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(Stock Exchange Code 7513)

November 1, 2024

To Shareholders with Voting Rights:

Yuji Nakazawa
Representative Director and President
Kojima Co., Ltd.
2-1-8, Hoshigaoka, Utsunomiya-shi, Tochigi

**NOTICE OF
THE 62ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We are pleased to announce the 62nd Annual General Meeting of Shareholders of Kojima Co., Ltd. (the “Company”). The meeting will be held for the purposes described below.

In convening this general meeting of shareholders, the Company is acting to provide information in the form 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. This information will be posted on the Company website as the Notice of the 62nd Annual General Meeting of Shareholders. Please use the link provided below to access the Company website and to review the information.

Company website:

<https://www.kojima.net/corporation/ir/call.html> (in Japanese)

Tokyo Stock Exchange website (Listed Company Search):

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

(Use the link provided above to access the TSE website. Enter “Kojima” in “Issue name (company name)” or the Company’s securities code “7513” in “Code,” then click “Search.” 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].”)

Website Containing Reference Materials for the Annual General Meeting of Shareholders:

<https://d.sokai.jp/7513/teiji/> (in Japanese)

If you do not plan 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, which are posted to the Company website, and exercise your voting rights by 6 p.m. on Tuesday, November 19, 2024.

- 1. Date and Time:** Wednesday, November 20, 2024, at 10:00 a.m. (JST)
- 2. Venue:** Grand Hall, 1st Floor, Concere (Tochigi-ken Seinen Kaikan)
1-1-6, Komanyu, Utsunomiya-shi, Tochigi
- 3. Meeting Agenda:**
- Matters to be reported:** The Business Report, Non-consolidated Financial Statements for the Company's 62nd Fiscal Year (September 1, 2023 - August 31, 2024)
- Matters to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Partial Amendments to the Articles of Incorporation
- Proposal 3:** Election of 5 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 4:** Election of 1 Director Who Is an Audit and Supervisory Committee Member
- Proposal 5:** Election of 1 Substitute Director Who Is an Audit and Supervisory Committee Member
- Proposal 6:** Determination of the Remuneration Amount and Terms for the Granting of Restricted Shares to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members and Outside Directors)

4. Guidance on the Exercise of Voting Rights

Please refer to Guidance on the Exercise of Voting Rights on pages 3 to 6.

5. Other Matters regarding This Notice of Convocation

To shareholders who have requested the delivery of these documents, a document stating the procedures for electronic access will be sent together with the documents. Note that "Major Business Offices," "Matters Related to Share Acquisition Rights, Etc. of the Company," "Items Related to the Accounting Auditor," "Systems for Ensuring Appropriate Business Operations and Operational Status Thereof" of the Business Report, "Non-consolidated Statement of Changes in Shareholders' Equity" and "Notes to Non-consolidated Financial Statements" of the Non-consolidated Financial Statements will be excluded from the documents provided, in accordance with laws and regulations and Article 15, paragraph 2 of the Company's Articles of Incorporation. Consequently, such documents are part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing the Audit Reports.

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- ◎ If revisions are made in matters related to the measures for electronic provision, a notice of the revisions and the details of the matters before and after the revisions will be posted to each website and to the TSE website.
- ◎ Upon attending the meeting, please present the Voting Rights Exercise Form to the receptionist at the venue of the meeting.

Guidance on the Exercise of Voting Rights

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

Exercising Your Voting Rights via the Internet

Please follow the instructions on pages 4 to 5 to log into the Website for Exercising Voting Rights from your smartphone or computer and to input approval or disapproval for proposals.

Must be completed by Tuesday, November 19, 2024, at 6:00 p.m. (JST)

Exercising Voting Rights in Writing (via Postage)

Please indicate your votes of approval or disapproval for proposals on the Voting Rights Exercise Form and return the form to the Company. You do not need to affix a stamp.

Must be received by Tuesday, November 19, 2024, at 6:00 p.m. (JST)

Attending the General Meeting of Shareholders

Please present the Voting Rights Exercise Form to the receptionist at the venue of the meeting.

Wednesday, November 20, 2024, at 10:00 a.m. (JST) (Reception opens at 9:00 a.m.)

- * If you exercise your voting right in duplicate via the Internet and in writing (via postage), the Company will recognize only the vote cast via the Internet.
- * If you exercise your voting rights via the Internet, etc. more than once, the latest vote shall be accepted as the valid exercise of your voting rights.

Exercising Your Voting Rights via the Internet

Must be completed by Tuesday, November 19, 2024, at 6:00 p.m. (JST)

“Smart Vote” method Scanning the login QR Code

You can simply log in to the Website for Exercise of Voting Rights without entering your voting right exercise code and password.

1. Please scan QR Code provided at the bottom right of the Voting Rights Exercise Form.

The diagram shows a sample of the '議決権行使書' (Voting Rights Exercise Form). It includes fields for '株主番号' (Shareholder Number) and '議決権の数' (Number of Voting Rights). A hand is shown scanning a QR code labeled '見本' (Sample) on a smartphone. The QR code is located at the bottom right of the form, next to the text 'スマートフォン用 議決権行使ウェブサイト ログインQRコード' (Smartphone use Voting Rights Exercise Website Login QR Code). The form also has a section for '御中' (To) and a date field '×××年 ×月××日'.

* “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.

* The actual Voting Rights Exercise Form may differ from the image.

2. Please enter your approval or disapproval according to the guidance given on the screen.

Note that your voting rights can be exercised only once by using the “Smart Vote” method.

If you need to make a correction to the content of your vote after you have exercised your voting rights, please access the website for personal computer and log in by entering the “voting right exercise code” and “password” printed on the Voting Rights Exercise Form, and exercise your voting rights again.

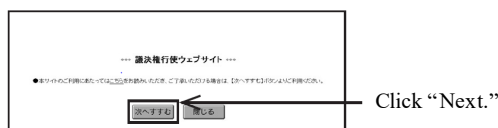
* You can access the website for personal computer by scanning the QR Code again.

The screenshot shows the website interface for exercising voting rights. It features a header with '株式会社 〇〇〇〇〇〇' and 'スマート投票' (Smart Vote). The main content area has two large buttons: 'すべての会社提案議案について「賛成」する' (I agree with all corporate proposals) and '各議案について個別に指示する' (I give individual instructions for each proposal). Below these buttons, there is a section for '承認について' (Regarding approval) and a list of proposals with checkboxes for '賛成' (Agree), '反対' (Disagree), and ' Abstain'.

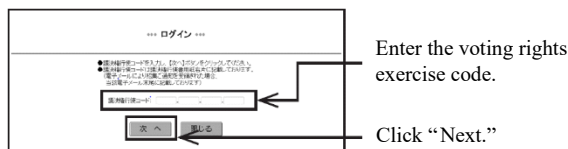
Entering the Voting Right Exercise Code and Password for Exercising Voting Rights

Website for Exercise of Voting Rights: <https://soukai.mizuho-tb.co.jp/> (in Japanese)

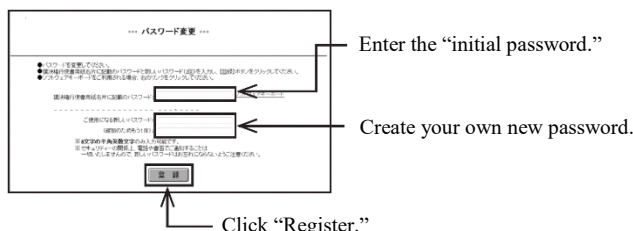
1. Please access the Website for Exercise of Voting Rights.



2. Please enter the "voting right exercise code" printed on the enclosed Voting Rights Exercise Form.



3. Please enter the "initial password" printed on the enclosed Voting Rights Exercise Form.



4. Please enter your approval or disapproval according to the guidance given on the screen.

* The actual screen displayed to you may differ from the image.

(Please note)

- The password (including the password changed by the shareholder) is valid only for this General Meeting of Shareholders. New passwords will be issued for the next General Meeting of Shareholders.
- The password is a tool to identify the person who is voting as the shareholder himself/herself. Please note that the Company will not contact shareholders regarding their passwords.
- If you enter an incorrect password more than a certain number of times, the password will be locked and become invalid. If it is locked, please follow the guidance on the screen.
- The cost for the Internet connection is to be borne by the shareholders.
- Depending on the Internet usage environment, etc. of your computer or smartphone, etc. you might not be able to use the Website for Exercise of Voting Rights.

In case you need instructions for how to operate your computer, smartphone, etc. in order to exercise your voting rights via the Internet, please contact:	Mizuho Trust & Banking Co., Ltd., Stock Transfer Agency Department Internet Help Dial 0120-768-524 (Operating Hours: 9:00 a.m. through 9:00 p.m. (JST) excluding the year-end and New Year holidays, only in Japan)
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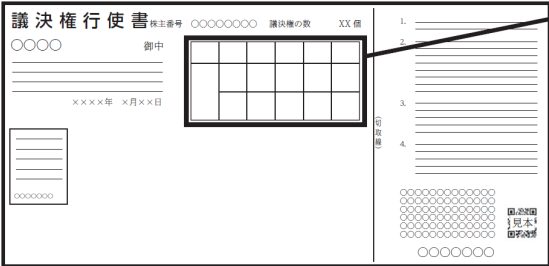
The electronic platform for exercising voting rights operated by ICJ, Inc. is available to institutional investors.

Exercising Voting Rights in Writing (via Postage)

Please indicate your votes of approval or disapproval for proposals on the Voting Rights Exercise Form and return the form to the Company. You do not need to affix a stamp.

Must be received by Tuesday, November 19, 2024, at 6:00 p.m. (JST)

Guidance on Filling out Voting Rights Exercise Form



The image shows a sample of a Japanese Voting Rights Exercise Form (議決権行使書). A red box highlights the voting area, which includes a grid for proposals and a section for candidates. An arrow points from the text 'Please input your approval or disapproval of the proposals here.' to the grid. The grid has columns for 'Approve' (承認) and 'Disapprove' (反対) for each proposal. The instructions specify that for proposals 1, 2, 4, 5, and 6, voters should write a circle in the 'Approve' column for approval or the 'Disapprove' column for disapproval. For proposal 3, voters should write a circle in the 'Approve' column for approval, or a circle in the 'Disapprove' column and fill in the candidate number for disapproval of specific candidates.

Please input your approval or disapproval of the proposals here.

Proposals 1, 2, 4, 5 and 6

- If you approve >> Write a circle in the “Approve” column.
- If you disapprove >> Write circle in the “Disapprove” column.

Proposal 3

- If you approve of all the candidates >> Write a circle in the “Approve” column.
- If you disapprove of all the candidates >> Write a circle in the “Disapprove” column.
- If you disapprove of some of the candidates >> Write a circle in the “Approve” column, and fill the candidate number of the candidate(s) you disapprove of.

* The absence of any indication of approval or disapproval on the Voting Rights Exercise Form for any proposal will be interpreted to indicate approval.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company's basic policy is to distribute profits for results that reflect the Company's business performance, taking fully into account profitability with regard to its shareholders, company performance forecast going forward, the strengthening of the corporate profit base, etc.

Based on this policy, for the year-end dividend for the current fiscal year, we propose a payment of ¥16 per common share of the Company, an increase of ¥2 from the dividend forecast from the beginning of the fiscal year, taking into consideration the business performance, etc.

(1) Type of dividend property

Cash

(2) Matters concerning allocation of dividend property to shareholders and its total amount

The Company proposes to pay a dividend of ¥16 per common share of the Company.

In this event, total dividends will be ¥1,231,929,488.

(3) Effective date of the distribution of surplus

November 21, 2024

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for proposal

In order to promote the future diversification of business activities and clarify the purpose of the Company's business, we propose to amend Article 2 (Purpose) of the current Articles of Incorporation to add and delete business purposes, and make partial changes to the existing descriptions.

2. Details of amendments

The details of the amendments are as follows.

(Amendments are indicated by underlining.)

Current Articles of Incorporation	Proposed Amendments
(Purpose) Article 2. The purpose of the Company is to engage in the following businesses.	(Purpose) Article 2. The purpose of the Company is to engage in the following businesses.
1. to 7. (Omitted)	1. to 7. (Unchanged)
8. <u>Challenge to become the No. 1 low-price seller of household electrical appliances in Japan.</u>	(Deleted)
9. to 21. (Omitted)	8. to 20. (Unchanged)
22. <u>Operation of wedding halls.</u>	(Deleted)
23. to 28. (Omitted)	21. to 26. (Unchanged)
29. <u>Production and sale of seeds and seedlings through biotechnology.</u>	(Deleted)
30. to 41. (Omitted)	27. to 38. (Unchanged)
(Newly established)	39. <u>Production, processing, and sale of agricultural, livestock, and marine products.</u>
(Newly established)	40. <u>Sale of automobiles and bicycles, and repair and sale of their tires, tubes, wheels, and accessories.</u>
(Newly established)	41. <u>Automobile leasing and rental business.</u>
(Newly established)	42. <u>Automobile maintenance business, and guidance, consultation, and mediation regarding vehicle inspections.</u>
(Newly established)	43. <u>Insurance agency business in accordance with the Act on Securing Compensation for Automobile Accidents.</u>
(Newly established)	44. <u>Recycling of used household electrical appliances and sale of recycled products.</u>
(Newly established)	45. <u>Collection, transportation, and recycling of waste.</u>
42. (Omitted)	46. (Unchanged)

Proposal 3: Election of 5 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all 5 Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. In that regard, the Company proposes the election of 5 Directors.

The Audit and Supervisory Committee has expressed no opinion on this proposal.

The candidates for Director (excluding Director who is an Audit and Supervisory Committee Member) are as follows:

No.	Name	Position and responsibility in the Company	
1	Yuji Nakazawa	Representative Director and President President and Executive Officer	Reelection
2	Tadashi Arakawa	Representative Senior Managing Director, General Manager of Corporate Planning Division	Reelection
3	Ryuji Shitou	Director Managing Director; General Manager of General Affairs and Human Resources Division, and General Manager, Human Resources Department, and in charge of Internal Control	Reelection
4	Kazuhumi Kubota	Director Executive Officer; General Manager of Sales Division, and General Manager, Development Department	Reelection
5	Toru Akiho	Director	Reelection

Reelection	Candidate for Director to be reelected	Outside	Candidate for Outside Director	Independent	Independent officer as defined by the securities exchange
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No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	<p>Yuji Nakazawa (December 28, 1973)</p> <p>Reelection</p> <p>Number of years in office: four years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at the Board of Directors meetings: 18/18</p>	<p>June 1995 Joined the Company</p> <p>July 2000 Store Manager, NEW Aobadai Store</p> <p>April 2010 Manager, Marketing Planning Office</p> <p>February 2012 Manager, Merchandising Department</p> <p>September 2014 Executive Officer; General Manager, Sales Planning Management Support Office, Sales Department of Sales Division</p> <p>September 2016 Executive Officer; General Manager, Sales Planning and Management Department of Sales Division</p> <p>September 2018 Managing Director; General Manager, Sales Planning and Management Department of Sales Division</p> <p>September 2020 President and Executive Officer</p> <p>November 2020 Representative Director and President; President and Executive Officer (to present)</p> <p>November 2020 Director, BIC CAMERA INC. (to present)</p> <p>June 2021 Outside Director, Tochigi Television Corporation (to present)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Yuji Nakazawa has long served as a manager with responsibilities in the merchandise and sales realms, and as Representative Director and President of the Company since November 2020, he has been directing management of the Company by drawing on his leadership strengths. As such, we have nominated him as a candidate for Director, with expectations that he will draw particularly on the abundant experience, achievements, and expertise cultivated in the Company in taking on the task of management.</p>	17,300
2	<p>Tadashi Arakawa (August 4, 1969)</p> <p>Reelection</p> <p>Number of years in office: 11 years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at the Board of Directors meetings: 18/18</p>	<p>October 1991 Joined the Company</p> <p>November 2009 General Manager of Information System Division</p> <p>October 2011 General Manager of Information System Division, and General Manager, Corporate Planning Office</p> <p>June 2012 Executive Officer; General Manager, Corporate Planning Office, and General Manager of Information System Division</p> <p>November 2012 Executive Officer; General Manager of Corporate Planning Division</p> <p>November 2013 Director and Executive Officer; General Manager of Corporate Planning Division</p> <p>September 2018 Director and Managing Director; General Manager of Corporate Planning Division</p> <p>September 2020 Representative Senior Managing Director, General Manager of Corporate Planning Division (to present)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Tadashi Arakawa has long served as a manager with responsibilities in the systems and business management, and in the management strategy development realm. He has abundant experience, achievements, and expertise cultivated in the Company, having been involved in company management as Director of the Company from November 2013, and as Representative Director of the Company since September 2020. As such, we have nominated him as a candidate for Director, with expectations that he will draw particularly on such expertise in taking on the task of management.</p>	25,600

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	<p>Ryuji Shitou (September 17, 1976)</p> <p>Reelection</p> <p>Number of years in office: six years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at the Board of Directors meetings: 18/18</p>	<p>April 1995 Joined the Company</p> <p>November 2003 Store Manager, NEW Kawagoe Inter Store</p> <p>June 2005 Store Manager, NEW Niiza Store</p> <p>June 2008 Store Manager, NEW Kashiwa Store</p> <p>October 2011 Store Manager, Seijo Store</p> <p>April 2012 Block Manager, Sales Department of Sales Division</p> <p>September 2013 Executive Officer; Block Manager, Sales Department of Sales Division</p> <p>September 2018 Executive Officer; General Manager of General Affairs and Human Resources Division, and General Manager, Human Resources Department, and in charge of Internal Control</p> <p>November 2018 Director and Executive Officer; General Manager of General Affairs and Human Resources Division, and General Manager, Human Resources Department, and in charge of Internal Control</p> <p>September 2020 Director and Managing Director; General Manager of General Affairs and Human Resources Division, and General Manager, Human Resources Department, and in charge of Internal Control (to present)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Ryuji Shitou has held many positions including that of manager in the realms of the general affairs and human resources after serving as block manager in the realm of sales, and has abundant experience, achievements, and expertise cultivated in the Company, having been involved in company management as Director of the Company from November 2018. As such, we have nominated him as a candidate for Director, with expectations that he will draw particularly on such expertise in taking on the task of management.</p>	9,300
4	<p>Kazuhumi Kubota (February 18, 1977)</p> <p>Reelection</p> <p>Number of years in office: four years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at the Board of Directors meetings: 18/18</p>	<p>April 1997 Joined the Company</p> <p>October 2010 Store Manager, NEW Igusa Store</p> <p>April 2012 Store Manager, NEW Takaido Higashi Store</p> <p>February 2013 Sales Department of Sales Division</p> <p>September 2015 General Manager, New Stores Preparation Office, Sales Department of Sales Division</p> <p>May 2016 General Manager, Development Office, Sales Department of Sales Division</p> <p>September 2017 General Manager, Development Department of Sales Division, and General Manager, Store Renovation Office</p> <p>September 2018 Executive Officer; General Manager, Development Department of Sales Division, and General Manager, Store Renovation Office</p> <p>September 2020 Executive Officer; General Manager of Sales Division, and General Manager, Development Department</p> <p>November 2020 Director and Executive Officer; General Manager of Sales Division, and General Manager, Development Department (to present)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Kazuhumi Kubota has held many positions including that of manager with responsibilities in the realms of development and sales, and has abundant experience, achievements, and expertise cultivated in the Company, having been involved in company management as Director of the Company from November 2020. As such, we have nominated him as a candidate for Director, with expectations that he will draw particularly on such expertise in taking on the task of management.</p>	11,900

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	<p>Toru Akiho (December 11, 1974)</p> <p>Reelection</p> <p>Number of years in office: two years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at the Board of Directors meetings: 17/18</p>	<p>March 1997 Joined BIC CAMERA INC.</p> <p>September 2012 Executive Officer; General Manager, Second Merchandise Department, BIC CAMERA INC.</p> <p>October 2013 Executive Officer; General Manager, Merchandise Department, BIC CAMERA INC.</p> <p>October 2015 Executive Officer; General Manager, EC Business Department, BIC CAMERA INC.</p> <p>February 2017 Managing Director; Director General, EC Business, BIC CAMERA INC.</p> <p>November 2018 Director and Managing Director; Director General, EC, BIC CAMERA INC.</p> <p>August 2019 Director and Managing Director; Director General, Merchandise and EC, BIC CAMERA INC.</p> <p>September 2020 Director and Senior Executive Officer; Supervising Business Promotion, Director General, Merchandise, BIC CAMERA INC.</p> <p>December 2020 Director and Senior Executive Officer; Supervising Business Promotion, Director General, Marketing, BIC CAMERA INC.</p> <p>September 2022 Representative Director and President; President Executive Officer, BIC CAMERA INC. (to present)</p> <p>November 2022 Director, the Company (to present)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Toru Akiho has long served as a manager with responsibilities in the realms of merchandise procurement and EC at the Company's parent, BIC CAMERA INC., and as he has also been serving as Representative Director and President of BIC CAMERA INC. since September 2022, he has abundant experience, achievements, and expertise cultivated in the company. As such, we have nominated him as a candidate for Director, with expectations that he will draw particularly on such expertise in taking on the task of management.</p>	600

(Notes)

1. BIC CAMERA INC., where Mr. Toru Akiho serves as Representative Director and President and as President Executive Officer, is the Company's parent. Even though the Company and BIC CAMERA INC. are competitors in the business regarding sales of home appliances, and have transactions such as outsourcing of product order business and outsourcing of payment business, there is no special interest between Mr. Toru Akiho and the Company.
2. Mr. Toru Akiho is an executive at the Company's parent, BIC CAMERA INC., and his positions and responsibilities at that company are as stated in the "Career summary, positions, responsibilities and significant concurrent positions."
3. There are no special interests between each candidate for Director and the Company other than the above.
4. Limitation of Liability Agreements with Directors (excluding executive Directors, etc.)
Based on Article 427, paragraph 1 of the Companies Act and Article 30 of the Company's Articles of Incorporation, the Company has entered into an agreement with Mr. Toru Akiho to limit the liability for damages under Article 423, paragraph 1 of the Companies Act, to the minimum liability amount provided by laws and regulations. If he is reelected, the Company plans to have him serve as a Director who is not an executive Director and extend the above Limitation of Liability Agreement with him.
5. Overview of details of Directors and Officers Liability Insurance Policy, etc.
The Company has entered into a Directors and Officers Liability Insurance Policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company. Under the policy, all Directors and Executive Officers of the Company are included as insureds, and the insurance premiums will be fully borne by the Company. If each candidate is elected and assumes the office as Director, each candidate will be included in the policy as an insured. With regard to the overview of the contents of the policy, an insurance company covers the insureds under this insurance policy for their liability borne from performance of their duties or for their liability arising from claims in pursuit of that liability, and the policy will be renewed every year. When the policy is renewed, the Company plans to renew the policy with the same details.

Proposal 4: Election of 1 Director Who Is an Audit and Supervisory Committee Member

The term of office of Director who is an Audit and Supervisory Committee Member Akimitsu Takai will expire at the conclusion of this Annual General Meeting of Shareholders. In that regard, the election of 1 Director who is an Audit and Supervisory Committee Member is proposed.

Furthermore, the Audit and Supervisory Committee has previously given its approval to this proposal.

The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
<p>Akimitsu Takai (June 5, 1968)</p> <p>Reelection Outside Independent</p> <p>Number of years in office: four years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at the Board of Directors meetings: 18/18</p>	<p>October 1992 Passed the national bar examination</p> <p>April 1995 Member of Daini Tokyo Bar Association Associate Attorney, Asahi Law Offices (current Asahi Law Offices, Nishimura & Asahi)</p> <p>June 1999 Co-partner, Establishment of Sudo & Takai Law Office</p> <p>November 2007 Candidate for arbitrator, Arbitration and Mediation Center, Daini Tokyo Bar Association (to present)</p> <p>September 2011 Special Committee Member, Nuclear Damage Compensation Dispute Resolution Center, Ministry of Education, Culture, Sports, Science and Technology (to present)</p> <p>June 2016 Representative Partner, Establishment of Takai & Partners Law Offices (to present)</p> <p>June 2016 External Auditor, TAKE AND GIVE NEEDS Co., Ltd. (to present)</p> <p>November 2016 Member of The Economic Law and Corporate Management Special Committee, The Japan Chamber of Commerce and Industry (to present)</p> <p>June 2017 Outside Auditor, NEW ART HOLDINGS Co., Ltd. (to present)</p> <p>November 2020 Outside Director (Audit and Supervisory Committee Member), the Company (to present)</p> <p>February 2021 Outside Director, NODA CORPORATION (to present)</p> <p>December 2021 Supervisory Director, Daiwa Securities Living Investment Corporation (to present)</p> <p>April 2022 Specially Appointed Professor, Graduate School of Law, Hitotsubashi University</p> <p>April 2024 Visiting Professor, Graduate School of Law, Hitotsubashi University (to present)</p> <p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Akimitsu Takai has long served as an attorney and has been deeply involved in matters of corporate law. In addition, he has served as an Outside Director and Outside Audit & Supervisory Board Member of other companies. He also has insight into corporate management through his experiencing in conducting business turnarounds. As such, we have nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member of the Company with expectations that he will draw on the above-mentioned experience and insight to contribute to strengthening the auditing systems of the Company without bias toward the interest of any corporate manager or particular party of interest while impartially recognizing the role the Company fulfills in society. He has never in the past been directly involved in the management of a company other than as an outside officer. However, the Company judges he will appropriately fulfill his duties as an Outside Director who is an Audit and Supervisory Committee Member of the Company based on the above reasons.</p>	<p>1,300</p>

(Notes)

1. There are no special interests between Mr. Akimitsu Takai and the Company
2. Mr. Akimitsu Takai is a candidate for Outside Director.
3. Mr. Akimitsu Takai is currently serving as an Outside Director who is an Audit and Supervisory Committee Member. As of the conclusion of the meeting, his term of office as an Outside Director who is an Audit and Supervisory Committee Member will have been four years.
4. Limitation of Liability Agreements with Directors (excluding executive Directors, etc.)
Based on Article 427, paragraph 1 of the Companies Act and Article 30 of the Company's Articles of Incorporation, the Company has entered into an agreement with Mr. Akimitsu Takai to limit the liability for damages under Article 423, paragraph 1 of the Companies Act, to the minimum liability amount provided by laws and regulations. If he is reelected, the Company plans to extend the above Limitation of Liability Agreement with him.
5. Overview of details of Directors and Officers Liability Insurance Policy, etc.
The Company has entered into a Directors and Officers Liability Insurance Policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company. Under the policy, all Directors and Executive Officers of the Company are included as insureds, and the insurance premiums will be fully borne by the Company. If Mr. Akimitsu Takai is elected and assumes the office as Director, he will be included in the policy as an insured. With regard to the overview of the contents of the policy, an insurance company covers the insureds under this insurance policy for their liability borne from performance of their duties or for their liability arising from claims in pursuit of that liability, and the policy will be renewed every year. When the policy is renewed, the Company plans to renew the policy with the same details.
6. Independent Officers
The Company has designated Mr. Akimitsu Takai as an independent officer pursuant to the provisions of the Tokyo Stock Exchange and has registered him to the Tokyo Stock Exchange. If he assumes the office of Director, the Company will continue his appointment as an independent officer.

(Reference) Skill Matrix of Directors after the General Meeting of Shareholders

(Note) If the elections of the candidates proposed in this notice are approved, the skills matrix of Directors will be as follows:

<Skills Matrix>

					1	2	3	4	5	6	7	8	9	10
Execution of Business	Independent	Audit and Supervisory Committee Member	Name	Gender	Corporate Management	Legal and Risk	Finance and Accounting	Sales and Marketing	Merchandise Planning and Development	Store Development	Human Resources, Labor Management and Diversity	IT and Digital	Sustainability	Shareholder Engagement
●	—	—	Yuji Nakazawa	Male	●			●	●	●		●	●	●
●	—	—	Tadashi Arakawa	Male	●		●					●	●	●
●	—	—	Ryuji Shitou	Male		●		●			●		●	
●	—	—	Kazuhumi Kubota	Male				●	●	●			●	
—	—	—	Toru Akiho	Male	●				●				●	●
—	—	●	Sadao Mizunuma	Male		●	●				●		●	
—	●	●	Mitsue Aizawa	Female		●							●	●
—	●	●	Mitsuru Doi	Male			●						●	●
—	●	●	Akimitsu Takai	Male		●							●	●

Proposal 5: Election of 1 Substitute Director Who Is an Audit and Supervisory Committee Member

To prepare for a case in which the number of Directors who are Audit and Supervisory Committee Members falls short of the number provided by laws and regulations, the Company again proposes the election of Mr. Shinichiro Yamamiya as Substitute Director who is an Audit and Supervisory Committee Member.

The effectiveness of the election under this proposal may be cancelled on the basis of resolution of the Board of Directors with approval of the Audit and Supervisory Committee; provided, however, that it is only in a time before assuming office.

Furthermore, the Audit and Supervisory Committee has previously given its approval to this proposal.

The candidate for Substitute Director who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
Shinichiro Yamamiya (February 4, 1970) <div>Outside</div> <div>Independent</div>	<div>October 1992 Passed the national bar examination</div> <div>April 1995 Member of Tokyo Bar Association Joined Shin-Tokyo Sohgo Law Office</div> <div>January 2006 Partner, New Tokyo International</div> <div>June 2006 Outside Audit & Supervisory Board Member, JAPAN ERI CO., LTD.</div> <div>October 2007 Partner, Bingham McCutchen Murase, Sakai Mimura Aizawa-Foreign Law Joint Enterprise</div> <div>December 2013 Outside Audit & Supervisory Board Member, ERI HOLDINGS CO., LTD.</div> <div>April 2015 Partner, TMI Associates (to present)</div> <div>June 2015 Outside Audit & Supervisory Board Member, Genki Sushi Co., Ltd.</div> <div>August 2015 Outside Director, ERI HOLDINGS CO., LTD. (to present)</div> <div>June 2023 Outside Auditor, Prudential Holdings of Japan, Inc. (to present)</div> <div> [Reasons for nomination as a candidate for Substitute Outside Director and overview of expected roles] Mr. Shinichiro Yamamiya has long served as an attorney and has been deeply involved in matters including corporate law and business turnaround. In addition, he has served as an Outside Director and Outside Audit & Supervisory Board Member of other companies. As such, we have nominated him as a candidate for Substitute Outside Director who is an Audit and Supervisory Committee Member of the Company with expectations that he will draw on the above-mentioned experience and insight to contribute to strengthening the supervisory function for execution of business and offer proposals from a broad perspective. He has never in the past been directly involved in the management of a company except as an outside officer. However, the Company judges he will appropriately fulfill his duties as an Outside Director who is an Audit and Supervisory Committee Member of the Company based on the above reasons.</div>	—

(Notes)

- There are no special interests between Mr. Shinichiro Yamamiya and the Company.
- Mr. Shinichiro Yamamiya is a candidate for Substitute Outside Director.
- Limitation of Liability Agreements with Directors (excluding executive Directors, etc.)
If Mr. Shinichiro Yamamiya is elected and assumes the office of Outside Director, the Company plans to enter into an agreement with him to limit his liability for damages under Article 423, paragraph 1 of the Companies Act, based on Article 427, paragraph 1 of the Companies Act, and Article 30 of the Company's Articles of Incorporation. The maximum amount of liabilities under such agreement is the minimum liability amount as provided by applicable laws and regulations.
- Overview of details of Directors and Officers Liability Insurance Policy, etc.
The Company has entered into a Directors and Officers Liability Insurance Policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company. Under the policy, all Directors and Executive Officers of the Company are included as insureds, and the insurance premiums will be fully borne by the Company. If Mr. Shinichiro Yamamiya is elected and assumes the office of Outside Director, he will be included in the policy as an insured. With regard to the overview of the contents of the policy, an insurance company covers the insureds under this insurance policy for their liability borne from performance of their duties or for their liability arising from claims in pursuit of that liability.

and the policy will be renewed every year. When the policy is renewed, the Company plans to renew the policy with the same details.

5. If Mr. Shinichiro Yamamiya assumes office as an Outside Director who is an Audit and Supervisory Committee Member, the Company plans to register him as an independent officer pursuant to the provisions of the Tokyo Stock Exchange.

Proposal 6: Determination of the Remuneration Amount and Terms for the Granting of Restricted Shares to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members and Outside Directors)

Regarding the remuneration for the Company Directors (excluding Audit and Supervisory Committee Members), at the 53rd Annual General Meeting of Shareholders held on November 25, 2015, it was approved that the annual remuneration amount should not exceed ¥400 million (this does not include salaries for Directors who also serve as employees). Additionally, at the 56th Annual General Meeting of Shareholders held on November 14, 2018, and the 59th Annual General Meeting of Shareholders held on November 18, 2021, it was approved that the maximum annual remuneration for stock-based remuneration stock options for Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) should not exceed ¥80 million, and that the number of share acquisition rights to be allotted within one year from the date of the Annual General Meeting of Shareholders for each fiscal year shall be up to 800. Now, in order to provide an incentive to further enhance the Company's corporate value in a sustainable manner and to promote the sharing of value between the Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors, hereinafter referred to as "Target Directors") and our shareholders, we seek approval for a new framework for granting restricted share remuneration to the Target Directors, in addition to the aforementioned remuneration limits.

Currently, there are five Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) who will be Target Directors, and if Proposal 3 is approved, there will remain five such Directors. In conjunction with the introduction of this system, the stock-based remuneration stock option system, which was approved at the 56th Annual General Meeting of Shareholders and the 59th Annual General Meeting of Shareholders, will be abolished, and no new share acquisition rights as stock options will be issued to Directors in the future.

As part of the process for granting restricted shares to a Target Director, the Company provides monetary remuneration claims based on a Board of Directors' resolution to the Target Director on the condition that the Target Director is in the position of Director of the Company on the date of the Board of Directors' resolution regarding the issuance of restricted shares. The total annual amount of this monetary claims will be within ¥80 million, which is the amount deemed as reasonable in light of the aforementioned objective. The specific timing and allocation of the remuneration for each Target Director will be determined by the Board of Directors following consultation with the Compensation Committee.

The Target Directors will use all of the monetary remuneration claims granted based on the Board's resolution as contribution-in-kind to receive the issuance or disposal of the Company's common shares. The total number of shares of the Company's common shares to be issued or disposed of in this manner will be within 80,000 shares annually. (However, if after the date of approval of this proposal, the Company conducts a stock split (including a gratis allotment of the Company's common shares) or a reverse stock split, the total number of shares will be reasonably adjusted, as necessary, in accordance with the split or consolidation ratio, effective from the date of such action.)

The paid-in amount per share will be the closing price of the Company's common shares on the Tokyo Stock Exchange on the business day immediately before each date of resolution by the Board of Directors (if there is no closing price on such date, the closing price on the closest preceding trading day). Additionally, the issuance or disposal of the Company's common shares will be conditioned upon the Company and the Target Directors entering into a restricted share allotment agreement (hereinafter, the "Allotment Agreement") that includes, among other terms, the following major provisions. (The common shares of the Company allocated under the Allotment Agreement is hereinafter referred to as the "Allotted Stock.")

The maximum remuneration amount, the total number of shares of the Company's common shares to be issued or disposed of, and other conditions for the granting of restricted shares to the Target Directors under this proposal have been determined by taking into account the above objectives, the Company's business performance, the policy regarding individual Director remuneration, and various other circumstances, and as such, we believe these conditions are appropriate. Furthermore, the Audit and Supervisory Committee has previously given its approval to this proposal.

(1) Transfer restriction period

Target Directors may not transfer, pledge, or otherwise dispose of the Allotted Stock during the period from the payment date of the shares (hereinafter, the "Payment Date") until the time they retire or resign from the position predetermined by the Company's Board of Directors (hereinafter, the

“Transfer Restriction Period”). However, if the time of retirement or resignation occurs before three months have passed since the end of the fiscal year that includes the Payment Date, the end of the Transfer Restriction Period may be reasonably adjusted.

(2) Conditions for lifting the transfer restriction

The transfer restriction on all of the Allotted Stock will be lifted upon the expiration of the Transfer Restriction Period, provided that the Target Director has continuously held an executive position predetermined by the Company’s Board of Directors during the period specified by the Board (hereinafter, the “Service Provision Period”).

(3) Grounds for gratis acquisition

- (i) If it is determined that a Target Director will retire or resign from the position predetermined by the Company’s Board of Directors due to death, expiration of term, reaching retirement age, or any other reason not deemed justifiable by the Board, the Company will acquire all of the Allotted Stock without contribution.
- (ii) Other grounds for gratis acquisition will be determined in accordance with the provisions of the Allotment Agreement based on a resolution of the Company’s Board of Directors.

(4) Handling in the event of death or early retirement

Notwithstanding the provisions of (2) above, if a Target Director dies or retires from the position predetermined by the Company’s Board of Directors during the Service Provision Period due to justifiable reasons, the transfer restrictions on a reasonable number of the Allotted Stock will be lifted, based on the length of service during the Service Provision Period, at the time of such retirement or resignation. Additionally, in such cases, the Company will automatically acquire, by rights, without contribution, any Allotted Stock for which the transfer restrictions have not been lifted immediately after the transfer restrictions are lifted.

(5) Handling in the event of organizational restructuring, etc.

Notwithstanding the provisions of (1) and (2) above, if during the Transfer Restriction Period, a matter related to organizational restructuring—such as a merger agreement in which the Company is the disappearing company, a share exchange agreement or share transfer plan in which the Company becomes a wholly owned subsidiary—is approved at the Company’s General Meeting of Shareholders (or, if shareholder approval is not required for such restructuring, by the Company’s Board of Directors), the transfer restrictions on a reasonable number of the Allotted Stock will be lifted prior to the effective date of the organizational restructuring, taking into account the period from the start of the Transfer Restriction Period to the date of such approval. Additionally, in such cases, the Company will automatically acquire, by rights, without contribution, any Allotted Stock for which the transfer restrictions have not been lifted immediately after the transfer restrictions are lifted.

(6) Handling in the event of a tender offer, etc.

If a tender offer for the Company’s common shares, as defined under Article 27-2 and subsequent provisions of the Financial Instruments and Exchange Act (hereinafter, the “Tender Offer”), is initiated, and if a Target Director submits a written request to the Company to lift the transfer restrictions in order to tender their shares in the Tender Offer, the Company will lift the transfer restrictions on a reasonable number of the Allotted Stock. Additionally, in such cases, the Company will automatically acquire, by rights, without contribution, any Allotted Stock for which the transfer restrictions have not been lifted immediately after the transfer restrictions are lifted.

(7) Other matters

Other matters related to the Allotment Agreement will be determined by the Company’s Board of Directors.