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Securities code: 4671
June 4, 2026

To Our Shareholders:

Tadashi Yasuda, President Executive Officer
FALCO HOLDINGS Co., Ltd.
44-3, Shogoinrengezo-cho Sakyo-ku, Kyoto

Notice of the 39th Annual General Meeting of Shareholders

Please take notice that the 39th Annual General Meeting of Shareholders of FALCO HOLDINGS Co., Ltd. (the “Company”) will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the following websites. Please access one of the following websites to review the information.

[The Company’s website]

<https://www.falco-hd.co.jp/stockholder/meeting.html> (in Japanese)

[Website for posted informational materials for the general meeting of shareholders]

<https://d.sokai.jp/4671/teiji/> (in Japanese)

[TSE website (Listed Company Search)]

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

(Access the TSE website by using the internet address shown above, enter “FALCO HOLDINGS” in “Issue name (company name)” or the Company’s securities code “4671” 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 or in writing. Please review the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights by 5:00 p.m. on Wednesday, June 24, 2026 (Japan Standard Time).

- 1. Date and Time:** Thursday, June 25, 2026 at 10:00 a.m. (Japan Standard Time)
- 2. Location:** MAIN BANQUET KACHO, 1F, THE THOUSAND KYOTO
570 Higashi Shiokoji-cho Shimogyo-ku, Kyoto

3. Purpose of the Meeting:

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the 39th Fiscal Year (from April 1, 2025 to March 31, 2026) and Audit Reports of the Financial Auditor and the Audit Committee on the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the 39th Fiscal Year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

Proposal No. 1 Appropriation of Surplus

Proposal No. 2 Election of Five Directors (Excluding Directors Who Are Audit Committee Members)

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company recognizes that returning profits to shareholders is one of its key management issues. It is our basic policy with regard to shareholder returns to strive to secure a strong business foundation and improve return on shareholders' equity, and to provide appropriate returns of profit in accordance with enhancement of internal reserves, business performance and other factors while maintaining stable dividends. Based on this policy, we have set a consolidated dividend on equity (DOE) ratio target of 5% from the fiscal year ended March 31, 2025.

After giving comprehensive consideration to the various circumstances as well as our financial position, we have decided to pay a year-end dividend of ¥62.5 per share as an ordinary dividend for the current fiscal year, in order to achieve our target for shareholder returns (5% consolidated DOE ratio). Combined with the previously provided interim dividend (¥62.5 per share), this will bring the annual dividend to ¥125 per share, representing an increase for the 14th consecutive year.

Year-end dividends

- (1) Type of dividend property
To be paid in cash.
- (2) Allotment of dividend property to shareholders and their aggregate amount
The Company proposes to pay a dividend of ¥62.5 per common share of the Company.
In this event, the total dividends will be ¥644,291,750.
- (3) Effective date of dividends of surplus
The effective date of dividends shall be June 26, 2026.

Proposal No. 2 Election of Five Directors (Excluding Directors Who Are Audit Committee Members)

The terms of office of all seven Directors (excluding Directors who are Audit Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this meeting.

In that regard, the Company proposes the election of five Directors, decreasing the number of Directors by two to promote prompt decision-making of the Board of Directors.

The election of candidates for Director is carried out based on recommendations by the Nomination and Remuneration Committee, of which a majority of members are independent outside Directors.

In addition, the Audit Committee has expressed the opinion that all of the candidates are suitable for this proposal.

The candidates for Director are as follows:

Candidate No.	Name	Candidate attributes	Position in the Company	Attendance at Board of Directors meetings
1	Tadashi Yasuda	Reelection	President Executive Officer	16/16 (100%)
2	Takafumi Fukui	Reelection	Executive Vice President	16/16 (100%)
3	Hisayuki Ohba	Reelection	Director and Executive Officer	12/13 (92.3%)
4	Shuhei Kuroda	Reelection	Director and Executive Officer	13/13 (100%)
5	Kei Shimada	Reelection	Director and Executive Officer	13/13 (100%)

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Tadashi Yasuda (August 9, 1958) Reelection	Feb. 1995 Joined FALCO biosystems Ltd. (currently the Company) Dec. 2005 Managing Director, General Manager of Corporate Planning Division, and General Manager of Business Development Division of the Company Jan. 2008 Senior Managing Director, and General Manager of Planning Management Division Mar. 2010 Senior Managing Director, General Manager of Strategy Business Office, and General Manager of Pharmacy Business Office June 2015 Executive Vice President, and General Manager of Strategy Business Office June 2017 President, and General Manager of Strategy Business Office Apr. 2019 President, and General Manager of Corporate Planning Office June 2021 President Chairman of FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.) (current position) June 2023 President Executive Officer of the Company June 2024 President Executive Officer (current position)	51,200 shares
Reasons for nomination as candidate for Director Since joining the Company, Tadashi Yasuda has had jurisdiction over accounting and corporate planning divisions and following his appointment as President in June 2017 and President Executive Officer in June 2024, he has demonstrated strong leadership and decision-making skills while overseeing the operations of the entire Group. Due to his experience and deep insight, the Company has again nominated him as a candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Takafumi Fukui (October 12, 1965)</p> <p style="text-align: center;">Reelection</p>	<p>Nov. 2002 Joined FALCO biosystems Ltd. (currently the Company)</p> <p>Apr. 2020 General Manager of Biomedical Business Department of FALCO biosystems Ltd.</p> <p>June 2021 Director, and Deputy General Manager of Clinical Business Office of the Company Director, and General Manager of Biomedical Business Department of FALCO biosystems Ltd.</p> <p>June 2022 Director, and General Manager of Genome Business Office of the Company Managing Director, and General Manager of Biomedical Business Department of FALCO biosystems Ltd.</p> <p>June 2023 Director and Managing Executive Officer, and General Manager of Genome Business Office of the Company Senior Managing Director, and General Manager of Biomedical Business Department of FALCO biosystems Ltd.</p> <p>Dec. 2023 Director and Managing Executive Officer, Corporate Planning Office, and General Manager of Genome Business Office of the Company</p> <p>June 2024 Director and Senior Managing Executive Officer, and General Manager of Genome Business Office Chairman, and General Manager of Biomedical Business Department of FALCO biosystems Ltd. (current position) Chairman of FALCO Pharmacies, Ltd. (current position) Chairman of Tulip Drug Dispensary Co., Ltd. (current position) Representative Director of MediSage Co., Ltd.</p> <p>June 2025 Executive Vice President, and General Manager of Genome Business Office of the Company (current position) Representative Director and President of MediSage Co., Ltd. (current position)</p>	12,600 shares
<p>Reasons for nomination as candidate for Director</p> <p>Since joining the Company, Takafumi Fukui has had jurisdiction over the genetics business and following his appointment as Chairman, and General Manager of the Biomedical Business Department of FALCO biosystems Ltd. in June 2024, and Executive Vice President, and General Manager of the Genome Business Office of the Company, as well as Representative Director and President of MediSage Co., Ltd. in June 2025, among other positions, he has contributed to the development of the Group, particularly including the Group's genetics business. Due to his experience and deep insight, the Company has again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	Hisayuki Ohba (November 5, 1969) Reelection	<p>Sept. 2007 Joined FALCO biosystems Ltd. (currently the Company)</p> <p>July 2015 Executive Officer, and General Manager of Accounting Department of FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.)</p> <p>June 2016 Director of Tulip Drug Dispensary Co., Ltd. Managing Executive Officer of FALCO Pharmacies, Ltd.</p> <p>July 2016 Managing Executive Officer of FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.)</p> <p>June 2017 Director of FALCO Pharmacies, Ltd.</p> <p>Jan. 2019 Managing Executive Officer, and General Manager of Accounting Department of FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.)</p> <p>June 2019 Director, General Manager of Planning Office, General Manager of Legal Affairs Office, General Manager of General Affairs Department, and General Manager of Accounting Department</p> <p>July 2019 Executive Officer, and Deputy General Manager of Management Office of the Company</p> <p>June 2022 Managing Director, General Manager of Planning Office, and General Manager of Accounting Department of FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.)</p> <p>July 2022 Executive Officer, and General Manager of Management Office of the Company Managing Director, and General Manager of Management Division of MediSage Co., Ltd.</p> <p>June 2024 Executive Officer, and Deputy General Manager of Pharmacy Business Office of the Company Director of FALCO Pharmacies, Ltd. President of Tulip Drug Dispensary Co., Ltd. (current position)</p> <p>June 2025 Director and Executive Officer, and General Manager of Pharmacy Business Office of the Company (current position) Representative Director of FALCO Pharmacies, Ltd. (current position)</p>	7,300 shares
<p>Reasons for nomination as candidate for Director</p> <p>Since joining the Company, Hisayuki Ohba has had jurisdiction over the management division and dispensing pharmacy division, and following his appointment as President of Tulip Drug Dispensary Co., Ltd. in June 2024, and as Director and Executive Officer, and General Manager of the Pharmacy Business Office of the Company in June 2025, among other positions, he has contributed to the stability of the Group's business management foundation as well as the development of its dispensing pharmacy business. Due to his experience and deep insight, the Company has again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p style="text-align: center;">Shuhei Kuroda (May 22, 1973)</p> <p style="text-align: center;">Reelection</p>	<p>Mar. 2012 Joined FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.)</p> <p>Apr. 2017 General Manager of Accounting Department</p> <p>June 2019 Director of FALCO Pharmacies, Ltd. Director of Tulip Drug Dispensary Co., Ltd.</p> <p>June 2021 Director of FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.)</p> <p>June 2022 Executive Officer, Deputy General Manager of Clinical Business Office, and Deputy General Manager of Genome Business Office of the Company Director of FALCO biosystems Ltd.</p> <p>July 2022 Director, Deputy General Manager and Assistant to General Manager of ICT Business Division of MediSage Co., Ltd.</p> <p>Oct. 2022 Executive Officer, Deputy General Manager of Structural Reform Promotion Office, Deputy General Manager of Clinical Business Office, and Deputy General Manager of Genome Business Office of the Company</p> <p>June 2023 Executive Officer, General Manager of Corporate Planning Office, Deputy General Manager of ICT Business Office, and Deputy General Manager of Genome Business Office</p> <p>June 2024 Executive Officer, General Manager of Management Office, Deputy General Manager of ICT Business Office, and Deputy General Manager of Genome Business Office Managing Director, General Manager of Management Division, and Deputy General Manager and Assistant to General Manager of ICT Business Division of MediSage Co., Ltd.</p> <p>June 2025 Director and Executive Officer, General Manager of Management Office, and Deputy General Manager of ICT Business Office of the Company Senior Managing Director, General Manager of Management Division, and Deputy General Manager and Assistant to General Manager of ICT Business Division of MediSage Co., Ltd. (current position)</p> <p>Aug. 2025 Director and Executive Officer, General Manager of Management Office, General Manager of Investor Relations Office, and Deputy General Manager of ICT Business Office of the Company (current position)</p>	7,200 shares
<p>Reasons for nomination as candidate for Director</p> <p>Since joining FALCO Business Support Co., Ltd. (currently MediSage Co., Ltd.), Shuhei Kuroda has had jurisdiction primarily over the management division and following his appointment as Director and Executive Officer, General Manager of the Management Office, and Deputy General Manager of the ICT Business Office of the Company, as well as Senior Managing Director, General Manager of the Management Division, and Deputy General Manager and Assistant to the General Manager of the ICT Business Division of MediSage Co., Ltd. in June 2025, and as General Manager of the Investor Relations Office of the Company in August 2025, he has contributed to the development of the Group, including the stability of the Group's business foundation. Due to his experience and deep insight, the Company has again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	Kei Shimada (July 16, 1973) Reelection	<p>Mar. 2005 Joined FALCO biosystems Ltd. (currently the Company)</p> <p>June 2024 Head (General Manager) of Sales Unit of ICT Business Division of MediSage Co., Ltd.</p> <p>June 2024 Deputy General Manager of ICT Business Office of the Company Director, and Deputy General Manager of ICT Business Division of MediSage Co., Ltd.</p> <p>June 2025 Director and Executive Officer, General Manager of ICT Business Office, and Deputy General Manager of Genome Business Office of the Company (current position) Senior Managing Director, and General Manager of ICT Business Division of MediSage Co., Ltd. (current position)</p>	7,100 shares
<p>Reasons for nomination as candidate for Director</p> <p>Since joining the Company, Kei Shimada has had jurisdiction primarily over the ICT division and following his appointment as Director and Executive Officer, General Manager of the ICT Business Office, and Deputy General Manager of the Genome Business Office of the Company, as well as Senior Managing Director, and General Manager of the ICT Business Division of MediSage Co., Ltd. in June 2025, he has contributed to the development of the Group, particularly including the Group's ICT business. Due to his experience and deep insight, the Company has again nominated him as a candidate for Director.</p>			

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. The Company has entered into a directors and officers liability insurance contract with an insurance company, stipulated in Article 430-3, paragraph (1) of the Companies Act. If an insured person, including directors of the Company, receives a claim for damages resulting from an action (or non-action) that is part of their duties as an officer of the Company, then the amount of damages and legal costs borne by the insured person in relation to this claim shall be covered by this contract. (However, there are certain exemptions, such as damages resulting from an action in which the insured person knowingly violated a law or regulation will not be covered.) If each candidate is elected as a director, they will become an insured person under said insurance contract. Furthermore, the Company plans to renew said insurance contract with the same content at the next time of renewal.

(Reference)

If Proposal No. 2 is approved as originally proposed, the structure of the Board of Directors and the major skills, experience, and knowledge of each Director shall be as indicated below.

	Management experience	Marketing	Understanding of medical industry	Understanding of ICT	Finance and accounting	Legal, governance and risk management
Tadashi Yasuda	●	●	●	●	●	●
Takafumi Fukui	●		●			
Hisayuki Ohba	●		●		●	●
Shuheï Kuroda	●	●	●	●	●	●
Kei Shimada	●	●	●	●		
Masaharu Takai					●	●
Mitsuo Isoda						●
Keiko Kousaka						●