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CORPORATE GOVERNANCE REPORT

Last update: August 31, 2026

Pasona Group Inc.

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The corporate governance of Pasona Group Inc. (hereinafter referred to as “Pasona Group” or the “Company”) is described below.

I Basic Stance Concerning Corporate Governance and Basic Information on Capital Structure and Corporate Attributes and Other Matters

1. Basic Stance

Ever since its founding, Pasona Group has promoted diversity based on a clear and transparent corporate philosophy of providing “Solutions to Society's Problems” and has built various forms of social infrastructure enabling anyone to freely select the jobs they like and gain opportunities to work.

Pasona Group's job is to harness the potential of the individual. In other words, to coin a phrase, the job is to: “Life Produce”; to support the creation of a comfortable lifestyle for people everywhere. Creating a society in which everyone can design their own lives of abundance according to their ways of working that suit their own lifestyles—those who consistently maintain a strong will and seek to reintegrate into society, those who seek the challenges of a new life, who boldly tackle their life's goals—this is the corporate social responsibility (CSR) of the Pasona Group. In order to meet its social responsibilities, Pasona Group has laid forth “The Pasona Group Corporate Behavior Charter.” All executives and employees from Pasona Group, from top management downward, are required to have a correct understanding of this charter, as it consists of action guidelines.

It is part of the Pasona Group's basic corporate mission to accomplish continuous enhancement of corporate value for its stakeholders (interested parties). To do so, we will boost corporate governance in harmony with the spirit of the “Corporate Governance Code” as stated in the Listing Regulations of the Tokyo Stock Exchange, considering this to be an important management issue. We will achieve medium- to long-term enhancement of corporate value through swift and bold decision-making while also ensuring the effectiveness of management oversight and management transparency.

Reasons for Non-compliance with the Principles of the Corporate Governance Code

The company has implemented all of the principles set forth in the Corporate Governance Code, as revised in June 2021.

Disclosure Based on the Principles of the Corporate Governance Code

Principle 1.4 Cross-shareholdings

The Company may hold shares in listed companies for cross-shareholding when such shareholding is warranted from medium- and long-term perspectives so as to strengthen and maintain relationships with clients and business partners, to expand its business, or to start a business alliance from which the Company expects to gain business benefits with the ultimate goal of increasing its corporate value.

If the Company holds shares in listed companies for cross-shareholding purposes, it reviews and verifies whether desired results have been accomplished or expected business benefits have been obtained as a result of the Company holding such shares, and the Board of Directors decides whether it is appropriate to continue holding the shares. It disposes of such shares when it considers that the rationale for holding them no longer exists.

The Company will exercise its voting rights appropriately by deciding whether the resolution is consistent with the Company's shareholding policy and whether it contributes to the sustainable growth of the invested company and

enhancement of its shareholders' interests, in addition to contributing to the enhancement of the interests of the Company's investors and shareholders.

Principle 1.7 Transactions with Related Parties

In the event that a director engages in a competing transaction or a transaction with a conflict of interest, the Director shall obtain a resolution of the Board of Directors regarding the individual transaction in accordance with the rules of the Board of Directors and shall report the results of the transaction.

In addition, in transactions with related parties, the Company regularly monitors the appropriateness of the terms and conditions of such transactions and the methods used to determine them to ensure that they do not harm corporate value and the common interests of shareholders, and the Company discloses the status of important transactions in the Annual Securities Report.

Supplementary Principle 2.4.1 Ensuring Diversity in the Appointment of Core Human Resources

Pasona Group believes that creating an environment in which all employees, regardless of age, gender, nationality, or disability, can make full use of their talents and abilities on the Pasona Group stage and can create a fulfilling life plan will lead to medium- to long-term corporate growth, and Pasona Group is committed to promoting the success of its diverse workforce.

(Figures below are as of May 31, 2026.)

• Promotion of Active Participation of Women in the Workplace

The Pasona Group, which was founded with the desire to "support housewives in finding new employment," has been practicing human resource development and placement of the right person in the right job without gender bias, with the aim of realizing a society with no gender disparities, and all employees have joined the Company as career-track employees since its establishment. To enable employees to work through milestones in their lives such as childbirth, child-rearing, and nursing care, Pasona has established flexible work systems since the 1990s, including telecommuting, reduced working hours, and flextime, and has also established an on-site daycare center at the Group's headquarters and a Pasona Family Office on Awaji Island, Hyogo Prefecture, where employees can work in the same space as their children. In the area of human resource development and career development support for women, the Wonder Woman Training program, which is a next-generation female leadership development program launched in 2014, has produced positive results, with three of its graduates promoted to Group company president, 27 to executive officer, 16 to deputy director, and 62 to senior-level supervisor.

- Percentage of female officers: 29.0%
 - Percentage of female managers in management positions: 51.4%
 - Percentage of female employees: 54.8%
 - Percentage of eligible women who elected to take childcare leave: 100%
 - Percentage of eligible men who elected to take childcare leave: 81.7%
 - Return-to-work rate of female employees after childbirth: 100% every year
- * Scope of calculation: The Company and all domestic consolidated subsidiaries

• Active Participation of Human Resources with Diverse Nationalities in the Workplace

At the Pasona Group, there are approximately 1,000 employees with diverse nationalities from 46 countries inside and outside the country. The percentage of non-Japanese personnel among the employees of domestic consolidated subsidiaries is 2.1% (7.6% when including overseas consolidated subsidiaries). The interaction among personnel of various nationalities with diverse values, and the activities of the right people assigned and promoted to the right positions leads to the ability to respond to changes in business and the development of new ideas.

Principle 2-6 Fulfilling Roles of Corporate Pension Funds as Asset Owners

In an effort to improvement professional management provided for the pension funds and to fulfill the roles expected of an asset owner, the Company fills pension management-related positions with the personnel previously associated with human resources, finance, and accounting departments so as to take advantage of their expertise and knowledge in these fields.

A pension management committee is also in place to deliberate and decide on important matters so as to ensure the safe and efficient management of pension assets. It also dispenses appropriate advice as needed to the administrative unit responsible for performing day-to-day operations relating to fund management.

Principle 3.1 (i) Management Philosophy and Business Strategies

Please refer to “Pasona Group Corporate Philosophy” on the Pasona Group website.

https://www.pasonagroup.co.jp/english/company/philosophy_e.html

Regarding business strategies, please refer to our mid-term vision, “PASONA GROUP VISION 2030” announced on July 17, 2025.

https://www.pasonagroup.co.jp/Portals/0/resources/english/ir/pdf/VISION2030_en.pdf

Principle 3.1 (ii) Basic Views and Guidelines on Corporate Governance

Please refer to “I 1. Basic Stance” in this report.

Principle 3.1 (iii) Policies and Procedures for Determining the Remuneration of Directors

Please refer to “II 1. Composition of Internal Organizations, Management, and Other Structures – Directors’ Compensation” in this report.

Principle 3.1 (iv) Policies and Procedures for Nominating Director Candidates and Dismissing Directors

The basic policy is to select candidates who are superior in personality, possess insight suitable, and who are desired as part of the Board of Directors, taking into consideration the balance and diversity of knowledge, experience, and ability of the Board of Directors as a whole. For Outside Directors, the Company particularly looks for persons with strong expertise in management, finance, accounting, law, or other disciplines in addition to the Group’s business areas, so as to drive the sustainable growth of the Company and to elevate its corporate value over the medium and long term. Prior to the official nomination of candidates by a resolution of the Board of Directors, the Nomination and Compensation Committee, which is composed of a majority of independent Outside Directors who meet the Company’s criteria for independence, submits a report on prospective candidates based on the above basic policy to the Board of Directors.

Mr. Haruo Funabashi, Mr. Kazuo Furukawa, Mr. Ryohei Miyata, and Mr. Yutaka Atomi, who are qualified as independent Outside Directors, are expected to provide invaluable insight and opinions from an independent perspective at the Board of Directors meetings.

If, in the opinion of the Company, a director fails to sufficiently fulfill his or her function, the Nomination and Compensation Committee deliberates the dismissal before the matter is brought to the Board of Directors. After the Board of Directors reaches a decision, the issue is forwarded to the General Meeting of Shareholders for its approval.

Outside Directors regularly exchange opinions with executive officers, and Outside Directors who are members of the Nomination and Compensation Committee are able to recognize their qualities, including their traits and knowledge, and utilize these when nominating candidates for director.

Principle 3.1 (v) Reasons for the Nominating of Individual Director Candidates

In the reference documents attached to the “Notice of the Ordinary General Meeting of Shareholders,” the Company discloses the reasons for nominating individual candidates for director positions. For details, please refer to said reference documents posted on our website.

https://www.pasonagroup.co.jp/english/ir/info/stockholders_meeting_e.html

Supplemental Principle 3.1.3 Initiatives for Sustainability

Under the Pasona Group corporate philosophy of “Providing solutions to society’s problems”, the Company is conducting business activities aiming to realize a sustainable society and is striving to promote sustainability management for sustainable growth of the Group. In order to clarify the significance of engaging in sustainability and the future vision it is aiming for, the Company has explicitly documented its concept of “Sustainability Policy” and is making it common knowledge throughout the Group. For details on our efforts regarding ESG and sustainability initiatives, please refer to our website.

<https://www.pasonagroup.co.jp/english/ir/esg/>

<Initiatives for Human Capital>

Since our founding in 1976, Pasona Group has been conducting business activities under the corporate philosophy of “Solution to Society’s Problems,” promoting diversity and striving to create a society where everyone is free to choose the work they love and can work in a way that suits their individual lifestyle. Within the company as well, we promote the creation of a workplace environment where employees can work with peace of mind, including proposing diverse work styles that maximize each and every employee's capability and providing support for building careers, thereby leading to the sustainable development and value enhancement of the Group.

• Human Resource Development Policy and Internal Environmental Improvement Policy

Our group's job is to "harness the potential of the individual." That is, to "Life Produce" and to support the creation of a comfortable lifestyle for people everywhere. To fulfill this role, under our human resource development policy of "Creating your own future by yourself," we have put in place various personnel systems and measures that encourage the exercise of talent and ability, and we support employees' autonomous career-building so that each employee can have high aspirations and a sense of purpose, while continuing to boldly take on challenges.

In our medium-term vision, "PASONA GROUP VISION 2030," we have established three key pillars in our human resources strategy, which are "Discovering human resources who will help shape the future," "Developing human resources who create new value," and "Creating an environment where diverse human resources can thrive," in order to realize our strategic priorities. By helping our employees to grow, our aim is to not only foster Group development but also promote the cultivation of talent that will contribute to the realization of a sustainable society.

In addition, we adhere to the “Pasona Way” as our guiding principle, which embodies the core values of the Pasona Group. Every year, for a two-month period beginning on February 16—our founding anniversary—we reflect on the role our Group plays and look back on our business history. Through discussions centered on our philosophy and the setting of individual action goals, all executives and employees share the “Pasona Way” as a constant, unwavering guide for decision-making, ensuring we carry forward the spirit of our founding.

For details on our efforts regarding human capital, please refer to "Section 2. Status of business, 2. Approach to sustainability and initiatives, (2) ESG/Sustainability Management, 2) Initiatives for human capital" in the Annual Securities Report.

<Investment in Intellectual Property>

The Group’s business is comprised of segments including BPO Solutions (Contracting), Expert Solutions (Temporary staffing), Career Solutions (Placement / Recruiting, Outplacement), Global Solutions, Life Solutions, Regional Revitalization and Tourism Solutions, and the Company is striving to expand its business areas. The Company is not only securing the predominance of existing businesses, but also working to enhance the value of the brands under each business and to protect and secure intellectual property, including defensive countermeasures, in order to create promising innovations and visionary new industries.

Based on the thinking that intellectual property is the essential foundation for continuous growth of various industries, the Company is also developing businesses related to intellectual property. In 2008, the Company launched the knowledge bank business, and undertakes prior art investigation services as a Registered Investigation Body with the Patent Office. In 2016, Pasona Knowledge Partner Inc. was established to develop services for private companies such as patent investigation, outsourcing services for patent prosecution, and consulting services regarding intellectual property in general, and in 2021, Pasona Intellectual Property Trust Inc. was established as Japan’s first trust company specializing in the handling of patents and other intellectual property, providing administrative trust services related to applications and securing rights to intellectual property (patent rights, design rights, utility model rights), which also contributes to the Group’s intellectual property strategy.

<Responding to Climate Change>

Since the Team Minus 6% project led by the Japanese Government commenced in 2005, Pasona Group established an Environment Committee consisting of the Directors of each of the Group companies. We have made every effort to treat limited resources as precious and have engaged in environmental conservation through our corporate activities in order to preserve a beautiful and healthy global environment for future generations.

Amidst the increasing severity of global warming, abnormal weather, damage to the ecosystem, and environmental damage in recent years, as a social solutions company, Pasona Group is disseminating its ideal way of sustainable management, and in order to continue to be a successful long-established company trusted by society, the Company determined the Pasona Group Environmental Innovation Strategy in 2021, and announced its support for the Task Force on Climate-Related Financial Disclosures (TCFD) in the same year. The Company has also launched an Environmental Management Promotion Committee, conducted climate change scenario analyses, and clarified the business impact of risks and opportunities related to climate change. In 2023, the Environmental Management Strategy Board was launched,

and strategies, policies, and goals for the Group's environmental management and response to climate change were formulated.

For details to the Commitment to Sustainable Global Environment, please refer to "Section 2. Status of business, 2. Approach to sustainability and initiatives, (2) ESG/Sustainability Management, 1) Commitment to Sustainable Global Environment" in the Annual Securities Report.

Supplementary Principle 4.1.1 Scope of Matters Delegated to Management

The Board of Directors is responsible for making decisions on matters required by law and by the articles of incorporation, in addition to important matters of Pasona Group and the Pasona Group companies. The rules of the Board of Directors, which said Board of Directors have adopted via its own resolution, stipulate that M&As, reorganization, the disposal and acquisition of significant assets, and substantial investments and loans are subject to a resolution of the Board of Directors.

Furthermore, as a company with an Audit and Supervisory Committee, we have delegated authority from the Board of Directors to individual directors for certain key operational matters. We have also introduced an executive officer system to expedite decision-making by delegating authority for individual operational decisions to management—including the Representative Directors—and executive officers. The details of these delegations are clearly specified in the organizational regulations and other documents established by resolution of the Board of Directors.

Principle 4.9 Independence Criteria and Qualifications for Outside Directors

The Company considers that an Outside Director or an Outside Director candidate is "independent" if he or she satisfies the following independence criteria set forth by the Company:

- No relative within a second degree of kinship is or has been an executive director of the Company or any of its subsidiaries.
- No business transaction exceeding 2% of the Company's consolidated net sales was conducted in the last three business years between Pasona Group and the company where he or she currently serves in the capacity of executive officer or employee.
- He or she never received compensation exceeding 10 million yen on an annual basis directly from Pasona Group in the last three business years for services rendered as a legal, accounting, or taxation professional or as a consultant (except for payments in the form of compensation for services rendered as the Company's officer or in the form of fees paid to the organization or firm of his or her affiliation).
- He or she is not an executive officer of an organization that has received donations from Pasona Group in excess of 10 million yen on an annual basis in the last three business years.

Supplementary Principle 4.10.1 Utilization of Voluntary Mechanisms (Establishment of Advisory Boards, etc.)

To strengthen the fairness, transparency, and objectivity of procedures related to the nomination and compensation of Directors and enhancing corporate governance, the Company has established a voluntary Nomination and Compensation Committee as an advisory board to the Board of Directors that consists of a majority of independent Outside Directors who meet the Company's independence criteria. The purpose of the Nomination and Compensation Committee is to deliberate on matters related to the nomination and dismissal of Directors, the selection and dismissal of representative Directors, and the selection and dismissal of executive Directors, as well as to decide on matters related to fixed compensation, restricted stock compensation, and other compensation, etc., for each individual director who is not a member of the Audit and Supervisory Committee.

For details, please refer to the "Supplementary Notes" to "Formation Status of Voluntary Committees, with Composition and Attributes of the Chairperson" of "II 1. Composition of Internal Organizations, Management, and Other Structures" in this report.

Supplementary Principle 4.11.1 Composition of the Board of Directors

When nominating candidates for the positions of director, the Company takes into account the balance, diversity, and size of the Board of Directors as a whole. The policies and procedures for the selection of director candidates are shown in Principle 3-1 (iv) above. In the opinion of the Company, the maximum numbers of Directors who are not Audit and Supervisory Committee members and of Directors who are Audit and Supervisory Committee members should be 10 and five, respectively, to ensure appropriate, speedy, and fair decision-making on important matters and to administer proper supervision over business execution.

Please refer to the last page of this report for the skills matrix of the Company's Directors.

Supplementary Principle 4.11.2 Concurrent Posts Held by Directors

The names of Directors, including independent Outside Directors, who concurrently hold positions elsewhere as officers of other listed companies, are disclosed each year in reference documents for the General Meeting of Shareholders and in business reports.

Supplementary Principle 4.11.3 Effectiveness Evaluation of the Board of Directors

To further enhance the governance function of the Board of Directors, the Company performs an annual evaluation of its overall effectiveness. For an overview of the evaluation methods and results, please refer to the website below.

https://www.pasonagroup.co.jp/Portals/0/resources/english/ir/pdf/evaluation_e.pdf

Supplementary Principle 4.14.2 Training Policy for Directors

The Company's Directors and executive officers receive the legal and compliance training necessary to perform their audit and supervisory duties and functions. In addition, they visit business subsidiaries as appropriate to develop a better understanding of the Pasona Group companies and their businesses.

To help Outside Directors perform their expected roles in full, the Company continuously provides them with opportunities to learn the corporate group's business, finances, organizations, and other matters upon their appointments and throughout their tenures.

Principle 5.1 Policy for Constructive Dialogue with Shareholders

We will actively communicate with our stakeholders, including shareholders and investors, and proactively disclose corporate information such as our management strategy, business activities, and financial condition, with due consideration for timeliness, fairness, accuracy, and continuity. This policy is published on our website as our "Disclosure Policy."

https://www.pasonagroup.co.jp/english/ir/esg/disclosure_e.html

- (i) The Investor Relations Headquarters is responsible for communication with shareholders in general, with the executive officer in charge of the Investor Relations Headquarters exercising oversight.
- (ii) To enhance communication with shareholders, the head of the Investor Relations Headquarters works organically with the respective heads of departments related to finance and accounting, corporate planning, administration, legal, and other functions and of operating divisions to ensure prompt information-sharing and fact verification.
- (iii) Twice a year, the Company organizes presentation meetings for institutional investors and security analysts to discuss the Company's interim and full-year results, in addition to individual meetings and interviews and small-group meetings, which are scheduled from time to time. The Company proactively communicates with shareholders and investors by posting news and information on the pages dedicated to investor relations on the Company's website.
- (iv) The opinions and concerns voiced by shareholders while engaged in such dialogue as above are regularly reported to the board meetings.
- (v) When communicating with shareholders, special care is taken to ensure compliance with the Company's anti-insider trading regulations, which govern the Company's handling of material facts. The Company refrains from making any comments regarding business results or answering any inquiries related to in the period from the day following the end of each quarter until the day of the financial results announcement, known as the "quiet period."

As for the Company's structure and details regarding IR activities, please refer to "III 2. Status of IR Activities" and "V 2. Other Matters Concerning Corporate Governance Structure" in this report.

Measures for Achieving Management that takes Capital Costs and Stock Prices into Consideration

Content of Disclosure	Disclosure of Initiatives (Update)
Availability of English Information	Available
Date of Disclosure Update	August 31, 2026

Explanation

1) Analysis of the Current Situation

Over the past period, including the COVID-19 period (from the fiscal year ended May 2018 to the fiscal year ended May 2023), PBR (Price-to-Book Ratio) has ranged between 1x and 2x, while ROE (Return on Equity) has fluctuated between 2% and 19%. As a result of gains from the sale of shares in Benefit One Inc. carried out in the fiscal year ended May 2024, net assets increased temporarily, resulting in a decrease in PBR. As for ROE, it temporarily increased due to the aforementioned sale, but turned negative in the fiscal year ended May 2026 due to a deficit. Shareholder capital costs were calculated using a range of β values determined using CAPM (Capital Asset Pricing Model), and we recognize it to be approximately 8%, based also on the opinions of third-party evaluators. We continuously analyze ROE, PBR, and other capital efficiency metrics, as well as market valuations, and we recognize that, at present, we have not been able to achieve a return on capital that exceeds our cost of capital.

2) Plan Formulation and Disclosure

Principle 5-2: Formulation and Disclosure of Management Strategies and Plans

Plus: "Supplementary Principle 5-2-1" Basic Policy and Review Status of the Business Portfolio

In July 2025, the Company formulated and announced its five-year medium-term vision, "PASONA GROUP VISION 2030," targeting the period from the fiscal year ending May 2026 to the fiscal year ending May 2030.

<https://www.pasonagroup.co.jp/ir/library/plan.html>

To achieve our financial targets for the fiscal year ending May 2030—an ROE of 8% or higher and a PBR of over 1—we are pursuing sustainable profit growth through our key strategies, while also establishing capital policies and cash allocation guidelines aimed at improving capital efficiency. We allocate capital with a focus on balancing growth investments, strengthening our management foundation, and returning value to shareholders, and we evaluate and review investment opportunities from the perspectives of profitability and growth potential, taking into account the cost of capital.

3) Implementing Initiatives (Measures for Realization)

The Board of Directors continuously monitors progress toward the "PASONA GROUP VISION 2030." By regularly reviewing and evaluating capital efficiency metrics such as ROE and PBR, the progress of key strategies, capital policies, and the status of investment projects, we strive to enhance the effectiveness of our management while taking into account the cost of capital and stock price. Furthermore, on July 15, 2025, we announced the introduction of restricted stock awards to expand the stock-based compensation program for Directors. Through this program, we aim to promote value alignment between Directors and shareholders and strengthen incentives for enhancing corporate value and shareholder value over the medium to long term. We will continue to explore system designs that promote management practices mindful of the cost of capital and stock price.

2. Capital Structure

Percentage of shares held by foreign corporations and other foreign investors	10% or more; less than 20%
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Status of Major Shareholders

Shareholders	Number of shares held	Percentage of shares (%)
Yasuyuki Nambu	14,897,337	38.93
Nambu Enterprise Inc.	3,364,600	8.79
The Master Trust Bank of Japan, Ltd. (Trust Account)	2,790,500	7.29
Custody Bank of Japan, Ltd. (Trust Account)	1,016,900	2.66
Custody Bank of Japan, Ltd. (Trust Account E)	918,967	2.40
Medical Concierge Co.,Ltd.	650,000	1.70
Gratitude Inc.	596,600	1.56
Pasona Group Employee Stock Ownership Association	544,368	1.42
STATE STREET BANK AND TRUST COMPANY 505301	432,376	1.13
Custody Bank of Japan, Ltd. (Trust Account 4)	382,500	1.00

Controlling shareholder

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Parent company

Not applicable

Supplementary Notes:

1. This is the status of the major shareholders as of May 31, 2026.
2. In addition to the aforementioned, the Company's treasury stock totaled 1,918,906 shares, which carry no voting rights per the provision of the Companies Act, Article 308, Paragraph 2.
3. The Company has introduced a "Board Benefit Trust" (BBT) and an "Employment Stock Ownership Plan" (J-ESOP). The 918,967 shares of the Company held in connection with these programs by Custody Bank of Japan, Ltd. (Trust Account E) are not counted toward the Company's treasury stock.
4. In a change report of the large-shareholding report made available for public inspection on May 21, 2026, Oasis Management Company Ltd. is stated to own the following shares as of May 14, 2026. But we are unable to confirm the actual number of shares owned as of May 31, 2026.
The details of the change report of the large shareholding report is as follows.
Oasis Management Company Ltd. 76,804 shares (0.19%)

3. Corporate Structure

Listed Stock Exchange and Market Segment	Tokyo Stock Exchange, Prime Market
Fiscal Year-End	May
Business Sector	Service
Number of Employees (consolidated) as of the Previous Fiscal Year End	1,000 or more
Net sales (consolidated) as of the Previous Fiscal Year End	¥100 billion or more but less than ¥1 trillion
Number of Consolidated Subsidiaries as of the Previous Fiscal Year End	50 or more but fewer than 100

4. Policies for the Protection of Minority Shareholders from the Adverse Consequences of Transactions between the Company and the Controlling Shareholder

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5. Special Circumstances that may have Material Impact on Corporate Governance

The Company is examining its business portfolio with the aim of creating Group synergy and maximizing corporate value, and this portfolio is reviewed as necessary by the Board of Directors according to the social environment and management status surrounding the businesses, as well as changes to the business environment.

Regarding capital ties with affiliated companies, our policy is to consider a wide array of factors, such as the Pasona Group's financial strategy, fundraising, the business, scale, and future growth potential of its affiliated companies, and we decide to keep a company listed if we determine that maintaining its listing will contribute to the corporate value of both the relevant company and Pasona Group.

In order to manage the Group in an integrated manner, the Company has signed a group management agreement with its affiliated companies and has a system in place that allows it to receive reports on important matters. Despite this, however, the Company has not signed the said agreement with its listed subsidiaries and listed equity-method affiliates (hereinafter "listed subsidiaries, etc.") and has a policy to protect the minority shareholders of its listed subsidiaries, etc., and to ensure that its listed subsidiaries, etc., stay independent as listed companies, by respecting the independent decisions made by the listed subsidiaries etc.

The Company and its listed subsidiaries, etc., do business together in various ways, such as by providing services to one another, working together to receive orders for projects, and exchanging personnel so as to create business synergy among them. However, in terms of business operations, from the perspective of protecting the minority shareholders of each company and ensuring their independence as listed companies, the Company respects their management systems and policies and believes that it is appropriate to maintain the management autonomy of each company in order to enhance the value of the Group. Fund management of listed subsidiaries, etc., is done independently of the Group and is thus handled according to their own decisions. We are also considering the appropriateness of business opportunities and business fields based on discussions between the Company and listed subsidiaries, etc., taking into consideration the possibility of listed subsidiaries, etc., losing opportunities or missing out on economic profit as a result of business competition within the Group.

As of the time that this report was submitted, the Company owns the listed company Bewith, Inc. (on the Prime Market of the Tokyo Stock Exchange) and the listed equity-method affiliate circlace Inc. (on the Growth Market of the Tokyo Stock Exchange). The significance of owning these companies as listed subsidiaries, etc., along with details related to ensuring the effectiveness of the governance system, are shown below.

Bewith, Inc.

As more and more companies are making efforts to improve productivity, promote work style reforms including telework, and drive DX (digital transformation) as corporate management tasks, and as demand for BPO services using outside specialty services as part of business process reforms has increased, Bewith, Inc. went public in January 2022 with the purpose of improving social credibility and increasing recognition both in Japan and globally, expanding business partners, hiring excellent personnel, and continuing business expansion.

Bewith, Inc. is the exclusive provider of contact center services in Pasona Group and is using its strengths including Omnia LINK, which is a cloud-based PBX developed in-house, to grow its business independently.

As Bewith, Inc. makes swift management decisions independently and demonstrates a presence in the industry, which helps ensure its superior competitiveness and enhances the corporate value of the Group, we believe it is best at this time to maintain its listing.

In addition to the purpose mentioned previously, we also believe that maintaining its listing will bring benefits to Bewith, Inc. itself, including being able to maintain its brand power and strengthening the motivation of employees.

More than one-third of the six Directors (two) of Bewith, Inc. are appointed as independent Outside Directors, and the subsidiary has established a Nomination and Compensation Committee where a majority are independent Outside Directors so as to ensure independence and avoid conflicts of interest with general shareholders. The Company also has proper respect for the decisions made by the subsidiary's Nomination and Compensation Committee when exercising voting rights related to the appointment and dismissal of officers, along with during the nomination process for officers. The number of the subsidiary's shares traded and the total market capitalization of its shares traded will fluctuate due to trading by investors, but in order to continue to meet the listing criteria of the market on which the subsidiary is listed, for the time being, the Company will, at the request of the subsidiary, collaborate with the subsidiary toward considering capital policies that can be implemented within the scope of maintaining its consolidated relationship with the Company and will strive to secure liquidity and increase the total market capitalization of the shares traded.

circlace Inc.

Based on its management philosophy, “Create Happiness,” circlace Inc. has been growing its business by developing and selling its own SaaS products in addition to providing comprehensive consultation services from the implementation of Salesforce products through to maintenance and operation. circlace Inc. went public in April 2022 with the purpose of improving social credibility and increasing recognition both in Japan and globally, expanding business partners, hiring excellent personnel, continuing business expansion, and deepening sustainable management through dialog with shareholders. At this time, in addition to the listing purpose mentioned previously, we also believe that maintaining its listing will bring benefits to circlace Inc. itself, including being able to maintain its brand power and strengthening the motivation of employees.

Three of the seven Directors of circlace Inc. are appointed as independent Outside Directors, and the subsidiary has established a Nomination Committee and a Compensation Committee, both comprised by a majority of independent Outside Directors, in order to ensure independence and avoid conflicts of interest with general shareholders. The Company also has proper respect for the decisions made by the affiliate’s Nomination Committee and Compensation Committee when exercising voting rights related to the appointment and dismissal of officers, along with during the nomination process for officers.

The number of the affiliate’s shares traded and the total market capitalization of its shares traded will fluctuate due to trading by investors, but in order to continue to meet the listing criteria of the market on which the affiliate is listed, for the time being, the Company will, at the request of the affiliate, collaborate with the affiliate toward considering capital policies that can be implemented within the scope of maintaining its equity method affiliated relationship with the Company and will strive to secure liquidity and increase the total market capitalization of the shares traded.

II Overview of Business Management Organization and Other Corporate Governance Systems Related to Managerial Decision-making, Business Execution, and Supervision

1. Composition of Internal Organizations, Management, and Other Structures

Type of Organizational Structure

Company with Audit and Supervisory Committee

Directors

Number of Directors Stipulated in Articles of Incorporation	15
Directors' Term of Office Stipulated in Articles of Incorporation	One year
Chairman of the Board of Directors	Chairperson (excluding those concurrently serving as President)
Number of Directors	10
Election of Outside Directors	Elected
Number of Outside Directors	4
Number of Outside Directors Designated as Independent Directors	4

Relationship with the Company (1)

Name	Status	Relationship with the Company (Note)										
		a	b	c	d	e	f	g	h	i	j	k
Haruo Funabashi	Appointed from the outside											
Kazuo Furukawa	Appointed from the outside											
Ryohei Miyata	Appointed from the outside										△	
Yutaka Atomi	Appointed from the outside								○			

Note: Categories for “Relationship with the Company (1)”

“○” when the director presently falls or has recently fallen under the category “△” when the director fell under the category in the past

“●” when a close relative of the director presently falls or has recently fallen under the category “▲” when a close relative of the director fell under the category in the past

- Executive of the Company or its subsidiaries
- Non-executive director or executive of a parent company of the Company
- Executive of a fellow subsidiary company of the Company
- Party whose major client or supplier is the Company or an executive thereof
- Major client or supplier of the listed company or an executive thereof
- Consultant, accountant, or legal professional who receives a large amount of monetary consideration or other property from the Company in addition to compensation as a director/auditor
- Major shareholder of the Company (or an executive of said major shareholder if the shareholder is a legal entity)
- Executive of a client or supplier company of the Company (which does not correspond to any of d, e, or f) (the director himself/herself only)
- Executive of a company, between which and the Company Outside Directors/auditor are mutually appointed (the director himself/herself only)
- Executive of a company or organization that receives a donation from the Company (the director himself/herself only)
- Others

Relationship with the Company (2)

Name	Member of the Audit and Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reason for Appointment
Haruo Funabashi	✓	✓	—	Mr. Funabashi has extensive experience working in administration and as an Outside Director of a listed company. He also has the broad insight he has gained during the course of his professional career, together with his independent standpoint. Therefore, the broad insight he has gained during the course of his professional career, together with his independent standpoint, can be utilized to strengthen the board's decision-making and audit and supervisory functions. In addition to the independence criteria for Outside Directors set forth by the Company, Mr. Funabashi satisfied the standards set forth by the Tokyo Stock Exchange for independent Directors, who must be appointed by listed companies to protect the interests of general shareholders. Hence, Mr. Funabashi has been designated as an independent Director.
Kazuo Furukawa	✓	✓	—	Mr. Furukawa has served as a director, president and COO of Hitachi, Ltd., and possesses knowledge in technical fields such as information telecommunication. He also has extensive experience in working in corporate management. Therefore, the broad insight he has gained during the course of his professional career, together with his independent standpoint, can be utilized to strengthen the board's decision-making and audit and supervisory functions. In addition to the independence criteria for Outside Directors set forth by the Company, Mr. Furukawa satisfied the standards set forth by the Tokyo Stock Exchange for independent Directors, who must be appointed by listed companies to protect the interests of general shareholders. Hence, Mr. Furukawa has been designated as an independent Director.

Name	Member of the Audit and Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reason for Appointment
Ryohei Miyata	✓	✓	Regarding donations during the fiscal year ended May 2025 for supporting artists who live in areas affected by the Noto Peninsula earthquake made by the Company to the Nitten Public Interest Incorporated Association, where Mr. Ryohei Miyata serves as president, he is considered an “executive of a company or organization that receives a donation from the Company,” but the donation amount is below the standard set by the Company of 10 million yen for maintaining independence, so it was determined that there is no risk of a conflict of interest between him and general shareholders.	Mr. Miyata has won many awards as a metal craftsman and has served in positions such as Commissioner-General of the Agency for Cultural Affairs, playing a leading role in Japan’s cultural administration. He possesses the broad knowledge in the arts and arts—which are indispensable to our regional revitalization initiatives—as well as extensive experience in university administration. We believe he is well-suited to serve as an Outside Director on the Audit and Supervisory Committee, as he will apply the broad perspective cultivated through his career to oversee our company’s management and, from an independent standpoint, is expected to strengthen the Board of Directors’ decision-making, auditing, and supervisory functions. In addition to the independence criteria for Outside Directors set forth by the Company, Mr. Miyata satisfied the standards set forth by the Tokyo Stock Exchange for independent Directors, who must be appointed by listed companies to protect the interests of general shareholders. Hence, Mr. Miyata has been designated as an independent Director.

Name	Member of the Audit and Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reason for Appointment
Yutaka Atomi	✓	✓	Although a business relationship exists between the subsidiary that provides education training to Atomi Gakuen, where Mr. Yutaka Atomi serves as president, and as he is considered an “executive of a business partner of a listed company,” educational training had been entrusted to them every year prior to him becoming president, and the average annual amount of transactions during the past three fiscal years comprises less than 0.1% of the Company’s consolidated net sales. Furthermore, since this is approximately 0.1% of the business income for Atomi Gakuen, it was determined that there is no quantitative materiality and no risk of a conflict of interest between him and general shareholders.	Mr. Atomi has broad knowledge as a medical scientist, which is indispensable for the Company's healthcare business, and abundant experience as a president and in the management of a university. Therefore, the broad insight he has gained during the course of his professional career, together with his independent standpoint, can be utilized to strengthen the board’s decision-making and audit and supervisory functions. In addition to the independence criteria for Outside Directors set forth by the Company, Mr. Atomi satisfied the standards set forth by the Tokyo Stock Exchange for independent Directors, who must be appointed by listed standards set forth by the Tokyo Stock Exchange for such Directors, who must be appointed by listed companies to protect the interests of general shareholders. Hence, Mr. Atomi has been designated as an independent Director.

Audit and Supervisory Committee

Committee’s Composition and the Attributes of the Chairperson

	All Committee members	Full-time Members	Inside Directors	Outside Directors	Chairperson
Audit and Supervisory Committee	5	1	1	4	Inside Director

Appointment of Directors and/or Staff to Support the Audit and Supervisory Committee	Appointed
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Matters Related to Independence from Executive Directors of the Directors Who Are also Audit and Supervisory Committee Members, Along with Their Assistant Staff

The personnel of the Audit Department assist in the duties of the Audit and Supervisory Committee. Such staff perform duties instructed by the Audit and Supervisory Committee under the command of the Audit and Supervisory Committee. Personnel changes and transfers, personnel evaluations, and disciplinary actions affecting such staff are subject to the prior approval of the Audit and Supervisory Committee.

Cooperation among the Audit and Supervisory Committee, Accounting Auditors, and Internal Audit Department

The Audit and Supervisory Committee informs the Internal Audit Department of the audit policy and audit plan and receives reports on the internal audit plan and the individual internal audit results, etc., from the Internal Audit Department. In addition, the Audit and Supervisory Committee works closely with the Internal Audit Department to build a system that enables effective audits of the entire Company group. The accounting auditors and the Audit and Supervisory Committee meet regularly and cooperate with each other through exchanges of opinions and information.

Voluntary Committees

Voluntary Committees equivalent to Nominating Committee or Compensation Committee	Formed
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Formation Status of Voluntary Committees, with Composition and Attributes of the Chairperson

	Name of Committee	All Members	Full-time Members	Inside Directors	Outside Directors	Outside Experts	Others	Chairperson
Voluntary Committee Equivalent to Nomination Committee	Nomination and Compensation Committee	3	0	0	2	1	0	Others
Voluntary Committee Equivalent to Compensation Committee	Nomination and Compensation Committee	3	0	0	2	1	0	Others

Supplementary Explanation

For the purpose of strengthening the fairness, transparency, and objectivity of procedures related to the nomination and compensation of Directors and enhancing corporate governance, the Company has established a voluntary Nomination and Compensation Committee as an advisory board to the Board of Directors that consists of a majority of independent Outside Directors who meet the Company's independence criteria. The members are selected by a resolution of the Board of Directors. The purpose of the Nomination and Compensation Committee is to deliberate and report to the Board of Directors on matters related to the nomination and dismissal of Directors, the selection and dismissal of Representative Directors, and the selection and dismissal of executive Directors, as well as to decide on matters related to fixed compensation, restricted stock compensation, and other compensation, etc., for each individual director who is not a member of the Audit and Supervisory Committee, etc. External objective data is used by the committee as needed in order to make fair determinations. From the perspective of social compatibility and accountability to stakeholders, the committee will discuss the disclosure of compensation for Directors and make reports to the Board of Directors as needed.

The Nomination and Compensation Committee consists of three members: Mr. Yutaka Hori (lawyer), Mr. Haruo Funabashi (Outside Director), and Mr. Kazuo Furukawa (Outside Director), and the committee is chaired by Mr. Yutaka Hori. The committee met once during the fiscal year, and regarding nomination, deliberated on the suitability of candidates for director and reported to the Board of Directors. In addition, regarding compensation, the committee assessed the individual performance of Directors who are not members of the Audit and Supervisory Committee, etc., and determined the fixed compensation, etc. for those Directors based on said assessment. The attendance rate of the current committee members at the committee meetings is 100%.

Independent Directors

Number of Independent Directors	4
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Incentives

Initiatives and Implementation Status concerning Incentives for Directors

Performance-linked Stock Compensation Plan

Supplementary Explanation

The compensation of each director who is not a member of the Audit and Supervisory Committee is determined by taking into consideration a variety of factors, including his or her position, responsibilities, and level of contribution to the Company.

The Company has adopted the Board Benefit Trust (BBT) as a performance-linked, stock-value-linked compensation system for the purpose of clarifying the linkage between the compensation for Directors, etc., and the Company's business performance and shareholder value, as well as for enhancing the Directors' awareness of their contribution to the Company's medium- to long-term business performance and enhancement of corporate value.

The performance-linked stock compensation is determined via a method decided on by the Board of Directors based on the basic coefficient according to the position of each director (excluding Directors who are members of the Audit and Supervisory Committee and non-executive Directors) and according to the degree of achievement of the performance targets for each fiscal year. The evaluation indicators are consolidated operating profit and profit attributable to owners of parent, and specific upper limits are set to enhance transparency and objectivity. The reason for the selection of these performance indicators is that the Company believes it is appropriate to use consolidated operating profit and profit attributable to owners of parent because the profit & loss figures are clearer in considering the contribution to business performance in a single fiscal year.

For more details, please refer to the Annual Securities Report, "I-4. Status of the reporting company, 4. Status of corporate governance, etc., (4) Compensation for Officers, etc."

Directors' Compensation

Status of Disclosure of Directors' Compensation

Disclosure for Select Directors

Supplementary Explanation

Compensation paid to Directors and auditors (19th period)

- Compensation for five Directors who were not members of the Audit and Supervisory Committee: ¥216 million
- Compensation for five Directors who were members of the Audit and Supervisory Committee: ¥89 million (including ¥68 million for Outside Directors)

Note: As of the end of the 19th period, there were five Directors who were not members of the Audit and Supervisory Committee and five Directors who were members of the Audit and Supervisory Committee (including four Outside Directors).

Policy on the Determination of the Amount of Compensation and its Computation Method

Available

Disclosure Details of the Policy Regarding the Determination of the Amount of Compensation and the Computation Method

1. Matters relating to the policy regarding the determination of the amount of compensation for officers, etc., and its calculation method

We have established the following compensation policy for officers in harmony with our corporate philosophy of providing "Solutions to Society's Problems," which remains unchanged since the establishment of the Company, and according to the principles of the Corporate Governance Code.

(1) Basic Policy

- Compensation should be at a level that ensures diversity on the Board of Directors and the hiring of global management personnel who have excellent traits and knowledge.
- The compensation system should contribute to the sustainable growth of Pasona Group and to the medium- to long-term enhancement of corporate value.

- The compensation determination process should be highly fair, transparent, and objective.

(2) Compensation Level Concept

- The compensation level should be benchmarked according to third-party compensation surveys of listed companies in Japan.
- The compensation level should be determined by taking into consideration the officer's position, responsibilities, and level of contribution to the Company and should be reviewed as appropriate according to changes in the external environment and the officer's responsibilities, etc.

(3) Compensation System Concept

- The link between the compensation for Directors, etc., and the Company's business performance and shareholder value should be clear in order to motivate the officers to make greater contributions to the Company's medium- to long-term business performance and enhance corporate value.
- Compensation for Directors (excluding Directors who are members of the Audit and Supervisory Committee) consists of fixed compensation (monetary compensation) and stock-based compensation. The stock-based compensation is comprised of restricted stock compensation designed to share value with shareholders and performance-linked stock compensation designed to enhance awareness of contribution to medium- to long-term performance and improve corporate value. As a general rule, the ratio of fixed compensation (monetary compensation) to stock-based compensation (restricted stock compensation + performance-based stock compensation) is designed to be 6:4.
- Compensation for Directors who are members of the Audit and Supervisory Committee is structured in consideration of their role in overseeing the execution of business operations by other Directors, and consists of fixed compensation (monetary compensation) and restricted stock compensation as stock-based compensation. As a general rule, the ratio of fixed compensation (monetary compensation) to stock-based compensation (restricted stock compensation) is designed to be 8:2.

(4) Compensation Governance Concept

- Compensation for individual Company Directors should be determined by the Nomination and Compensation Committee, which consists of a majority of independent Outside Directors who meet the Company's independence criteria.

2. Method for deciding the policy governing details related to compensation, etc., for individual Directors

The Company resolved to establish a policy governing details related to compensation, etc., for individual Directors (hereinafter referred to as the "decision policy") at a meeting of the Board of Directors held on February 26, 2021, and, accompanying the establishment of a Nomination and Compensation Committee, the Company resolved to revise the decision policy at a meeting of the Board of Directors held on June 30, 2021.

Moreover, for introducing the restricted stock compensation plan for both Directors who are not and who are members of the Audit and Supervisory Committee, the Company resolved to revise its decision policy at the Board of Directors meeting held on August 22, 2025, and July 15, 2026.

3. Outline of the decision policy

The Company set forth a remuneration limit payable to Directors, which was approved by the shareholders at the Ordinary General Meeting of Shareholders held on August 18, 2017 and at the Ordinary General Meeting of Shareholders held on August 22, 2025.

Compensation for Directors (excluding Directors who are members of the Audit and Supervisory Committee, Outside Directors, and non-executive Directors) consists of fixed compensation (monetary compensation) and stock-based compensation. The stock-based compensation is comprised of restricted stock compensation designed to share value with shareholders and performance-linked stock compensation designed to enhance awareness of contribution to medium- to long-term performance and improve corporate value. The ratio of performance-linked stock compensation to the total compensation is designed to be approximately 0% to 30% when performance targets are achieved. The fixed compensation (monetary compensation) to stock-based compensation (restricted stock compensation + performance-linked stock compensation) is generally designed to be a ratio of 6:4.

On the other hand, compensation for Directors who are members of the Audit and Supervisory Committee is structured in consideration of their role in overseeing the execution of business operations by other Directors and consists of fixed compensation (monetary compensation) and restricted stock compensation as stock-based compensation. As a general rule, the ratio of fixed compensation (monetary compensation) to stock-based compensation (restricted stock compensation) is designed to be 8:2.

The fixed compensation (monetary compensation) and restricted stock compensation for each director who is not a member of the Audit and Supervisory Committee is—subject to the compensation limits for Directors approved at a Shareholders' Meeting—determined by the Nomination and Compensation Committee, which is composed of a majority of independent Outside Directors who meet the Company's independence criteria, based on the Directors' position, responsibilities, and contribution to the Company. However, the fixed compensation (monetary compensation) and restricted stock compensation for Directors who are members of the Audit and Supervisory Committee is determined based on discussions among the Directors who are Audit and Supervisory Committee members themselves within the compensation limits approved at a Shareholders' Meeting.

Performance-linked stock compensation, which is based on the Board Benefit Trust (BBT), is scalable to the degree of business goals achieved in a business year. It is computed for each director (excluding Directors who are members of the Audit and Supervisory Committee, Outside Directors, and non-executive Directors) using a method pre-determined by the Board of Directors and based on a basic coefficient assigned to each director according to his or her position. For the evaluation metrics, in addition to using consolidated operating profit resulting from business activities and profit attributable to owners of parent, a specific maximum amount has been set to increase transparency and objectivity.

The fixed compensation (monetary compensation) is set on an annual basis, with one-twelfth of the total amount paid each month starting in September. Restricted stock awards are generally granted once a year, and shares related to the Performance-Based Stock Trust (BBT) are generally delivered upon retirement.

Support Structure for Outside Directors

The Audit Department and the Corporate Planning Division cooperate as appropriate to respond to opinions and problems pointed out by the Outside Directors.

In principle, when holding a Board of Directors meeting, the Corporate Planning Division, which performs administrative functions for the Board of Directors, notifies the details of the agenda to the Outside Directors three days before the date of the meeting. For a matter on the agenda that is considered important by the director in charge of the Corporate Planning Headquarters, the Outside Directors are briefed on the matter in advance of the meeting by the Corporate Planning Division or by the director in charge of the matter.

2. Matters Related to Functions of Business Execution, Auditing and Supervision, and Nomination and Decisions on Compensation, etc. (Outline of the Current Corporate Governance Structure)

1. Business Execution Functions Board of Directors

Board of Directors

The Board of Directors serves as the body for supervising the overall management of the Company and is the highest decision-making authority following the General Meeting of Shareholders. It is composed of Directors who are not members of the Audit and Supervisory Committee who have a term of one year, along with Directors who are members of the Audit and Supervisory Committee who have a term of two years.

The Board of Directors makes decisions on important matters concerning the Company and its group companies such as M&A, organizational restructuring, the disposal or acquisition of significant assets, and large-scale investments and financing, in accordance with laws and regulations, the Articles of Incorporation, and the Board of Directors' Rules established by resolution of the Board. As of the date of the Corporate Governance Report, the Board of Directors is comprised of five Directors (three men and two women) who are not Audit and Supervisory Committee Members, and five Directors (all men) who are Audit and Supervisory Committee Members. Of these, four Directors (all men) are Independent Outside Directors who are Audit and Supervisory Committee members. Also, by making 40% of the Directors into Independent Outside Directors, the monitoring function of the Board of Directors has improved. The CEO serves as the Chairperson of the Board of Directors.

(Status of Activities of the Board of Directors)

The Company's Directors hold regular meetings of the Board of Directors at least once a month, as well as extraordinary meetings, as necessary. The number of meetings of the Board of Directors held during the fiscal year under review was 17, and the Company discloses the attendance of each Director in the Annual Securities Report.

(Matters to be deliberated by and reported at the Board of Directors)

Specific matters to be deliberated and reported during the current fiscal year are as follows.

- Medium- to Long-term Management Strategy of the Group
- New Business Strategies (Including New Business)
- M&A and Organizational Restructuring
- Financial Results, Business Performance, and Financial Strategies
- Budget Management
- Acquisition of Assets and Investments (Including Fixed Assets)
- Transactions involving conflicts of interest
- Risk Management
- Compliance

Management Meeting

A Management Meeting is held twice a month, in general, so as to allow decisions concerning important matters affecting the entire Company to be made quickly and efficiently. As of the date of submission of the Annual Securities Report, the Management Meeting is composed of five Directors who are not Audit and Supervisory Committee Members (Mr. Hirotaka Wakamoto, Mr. Shintaro Nakao, Ms. Junko Fukasawa, Ms. Kinuko Yamamoto, and Mr. Makiya Nambu), one full-time Audit and Supervisory Committee Member (Mr. Kazufumi Nomura), and 14 titled Executive Officers (Ms. Yuko Nakase, Mr. Akira Kamitamai, Mr. Hajime Kono, Mr. Motoyoshi Takagi, Ms. Takako Yagi, Mr. Takuji Matsumura, Ms. Kaori Shindo, Ms. Yukari Ohinata, Ms. Mari Kanazawa, Ms. Misako Nakata, Ms. Azusa Mitsuda, and Mr. Koichi Itabashi, Mr. Tomokazu Okada, Mr. Hiroshige Sadamatsu). The CEO serves as the Chairperson of Management Meetings.

Executive Officer System

Pasona Group has adopted an executive officer system to promote functional separation between execution and supervision.

Internal Control Committee and Others

Pasona Group has established and maintains seven cross-divisional committees, which are subordinate organs to the Management Meeting and which report directly to the president. They are charged with the implementation of specific actions geared to ensuring internal control, risk management, and greater customer satisfaction, among others. They are:

- (1) Internal Control Committee;
- (2) Compliance Committee;
- (3) Risk Management Committee;
- (4) CS/ES Committee;
- (5) Environmental Management Strategy Board;
- (6) SDGs Committee; and
- (7) DX Promotion Committee

2. Audit and Supervisory Functions

a. Internal Audits

The Audit Department (two members) and the Group Internal Audit Department (10 members) conduct internal audits in accordance with the internal auditing guidelines and rules, and the internal auditing guidelines and rules for affiliated companies to monitor the Company's state of compliance with statutory requirements and internal regulations and to prevent incidents caused by operational errors and wrongdoings, in an effort to ensure better business operations and greater management efficiency. The Group Internal Audit Department, and Internal Control Committee check the operation of the internal control system.

The full-time members of the Audit and Supervisory Committee receive reports on the findings of individual internal audits, attend internal audit meetings held every quarter in general, and receive reports from the head of the Audit Department and the head of the Group Internal Audit Department. A periodic information exchange session is scheduled every month with the head of the Audit Department and the head of the Group Internal Audit Department, in order to ensure proper business execution, monitor the state of compliance, improve business practices, and share findings and corrective actions after audits. The parties also engage in close information exchanges to discuss plans for auditing policies by the Audit and Supervisory Committee and internal auditing policies, among others.

Moreover, audit results are regularly reported to the Board of Directors.

b. Audits by Audit and Supervisory Committee

The Audit and Supervisory Committee of the Company consists of five members: one full-time director and four Outside Directors. The Audit and Supervisory Committee members monitor the Company's overall state of business execution through a variety of audit activities. They attend the Board of Directors meetings and other important meetings, receive business reports from Directors, conduct accounting audits for affiliated companies, review important documents and records, examine the appropriateness of the auditing method employed by the accounting auditor, and hold periodic meetings with the Audit Department and the Group Internal Audit Department. The Committee's audit findings are reported to the Board of Directors either verbally or in writing, and it advises or makes corrective recommendations where appropriate. The personnel of the Audit Department assist in the duties of the Audit and Supervisory Committee.

3. Functions for Determining Nomination and Compensation Nomination and Compensation Committee

The Nomination and Compensation Committee has been formed as an advisory board to the Board of Directors for the purpose of enhancing the fairness, transparency, and objectivity of procedures related to the nomination and compensation of Directors and for boosting corporate governance. The committee consists of a majority of independent Outside Directors who meet the Company's independence criteria, and it deliberates and reports to the Board of Directors on matters related to the nomination and dismissal of Directors, the selection and dismissal of Representative Directors, and the selection and dismissal of executive Directors, while also deciding on matters related to fixed compensation, restricted stock compensation, and other compensation for each individual director who is not a member of the Audit and Supervisory Committee, etc.

3. Reasons for Adopting the Current Corporate Governance Structure

In addition to strengthening the audit and supervisory functions of the Board of Directors as well as enhancing corporate governance, the Company has adopted a corporate governance structure that involves having a supervisory committee, for the purpose of improving management efficiency by delegating authority to Directors so that quick decisions can be made. It is believed that by adopting this structure, the Company will be able to make management decisions quickly in response to changes in the business environment and to conduct business in a timely and appropriate manner.

III Status of Initiatives and the Implementation of Measures for Shareholders and Other Interested Parties

1. Measures Aimed at Revitalizing Shareholders Meetings and Facilitating the Exercise of Voting Rights

	Explanatory comments
Scheduling of the General Meeting of Shareholders on a non-peak day	Pasona Group generally convenes its General Meeting of Shareholders annually in late August or thereafter.
Proxy voting by electronic means	Proxy voting via the internet and others is permitted.
Measures to provide institutional investors with better proxy voting environments, including issuer's participation in the Electronic Voting Platform	The Company participates in the Electronic Voting Platform for Foreign and Institutional Investors, operated by ICJ, Inc.
Providing the "Notice of the General Meeting of Shareholders" in English (summary)	The "Notice of the General Meeting of Shareholders" is provided in English (summary) and posted on the Timely Disclosure Network (TDnet) of the Tokyo Stock Exchange as well as on the Company's website.
Others	Posting of the "Notice of the General Meeting of Shareholders" and the "Notice of Resolutions of the General Meeting of Shareholders" on the Company's website; in addition, prior to being sent to all shareholders, the "Notice of the General Meeting of Shareholders" is posted on TDnet and the Company's website. https://www.pasonagroup.co.jp/english/ir/info/stockholders_meeting_e.html

2. Status of IR Activities

	Explanatory comments	Presentation by the president
Creation and publication of the Disclosure Policy	We will actively communicate with our stakeholders, including shareholders and investors, and proactively disclose corporate information such as our management strategy, business activities, and financial condition, with due consideration for timeliness, fairness, accuracy, and continuity. This policy is published on our website as our “Disclosure Policy.” https://www.pasonagroup.co.jp/english/ir/esg/disclosure_e.html	—
Periodic presentations for analysts and institutional investors	A presentation designed for institutional investors is held every six months so as to explain the Company’s business performance for the period under review, along with forecasts and outlook. Investor presentation materials are disclosed via the Company’s website. Additionally, following the conclusion of the briefing session, we publish the video recording, transcript, and presentation materials on our company website.	Yes
IR material disclosed on the Company’s website	A separate website has been established specifically for IR disclosure. The published information includes business results, presentation materials, press releases including timely disclosure, financial reports, annual securities reports, Semi-annual report, the “Notice of the Ordinary General Meeting of Shareholders,” the “Notice of Resolutions of the Ordinary General Meeting of Shareholders,” stock information, and the IR schedule. In addition, English translations of IR materials and corporate information are posted on the Company’s website for overseas investors. https://www.pasonagroup.co.jp/english/ir/	—
Establishment of the IRDept. (IR officer)	We have established a dedicated IR department, the Investor Relations Division, directly under our Corporate Management Group Headquarters and appointed an Executive Officer in charge of Investor Relations Headquarters.	—
Others	The Company offer a shareholder benefits program to enhance the appeal of investing in our company's stock and to deepen your understanding of our group's businesses. For the first, second, and third quarters, quarterly IR letters summarizing our business results and activities are posted on the Company’s website.	—

3. Maintaining Respect for the Status and Position of Stakeholders

	Explanatory comments
Internal guideline or code concerning respect for stakeholder positions	Ever since its founding, Pasona Group has promoted diversity based on a clear and transparent corporate philosophy of providing “Solutions to Society's Problems” and has built various forms of social infrastructure enabling anyone to freely select the jobs they like and gain opportunities to work. Pasona Group's job is to harness the potential of the individual. In other words, to coin a phrase, the job is to: “Life Produce”; to support the creation of a comfortable lifestyle for people everywhere. Creating a society in which everyone can design their own lives of abundance according to their ways of working that suit their own lifestyles—those who consistently maintain a strong will and seek to reintegrate into society, those who seek the challenges of a new life, who boldly tackle their life's goals—this is the corporate social responsibility (CSR) of the Pasona Group. In order to meet its social responsibilities, Pasona Group has laid forth “The Pasona Group Corporate Behavior Charter,” which sets forth our mission and our commitment to respecting our stakeholders.
Implementation of environmental protection and CSR activities	Under the Pasona Group corporate philosophy of “Providing Solutions to Society’s Problems”, the Company is conducting business activities aiming to realize a sustainable society and is striving to promote sustainability management for sustainable growth of the Group. In order to clarify the significance of engaging in sustainability and the future vision it is aiming for, in 2021 the Company has explicitly documented its concept of “Sustainability Policy” and is making it common knowledge throughout the Group. <Responding to Climate Change> Since the Team Minus 6% project led by the Japanese Government commenced in 2005, Pasona Group established an Environment Committee consisting of the Directors of each of the Group companies. We have made every effort to treat limited resources as precious and have engaged in environmental conservation through our corporate activities in order to preserve a beautiful and healthy global environment for future generations. Amidst the increasing severity of global warming, abnormal weather, damage to the ecosystem, and environmental damage in recent years, as a social solutions company, Pasona Group is disseminating its ideal way of sustainable management, and in order to continue to be a successful long-established company trusted by society, the Company determined the Pasona Group Environmental Innovation Strategy in 2021, and announced its support for the Task Force on Climate-Related Financial Disclosures (TCFD) in the same year. The Company has also launched an Environmental Management Promotion Committee, conducted climate change scenario analyses, and clarified the business impact of risks and opportunities related to climate change. In 2023, the Environmental Management Strategy Board was launched, and strategies, policies, and goals for the Group’s environmental management and response to climate change were formulated. For details to the Commitment to Sustainable Global Environment, please refer to “Section 2. Status of business, 2. Approach to sustainability and initiatives, (2) ESG/Sustainability Management, 1) Commitment to Sustainable Global Environment” in the Annual Securities Report. <Initiatives for Human Capital> Since its establishment in 1976, the Group has made efforts to realize a society in which anyone, regardless of age, gender, nationality, or physical or mental disability, can have a dream, be proud, and freely use their talents to succeed. Within the company as well, we promote the creation of a workplace environment where employees can work with peace of mind, including proposing diverse work styles that maximize each and every employee's capability and providing support for building careers, thereby leading to the sustainable development and value enhancement of the Group.

• Human Resource Development Policy and Internal Environmental Improvement Policy
Our group's job is to "harness the potential of the individual." That is, to "Life Produce" and to support the creation of a comfortable lifestyle for people everywhere. To fulfill this role, under our human resource development policy of "Creating your own future by yourself," we have put in place various personnel systems and measures that encourage the exercise of talent and ability, and we support employees' autonomous career-building so that each employee can have high aspirations and a sense of purpose, while continuing to boldly take on challenges.

In harmony with our medium-term vision, "PASONA GROUP VISION 2030," we have established three key pillars in our human resources strategy, which are "Discovering human resources who will help shape the future," "Developing human resources who create new value," and "Creating an environment where diverse human resources can thrive," in order to realize our strategic priorities. By helping our employees to grow, our aim is to not only foster Group development but also promote the cultivation of talent that will contribute to the realization of a sustainable society.

In addition, we adhere to the "Pasona Way" as our guiding principle, which embodies the core values of the Pasona Group. Every year, for a two-month period beginning on February 16—our founding anniversary—we reflect on the role our Group plays and look back on our business history. Through discussions centered on our philosophy and the setting of individual action goals, all executives and employees share the "Pasona Way" as a constant, unwavering guide for decision-making, ensuring we carry forward the spirit of our founding.

For details on our efforts regarding human capital, please refer to "Section 2. Status of business, 2. Approach to sustainability and initiatives, (2) ESG/Sustainability Management, 2) Initiatives for human capital" in the Annual Securities Report.

IV Matters Concerning Internal Control System

1. Basic Stance and Development/Operation Status of Internal Control

1. Structure and system to ensure that the Directors and employees of the Company and its subsidiaries execute their duties in conformity with legal requirements and their respective articles of incorporation
 - (1) The Company established a corporate code of conduct. Designed to fully familiarize the officers and employees of the Company and its subsidiaries with the corporate philosophy that underpins all activities, the corporate code of conduct helps imbue stronger compliance mindset in the officers and employees.
 - (2) The Directors of the Company and its subsidiaries are monitored by the boards of Directors, the Management Meeting, and other organs of respective entities to ensure their compliance with laws, regulations, and their articles of incorporation and to confirm that their actions are in line with the corporate philosophy.
 - (3) The Compliance Committee was established as an organ to set forth the basic standards of conduct to be observed by officers and employees of the Company and its subsidiaries in carrying out their day-to-day business. It also implements and supervises activities aimed at promoting compliance within the Company and at its subsidiaries. The activities of the Compliance Committee are reported to the Board of Directors on a periodic basis.
 - (4) In an attempt to detect at the early stage of illegal acts, and to prevent such acts committed on organizational and individual levels, the Company has established an internal reporting system covering the entire Pasona Group companies. Internal reporting contact points have been set up both within and outside the Company for officers and employees to file a report.
 - (5) The Company's Audit Department and the Group Internal Audit Department conduct internal audits of the Company and its subsidiaries (excluding publicly listed subsidiaries). It reviews the validity, appropriateness, and legality of business execution and improves the Company's internal controls.
 - (6) Based on the corporate code of conduct, the Company takes a resolute attitude in opposition to criminal and anti-social forces and refuses and severs any relationship with such parties. A department has been designated to handle illicit demands, and rules and regulations governing reporting and response procedures are in place to increase the Company's readiness to fight back in cooperation with the relevant authorities, including law enforcement, as appropriate.
 - (7) Legal appropriateness is maintained by electing Outside Directors who do not have any conflict of interest with the Company and by strengthening mutual monitoring and mutual oversight among the Directors.
 - (8) Audits are performed by the full-time Audit and Supervisory Committee members and the Outside Directors who are Audit and Supervisory Committee members and who, by definition, have no conflict of interest with the Company.
2. Structure and system to maintain and manage information relating to the Directors' execution of their duties

Pasona Group takes full steps to ensure that the preparation, maintenance, and disposal of important documents that relate to decisions made by the Directors and reports submitted to the Directors are carried out in accordance with the established document management regulations.

3. Rules, structure, and system to manage risks of loss within the Company and at its subsidiaries
 - (1) Risks are managed in accordance with the group's risk management rules. For the full enforcement of the rules, a crisis management manual has been distributed to all officers.
 - (2) The CEO maintains ultimate responsibility for risk management functions. The responsibility for risk management is centralized within the Risk Management Committees established within the Company and at its major subsidiaries, and the executive officer in charge of the Corporate Governance Headquarters is charged with risk oversight.
 - (3) The Risk Management Committees boosts readiness to respond to incidents by identifying and classifying anticipated risks based on the crisis management manual, such that necessary information is distributed throughout the group promptly in the event of a crisis. Moreover, the activities of the Risk Management Committee are reported to the Board of Directors on a periodic basis.

- (4) The Company's Audit Department and the Group Internal Audit Department of the Company perform audits on the daily risk control administered by the divisions of the Company and by its subsidiaries (excluding publicly listed subsidiaries).
4. Structure and system to ensure the efficiency of execution of the Directors' duties at the Company and its subsidiaries
 - (1) The segregation of responsibilities and authority among Directors, as outlined in each company's organizational rules and regulations, is designed to ensure well-defined accountability and maximum operational efficiency.
 - (2) In addition to the regular Board of Directors meeting, which is scheduled every month, extraordinary sessions may be scheduled as needed. The Management Meeting, which is attended by the Directors who are not members of the Audit and Supervisory Committee, the full-time Audit and Supervisory Committee members, and titled executive officers, serves as a forum for deliberating management issues related to business execution.
 - (3) Subsidiaries establish rules of the Board of Directors stipulating that regular board meetings are to be held monthly or at least once every quarter, depending on the size of the company. The Company's Corporate Planning Division (or the International Business Division for overseas subsidiaries) periodically checks whether such meetings are being held as stipulated. In addition to the regular meetings, subsidiaries may schedule extraordinary Board of Directors meetings as appropriate.
 - (4) The boards of Directors of the Company and its subsidiaries decide on management policies, matters as required by law, and other important management matters, and provide supervision over business execution.
 5. Structure and system to ensure appropriate conduct by the corporate group comprising the Company and its subsidiaries

In addition to the matters stated in 1. through 4. above:

 - (1) Pasona Group sends its officers to serve as Directors or auditors of its subsidiaries. Their attendance at the boards of Directors meetings of subsidiaries and the performance of audits on all subsidiaries allow the Company to keep abreast of the status of subsidiaries and to provide supervision over management at such subsidiaries.
 - (2) The Company and its subsidiaries (excluding publicly listed subsidiaries) have concluded a group management agreement, which stipulates that subsidiaries report important matters relating to the execution of Directors' duties to the Company.
 - (3) The Company's Audit Department and the Group Internal Audit Department conduct internal audits of the Company and its subsidiaries (excluding publicly listed subsidiaries), reports its findings during internal audit meetings attended by the full-time Directors, the Audit and Supervisory Committee members, and by titled executive officers, and performs necessary management as circumstances may require.
 - (4) In order to ensure the appropriateness of financial reporting, the Company's Internal Control Committee formulates an internal control system evaluation plan in accordance with Internal Control Committee rules, monitors internal control system evaluations conducted by the Group Internal Audit Department, and prepares internal control system reports, which are submitted to the Board of Directors.
 6. Matters concerning Directors and employees who are assigned to assist in the duties of the Audit and Supervisory Committee

The personnel of the Audit Department assist in the duties of the Audit and Supervisory Committee.
 7. Matters concerning the independence from other Directors of the Directors and employees who assist in the duties of the Audit and Supervisory Committee (excluding Directors who are Audit and Supervisory Committee members) and matters relating to ensuring the effectiveness of the Audit and Supervisory Committee's instructions directed to such Directors and employees
 - (1) The employees who assist in the duties of the Audit and Supervisory Committee perform duties instructed by the Audit and Supervisory Committee under the command of the Audit and Supervisory Committee.
 - (2) For personnel changes and transfers, personnel evaluations, and disciplinary actions pertaining to such assistants, the prior approval of the Audit and Supervisory Committee is obtained.

8. Structure and system for whistleblowing by Directors and employees of the Company and its subsidiaries to the Company's Audit and Supervisory Committee and the system to ensure that the Directors and employees who filed reports to the Audit and Supervisory Committee of the Company or to auditors of the subsidiaries suffer no adverse consequences in retaliation for filing a report
 - (1) Directors and employees of the Company and its subsidiaries shall promptly report to the internal reporting office in accordance with the Compliance Hotline Regulations whenever an incident occurs or is likely to occur that could significantly damage the Company's reputation or significantly worsen its business performance, or whenever they discover any illegal or improper conduct by officers or employees. Any reports submitted to the internal reporting office shall be immediately reported, through the Company's Hotline Secretariat (internal contact point), to the Company's Audit and Supervisory Committee and to the company to which the reported individual belongs.
 - (2) The Company and its subsidiaries shall stipulate in their Compliance Hotline Regulations that no adverse treatment shall be imposed on the reporters referred to in the preceding paragraph on the grounds of their reports, and shall ensure strict compliance with this provision.
9. Policy on the processing of expenses arising from the execution of duties by the Audit and Supervisory Committee members and the systems and structure for ensuring that the Audit and Supervisory Committee's audit is effectively conducted
 - (1) Procedures for the advance payment or reimbursement of expenses incurred in the performance of duties by members of the Audit and Supervisory Committee, as well as the handling of other expenses or liabilities arising from the performance of such duties, shall be carried out appropriately based on requests from the members of the Audit and Supervisory Committee.
 - (2) The Audit and Supervisory Committee works closely with the Representative Director, accounting auditors, the Audit Department and the Group Internal Audit Department, and subsidiaries' supervisory committees and auditors, and holds meetings from time to time to exchange information.

2. Basic Stance and Development/Operation Status of Systems Aimed at Eliminating Anti-social Forces

A structure to eliminate anti-social forces was set up, as below.

- (1) Pursuant to its corporate code of conduct, Pasona Group takes a resolute attitude in opposition to criminal and anti-social forces and refuses and severs any relationship with such parties.
- (2) A department has been designated to handle illicit demands, etc., and rules and regulations governing reporting and response procedures are in place to increase the Company's readiness to fight back in cooperation with the relevant authorities, including law enforcement, as appropriate.

V Others

1. Adoption of Anti-takeover Measures

Adoption of Anti-takeover Measures

Not Adopted

Supplementary Explanation for Applicable Items

Pasona Group recognizes this as a significant management issue and is carefully considering the requirements.

2. Other Matters Concerning Corporate Governance Structure

1. Internal structure and systems relating to timely disclosure

Pasona Group is responsible for an overall management strategy that encompasses all Pasona Group companies, the optimal allocation of resources among them, and boosting corporate governance and managerial transparency for the corporate group, while allowing business subsidiaries to stay focused on their specific business domains where they seek growth opportunities with agility and based on their own strategies.

The Representative Director and the Executive Officer in charge of the Investors Relations Headquarters, who serves as the Officer in Charge of Information Handling, approve the disclosure of material information collected by the Company. We also educate the Company's and the Group's officers and employees on the importance and necessity of timely disclosure.

(1) Information collection and management

Financial information from all affiliated companies is consolidated by the Finance and Accounting Headquarters; business information from domestic affiliated companies is consolidated by the Corporate Planning Headquarters; and business information from overseas affiliated companies is consolidated by the Global Solutions Headquarters. Furthermore, by consolidating all material information with the information management officer, we have established a system to collect and manage material facts concerning our Group without delay or omission.

(2) Clarifying timely disclosure criteria and standards

Pasona Group have established "Information Disclosure Regulations" to clarify disclosure standards, enabling each division within our Group to promptly assess the materiality of information and the need for disclosure. As a general rule, we disclose information in accordance with the "Rules Concerning Timely Disclosure of Corporate Information by Issuers of Listed Securities" (hereinafter the "Timely Disclosure Rules") established by the Tokyo Stock Exchange. However, even for information that does not meet the disclosure criteria set forth in those rules, we will promptly disclose it if the Representative Director, the Executive Officer in charge of the Investors Relations Headquarters (who serves as the Information Handling Officer), the Executive Officer in charge of the Public Relations Headquarters, and the Chief Information Management Officer determine, after consultation, that such disclosure is appropriate.

(3) Establishment of a department dedicated to disclosure duties

Pasona Group has established the Investor Relations Headquarters with seven dedicated personnel to assume responsibility for matters relating to information disclosure.

Timely disclosure information is disclosed by the Investors Relations Headquarters via the Tokyo Stock Exchange's "Timely Disclosure network" (TDnet) in accordance with the Timely Disclosure Rules, following a resolution by the Board of Directors. Information disclosed on TDnet will also be promptly posted on our website.

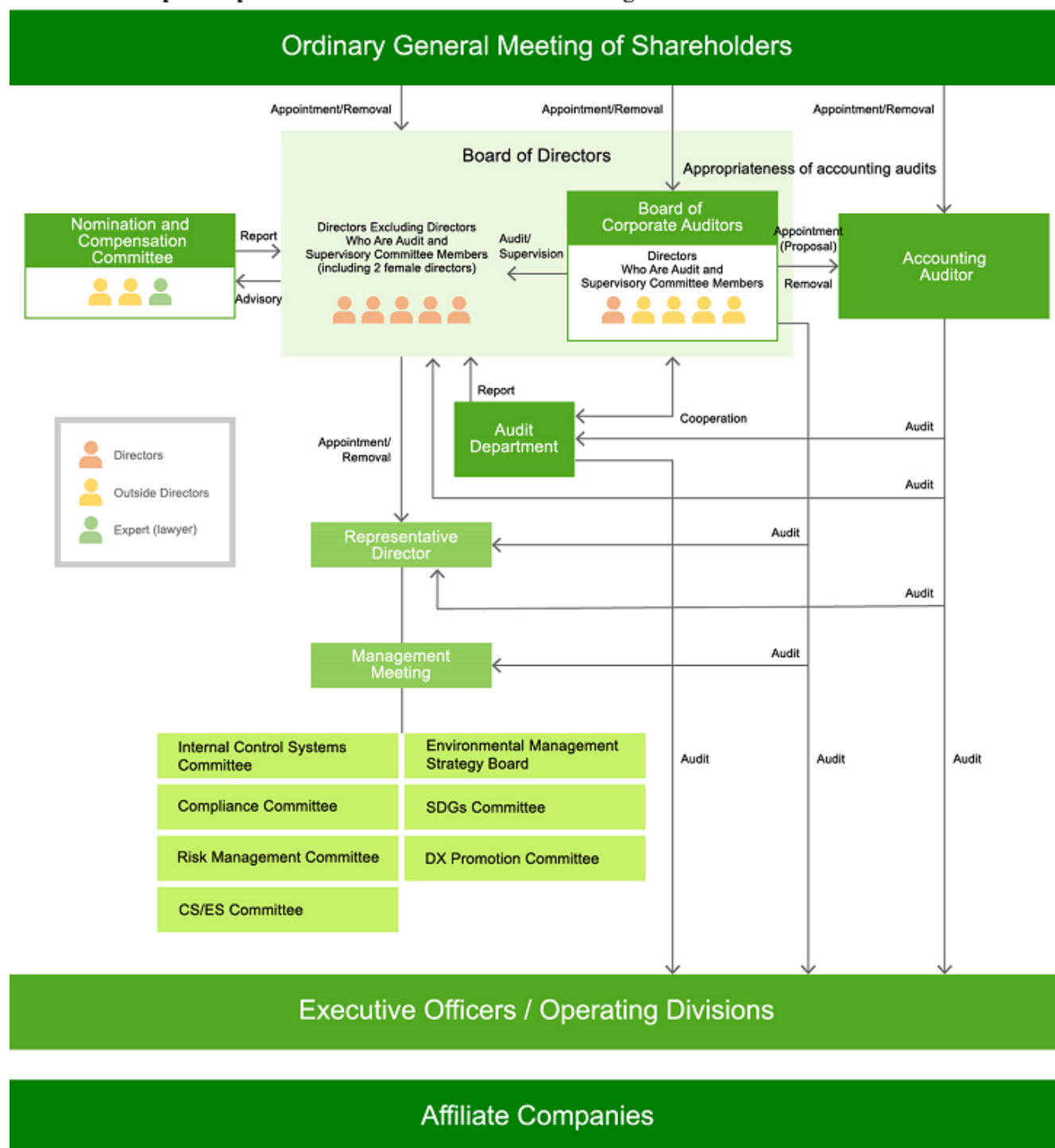
2. Prevention of insider trading

Pasona Group has established stringent internal rules to control the purchase and sale of the Company's shares by insiders, including employees who have or can have access to material facts of the Company during the course of their business activities, officers holding posts of general manager or above, and Directors, among others. Measures are in place to prevent insider trading, including training and seminars, and other initiatives to fully familiarize them with the danger and consequences of insider trading.

3. Internal monitoring structure for timely disclosure

The Audit Department, which reports directly to the Board of Directors of the Company, conducts periodic internal audits of the Company's information disclosure structure in order to confirm that appropriate monitoring is undertaken, so as to ensure open and fair timely disclosure.

Pasona Group's Corporate Governance and Internal Management Structure



The flowchart illustrates the process of timely disclosure, starting from the bottom and moving upwards through various levels of approval and reporting.

Bottom Level: Pasona Group's divisions and Pasona Group companies. Facts regarding decisions and the occurrence of material facts, along with business results.

Reporting Phase: Information flows from the bottom level to the **Determination of Timely Disclosure** box via a **Report**.

Determination of Timely Disclosure: This box lists the roles involved: Information Handling Officer (General Manager of Investor Relations Headquarters), General Manager of Finance and Accounting Headquarters, and General Manager of Corporate Planning Headquarters.

Internal Audit Division: Provides an **Audit** to the **Determination of Timely Disclosure** box.

Board of Directors: Receives a **Proposal and Report on Disclosure Content** from the **Determination of Timely Disclosure** box. It also receives an **Audit** from the **Audit and Supervisory Committee**.

Approval for Disclosure: The **Board of Directors** sends an **Approval for Disclosure** to the **Investor Relations Headquarters**.

Investor Relations Headquarters: Sends **Timely disclosure** to the **Tokyo Stock Exchange**.

Other Key Elements:

- Finance and Accounting Headquarters:** Provides **Financial information of affiliate companies**.
- Corporate Planning Headquarters:** Provides **Business information of affiliated companies**.
- International Business Headquarters:** Provides **Business information of affiliated companies outside Japan**.

Composition of the Board of Directors (skills matrix)

Name	Position	Skills, Knowledge and Experience of Directors								
		Corporate Management	HR Development	New business Development	Compliance / Risk Management	Finance / Accounting	Regional Revitalization / Culture / Arts	Sustainability / ESG	Global	Well-being
Hirota Wakamoto	Representative Director, Chairperson and CEO	●	●	●	●	●		●		
Shintaro Nakao	Representative Director, President and COO and Representative Director, Pasona Inc.	●	●	●	●		●			●
Junko Fukasawa	Director and Executive Vice President	●	●				●	●		●
Kinuko Yamamoto	Director and Executive Vice President	●	●	●			●			●
Makiya Nambu	Director and Executive Vice President	●		●			●		●	
Kazufumi Nomura	Director (Full-time Audit and Supervisory Committee Member)	●			●					
Haruo Funabashi	Outside Director (Audit and Supervisory Committee Member / Independent Director)				●	●	●			
Kazuo Furukawa	Outside Director (Audit and Supervisory Committee Member / Independent Director)	●		●	●			●	●	
Ryohei Miyata	Outside Director (Audit and Supervisory Committee Member / Independent Director)		●				●			●
Yutaka Atomi	Outside Director (Audit and Supervisory Committee Member / Independent Director)	●	●		●					●

Identified Skills	Skill Summary
Corporate Management	Skill to develop a vision and management strategy that achieves sustainable growth by boldly tackling social issues that change with the times
HR Development	Skill to create a foundation that enables each employee to take on challenges with high aspirations and a sense of mission, while maximizing human capital management by linking management strategy with human resource strategy
New Business Development	Skill to promote the resolution of social issues through business activities as a social solutions company, and to create new social infrastructure that realize a spiritually rich life for people
Compliance/ Risk Management	Skill to identify business risks, understand their impact on management, and raise issues
Finance/ Accounting	Financial strategy and accounting skills that enable medium- to long-term corporate value enhancement based on sound financial foundations and corporate finance expertise
Regional Revitalization/ Culture/Arts	Skill to promote regional revitalization projects that solve various social issues arising from the concentration of population in Tokyo, leveraging knowledge of culture and the arts, and proposing new models for regional revitalization
Sustainability/ ESG	Skill to formulate management strategies that balance corporate social responsibility and business sustainability as a good corporate citizen
Global	Skill to demonstrate leadership and make decisions in global operations, with global perspectives, viewpoints, and knowledge
Well-being	Skill to aim for realization of a spiritually rich way of living and working by promoting the creation of new industries that contribute to people's physical, mental, and social health of people, as well as the creating environments in which everyone can work in good health