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Securities Code: 4318

June 3, 2026

To Our Shareholders:

Ichiro Kawaguchi, President and Representative Director
QUICK CO., LTD.
2-4, Komatsubaracho, Kita-ku, Osaka, Japan

Notice of the 46th Annual General Meeting of Shareholders

It is a pleasure to inform you that the 46th Annual General Meeting of Shareholders of QUICK CO., LTD. (the “Company”) will be held as indicated below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

The Company’s website:

<https://919.jp/ir/agm.php> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/4318/teiji/> (in Japanese)

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “QUICK” in “Issue name (company name)” or the Company’s securities code “4318” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If attending the meeting in person, please present the enclosed voting form at the reception desk.

If you are not attending the meeting in person, you may exercise your voting rights in writing (by mail) or via the Internet, etc. After considering the Reference Documents for the General Meeting of Shareholders and referring to the “Guidance on Exercising Voting Rights” (in Japanese only), please exercise your voting rights by 6:00 p.m. on Monday, June 22, 2026 (Japan Time).

1. Date and Time: Tuesday, June 23, 2026 at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

2. Venue: Zuicho, 6th floor, Hotel Hankyu International
19-19 Chayamachi, Kita-ku, Osaka, Japan

3. Purpose of the Meeting

Matters to be reported

1. Business Report and Consolidated Financial Statements for the 46th Term (from April 1, 2025 to March 31, 2026), as well as the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-consolidated Financial Statements for the 46th Term (from April 1, 2025 to March 31, 2026)

Matters to be resolved

Proposal No. 1 Appropriation of Surplus

Proposal No. 2 Election of Ten Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Proposal No. 3 Election of Two Directors Who Are Audit and Supervisory Committee Members

4. Matters related to notice of convocation (guidance on exercising voting rights)

- (1) In cases where you have exercised your voting rights both via the Internet, etc. and in writing (by mail), the exercise of voting rights made via the Internet, etc. shall be assumed to be the valid response.
- (2) In cases where you have exercised your voting rights multiple times via the Internet, etc., the last exercise of voting rights shall be assumed to be the valid response.
- (3) In cases where you have exercised your voting rights in writing (by mail) and have not indicated approval or disapproval of a proposal on the voting form, this shall be assumed to be an indication of approval for the proposal in question.

- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the websites on the previous page.
- For this general meeting of shareholders, this paper-based document stating items for which measures for providing information in electronic format are to be taken will be delivered regardless of whether they have made a request for delivery of such documents. Furthermore, in accordance with laws and regulations and the Articles of Incorporation, the following items provided in electronic format will not be among the items included in this paper-based document. The Audit and Supervisory Committee and the Accounting Auditor have audited the documents subject to audit, including the following items.
 - (1) “Main Offices,” “Matters Related to Stock Acquisition Rights,” “Matters Related to Accounting Auditor,” and “System to Ensure Proper Operations, and Operational Status of the System” in the Business Report
 - (2) “Consolidated Statement of Changes in Equity” and “Notes to Consolidated Financial Statements” of Consolidated Financial Statements
 - (3) “Non-consolidated Statement of Changes in Equity” and “Notes to Non-consolidated Financial Statements” of Non-consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

Year-end dividend

The Company would like to carry out the payment of ¥21 per share as year-end dividend for this fiscal year, based on our dividend policy, which is using 50% of profit attributable to owners of parent as a guideline.

The Company conducted a three for-one stock split of its common stock with an effective date of December 1, 2025. Accordingly, the above year-end dividend, when converted to the dividend amount per share based on before the stock split, amounts to ¥63 per share. As a result, total dividends for this fiscal year, including the already implemented interim dividend of ¥50 per share, amounts to ¥113 per share based on before the stock split, representing an increase of ¥17 compared to the previous fiscal year.

- (1) Type of dividend property
To be paid in cash.
- (2) Allotment of dividend property and their aggregate amount
The Company proposes to pay a dividend of ¥21 per common share of the Company.
In this event, the total dividends will be ¥1,187,366,544.
- (3) Effective date of dividends of surplus
The effective date of the dividends will be June 24, 2026.

Proposal No. 2 Election of Ten Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office of all ten Directors (excluding Directors who are Audit and Supervisory Committee members; hereinafter, the same in this proposal) will expire when this General Meeting of Shareholders concludes. Therefore, the Company proposes the election of ten Directors including two Outside Directors.

Regarding this proposal, the Audit and Supervisory Committee of the Company has judged that all candidates for Directors are qualified for their positions.

The candidates for Director are as follows:

Candidate No.	Name		Gender	Position and responsibility in the Company	Attendance at Board of Directors meetings (Attendance rate)
1	Tsutomu Wano	Reelection	Male	Chairman and Director Group CEO	18/18 times (100%)
2	Ichiro Kawaguchi	Reelection	Male	President and Representative Director	18/18 times (100%)
3	Yoshiki Nakai	Reelection	Male	Managing Director and Executive Officer	18/18 times (100%)
4	Kizuki Hayashi	Reelection	Male	Director and Executive Officer	18/18 times (100%)
5	Kenta Kijima	Reelection	Male	Director and Executive Officer General Manager of Administration and Accounting Division	18/18 times (100%)
6	Yuki Shibazaki	Reelection	Male	Director and Executive Officer General Manager of Personnel Placement Business Division and Manager of Sales Department X	18/18 times (100%)
7	Naotaka Okada	Reelection	Male	Director and Executive Officer General Manager of Recruiting Business Division	18/18 times (100%)
8	Tsutomu Obara	Reelection	Male	Director and Executive Officer CMO, General Manager of Web Business Planning & Development Division and Manager of Planning and Development Department I	14/14 times (100%)
9	Seiko Nakai	Reelection Outside Independent	Female	Director (Outside)	18/18 times (100%)
10	Miho Sakai	Reelection Outside Independent	Female	Director (Outside)	18/18 times (100%)

Reelection: Candidate for reelection

Outside: Candidate for Outside Director

Independent: Independent officer as defined by Tokyo Stock Exchange, Inc.

Note: Because Tsutomu Obara was elected and assumed the office as Director at the 45th Annual General Meeting of Shareholders held on June 20, 2025, his record of attendance at meetings of the Board of Directors is provided from that day onward.

Candidate No.	Name (Date of birth)	Career summary, position and responsibility		Number of the Company's shares owned
1	Tsutomu Wano (May 7, 1949) Reelection Attendance at Board of Directors meetings 18/18 times	Sept. 1980 Apr. 2005 June 2019 June 2025	Founded the Company President and Representative Director Group CEO (current position) Chairman and Representative Director Chairman and Director (current position)	1,388,756 shares
	<p>Reasons for nomination as candidate for Director</p> <p>Tsutomu Wano is the founder of the Company. When he established the Company in 1980, he became President and Representative Director. (He assumed the office of Chairman and Representative Director in June 2019 and the office of Chairman and Director in June 2025.) Based on his extensive experience and deep knowledge related to corporate management, Mr. Wano has been taking control of our business and developing the Company with his strong leadership and decision-making up to the present time. We continue to believe that he is an appropriate and talented person to realize sustainable growth and a higher corporate value for the Company.</p>			
2	Ichiro Kawaguchi (October 13, 1956) Reelection Attendance at Board of Directors meetings 18/18 times	Sept. 2005 Apr. 2006 June 2016 June 2017 June 2019 Apr. 2020 Dec. 2021	Joined the Company as General Manager of Personnel Placement Sales Division General Manager of Personnel Placement Business Division Director and Executive Officer Managing Director and Executive Officer President and Representative Director (current position) President and Representative Director of Career System CO., LTD. Chairman and Representative Director of Quick Care Jobs Co., Ltd. (current position) Significant concurrent positions outside the Company Chairman and Representative Director of Quick Care Jobs Co., Ltd.	187,800 shares
	<p>Reasons for nomination as candidate for Director</p> <p>Ichiro Kawaguchi has been engaged in operating the human resources business over many years, and has extensive experience and knowledge in the area. Since joining the Company, he has been focusing on expanding the business performance of the personnel placement business, and established it as the pillar of our business. In addition, he was appointed as President and Representative Director of the Company in June 2019. Based on his abundant experience in and knowledge of the human resources business, Mr. Kawaguchi has been playing an adequate role to enhance the total business performance of the Company. Therefore, we continue to believe that he is an appropriate and talented person for improving the corporate value.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility	Number of the Company's shares owned
3	Yoshiki Nakai (October 14, 1962) Reelection Attendance at Board of Directors meetings 18/18 times	<p>Mar. 1989 Joined the Company</p> <p>Apr. 1998 Manager of Nagoya Recruiting Sales Department</p> <p>Apr. 2002 Executive Officer and Manager of Tokyo Recruiting Sales Department</p> <p>June 2005 Director</p> <p>Oct. 2006 General Manager of East Japan Recruiting Business Division</p> <p>Apr. 2011 Executive Officer (current position) President and Representative Director of KCC CO., LTD. (current Colorful Company, Inc.) (current position)</p> <p>Apr. 2019 General Manager of Recruiting Business Division and Manager of Tokyo Sales Department of the Company</p> <p>Apr. 2021 General Manager of Recruiting Business Division</p> <p>Apr. 2022 Chairman and Representative Director of Career System CO., LTD. (current position)</p> <p>June 2022 Managing Director of the Company (current position)</p> <p>Significant concurrent positions outside the Company President and Representative Director of Colorful Company, Inc. Chairman and Representative Director of Career System CO., LTD.</p>	446,300 shares
<p>Reasons for nomination as candidate for Director</p> <p>Yoshiki Nakai has extensive experience and knowledge mainly in the areas of the recruiting and local information service businesses. He was appointed as President and Representative Director of KCC CO., LTD. (current Colorful Company, Inc.), which is one of our subsidiaries, in 2011 and has been focusing on improving the performance of the local information service business. In April 2019, he was appointed as General Manager of Recruiting Business Division of the Company, and is also devoted to enhancing the performance of the recruiting business. He was appointed as Managing Director of the Company in June 2022, and we continue to believe that he is an appropriate and talented person for improving the corporate value.</p>			
4	Kizuki Hayashi (July 5, 1962) Reelection Attendance at Board of Directors meetings 18/18 times	<p>Apr. 1985 Joined the Company</p> <p>Oct. 1994 Manager of Tokyo Recruiting Sales Department</p> <p>Apr. 2000 President and Representative Director of iQ CO., LTD. (current HR Vision Co., Ltd.) (current position)</p> <p>Apr. 2005 Executive Officer of the Company</p> <p>June 2006 Director (current position)</p> <p>Apr. 2011 Executive Officer (current position)</p> <p>Significant concurrent positions outside the Company President and Representative Director of HR Vision Co., Ltd.</p>	843,500 shares
<p>Reasons for nomination as candidate for Director</p> <p>Kizuki Hayashi has extensive experience and knowledge mainly in the areas of the recruiting and HR platform businesses. As Director and Executive Officer of the Company, he is concurrently serving as President and Representative Director of HR Vision Co., Ltd., which is one of our subsidiaries. Since its establishment in 2000 until today, he has contributed to the expansion of the Group's performance through the high profitability of the HR platform business operated by that company. Therefore, we believe that he will continue playing an adequate role in improving the performance of the Group.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility	Number of the Company's shares owned	
5	Kenta Kijima (March 16, 1974) Reelection Attendance at Board of Directors meetings 18/18 times	May 2001 Apr. 2010 Apr. 2011 Apr. 2018 July 2018 Apr. 2020 Apr. 2021 June 2022	Joined the Company Manager of Tokyo Metropolitan Area Sales Department II under Personnel Placement Business Division Manager of Sales Department II under Personnel Placement Business Division Executive Officer Manager of Sales Department I under Personnel Placement Business Division Senior Executive Officer General Manager of Administration and Accounting Division (current position) Director (current position) Executive Officer (current position)	27,000 shares
		<p>Reasons for nomination as candidate for Director</p> <p>Kenta Kijima has extensive experience and knowledge mainly in the personnel placement business. Since joining the Company, he has contributed to the improvement of personnel placement business performance and the launch of new businesses. In April 2021, since being appointed as General Manager of Administration and Accounting Division, he has been involved in initiatives such as enhancing corporate compliance, reforming the personnel system and improving employee engagement. Therefore, we believe he will continue playing an adequate role in improving corporate value.</p>		
6	Yuki Shibazaki (February 18, 1986) Reelection Attendance at Board of Directors meetings 18/18 times	Apr. 2008 Apr. 2018 Apr. 2020 Apr. 2021 Apr. 2023 June 2023 Oct. 2023 Apr. 2026	Joined the Company Assistant to the Manager of Sales Department I under Personnel Placement Business Division Executive Officer (current position) Manager of Sales Department I under Personnel Placement Business Division General Manager of Personnel Placement Business Division and Manager of Sales Department I Director (current position) General Manager of Personnel Placement Business Division and Manager of Sales Department II General Manager of Personnel Placement Business Division and Manager of Sales Department X (current position)	27,000 shares
		<p>Reasons for nomination as candidate for Director</p> <p>Yuki Shibazaki has extensive experience and knowledge mainly in the personnel placement business. Since joining the Company, he has focused on and contributed to improvements in personnel placement business performance. Based on this track record, etc. we believe that he will continue playing an adequate role in improving corporate value.</p>		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility	Number of the Company's shares owned
7	Naotaka Okada (November 2, 1975) Reelection Attendance at Board of Directors meetings 18/18 times	<p>Apr. 1998 Joined Recruit Ablic Co., Ltd. (current Recruit Co., Ltd.)</p> <p>Apr. 2011 General Manager, Professional Services Business Department No.3, RECRUIT AGENT CO., LTD. (current Recruit Co., Ltd.)</p> <p>Apr. 2017 Corporate Executive Officer of Recruit Career Co., Ltd. (current Recruit Co., Ltd.) Supervisory General Manager, Market Sales Department, Media & Solutions Business Headquarters</p> <p>Apr. 2019 Seconded to Recruit Career Consulting Co., Ltd., Corporate Executive Officer Supervisory General Manager</p> <p>Apr. 2021 Joined the Company Executive Officer (current position) Deputy General Manager of Recruiting Business Division</p> <p>Apr. 2023 General Manager of Recruiting Business Division</p> <p>June 2023 Director (current position)</p> <p>Apr. 2024 General Manager of Recruiting Business Division and Manager of Business Promotion Department</p> <p>Apr. 2025 General Manager of Recruiting Business Division (current position)</p>	13,900 shares
<p>Reasons for nomination as candidate for Director</p> <p>Naotaka Okada has extensive experience and knowledge, mainly in the recruiting business. Since joining the Company, he has focused on and contributed to improvements in recruiting business performance. Based on this track record, etc. we believe that he will continue playing an adequate role in improving corporate value.</p>			
8	Tsutomu Obara (March 14, 1971) Reelection Attendance at Board of Directors meetings 14/14 times	<p>Jan. 2004 Joined the Company</p> <p>Apr. 2010 General Manager of Market Planning Department under Personnel Placement Business Division</p> <p>Oct. 2017 Manager of Web Business Planning & Development Division</p> <p>Apr. 2018 Executive Officer</p> <p>Apr. 2020 Senior Executive Officer</p> <p>Apr. 2023 CMO (current position)</p> <p>Oct. 2023 General Manager of Web Business Planning & Development Division</p> <p>June 2025 Director (current position) Executive Officer (current position)</p> <p>Apr. 2026 General Manager of Web Business Planning & Development Division and Manager of Planning and Development Department I (current position)</p>	15,000 shares
<p>Reasons for nomination as candidate for Director</p> <p>Tsutomu Obara has extensive experience and knowledge, mainly in fields such as marketing planning and system construction and operation utilizing IT technology. Since joining the Company, he has focused on developing and enhancing Company-operated websites as well as strengthening promotions to enhance brand power, and has contributed to the improvement of the Company's performance. Based on this track record, etc. we believe that he will continue playing an adequate role in improving corporate value.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility	Number of the Company's shares owned
9	Seiko Nakai (June 26, 1962) Reelection Outside Independent Attendance at Board of Directors meetings 18/18 times	Apr. 1986 Joined the Company May 1987 Joined Osaka College of Foreign Languages Feb. 1996 Established Heart and Career Co., Ltd., President May 2011 Established Shell mail CO., LTD., President (current position) June 2016 Director of the Company (current position) Significant concurrent positions outside the Company President of Shell mail CO., LTD.	– shares
	Reasons for nomination as candidate for Outside Director and expected role As an owner of another human resources company, Seiko Nakai has extensive business experience and wide knowledge mainly in the areas of human resources and career development as well as corporate training, etc. We propose her reelection as an Outside Director expecting that she will play an adequate role in making important managerial decisions, supervising business execution, etc.		
10	Miho Sakai (May 31, 1966) Reelection Outside Independent Attendance at Board of Directors meetings 18/18 times	Apr. 1989 Joined Recruit Co., Ltd. (current Recruit Holdings Co., Ltd.) Apr. 2009 President and Representative Director of FromA Career Co., LTD. Apr. 2015 Executive Officer of Recruit Jobs Co., Ltd. (current Recruit Co., Ltd.) Dec. 2019 Retired from Recruit Jobs Co., Ltd. June 2022 Director of Optional Co., Ltd. (current position) Nov. 2022 Outside Director of Festaria Holdings Co., Ltd. (current position) June 2023 Director of the Company (current position) Significant concurrent positions outside the Company Outside Director of Festaria Holdings Co., Ltd.	– shares
	Reasons for nomination as candidate for Outside Director and expected role Miho Sakai has extensive business experience and wide knowledge of the human resources industry. We propose her reelection as an Outside Director in the expectation that she will play an adequate role in making important managerial decisions, supervising business execution, etc.		

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Tsutomu Wano is scheduled to assume the title of Honorary Chairman and Director of the Company at the Board of Directors meeting after the conclusion of the 46th Annual General Meeting of Shareholders to be held on June 23, 2026.
 3. Ichiro Kawaguchi is scheduled to assume the title of Chairman and Representative Director and Group CEO of the Company at the Board of Directors meeting after the conclusion of the 46th Annual General Meeting of Shareholders to be held on June 23, 2026. In addition, he is scheduled to retire as Representative Director of Quick Care Jobs Co., Ltd. on June 16, 2026, and will assume the title of Chairman and Director of the company.
 4. Yoshiki Nakai is scheduled to assume the title of President and Representative Director of the Company at the Board of Directors meeting after the conclusion of the 46th Annual General Meeting of Shareholders to be held on June 23, 2026. In addition, he is scheduled to retire as Representative Director of Career System CO., LTD. on June 15, 2026, and will assume the title of Chairman and Director of the company.
 5. Seiko Nakai and Miho Sakai are candidates for Outside Director.
 6. Seiko Nakai had been an employee of the Company from April 1986 until April 1987. It has been 39 years since she resigned as an employee of the Company.
 7. Miho Sakai has, within the past ten years, served as Executive Officer of Recruit Co., Ltd. (the company name at the time she was in office was Recruit Jobs Co., Ltd.), the company from which Indeed Recruit Partners Co., Ltd., a specified affiliated business operator (major business partner) for the Company, split from. However, six years have elapsed since she resigned as Executive Officer of that company.
 8. Seiko Nakai is currently an Outside Director of the Company. At the conclusion of this meeting, her tenure will have been ten years.
 9. Miho Sakai is currently an Outside Director of the Company. At the conclusion of this meeting, her tenure will have been three years.
 10. The Company has entered into limited liability agreements with Seiko Nakai and Miho Sakai. If their reelection is approved, the Company plans to renew the agreement with them. A summary of the agreement is as follows:

- When the non-executive Director becomes liable to the Company for damages due to a failure to perform their duties, they will be responsible up to the minimum liability amount provided for by Article 425, paragraph (1) of the Companies Act.
 - The limitation of liability above is applicable only if the Director has acted in good faith and without gross negligence in performing their duties which caused their liability.
11. As provided for by Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance contract with an insurance company. Under this insurance contract, the Company will cover damages and litigation expenses, etc. arising from claims for damages lodged against insured persons, including Directors of the Company, due to acts (including shareholder derivative actions) performed during the execution of their duties (excluding breaches of trust, criminal acts and the willful violations of laws and ordinances by insured persons, etc.), and the Company will also pay the insurance premiums of the insured persons. If each of the candidates is elected and takes office as Director, all candidates will become insured persons under this insurance contract. Furthermore, when this insurance contract next comes up for renewal, the Company intends to renew it with the same content.
 12. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Seiko Nakai and Miho Sakai have been designated as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their designation as independent officers to continue.

Proposal No. 3 Election of Two Directors Who Are Audit and Supervisory Committee Members

At the conclusion of this General Meeting of Shareholders, the term of office of one of the three Directors who are Audit and Supervisory Committee members—Hiroyuki Rokugo—will expire, and Makoto Saito will resign. Therefore, the Company proposes the election of two Directors who are Audit and Supervisory Committee members. If this proposal is approved, the number of Directors who are Audit and Supervisory Committee members will be three.

The Company has obtained the approval of the Audit and Supervisory Committee in relation to this proposal.

The candidates for Director who is an Audit and Supervisory Committee member are as follows:

Candidate No.	Name		Gender	Position and responsibility in the Company	Attendance at Board of Directors meetings (Attendance rate)	Attendance at Audit and Supervisory Committee meetings (Attendance rate)
1	Hiroyuki Rokugo	Reelection Outside Independent	Male	Director Audit and Supervisory Committee Member (Outside)	18/18 times (100%)	13/13 times (100%)
2	Masafumi Nishimura	New election Outside Independent	Male	—	—	—

Reelection: Candidate for reelection

New election: New candidate

Outside: Candidate for Outside Director

Independent: Independent officer as defined by Tokyo Stock Exchange, Inc.

Candidate No.	Name (Date of birth)	Career summary, position and responsibility	Number of the Company's shares owned
1	Hiroyuki Rokugo (July 5, 1961) Reelection Outside Independent Attendance at Board of Directors meetings 18/18 times Attendance at Audit and Supervisory Committee meetings 13/13 times	Apr. 1985 Joined Recruit Co., Ltd. (current Recruit Holdings Co., Ltd.) Apr. 1999 Nagoya Branch Manager of Recruit Ablic Co., Ltd. (current Recruit Co., Ltd.) Apr. 2005 Executive officer June 2006 Retired from Recruit Ablic Co., Ltd. July 2006 Executive officer of MEITEC NEXT CORPORATION June 2007 Director June 2010 President and Representative Director Apr. 2014 President of Meitec Shanghai President of Meitec Shanghai Human Resources Co., Ltd. June 2015 Director of MEITEC CORPORATION Apr. 2017 Director and Executive officer June 2023 Retired from MEITEC CORPORATION June 2024 Director (Audit and Supervisory Committee Member) of the Company (current position)	– shares
Reasons for nomination as candidate for Outside Director and expected role Hiroyuki Rokugo has extensive experience and wide-ranging insights in the human resources business. We propose his election in the expectation that he will continue playing an adequate role as an Outside Director who is an Audit and Supervisory Committee member by providing appropriate advice and supervision of management in general.			
2	Masafumi Nishimura (March 29, 1973) New election Outside Independent Attendance at Board of Directors meetings – Attendance at Audit and Supervisory Committee meetings –	Apr. 1995 Joined The Hyakugo Bank, Ltd. Oct. 1998 Retired from The Hyakugo Bank, Ltd. Oct. 1999 Joined Showa Ota & Co. (current Ernst & Young ShinNihon LLC) Oct. 2007 Retired from Shin Nihon & Co. (current Ernst & Young ShinNihon LLC) Nov. 2007 Joined Boston Consulting Group Co., Ltd. (current Boston Consulting Group LLC) July 2008 Retired from Boston Consulting Group Co., Ltd. July 2008 Established Nishimura CPA Office Manager (current position) Nov. 2013 Established Verdad Consulting Co., Ltd. Representative Director (current position) Nov. 2013 Established Verdad Tax Account Corporation Representative Partner July 2021 Resigned as Representative Partner of Verdad Tax Account Corporation Significant concurrent positions outside the Company Manager of Nishimura CPA Office Representative Partner of Verdad Consulting Co., Ltd.	– shares
Reasons for nomination as candidate for Outside Director and expected role Masafumi Nishimura is a certified public accountant and certified tax accountant with wide-ranging business knowledge and practical experience in such areas as finance, accounting, and auditing. We propose his election in the expectation that he will play an adequate role as a new Outside Director who is an Audit and Supervisory Committee member by providing appropriate advice and supervision of management in general.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Masafumi Nishimura is a candidate for new Director who is an Audit and Supervisory Committee member.
 3. Hiroyuki Rokugo and Masafumi Nishimura are candidates for Outside Director.
 4. Hiroyuki Rokugo is currently an Outside Director who is Audit and Supervisory Committee member of the Company. At the conclusion of this meeting, his tenure will have been two years.
 5. Hiroyuki Rokugo has in the past served as Executive Officer of Recruit Co., Ltd. (the company name at the time he was in office was Recruit Ablic Co., Ltd.), the company from which Indeed Recruit Partners Co., Ltd., a specified affiliated

- business operator (major business partner) for the Company, split from. However, 19 years have elapsed since he resigned as Executive Officer of that company.
6. Between June 2015 and June 2023, Hiroyuki Rokugo was an Executive officer of MEITEC CORPORATION, which is a business partner of the Company, but the value of these transactions in the most recent fiscal year were less than 1% of consolidated net sales for both parties, and so the Company judges that his independence can be ensured.
 7. Masafumi Nishimura was an Executive Officer of Ernst & Young ShinNihon LLC (the firm name at the time he was in office was Showa Ota & Co. or Shin Nihon & Co.), which is the Accounting Auditor of the Company. However, 18 years have elapsed since he resigned as Executive Officer of that firm.
 8. The Company has entered into a limited liability agreement with Hiroyuki Rokugo. If his reelection is approved, the Company plans to renew the agreement with him. If the election of Masafumi Nishimura is approved, the Company plans to enter into a limited liability agreement with him. A summary of the agreement is as follows:
 - When the non-executive Director becomes liable to the Company for damages due to a failure to perform their duties, they will be responsible up to the minimum liability amount provided for by Article 425, paragraph (1) of the Companies Act.
 - The limitation of liability above is applicable only if the Director has acted in good faith and without gross negligence in performing their duties which caused their liability.
 9. As provided for by Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance contract with an insurance company. Under this insurance contract, the Company will cover damages and litigation expenses, etc. arising from claims for damages lodged against insured persons, including Directors (including Directors who are Audit and Supervisory Committee members) of the Company, due to acts (including shareholder derivative actions) performed during the execution of their duties (excluding breaches of trust, criminal acts and the willful violations of laws and ordinances by insured persons, etc.), and the Company will also pay the insurance premiums of the insured persons. If each of the candidates is elected and takes office as a Director who is an Audit and Supervisory Committee member, all candidates will become insured persons under this insurance contract. Furthermore, when this insurance contract next comes up for renewal, the Company intends to renew it with the same content.
 10. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Hiroyuki Rokugo has been designated as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his designation as an independent officer to continue. If the election of Masafumi Nishimura is approved, the Company plans to notify Tokyo Stock Exchange, Inc. that he has been designated as an independent officer as provided for by the aforementioned exchange.

[Reference]

Structure of the Board of Directors following the approval of Proposal No. 2 “Election of Ten Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)” and Proposal No. 3 “Election of Two Directors Who Are Audit and Supervisory Committee Members” (provisional)

Name	Position and responsibility in the Company	Gender	Independent officer	Nominating Committee and Compensation Committee	Fields of expertise							
					Business administration	Sales and marketing	Industry knowledge	Global business	Finance and accounting	Legal affairs and compliance	Digital technology	Sustainability ESG
Tsutomu Wano	Honorary Chairman and Director	Male			○	○	○	○				○
Ichiro Kawaguchi	Chairman and Representative Director Group CEO	Male		○	○	○	○	○				○
Yoshiki Nakai	President and Representative Director	Male		○	○	○	○					
Kizuki Hayashi	Director and Executive Officer	Male			○	○	○					
Kenta Kijima	Director and Executive Officer General Manager of Administration and Accounting Division	Male				○	○		○	○		○
Yuki Shibazaki	Director and Executive Officer General Manager of Personnel Placement Business Division and Manager of Sales Department X	Male				○	○					
Naotaka Okada	Director and Executive Officer General Manager of Recruiting Business Division	Male				○	○					

Name	Position and responsibility in the Company	Gender	Independent officer	Nominating Committee and Compensation Committee	Fields of expertise								
					Business administration	Sales and marketing	Industry knowledge	Global business	Finance and accounting	Legal affairs and compliance	Digital technology	Sustainability ESG	
Tsutomu Obara	Director and Executive Officer CMO, General Manager of Web Business Planning & Development Division and Manager of Planning and Development Department I	Male				○	○					○	
Seiko Nakai	Director (Outside)	Female	○		○	○							
Miho Sakai	Director (Outside)	Female	○		○	○	○						
Toshihiro Kono	Outside Director (Full-time Audit and Supervisory Committee Member)	Male	○	○				○		○			
Hiroyuki Rokugo	Outside Director (Audit and Supervisory Committee Member)	Male	○	○	○	○	○						
Masafumi Nishimura	Outside Director (Audit and Supervisory Committee Member)	Male	○	○					○	○			

* The above list shows fields where respective individuals have notable expertise. It does not indicate their entire knowledge or experiences.