Note: This document has been translated from 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 for direct, indirect, or any other forms of damages arising from this translation.

October 23, 2026

To whom it may concern,

Company name: Valuence Holdings Inc.
Representative: Shinsuke Sakimoto, Representative Director
(Securities Code: 9270; TSE Growth Market)
Contact: Shinichiro Sato, Director and CFO
(Phone +81-3-4580-9983)

Announcement Concerning Proposals for the 15th Ordinary General Meeting of Shareholders

Valuence Holdings Inc. (the "Company") announces that the Company passed a resolution concerning proposals to be submitted to the 15th Ordinary General Meeting of Shareholders scheduled for November 25, 2026 at a Board of Directors meeting held today. Please refer to the details below.

1. Proposals for the Ordinary General Meeting of Shareholders
   - Proposal No. 1 Partial amendment to the Articles of Incorporation
   - Proposal No. 2 Election of five Directors (excluding Directors who are the Audit and Supervisory Committee Members)
   - Proposal No. 3 Election of two Directors who are the Audit and Supervisory Committee Members

2. Summary of each proposal

Proposal No. 1: Partial amendment to the Articles of Incorporation

I. Reasons for proposal

To prepare for the expansion of businesses and future business development of the Company and its subsidiaries, the Company proposes to add purposes in Article 2 (Purposes) of the current Articles of Incorporation and shift down the item numbers following the addition of new items.

II. Amendment details

The following are the proposed revisions to the Company's Articles of Incorporation.

(Underlined text indicates text to be changed)

Current Articles of Incorporation	Proposed Amendment
Chapter 1 General Provisions	Chapter 1 General Provisions
Article 1 <Text omitted>	Article 1 <As currently adopted>
(Purposes)	(Purposes)
Article 2 The purpose of the Company shall be to engage in supervision and management of the business activities of the companies in question through the holding of shares and/or equity in companies that conduct the following businesses and overseas companies that conduct equivalent businesses.	Article 2 <As currently adopted>
1. through 5. <Text omitted>	1. through 5. <As currently adopted>
<New text>	6. Management of partner buying offices in the purchasing business
6. through 23. <Text omitted>	7. through 24. <As currently adopted>
Article 3 through Article 35 <Text omitted>	Article 3 through Article 35 <As currently adopted>

III. Schedule (pending)

Date of the general meeting of shareholders for the amendments to the Articles of Incorporation:

November 25, 2026

Effective date of the amendments to the Articles of Incorporation:

November 25, 2026

Proposal No. 2: Election of five Directors (excluding Directors who are the Audit and Supervisory Committee Members)

The terms of office of all six Directors (excluding Directors who are the Audit and Supervisory Committee Members; hereinafter, the same applies in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we ask for your election of five Directors.

The candidates for Directors have been determined by the Board of Directors after receiving reports from the Nomination and Compensation Committee, which is a voluntary advisory body to the Board of Directors. In addition, the Audit and Supervisory Committee of the Company has determined that all the candidates for Directors under this proposal are qualified.

The candidates for Directors are as described below.

Name	Type of appointment	Current position
Shinsuke Sakimoto	Reappointment	Representative Director of the Company
Susumu Muguruma	Reappointment	Director and General Manager of the International Business Office of the Company
Shinichiro Sato	Reappointment	Director and General Manager of the President's Office of the Company
Mitsutoshi Tomita	Reappointment	Director of the Company
Ibun Hirahara	Reappointment	Outside Director of the Company

*1. Ibun Hirahara is candidate to serve as outside Director of the Company pursuant to Article 2, Paragraph 15 of the Companies Act.

*2. The Company has notified the Tokyo Stock Exchange of the appointment of Ibun Hirahara as Independent Officer in accordance with the provisions of the Tokyo Stock Exchange. If she is elected, she will continue to be Independent Officer.

Proposal No. 3: Election of two Directors who are the Audit and Supervisory Committee Members

The term of office of Kenta Takami, a Director who is an Audit and Supervisory Committee Member, will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we ask for your election of two Directors who are the Audit and Supervisory Committee Members.

The candidates for Directors who are the Audit and Supervisory Committee Members have been determined by the Board of Directors after receiving reports from the Nomination and Compensation Committee, which is a voluntary advisory body to the Board of Directors. Furthermore, the consent of the Audit and Supervisory Committee has been obtained in regard to this proposal.

The candidate for Directors who are the Audit and Supervisory Committee Members are as described below.

Name	Type of appointment	Current position
Kenta Takami	Reappointment	Director of the Company (Audit & Supervisory Committee Member)
Shinobu Amagoshi	New appointment	—

*1. Shinobu Amagoshi is candidate to serve as outside Director of the Company pursuant to Article 2, Paragraph 15 of the Companies Act.

*2. Shinobu Amagoshi meets the requirements for an Independent Officer as stipulated by the Tokyo Stock Exchange, and if her election is approved, the Company intends to notify the Tokyo Stock Exchange of her designation as an Independent Officer.