sano	External Director	Male	●				●	●	●	●	

* The list above does not represent all the knowledge and experience of each Director.