

Stock Exchange Code 7561

June 9, 2025

(Start of Electronic Provision Measures June 3, 2025)

To the Shareholders

Tatsuya Aoki, Chief Executive Officer

HURXLEY CORPORATION

3-10 Tsuruno-cho, Kita-ku, Osaka City

Notice of Annual General Meeting of Shareholders for the 47th Fiscal Year Ended March 31, 2025

Dear Sir/Madam, I would like to express my sincere gratitude for your continued support.

Now, I would like to notify you that we will hold the Ordinary General Meeting of Shareholders for the fiscal year ending March 31, 2025 (47th fiscal year) as follows. When convening this General Meeting of Shareholders, we are taking measures to electronically provide information (electronic provision measures), which is the contents of reference documents for the General Meeting of Shareholders, etc. We post it on our website on the Internet. Please visit and check the following website.

- Our website https://www.hurxley.co.jp/ir_infomation/kessan/

(Please access our website as described above and select the Notice of Convocation.)

In addition to our website, the items related to the electronic provision of information are also posted on the Tokyo Stock Exchange (TSE) website. Please check the following.

- Tokyo Stock Exchange Website (TSE Listed Company Information Service)

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

(Visit the TSE website above, enter and search for "Hurxley" or "7561" in "Brand Name (Company Name)" and our securities code "" and then select "Basic Information" and "Information on /PR of Public Reference Documents." Please check the "Notice of Security Meeting of Shareholders/Informations of General Meeting of Shareholders" column in "Public Reference Documents".)

With respect to the prior exercise of voting rights via the Internet or in writing, Tuesday, June 24, 2025, afternoon after considering the reference documents for the General Meeting of Shareholders

Please exercise your voting rights by 5:30.

If you exercise your voting rights in writing, please show your approval or disapproval of the proposal on the proxy statement and return it by the deadline stated above.

When exercising voting rights over the Internet, please refer to pages 3-4 "Internet Voting Procedures." We participate in an electronic voting platform for institutional investors operated by ICJ Corporation.

Best regards,

Notation

1. Date and time Wednesday, June 25, 2025, at 10 a.m.

2. Location 19-19, Chayamachi, Kita-ku, Osaka
Hotel Hankyu International 6F Zuicho

(Please refer to the "Brief Profile of the General Meeting of Shareholders" at the end of the report. The hotel is the same as last year, but the floors and venues are different, so be careful not to make a mistake.)

3. Subject matter

Matters to be Reported

1. Details of the business report for the 47th fiscal period (from April 1, 2024 to March 31, 2025), details of the consolidated financial statements, and the report on the audit results of the consolidated financial statements of the accounting auditor and the Board of Corporate Auditors

2. Report on the Contents of Financial Statements for the 47th Fiscal Period (April 1, 2024 to March 31, 2025)

Matters for Resolution

Proposal 1 Disposition of Retained Earnings

Proposal 2 Partial Amendments to the Articles of Incorporation

Proposal 3 Election of Two Directors

Proposal 4 Appointment of 1 Corporate Auditor

Proposal 5 Appointment of the One Substitute Auditor

4. Matters to be Decided upon Convocation (Information on Exercise of Voting Rights)

(1) At this general meeting of shareholders, regardless of whether or not a document is requested to be delivered, a document stating the matters to be dealt with in electronic delivery shall be sent across the board. However, in accordance with the law and the provisions of our Articles of Incorporation, the following items among the matters to be provided electronically are not stated in the document to be sent.

① Consolidated Statements of Changes in Net Assets and Notes to Consolidated Financial Statements in the Consolidated Financial Statements

② "Statement of Changes in Shareholders' Equity" and "Non-consolidated Notes" in the financial statements

The Audit & Supervisory Board Members and Independent Auditors audit the documents subject to audit, including the matters mentioned above.

(2) In the case where voting rights are exercised in writing, if there is no indication of approval or disapproval of the proposal, the proposal shall be treated as having been affirmed.

(3) In the event the voting rights are exercised in duplicate over the Internet in writing, the exercise of the voting rights via the Internet shall be treated as valid regardless of the date of arrival.

(4) In the event that voting rights are exercised multiple times over the Internet, the last exercise of voting rights shall be treated as being effective.

Or more

◎ When you attend the meeting on the same day, we would like to ask you to submit an enclosed form of proxy voting rights at the venue.

◎ In the event of any modification to the matters to be implemented for the provision of electronic information, the Company will post a statement to that effect, prior to the modification, and any corrected matters on each website on the Internet on page 1.

◎ In the event of a major change in the operation of the General Meeting of Shareholders, such as a change in the venue, we will post the information on our website (<https://www.hurxley.co.jp/>).

We do not distribute souvenirs to shareholders visiting the General Meeting of Shareholders.

Thank you for your understanding.

<Procedures for the exercise of voting rights via the Internet>

When exercising voting rights over the Internet, please confirm the following items and exercise them.

If you attend the meeting on the day, you do not need to send the voting rights by mail or use the Internet for the procedure to exercise the voting rights.

Notation

1. Voting Website

(1) The exercise of voting rights via the Internet can only be carried out by accessing our designated voting website (<https://evote.tr.mufg.jp/>) from a PC or smartphone. (However, handling will be suspended every day from 2:30 a.m. to 4:30 a.m.)

(2) Depending on your Internet usage, you may not be able to use the Internet if you are using a firewall, have antivirus software, use a proxy server, or do not specify TLS encrypted communication.

(3) Voting via the Internet will be accepted until 5:30 p.m. on Tuesday, June 24, 2025, but please exercise your voting rights as soon as possible and contact the Help Desk if you have any questions.

2. Voting on the Internet

(1) PC method

- On the Voting Website (<https://evote.tr.mufg.jp/>), please use the "Login ID" and "Temporary passwords" on the Voting Form, and enter your approval or disagreement according to the guidance on the screen.
- In order to prevent unauthorized access by third parties other than shareholders ("spoofing") and falsification of the content of voting rights, the "tentative passwords" can be changed to optional

passwords on the voting website.

- A new "login ID" and "tentative passwords" will be notified every time the general meeting of stockholders is convened.

(2) Smartphone method

- By reading QR for Logging on the Voting Form on your smartphone, you can automatically connect to the Voting Website and exercise your voting rights.
("Login ID" and "Temporary password" are not required.)
- Some smartphone models may not be able to log in with QR code. If you are unable to log in with QR code2. (1) above, exercise the voting rights using a personal computer.
※QR Code is a registered trademark of DENSO WAVE INCORPORATED.

3. For costs incurred in accessing the voting website

Shareholders will bear the costs incurred in accessing the voting website (e.g., Internet access charges).

Or more

<p>Inquiries regarding systems, etc. Mitsubishi UFJ Trust and Banking Corporation Stock Transfer Agency Department (Help Desk) Phone 120-173-027 (reception time 9:00-21:00, toll-free)</p>

Referential materials for meetings of shareholders

Propositions to be voted on and reference matters

Proposal 1: Appropriation of Retained Earnings

As announced on June 3, 2024, we adopted a basic policy of continuing to pay stable dividends. In addition to allocating profits to growth investments for the future, we aim to increase cash dividends by not less than the previous year in line with growth in net income per share, in order to further clarify our emphasis on returning profits to shareholders.

The appropriation of retained earnings will be as follows.

Matters related to the year-end dividend

The year-end dividend for the fiscal year ending March 31, 2025 (47th fiscal year) will be as follows, taking into account the business performance of the current fiscal year and future business development.

1.Type of assets to be distributed

The amount will be in cash..

2.Matters concerning the allocation of dividend assets and the total amount thereof

We intend to pay 13 yen per share of our common stock.

The total amount of dividends in this case will be 240,587,542 yen.

In December 2024, the Company paid an interim dividend of 13 yen per share, resulting in an annual dividend of 26 yen per share.

3.The date on which the said dividend of surplus will take effect

We would like to make it on June 26, 2025.

(Reference: Trends in Annual Dividends per Share)

	Annual dividends per share
Year Ended March 31, 2023 (45th fiscal period)	18 yen
Year ended March 31, 2024 (46th fiscal period)	24
Year Ended March 31, 2025 (47th fiscal period)	26

Proposal 2: Partial Amendment of the Articles of Incorporation

1.Reason for the change

- (1) With regard to the business objectives stipulated in Article 2 (Purpose) of the current Articles of Incorporation, the business objectives will be added based on the current status and future business development.
- (2) In addition, in order to ensure consistency, the Company will make necessary changes, such as the revision of certain phrases.

Note) In Japanese, Hiragana has been adjusted to Kanji, etc. There is no change in the meaning of the text due to these changes. For details, please refer to the Japanese-language materials.

2.Details of the change

The details of the amendments to the Articles of Incorporation are as follows. (The underline indicates the changed portion.)

This amendment to the Articles of Incorporation shall become effective at the conclusion of the Ordinary General Meeting of Shareholders.

Current articles of incorporation	Proposed change
(Purpose) Article 2 The purpose of the Company is to support and manage the business activities of the Company by conducting the following businesses and holding the shares or equity of companies (including foreign corporations) and other corporations, etc. engaged in the following businesses. 1.Manufacture and sales guidance for boxed meals, prepared meals, and processing, storage, and delivery of rice and boxed meals 2.Sales of alcoholic beverages and the manufacture, processing, sale, storage, and delivery of udon, soba, sushi, rice balls, cooked bread, and fast food products 3.Processing, sales, storage, and delivery of agricultural, livestock, and fishery products, and sales, storage, and delivery of seasonings 4.~5. (Omission of Articles) 6.Sales, storage and distribution of fruits and vegetables, soft drinks, dairy products and confectionery 7.(Omission of Articles) 8.Manufacture, sale, storage, and delivery of packaging materials, kitchen goods, clothing, stationery, packaging goods, and containers 9.Manufacture, sale and lease of kitchen equipment, signage, cafeterias and tableware 10.Design and construction of restaurants and other restaurants 11.Wholesale, storage, and delivery of food products, such as catering box lunch lunches and business trips 12.Management of restaurants, coffee shops, and convenience stores 13.~14. (Omission of Articles) 15.Planning, development, and management of copyrights, trademarks, and design rights for character products (individuals and animals with distinctive names and characteristics) 16.Sales, storage, and delivery of paper products (office supplies, school supplies, daily necessities, etc.), toys, and daily necessities 17.Cultivation, sales, leasing, storage, and delivery of fresh	(Purpose) Article 2 The purpose of the Company is to support and manage the business activities of a company (including foreign juridical persons) or other juridical persons, etc. through the holding of shares or equity in the following businesses: 1. Manufacture and sales guidance for boxed meals, prepared meals, and processing, storage, and delivery of rice and boxed meals 2.Sales of alcoholic beverages and the manufacture, processing, sale, storage, and delivery of udon, soba, sushi, rice balls, cooked bread, and fast food products 3.Processing, sales, storage and delivery of agricultural, livestock, and fishery products, and sales, storage and delivery of seasonings 4.~5. (as current) 6.Sales, storage and distribution of fruits and vegetables, soft drinks, dairy products and confectionery 7.(as current) 8.Manufacture, sale, storage, and delivery of packaging materials, kitchen goods, clothing, stationery, packaging goods, and containers 9.Manufacture, sale and lease of kitchen equipment, signage, cafeterias and tableware 10.Design and construction of restaurants and other restaurants 11.Wholesale, storage, and delivery of catering box lunches, business trip parties, and other foods 12.Management of restaurants, coffee shops and convenience stores 13.~14. (as current) 15.Planning, development, and management of copyrights, trademarks, and design rights for character products (individuals and animals with distinctive names and characteristics) 16.Sales, storage, and delivery of paper products (office supplies, school supplies, daily necessities, etc.), toys, and daily necessities 17.Cultivation, sales, leasing, storage, and delivery of fresh

Current articles of incorporation	Proposed change
flowers and orphan plants	flowers and ornamental plants
18. Manufacture, sale, storage and delivery of fertilizers and feed	18. Manufacture, sale, storage and delivery of fertilizers and feed
19.Import and export of agricultural, livestock, and fishery products and daily commodities	19.Import and export of agricultural, livestock and fishery products and daily necessities
20.(Omission of Articles)	20.(as current)
21.Sales of tickets for theatres, movies, concerts, sports and other events, and sales of gift certificates	21.Sales of tickets for various events such as theatres, movies, concerts and sports, and sales of gift certificates
22.Sales and leasing of office equipment, computers and peripherals, and computer software, as well as information processing and information services	22.Sales and leasing of office equipment, computers and peripherals, and computer software, as well as information processing and information services
23.Sales, storage, and delivery of printed materials, publications, and books	23.Sales, storage, and delivery of printed materials, publications, and books
24.~29. (Omission of Articles)	24.~29. (as current)
30.Management, management, and guidance for coin laundry, and the purchase, sale, repair, and leasing of coin laundry-related equipment, and the purchase and sale of laundry agents	30.Management, management, and guidance for coin laundry, and the purchase, sale, repair, and leasing of coin laundry-related equipment, as well as the purchase and sale of laundry agents
31.~47. (Omission of Articles)	31.~47. (as current)
(Newly established)	<u>48.Raising and sales of livestock</u>
(Newly established)	<u>49.Contract work related to recruitment activities</u>
(Newly established)	<u>50.Educational programs for the development of human resources, diagnostics of vocational business, and skills development</u>
(Newly established)	<u>51.Human education, skills development culture, information planning, production, provision, lectures, publishing, and computer software planning, production, provision, sale, export, and import</u>
(Newly established)	<u>52.Business related to the collection, processing and sale of comprehensive legal information at home and abroad</u>
(Newly established)	<u>53.Internet job advertisement business</u>
(Newly established)	<u>54.School management services for human resource education</u>
(Newly established)	<u>55.Provision of job information and consulting on recruitment and recruitment activities</u>
(Newly established)	<u>56.Planning and sales of telemarketing operations</u>
(Newly established)	<u>57.Advertising, planning, and information provision for sales promotion</u>
(Newly established)	<u>58.Subcontracting services such as receiving applications and managing customers in sales promotion activities</u>
(Newly established)	<u>59.Provision of information on lifestyles, cultures, businesses, etc. via the Internet and planning, drafting, research, information gathering, production and mail order services for such services</u>
(Newly established)	<u>60.Operations related to account opening, credit card, loan collection, etc.</u>
(Newly established)	<u>61.Nursing care personnel development</u>
(Newly established)	<u>62.Development and development of human resources in the areas of welfare, medical care, and health, as well as the management, management, operation, and consulting of such training facilities</u>
(Newly established)	<u>63.Program to Support Specified Skilled Foreign Nationals</u>
(Newly established)	<u>64.Employment Placement Businesses Pertaining to Specified Skilled Foreign Nationals</u>
(Newly established)	<u>65.Support for employment management services for foreign</u>

Current articles of incorporation	Proposed change
(Newly established)	<u>nationals</u>
(Newly established)	<u>66.Support for foreign recruitment</u>
(Newly established)	<u>67.Contract work for labor management</u>
(Newly established)	<u>68.Conciliation services for lease contracts, mobile phone contracts, etc.</u>
(Newly established)	<u>69.Services associated with the production of visual, audio and text information</u>
(Newly established)	<u>70.Outsourcing of business processing, accounting processing, computer processing, and other industrial business processing</u>
(Newly established)	<u>71.Planning, development, operation, and management of various lectures, seminars, etc.</u>
<u>48.(Omission of Articles)</u>	<u>72.(as current)</u>
<u>49.(Omission of Articles)</u>	<u>73.(as current)</u>
(Organs)	(Organs)
Article 4	Article 4
The Company shall have the following organs in addition to the General Meeting of Shareholders and Directors.	The Company shall have the following organs in addition to the general meeting of shareholders and directors.
1.~4. (Omission of Articles)	1.~4. (as current)
(Non-issuance of Share Units and Share Certificates Less than One Unit)	(Share Unit)
Article 8 (Omission of Articles)	Article 8 (as current)
(Restriction on Rights with respect to Shares Less than One Unit)	(Restriction on Rights with respect to Shares Less than One Unit)
Article 9	Article 9
(Omission of Articles)	(as current)
1.~2. (Omission of Articles)	1.~2. (as current)
3.Right to receive allocation of shares offered or share purchase rights offered in proportion to the number of shares held	3.The right to receive the allotment of Shares for Subscription and the allotment of Share Options for Subscription in proportion to the number of shares held by the shareholders
4.(Omission of Articles)	4.(as current)
(Administrator of Shareholder Registry)	(Administrator of Shareholder Registry)
Article 11	Article 11
(Omission of Articles)	(as current)
②The administrator of the register of shareholders and the place of business thereof shall be appointed by a resolution of the Board of Directors.	②The administrator of the register of shareholders and the place of business thereof shall be appointed by a resolution of the board of directors.
(Share Handling Regulations)	(Share Handling Regulations)
Article 12	Article 12
Handling of shares of the Company, fees, procedures for the exercise of shareholder rights, etc. shall be governed by the Share Handling Regulations established by the Board of Directors in addition to laws and regulations or the Articles of Incorporation.	Handling of shares of the Company, fees, procedures for the exercise of shareholder rights, etc. shall be governed by the Share Handling Regulations established by the Board of Directors in addition to laws and regulations or the Articles of Incorporation.
(Convenor and Chairman)	(Convenor and Chairman)
Article 15	Article 15
(Omission of Articles)	(as current)
②(Omission of Articles)	②(as current)
(Electronic Provision Measures, etc.)	(Electronic Provision Measures, etc.)

Current articles of incorporation	Proposed change
<p>Article 16 (Omission of Articles) ②The Company may omit all or part of the matters prescribed by the applicable Ordinance of the Ministry of Justice among the matters for which the Electronic Provision Measures shall be taken from the document to be delivered to the shareholder who requested delivery of the document by the record date of voting rights.</p> <p>(Method of Resolution) Article 17 Unless otherwise provided by law or the articles of incorporation, resolutions of general meetings of shareholders shall be adopted by a majority of the votes of the shareholders present who are entitled to exercise their voting rights.</p> <p>②(Omission of Articles)</p> <p>(Proxy Voting) Article 18 (Omission of Articles) ②The shareholders or proxies referred to in the preceding paragraph shall submit to the Company a document evidencing the right of proxy for each general meeting of shareholders.</p> <p>Chapter 4 Directors and Board of Directors (Term of Office of Directors) Article 21 (Omission of Articles) ②The term of office of a director elected to fill a vacancy or to increase the number of directors who resigned prior to the expiration of their term of office shall be the same as the remaining term of office of the other directors in office.</p> <p>(Calling and Chairman of Board of Directors Meetings) Article 22 (Omission of Articles) ②(Omission of Articles) ③Notice of convening a meeting of the Board of Directors shall be sent to each Director and each Auditor at least three days prior to the date of such meeting. Provided, however, that this period may be shortened in case of an emergency.</p>	<p>Article 16 (as current) ②The Company may omit all or part of the matters prescribed by the applicable Ordinance of the Ministry of Justice among the matters for which the Electronic Provision Measures shall be taken from the document to be delivered to the shareholder who requested delivery of the document by the record date of voting rights.</p> <p>(Method of Resolution) Article 17 Unless otherwise provided by law or the articles of incorporation, resolutions of general meetings of shareholders shall be adopted by a majority of the votes of the shareholders present who are entitled to exercise their voting rights.</p> <p>②(as current)</p> <p>(Proxy Voting) Article 18 (as current) ②The shareholders or proxies referred to in the preceding paragraph shall submit to the Company a document evidencing the right of proxy for each general meeting of shareholders.</p> <p>Chapter 4 Directors and Board of Directors (Term of Office of Directors) Article 21 (as current) ②The term of office of a director elected to fill a vacancy or to increase the number of directors who resigned prior to the expiration of their term of office shall be the same as the remaining term of office of the other directors in office.</p> <p>(Calling and Chairman of Board of Directors Meetings) Article 22 (as current) ②(as current) ③Notice of convening a meeting of the Board of Directors shall be sent to each Director and each Auditor at least three days prior to the date of such meeting. Provided, however, that this period may be shortened in case of an emergency.</p>

Current articles of incorporation	Proposed change
<p>(Omission of Resolutions of Board of Directors Meetings)</p> <p>Article 25</p> <p>In the event that all directors agree to the resolution of the Board of Directors in writing or by electromagnetic record, the Company shall deem that the resolution of the Board of Directors has been passed. Provided, however, that this shall not apply if the auditor raises an objection.</p> <p>Chapter 5 Auditors and Board of Auditors (Year-end dividend and record date)</p> <p>Article 37</p> <p>The Company shall pay dividends of retained earnings as year-end dividends to the shareholders or registered share pledgees by the resolution of the Ordinary General Meeting of Shareholders based on the record date of March 31 of each year.</p> <p>(Interim dividend and Record Date)</p> <p>Article 38</p> <p>The Company may pay dividends of retained earnings as interim dividends to shareholders or registered share pledgees by resolution of the Board of Directors on September 30 of each year.</p>	<p>(Omission of Resolutions of Board of Directors Meetings)</p> <p>Article 25</p> <p>In the event that all directors agree to the resolution of the Board of Directors in writing or by electromagnetic record, the Company shall deem that the resolution of the Board of Directors has been passed. Provided, however, that this shall not apply if the auditor raises an objection.</p> <p>Chapter 5 Auditors and Board of Auditors (Year-end dividend and record date)</p> <p>Article 37</p> <p>The Company shall pay dividends of retained earnings as year-end dividends to the shareholders or registered share pledgees by the resolution of the Ordinary General Meeting of Shareholders based on the record date of March 31 of each year.</p> <p>(Interim dividend and Record Date)</p> <p>Article 38</p> <p>The Company may pay dividends of retained earnings as interim dividends to shareholders or registered share pledgees by resolution of the Board of Directors on September 30 of each year.</p>

Proposal 3: Election of 2 Directors

In order to strengthen our management structure, we have decided to increase the number of directors by two, and request the appointment of two directors.

The term of office of a director newly elected due to an increase in the number of directors shall expire at the time when the term of office of other directors in office expires pursuant to the provisions of the Articles of Incorporation of the Company.

The candidates for Directors are as follows.

Candidate Number	Name Date of Birth	Brief History, Our Position and Responsibility (Important Concurrent Positions)	Number of Shares of the Company Owned
1	Haruhiko Mizuno (born January 8, 1971)	<p>Apr. 1993 Joined Chiyoda Life Insurance Company (currently Gibraltar Life Insurance Co., Ltd.)</p> <p>Apr. 2000 Joined RECOF Co., Ltd.</p> <p>Aug. 2021 Joined groove agent Co., Ltd.</p> <p>Sep. 2021 Director and CFO</p> <p>Feb. 2023 Joined the Company, General Manager of Business Development Department</p> <p>Apr. 2023 Executive Officer and General Manager of Business Development Department of the Company</p> <p>Aug. 2023 Director, Inaba Peanuts Corp. (current)</p> <p>Apr. 2024 Executive Officer and General Manager of Corporate Planning Department of the Company</p> <p>Director, Tenpo Ryutsuu Net, Inc. (current)</p> <p>Jun. 2024 Senior Executive Officer and General Manager of Corporate Planning Dept. of the Company (to present)</p> <p>Dec. 2024 Director of HOSOYA Corporation. Director, Annie, Inc. (current)</p> <p>Apr. 2025 Director, Ajikoubou Suisen Corp. (current)</p> <p>(Important Concurrent Positions)</p> <p>Director, Tenpo Ryutsuu Net, Inc.</p> <p>Director, Inaba Peanuts Corp.</p> <p>Director, HOSOYA Corporation.</p> <p>Director, Annie, Inc.</p> <p>Director, Ajikoubou Suisen Corp.</p>	-Shares

Candidate Number	Name Date of Birth	Brief History, Our Position and Responsibility (Important Concurrent Positions)	Number of Shares of the Company Owned
2	Toyoaki Abe (born February 14, 1973)	<p>Apr. 1995 Joined Ministop Co., Ltd.</p> <p>Mar. 2008 General Manager, Sales Department, Ministop Deli Division</p> <p>Mar. 2016 Managing Director in Charge of Management, Korea Ministop Co., Ltd.</p> <p>Nov. 2019 General Manager of Cost, Profit and Business Structure Reform Project of Ministop Co., Ltd.</p> <p>Mar. 2020 General Manager of FC Support. Division</p> <p>May. 2020 Director</p> <p>Feb. 2021 Director, In charge of Sales and Development</p> <p>Feb. 2022 Director, In charge of Sales Development and General Manager of Sales Development Division of said company</p> <p>May 2022 Director, In charge of Sales Development</p> <p>Jun. 2024 Joined us, General Manager, Group Support Office, Corporate Planning Department</p> <p>Oct. 2024 Executive Officer, General Manager of Group Support Office, Corporate Planning Division of the Company (to present)</p> <p>Director, Tenpo Ryutsuu Net, Inc. (current)</p> <p>Director, First Mate Corp. (current)</p> <p>Dec. 2024 Director of HOSOYA Corporation.</p> <p>Director, Annie, Inc (current)</p> <p>Apr. 2025 Audit & Supervisory Board Member, Ajikoubou Suisen Corp. (current)</p> <p>May 2025 Director, TRN Capital Management Corporation (current)</p> <p>(Important Concurrent Positions)</p> <p>Director, Tenpo Ryutsuu Net, Inc.</p> <p>Director, TRN Capital Management Corporation</p> <p>Director, HOSOYA Corporation.</p> <p>Director, First Mate Corp.</p> <p>Director, Annie, Inc.</p> <p>Audit & Supervisory Board Member, Ajikoubou Suisen Corp.</p>	-Shares

(NOTE)1. Mr. Haruhiko Mizuno was nominated as a director because, as the General Manager of the Corporate Planning Department, he was particularly in charge of operations in the area of M&A, has extensive experience and wide-ranging knowledge in this area, and we have determined that we can expect an appropriate role to be played in enhancing corporate value by expanding business domains (portfolios) through growth investments, which is set by our Group as a medium-term management target.

2. Toyoaki Abe was a candidate for the position of Director because he has extensive experience and knowledge in the execution of business in the distribution industry. He also served as a director of a listed company, and after joining our company, we judged that he would be responsible for establishing governance and promoting growth strategies for Group companies and could be expected to play an appropriate role for the Group's sustainable growth.

3. We have concluded liability insurance contracts with insurance companies for officers, etc. as set forth in Article 430-3, Paragraph 1 of the Companies Act. The outline of the contents of such insurance contracts is as described in "2. Current Status of the Company," "③ Status of Company Officers," and "③ Outline of the Contents of Officers, etc. Liability Insurance Contracts" in the Business Report. Once the election of a prospective director has been approved, two persons will be included in the insured of the relevant insurance contract. The insurance contract is scheduled to be renewed at the same time as the next renewal.

There are no special interests between the 4.2 director candidates and us.

5. Toyoaki Abe, a director candidate, has a separate stake in our shares through a shareholding association.

Proposal 4: Election of one Auditor

Mr. Norihiro Yoneda, Audit & Supervisory Board Member, shall expire at the conclusion of the General Meeting of Shareholders. Accordingly, the Company is required to appoint one corporate auditor.

The Company has obtained the consent of the Board of Corporate Auditors with respect to this proposal.

Candidates for Audit & Supervisory Board Members are as follows.

Name Date of Birth	Brief history, our position (Important Concurrent Positions)	Own Our number of shares
Norihiro Yoneda (born September 20, 1961)	<p>Apr. 1985 Saitama Bank, Ltd. (currently Resona Bank, Ltd.) Joined Osaka Branch</p> <p>Apr. 2008 General Manager, Third Department, Toshima Area Sales Department, Doten-roku</p> <p>Oct. 2008 General Manager, 3rd Sales Department, Joto Area, Toshima</p> <p>Jul. 2009 General Manager, Hirakata/Neyagawa Area Sales Department IV</p> <p>Jul. 2011 General Manager, Mino Area Sales Dept.</p> <p>Nov. 2014 General Manager, Kansai Sales Department, Resona Card Co., Ltd.</p> <p>Oct. 2017 Credit Card Dept. and Osaka Administration Dept. General Manager</p> <p>Feb. 2021 Advisor of our Corporate Planning Office</p> <p>Jun 2021 Audit & Supervisory Board Member, ASAHI L&C Corp. (current)</p> <p>Audit & Supervisory Board Member, Asahi Toyo Corp. (current)</p> <p>Our Standing Audit & Supervisory Board Member (to present)</p> <p>Sep. 2021 Audit & Supervisory Board Member, General Division, Hokka-Hokka Tei Souhombu Corp (to present)</p> <p>Apr. 2022 Audit & Supervisory Board Member, Tenpo Ryutsuu Net, Inc. (current)</p> <p>(Important Concurrent Positions)</p> <p>Audit & Supervisory Board Member, Tenpo Ryutsuu Net, Inc.</p> <p>Audit & Supervisory Board Member, Hokka-Hokka Tei Souhombu Corp.</p> <p>Audit & Supervisory Board Member, ASAHI L&C Corp.</p> <p>Audit & Supervisory Board Member, Asahi Toyo Corp.</p>	-Shares

(NOTE)1. Mr. Norihiro Yoneda is a candidate for Outside Corporate Auditor.

2. Mr. Norihiro Yoneda is currently an outside corporate auditor of the Company, but his term of office as a corporate auditor is four years at the conclusion of the Ordinary General Meeting of Shareholders.

3. Norihiro Yoneda was appointed as a candidate for outside Audit & Supervisory Board Member because he has considerable knowledge of fiscal and accounting, and hoped that he would reflect his specialist perspectives in our audits as a person from a financial institution.

4. We have entered into an agreement with Norihiro Yoneda to limit our liability for damage under Article 423, Paragraph 1 of the Companies Act in accordance with the provisions of Article 427, Paragraph 1 of the same Act. The limited amount of liability for damages under the applicable agreement is set forth in the laws and regulations. If his re-election is approved, the Company plans to continue the agreement.

5. We have concluded liability insurance contracts with insurance companies for officers, etc. as set forth in Article 430-3, Paragraph 1 of the Companies Act. The outline of the contents of such insurance contracts is as described in "2. Current Status of the Company," "③ Status of Company Officers," and "③ Outline of the Contents of Officers, etc. Liability Insurance Contracts" in the Business Report. If the election of candidates for auditors is approved, they will continue to be included as insured persons under the relevant insurance contract. The insurance contract is scheduled to be renewed at the same time as the next renewal.

6. There is no special interest between the candidate and us.

7. The brief history of Mr. Norihiro Yoneda is our Corporate Planning Office Advisor, but it does not mean any of our executives or employees.

Proposal 5: Election of one Substitute Auditor

In preparation for a shortfall in the number of statutory auditors, it is requested that one substitute auditor be appointed in advance pursuant to the provisions of Paragraph 3 of Article 329 of the Companies Act. This resolution will take effect until the beginning of the next Ordinary General Meeting of Shareholders.

The Company has obtained the consent of the Board of Corporate Auditors with respect to this proposal.

The candidates for Substitute Audit & Supervisory Board Members are as follows.

Name Date of Birth	Brief History (Important Concurrent Positions)	Own Our number of shares
Masaya Nakano (born November 12, 1973)	Apr. 1997 Joined our company Oct. 2021 Deputy General Manager of the Administration Division and General Manager of the System Department of the Company Jan. 2022 General Headquarters, Hokka-Hokka Tei Souhombu Corp. (concurrently) General Manager of Administration Division and General Manager of System Department General Manager of General Affairs Dept. Apr. 2022 Director, Head of Hokka-Hokka Tei Souhombu Corp. Tenpo Ryutsuu Net, Inc., Director Nov. 2022 Director, Inaba Peanuts Corp. (current) Director, YAGAI FOODS INDUSTRY Corp. (current) Apr. 2023 General Manager, General Affairs Department of the Company (to present) Apr. 2024 Director, General Manager, General Affairs Department, Hokka-Hokka Tei Souhombu Corp. Nov. 2024 Director, General Manager of Administration Division of said company (current) (Important Concurrent Positions) Director, Hokka-Hokka Tei Souhombu Corp. Director, YAGAI FOODS INDUSTRY Corp. Director, Inaba Peanuts Corp.	5120 shares

(NOTE)1. Masaya Nakano is a candidate for Audit & Supervisory Board Members other than the Substitute Outside Audit & Supervisory Board Member.

- 2.The reason for making Masaya Nakano a candidate for Audit & Supervisory Board Member was that he was familiar with our operations as our General Manager of the General Affairs Department and expected to reflect his knowledge and experience in audits as an Audit & Supervisory Board Member when he was appointed.
- 3.In the event that Masaya Nakano assumes the position of Corporate Auditor, the Company plans to conclude an agreement with Us to limit liability for damages as set forth in Paragraph 1 of Article 423 of the Companies Act in accordance with the provisions of Paragraph 1 of Article 427 of the same Act. The limited amount of liability for damages under the applicable agreement shall be the amount stipulated by laws and regulations.
- 4.We have concluded liability insurance contracts with insurance companies for officers, etc. as set forth in Article 430-3, Paragraph 1 of the Companies Act. The outline of the contents of such insurance contracts is as described in "2. Current Status of the Company," "③ Status of Company Officers," and "③ Outline of the Contents of Officers, etc. Liability Insurance Contracts" in the Business Report. If Masaya Nakano assumes the position of Audit & Supervisory Board Member, he will be included as an insured person under the relevant insurance policy. The insurance contract is scheduled to be renewed at the same time as the next renewal.
- 5.There is no special interest between the candidate and us.

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