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March 25, 2026

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(Securities code: 446A; TSE Growth
Market)
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Notice Concerning Transition to a Company with an Audit and Supervisory Committee and Establishment of a Nomination and Compensation Committee

Northsand, Inc. (the “Company”) hereby announces that, at a meeting of the Board of Directors held on March 25, 2026, it resolved to transition to a company with an Audit and Supervisory Committee and to establish a Nomination and Compensation Committee, as follows.

The transition to a company with an Audit and Supervisory Committee is subject to approval at the 11th Annual General Meeting of Shareholders scheduled for April 28, 2026.

1. Transition to a Company with an Audit and Supervisory Committee

(1) Purpose of the Transition

Guided by its vision to “Design the world” and its mission to “Bring ‘cool’ to companies,” the Company has aspired since its founding to be a consulting firm that “creates new value yet to exist in the world.”

To achieve sustainable growth and enhance corporate value under this philosophy, the Company believes it is essential to reinforce the management foundation. With a view to further expanding the business scale and organizational structure, the Company has determined to establish a framework that enhances management oversight functions and enables prompt and agile decision-making. Accordingly, it has decided to transition to a company with an Audit and Supervisory Committee.

Through this transition, the Company will establish an Audit and Supervisory Committee in which independent outside directors constitute a majority. By building a systematic and effective audit framework in collaboration with the internal audit function, the Company will strengthen “defensive governance,” enhancing management transparency and soundness. At the same time, by delegating certain key business execution decisions to directors in accordance with its Articles of Incorporation, the Company will promote “proactive governance,” enabling prompt and flexible management decision-making in response to the rapidly changing business environment.

Through these initiatives, the Company will actively leverage the insights of outside directors in its management, while developing a governance framework aligned with global standards, and aims to further strengthen the trust of shareholders, investors, and other stakeholders, as well as to enhance corporate value on a sustainable basis.

(2) Timing of the Transition

The Company plans to implement the transition following the approval of the necessary amendments to its Articles of Incorporation at the 11th Annual General Meeting of Shareholders scheduled for April 28, 2026.

(3) Others

For details of the amendments to the Articles of Incorporation related to this transition, please refer to the “Notice Concerning Partial Amendments to the Articles of Incorporation (disclosed only in Japanese)” disclosed today, March 25, 2026.

2. Establishment of a Nomination and Compensation Committee

(1) Purpose of Establishing the Committee

The Company will establish a voluntary Nomination and Compensation Committee to enhance transparency and objectivity in evaluating and determining the nomination and compensation of directors, thereby further strengthening its oversight functions and enhancing its governance framework.

(2) Roles of the Committee

In response to consultations from the Board of Directors, the Nomination and Compensation Committee will deliberate on the following matters and report its recommendations to the Board:

- (i) Basic policies on the appointment, reappointment, and dismissal of directors
- (ii) Matters related to succession planning
- (iii) Basic policies for determining compensation for individual directors
- (iv) Details of compensation for individual directors
- (v) Other matters referred by the Board of Directors

(3) Composition of the Committee

The Nomination and Compensation Committee will consist of members selected by the Board of Directors, with independent outside directors comprising a majority.

(4) Date of Establishment

April 1, 2026