

Securities Code: 3093
May 12, 2025

To our shareholders:

Eigo Nosaka, President & CEO
Treasure Factory Co., Ltd.
14-1, Sotokanda 4-chome, Chiyoda-ku, Tokyo

Notice of Convocation of the 30th Ordinary General Meeting of Shareholders

We are pleased to inform you that the 30th Ordinary General Meeting of Shareholders of the Company will be held, with details as follows.

In convening the general meeting of shareholders, measures are taken to provide information that constitutes the content of reference documents, etc. for the general meeting of shareholders in electronic format. Please visit the Company's website below for the information.

The Company's website: <https://www.treasurefactory.co.jp/ir/meeting.html>

The said matters for electronic provision of information is posted on the website of Tokyo Stock Exchange Inc. (TSE) below, in addition to the Company's website.

TSE website (Listed Company Search)

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

(Please visit the TSE website above, enter/search "Treasure Factory" under "Issue name (company name)" or its securities code "3093" under "Code," and choose "Basic information," "Documents for public inspection / PR information" and "Notice of General Shareholders Meeting / Informational Materials for a General Shareholders Meeting.")

In lieu of attending the meeting in person, you may exercise your voting rights in writing (by mail) or via the Internet, etc. Please read the information materials for a general shareholders meeting posted under matters for electronic provision of information and follow the instructions below on exercise of voting rights.

Exercise of Voting Rights in Writing (by Mail)

Please indicate your approval or disapproval of the agenda items on the enclosed voting form and return it by 5:00 p.m. on Tuesday, May 27, 2025.

Exercise of Voting Rights via the Internet, etc.

Please access the website for the exercise of voting rights specified by the Company (URL: <https://www.web54.net>). Enter the voting code and password printed on the voting form and indicate your approval or disapproval of the agenda items, following the instructions on the screen by 5:00 p.m. on Tuesday, May 27, 2025.

Please peruse the Instructions for the Exercise of Voting Rights via the Internet, etc., on page 4 to exercise your voting rights via the Internet, etc.

1. Date and time: 10:00 a.m., Wednesday, May 28, 2025 (Reception will open at 9:30 a.m.)

2. Venue: UDX GALLERY NEXT NEXT-1 on the fourth floor of Akihabara UDX
4-14-1 Sotokanda, Chiyoda-ku, Tokyo

The meeting will take place at a different venue from the previous year. Before you come to the meeting, please make sure of the venue by seeing the access map for the venue of the General Meeting of Shareholders included at the end of this notice.

3. Matters constituting the purpose of the meeting:

- Matters to report:**
1. Reports on contents of the Business Report for the 30th period (from March 1, 2024 to February 28, 2025) and Consolidated Financial Statements, and reports on audit results of Consolidated Financial Statements by the Accounting Auditors and the Board of Corporate Auditors
 2. Reports on contents of Financial Statements for the 30th period (from March 1, 2024 to February 28, 2025)

Matters for resolution:

- Agenda Item No. 1:** Dividend of Surplus
Agenda Item No. 2: Partial Amendments to the Articles of Incorporation
Agenda Item No. 3: Election of Five Directors
Agenda Item No. 4: Election of One Substitute Auditor

4. Management decisions concerning the convocation of the meeting

(Information regarding exercise of voting rights)

- (1) If voting rights are exercised and the voting form in writing (by mail) returned to the Company provides no indication of approval or disapproval with regard to the proposals, the shareholder shall be deemed to have expressed approval.
- (2) If a vote is exercised in duplicate via the Internet, etc. or by using both a personal computer and smartphone, the Company shall handle the latest vote as an effective vote.
- (3) If a vote is exercised in duplicate via the Internet, etc. and by using the voting form in writing (by postal mail), the Company shall handle the vote via the Internet as an effective vote.

1. If you attend the meeting in person, please submit the voting rights exercise form to the receptionist.
2. For the General Meeting of Shareholders, paper-based documents containing matters subject to electronic provision of information will be sent to all shareholders, whether or not they request the delivery of paper-based documents.

Among the items subject to measures for electronic provision, the following items are not stated in said documents in accordance with the provisions of applicable laws and regulations and Article 18 of the Company's Articles of Incorporation.

- (1) Status of principal lenders
- (2) Status of shares
- (3) Status of share acquisition rights, etc.
- (4) Summary of the limited liability contract
- (5) Outline of liability insurance for officers, etc.
- (6) Matters concerning External Officers
- (7) Status of accounting auditors
- (8) Framework for ensuring the appropriateness of operations and the summary of its operational status
- (9) Consolidated statement of changes in equity and notes to consolidated financial statements
- (10) Non-consolidated statement of changes in equity and notes to non-consolidated financial statements

The items listed under (1) to (10) above are part of the Business Report, Consolidated Financial Statements and Financial Statements audited by auditors for preparing an Audit Report. The items listed under (9) and (10) are part of the Consolidated Financial Statements and Financial Statements audited by accounting auditors for preparing an Accounting Audit Report.

3. If any revisions are made to matters for the electronic provision of information, matters subject to the revisions and the said matters before and after the revisions will be posted on each relevant website for which the above measures for electronic provision are taken.

Reference Documents for the General Meeting of Shareholders

Agenda Item No. 1: Dividend of Surplus

The Company understands that the return of profits to shareholders is an important management issue. It pursues a basic policy of consistently paying dividends in line with its business results in consideration of the balance between shareholder return and the strengthening of its financial position by increasing retained earnings. Its target for the time being is to achieve a dividend payout ratio of 30% or more.

The Company will celebrate its 30th anniversary on May 25, 2025. This celebration would be impossible without the warm support of its shareholders, and the Company wished to express its deep appreciation for this support.

In consideration of future business developments and other factors and as a sign of its gratitude for all of the support that its shareholders provide, the Company has decided to pay an ordinary year-end dividend for the fiscal year under review in accordance with the policy above and a commemorative dividend for the 30th anniversary as detailed below.

Matters concerning year-end dividend

1) Dividend asset

Cash

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

18 yen per common share of the Company

(Ordinary dividend: 16 yen, Commemorative dividend for the Company's 30th anniversary: 2 yen)

Total dividend: 421,849,512 yen

3) Effective date of dividend of surplus

May 29, 2025

Agenda Item No. 2: Partial Amendments to the Articles of Incorporation

1. Reason for amendments

To clarify the management responsibility of Directors and build a management structure that can respond swiftly to changes in business conditions, the Company proposes that the term of office of Directors be shortened from two years to one year. Accordingly, the Company also proposes deleting provisions concerning the adjustment of the terms of office of Directors.

2. Details of amendments

Details of amendments are as follows.

(Underlined part indicates amendments)	
Current Articles of Incorporation	Proposed Amendments
(Term of office) Article 21 The term of office of Directors shall end at the conclusion of the Ordinary General Meeting of Shareholders held for the last business year that ends within <u>two (2) years</u> from the election. 2. <u>The term of office of Directors elected to increase the number of Directors, or as substitutes, shall be until the expiration of the term of office of the current Directors.</u>	(Term of office) Article 21 The term of office of Directors shall end at the conclusion of the Ordinary General Meeting of Shareholders held for the last business year that ends within <u>one (1) year</u> from the election. (Delete)

Agenda Item No. 3: Election of Five Directors

If Agenda Item No. 2: Partial Amendments to the Articles of Incorporation is approved, the terms of office of all six of the Directors will expire at the close of this Ordinary General Meeting of Shareholders.

Accordingly, the Company proposes that five Directors be elected.

The Director candidates are as follows.

Candidate No.	Name (Date of birth)	Brief career summary, position, and main responsibilities at the Company (Significant concurrent positions)		Number of Company's shares held
1	Reappointed Eigo Nosaka (May 6, 1972)	May 1995	Founded Treasure Factory Y.K. (currently Treasure Factory Co., Ltd.) as President & CEO	7,836,500 shares
		December 1999	Reorganized the Company into a joint-stock company, founded Treasure Factory Co., Ltd. as President & CEO (incumbent)	
		March 2016	External director of Altech Corporation (incumbent)	
		Reason for the selection as a candidate for Director Mr. Eigo Nosaka has been President & CEO of the Company since its founding and has fulfilled his role effectively, including making important management decisions and supervising business execution. He has demonstrated leadership and made significant achievements toward the Company's goal of expanding its business and improving corporate value. Based on his good judgment as a business manager, rich experience and proven performance, the Company considers that Mr. Eigo Nosaka is competent to lead a further increase in corporate value and achieve sustainable growth, and proposes that he be reelected as a Director.		
2	Reappointed Jun Nosaka (September 15, 1974)	April 1998	Joined Treasure Factory Y.K. (currently Treasure Factory Co., Ltd.)	775,500 shares
		December 1999	Director of the Company, General Manager of the Business Division	
		June 2003	Executive Director of the Company, General Manager of the Administration Division, and General Manager of Systems Department	
		March 2009	Executive Director of the Company, General Manager of the Sales Department, and General Manager of Systems Department	
		March 2011	Executive Director of the Company, General Manager of the Sales Department	
		March 2012	Executive Director of the Company	
		February 2014	Executive Director of the Company, General Manager of the Systems Department	
		March 2017	Executive Director of the Company (incumbent)	
		Reason for the selection as a candidate for Director Mr. Jun Nosaka has appropriately played such roles as a maker of important management decisions and supervisor of operations, and assisted the President as an Executive Director, thereby significantly contributing to the Company's business expansion and improvement of corporate value. Based on his extensive knowledge, experience and proven performance in overall management with a focus on sales and systems, the Company considers that Mr. Jun Nosaka is competent to lead a further increase in corporate value and achieve sustainable growth, and proposes that he be reelected as a Director.		

Candidate No.	Name (Date of birth)	Brief career summary, position, and main responsibilities at the Company (Significant concurrent positions)		Number of Company's shares held
3	Reappointed Eiji Kobayashi (August 19, 1975)	July 1998	Joined PricewaterhouseCoopers Co., Ltd.	134,100 shares
		October 2002	Joined the Company	
		January 2004	General Manager of the Finance and Accounting Department of the Company	
		March 2006	General Manager of the Administration Department of the Company	
		May 2011	Director of the Company, General Manager of the Administration Department	
		January 2012	Director of the Company, General Manager of the Administration Department, General Manager of the General Affairs Department	
		March 2012	Director of the Company, General Manager of the Administration Department	
		March 2017	Director of the Company, General Manager of the Corporate Planning Department	
		March 2019	Director of the Company, Manager of the Corporate Planning Section	
		March 2025	Director in Charge of Administration (incumbent)	
Reason for the selection as a candidate for Director As a Director of the Company, Mr. Eiji Kobayashi has appropriately played such roles as a maker of important management decisions and supervisor of operations, taken charge of overall corporate planning as the manager of the corporate planning division, and overseen the Company's financial affairs and accounting operation, thereby significantly contributing to the Company's business expansion and improvement of corporate value. Based on his extensive knowledge, experience and proven performance in corporate planning and management operation, the Company considers that Mr. Eiji Kobayashi is competent to lead a further increase in corporate value and achieve sustainable growth, and proposes that he be reelected as a Director.				
4	Reappointed Nobuo Suzuki (June 8, 1971)	April 1995	Joined Nippon Automation Co., Ltd.	16,000 shares
		September 1997	Joined Chiyoda Daiichi Kogyo Co., Ltd.	
		January 2000	Managing Director of Chiyoda Daiichi Kogyo	
		January 2004	President of Chiyoda Daiichi Kogyo (incumbent)	
		May 2004	Director of the Company	
		September 2004	Retired from the position of Director of the Company	
		May 2006	External Director of the Company (incumbent)	
Reason for the selection as a candidate for External Director and expected roles Mr. Nobuo Suzuki operates a manufacturing company, appropriately supervises the Company's business and provides beneficial opinions as an External Director from the perspective of corporate management in an industry different from the Company. The Company proposes that he be reelected as an External Director to continue supervising the Company's management to further increase corporate value and achieve sustainable growth. If Mr. Suzuki is reelected, he is expected to continue playing the role above.				

Candidate No.	Name (Date of birth)	Brief career summary, position, and main responsibilities at the Company (Significant concurrent positions)	Number of Company's shares held
5	Reappointed Kumiko Miyamoto (March 1, 1970)	April 2000 Registered as attorney Joined Torikai Law Office January 2008 Became Partner April 2011 External Auditor of Misawa & Co., Ltd. January 2016 Established Wadakura Gate Law Office as Managing Partner (incumbent) May 2016 External Director of the Company (incumbent) July 2016 Outside Director of BEAUTY GARAGE Inc. (Audit and Supervisory Committee Member) (incumbent) December 2016 External Auditor of INTERTRADE Co., Ltd. (incumbent) April 2017 Outside Director Misawa & Co., Ltd. (Audit and Supervisory Committee member) (incumbent) November 2018 Outside Auditor of PIXTA Inc. March 2019 Outside Director of PIXTA Inc. (Audit and Supervisory Committee member) (incumbent)	0 shares
		Reason for the selection as a candidate for External Director and expected roles While Ms. Kumiko Miyamoto has no experience being directly involved in corporate management other than serving as an outside officer in the past, she provides appropriate advice and suggestions during Board of Directors' meetings from her perspective as an expert lawyer to ensure legality, facilitate risk management and strengthen compliance. The Company proposes that she be reelected as an External Director to continue supervising the Company's management to further increase corporate value and achieve sustainable growth. If Ms. Miyamoto is reelected, she is expected to continue playing the role above.	

(Notes)

1. There are no special conflicts of interest between the Company and the candidates.
 2. Details of matters concerning External Director candidate Nobuo Suzuki
 - (1) Mr. Nobuo Suzuki is an External Director candidate.
 - (2) His tenure as an External Director will be 19 years at the close of this Ordinary General Meeting of Shareholders.
 - (3) Mr. Suzuki has concluded a limited liability agreement provided for in Article 427, Paragraph 1 of the Companies Act with the Company. Under the agreement, the maximum amount of liability for damages provided for in Article 423, Paragraph 1 of the Companies Act is 2 million yen or the amount provided by laws and regulations, whichever is higher. If Mr. Suzuki is reappointed, the Company will continue the limited liability agreement with him.
 - (4) The Company has registered Mr. Suzuki as an Independent Officer pursuant to the provisions of the Tokyo Stock Exchange. The Company will continue to designate him as an Independent Officer if his reappointment is approved.
 3. Details of matters concerning External Director candidate Kumiko Miyamoto
 - (1) Ms. Kumiko Miyamoto is an External Director candidate.
 - (2) Her tenure as an External Director will be nine years at the close of this Ordinary General Meeting of Shareholders.
 - (3) Ms. Miyamoto has concluded a limited liability agreement provided for in Article 427, Paragraph 1 of the Companies Act with the Company. Under the agreement, the maximum amount of liability for damages provided for in Article 423, Paragraph 1 of the Companies Act is 2 million yen or the amount provided by laws and regulations, whichever is higher. If Ms. Miyamoto is reappointed, the Company will continue the limited liability agreement with her.
 - (4) The Company has registered Ms. Miyamoto as an Independent Officer pursuant to the provisions of the Tokyo Stock Exchange. The Company will continue to designate her as an Independent Officer if her reappointment is approved.
 4. The Company has concluded an agreement on liability insurance for officers provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. Under the liability insurance agreement, statutory damages and litigation expenses to be paid by the insured will be compensated. The Company pays all insurance premiums for the insured. If each candidate assumes the position of Director, they will be included in the insured of the liability insurance agreement. The Company plans to renew the liability insurance agreement without any significant changes during the term of office.
-

(For reference)

Director candidates selection and nomination procedures

- (1) In deciding the candidates for the Company's internal Director, the Company will comprehensively determine whether they have high-level management skills and expertise, etc. to contribute to achieving the Company's corporate philosophy and management policy as well as increasing the corporate value over the medium- to long-term, after which the Board of Directors will deliberate and decide on the candidates.
- (2) In deciding the candidates for the Company's External Director, the Company will comprehensively determine whether they have knowledge to contribute to the Company's management from a professional perspective, such as in management, legal, and financial accounting, and to fulfill their managerial and supervisory functions over the corporate management from an independent standpoint, after which the Board of Directors will deliberate and decide on the candidates.

Criteria for determining independence of External Directors

The Company selects its candidates for Independent External Director based on the independence criteria specified by the Tokyo Stock Exchange.

Agenda Item No. 4: Election of One Substitute Auditor

The Company proposes that one Substitute Auditor be elected to prepare for a case in which the number of Auditors may fall short of the number stipulated by laws and regulations.

The result of the election of the Substitute Auditor shall be invalidated by a resolution of the Board of Directors with the consent of the Board of Corporate Auditors only if the resolution is adopted before the Substitute Auditor assumes the office.

The Board of Corporate Auditors has consented to this agenda item.

The Substitute Auditor candidate is as follows.

Name (Date of birth)	Brief career summary (Significant concurrent positions)	Number of Company's shares held
Akira Noguchi (July 29, 1951)	June 1977 Joined Nakamura Home Electronics Sales Co., Ltd. December 1984 Established a home electronics sales and repair shop September 1990 Established Keiyo Techno Limited (currently, Keiyo Techno Co., Ltd.) and assumed the position of President May 2019 Director of Keiyo Techno (incumbent)	0 shares
Reason for selection as a candidate for Substitute External Auditor The Company proposes that Mr. Akira Noguchi be appointed as a Substitute External Auditor under the expectation that he will apply his extensive experience and wide range of knowledge as a corporate manager to the audit operations of the Company and provide appropriate advice and suggestions to ensure legal compliance.		

(Notes)

1. There are no special conflicts of interest between the Company and the Substitute Auditor candidate.
2. Details of matters concerning the Substitute External Auditor
 - (1) Mr. Akira Noguchi is the Substitute External Auditor candidate.
 - (2) The Company has concluded a limited liability agreement provided for in Article 427, Paragraph 1 of the Companies Act with each External Auditor. Under the agreement, the maximum amount of liability for damages provided for in Article 423, Paragraph 1 of the Companies Act is 2 million yen or an amount provided by laws and regulations, whichever is higher. If Mr. Noguchi assumes the position of External Auditor, the Company will sign the same limited liability agreement with him.
 - (3) If Mr. Noguchi assumes the position of External Auditor, the Company will designate him as an Independent Officer pursuant to the provisions of the Tokyo Stock Exchange and register him as such with the exchange.
3. The Company has concluded an agreement on liability insurance for officers provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. Under the liability insurance agreement, statutory damages and litigation expenses, etc. to be paid by the insured will be compensated. The Company pays all insurance premiums for the insured. If Mr. Noguchi assumes the position of External Auditor, he will be included in the insured for the liability insurance agreement.

(For reference)

Auditor candidates selection and nomination procedures

In deciding External Auditor candidates, the Company will comprehensively determine, based on relevant laws and regulations and internal regulations, etc., whether they have the extensive experience and knowledge and high-level expertise to perform audit operations appropriately. After obtaining the approval from the Board of Corporate Auditors, the Board of Directors will then deliberate and decide on the candidates.

Criteria for determining independence of External Auditors

The Company selects its candidates for Independent External Auditor based on the independence criteria specified by the Tokyo Stock Exchange.