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Securities code: 7590
March 25, 2024

To Shareholders with Voting Rights:

Nobuo Takaoka
President & CEO
Takasho Co., Ltd.
489 Sakai, Kainan, Wakayama,
Japan

**NOTICE OF
THE 44TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We hereby inform you that the 44th Annual General Meeting of Shareholders (“the Meeting”) of Takasho Co., Ltd. (the “Company”) will be held as described below.

In convening the Meeting, the Company has taken measures to provide information contained in the Reference Documents for the General Meeting of Shareholders in electronic format and posted such information under “Notice of the 44th Annual General Meeting of Shareholders” on the following website.

- The Company’s website (Investors section in English):
<https://takasho-global.com/investor-relations/>

In addition to the above, the information is also available on the website below.

- Tokyo Stock Exchange website (Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Please access the website above, enter and search for the Company’s name or securities code, and then select “Basic information” and “Documents for public inspection/PR information” in that order to view the posted information.

In place of attending the Meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the Reference Documents for the General Meeting of Shareholders included in the information provided electronically via the above websites and exercise your voting rights by 5:00 p.m. Japan time on Tuesday, April 9, 2024.

- 1. Date and Time:** Wednesday, April 10, 2024 at 11:00 a.m. Japan time
(The reception desk is scheduled to open at 10:30 a.m.)
- 2. Place:** 3F, Large Hall, Head Office of the Company
20-1, Minamiakasaka, Kainan, Wakayama, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and Consolidated Financial Statements for the Company’s 44th Fiscal Year (January 21, 2023 – January 20, 2024) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 2. Non-consolidated Financial Statements for the Company’s 44th Fiscal Year (January 21, 2023 – January 20, 2024)
Proposals to be resolved:
 - Proposal 1:** Appropriation of Surplus
 - Proposal 2:** Partial Amendment to the Articles of Incorporation
 - Proposal 3:** Election of Three (3) Audit & Supervisory Board Members

4. Exercising Your Voting Rights:

Please refer to “Guide to Exercising Your Voting Rights” on page 3
(available only in Japanese).



Gifts for the shareholders attending the Meeting will be canceled.

- If you are attending the Meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- For the purpose of conserving resources, please bring this “Convocation Notice” with you on the day.
- Should the information provided under electronic provisioning measures require revisions, the revised versions will be posted on each website above.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

Regarding the distribution of profits to shareholders, the Company's basic policy is to promote a greater linkage between the dividend amount and performance to clarify its commitment to returning profits to shareholders. Based on this policy, the Company proposes the dividend for the fiscal year under review and other appropriation of surplus, in view of business results for the current fiscal year, as follows.

1. Matters concerning dividend

The dividend for the fiscal year under review will be ¥5 per share, and the total amount of dividends will be ¥84,292,280.

In addition, the effective date of the dividend will be April 11, 2024.

2. Matters concerning other appropriation of surplus

To pay stable dividends to shareholders, the Company proposes withdrawal and appropriation of the general reserve as follows.

(i) Item of surplus to be decreased and the amount thereof

General reserve	¥650,000,000
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(ii) Item of retained earnings to be increased and the amount thereof

Retained earnings brought forward	¥650,000,000
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Proposal 2: Partial Amendment to the Articles of Incorporation

1. Reason for the proposal

In order to change the English notation of the trade name, we propose that Article 1 (Trade Name) of the current Articles of Incorporation be amended.

2. Details of the amendment

The details of the amendment are as follows.

(Amendments are underlined.)

Current Articles of Incorporation	Proposed Amendment
(Trade Name) Article 1 The name of the Company shall be Kabushiki Kaisha Takasho and in English it shall be <u>TAKASHO CO., LTD.</u>	(Trade Name) Article 1 The name of the Company shall be Kabushiki Kaisha Takasho and in English it shall be <u>Takasho Co., Ltd.</u>
Article 2 to Article 32 <Provisions omitted>	Article 2 to Article 32 <Unchanged>

Proposal 3: Election of Three (3) Audit & Supervisory Board Members

The term of office of Audit & Supervisory Board Members Masaya Inoue, Yusuke Shimazu and Minoru Mizuki will expire at the conclusion of the Meeting. Therefore, the Company proposes the election of three (3) Audit & Supervisory Board Members. The Company has obtained the consent of the Audit & Supervisory Board with respect to this proposal.

The candidates for Audit & Supervisory Board Members are as follows:

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
1	Masaya Inoue (December 7, 1966)	April 1990 March 2020 April 2022 Joined The Sumitomo Bank, Ltd. Joined the Company Manager, Corporate Management Headquarters Full-time Audit & Supervisory Board Member (current position)	1,000
2	Yusuke Shimazu (April 29, 1970)	April 1997 March 1999 January 2004 April 2012 June 2019 Legal apprentice (51st term) Registered as attorney-at-law and joined Eiko Sogo Law Firm Partner, Eiko Legal Professional Corporation Audit & Supervisory Board Member, the Company (current position) Representative Partner, Eiko Legal Professional Corporation (current position)	600
3	Minoru Mizuki (January 27, 1970)	September 1994 September 1997 December 2000 March 2012 December 2015 April 2016 Full-time instructor, OHARA COLLEGE OF BUSINESS Joined Hayami Tax Accounting & Consulting Office Representative, MIZUKI Accounting Office (current position) Audit & Supervisory Board Member, CYBERLINKS CO., LTD. Representative Director, Shinzenbi Management Consulting Co., Ltd. (current position) Audit & Supervisory Board Member, the Company (current position)	2,200

- (Notes) 1. There are no special interests between each candidate for Audit & Supervisory Board Member and the Company.
2. Mr. Yusuke Shimazu and Mr. Minoru Mizuki are candidates for Outside Audit & Supervisory Board Member. The Company has designated Mr. Yusuke Shimazu and Mr. Minoru Mizuki as independent directors as stipulated in the rules set out by the Tokyo Stock Exchange, and has notified the Exchange to that effect.
3. Mr. Yusuke Shimazu will have held the position of Outside Audit & Supervisory Board Member of the Company for twelve (12) years at the conclusion of the Meeting.
4. Mr. Minoru Mizuki will have held the position of Outside Audit & Supervisory Board Member of the Company for eight (8) years at the conclusion of the Meeting.
5. Reasons for nomination as candidates for Outside Audit & Supervisory Board Members

Mr. Yusuke Shimazu has an appreciable extent of knowledge in judiciary as an attorney-at-law and is fully performing the responsibilities of Outside Audit & Supervisory Board Member of the Company. Therefore, the Company proposes his re-election as an Outside Audit & Supervisory Board Member. Mr. Minoru Mizuki has an appreciable extent of knowledge in finance and accounting as a tax accountant and is fully performing the responsibilities of Outside Audit & Supervisory Board Member of the Company. Therefore, the Company proposes his re-election as an Outside Audit & Supervisory Board Member.

6. Agreement limiting liability with candidates for Outside Audit & Supervisory Board Members

The Company has entered into an agreement with Mr. Masaya Inoue, Mr. Yusuke Shimazu and Mr. Minoru Mizuki to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act. The maximum liability for damages under such agreement shall be the amount stipulated by the same Act. If the election of each candidate is approved at the Meeting, the Company plans to continue such agreement.

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