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(Securities code: 4651)

June 10, 2026

(Date of commencing measures for electronic provision: June 4, 2026)

To Shareholders with Voting Rights:

Hiroshi Munemasa
President and CEO
SANIX HOLDINGS INCORPORATED
2-1-23, Hakataeki Higashi, Hakata-ku,
Fukuoka, Japan

Notice of the 48th Annual General Meeting of Shareholders

You are cordially notified of the 48th Annual General Meeting of Shareholders (the “Meeting”) of SANIX HOLDINGS INCORPORATED (the “Company”), which will be held for the purposes described below.

In convening this Meeting, the Company has taken measures for electronic provision. Matters for which measures for electronic provision have been taken are posted on the following website.

The Company’s website: <https://hd.sanix.jp/ir/information/sokai/>

In addition to the website above, the matters are also posted on the following websites.

Tokyo Stock Exchange website (TSE Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK020030Action.do>

Please access the website above, enter “SANIX HOLDINGS” into the Issue name or “4651” into the Code, and click the Search button to search for the Company. Then, please select “Basic information,” “Documents for public inspection/PR information” and “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting.”

Other posted website *Net de Shoshu*: <https://s.srdb.jp/4651/>

If you are not attending the Meeting, you may exercise your voting rights in advance via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m., Thursday, June 25, 2026 (JST).

- 1. Date and time:** Friday, June 26, 2026 at 10:00 a.m. (JST)
(Doors will open at 9:00 a.m.)
- 2. Venue:** Banquet hall “Tsukushi,” Main Building 3F, Hotel Nikko Fukuoka, located at 2-18-25, Hakata Eki-mae, Hakata-ku, Fukuoka, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. Business Report and Consolidated Financial Statements for the 48th Fiscal Year (April 1, 2025 to March 31, 2026), and results of audits of Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
 2. Non-consolidated Financial Statements for the 48th Fiscal Year (April 1, 2025 to March 31, 2026)

Matters to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of 5 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

4. Matters resolved in convening the Meeting:

- (1) If a shareholder exercises the voting rights both in writing (by postal mail) and via the Internet, the vote via the Internet shall be deemed valid, regardless of their arrival date and time.
If a shareholder exercises the voting rights more than once via the Internet, the vote exercised last shall be deemed valid.
- (2) If a shareholder exercises the voting rights in writing (by postal mail) and neither approval nor disapproval of each proposal is indicated in the Voting Rights Exercise Form, it shall be deemed a vote of approval.
- (3) If attending the Meeting by proxy, please designate as a proxy another shareholder of the Company who may exercise the voting rights, and have the proxy submit a written proof of his/her right of proxy at the reception on the day of the Meeting.

- If you attend the Meeting, please submit the enclosed Voting Rights Exercise Form at the reception.
- Any revisions to the matters for which measures for electronic provision have been taken will be posted on each website where those matters are posted.
- Of the matters for which measures for electronic provision have been taken, the following matters are not included in the paper copy to be sent to shareholders who have requested it, pursuant to laws and regulations as well as the provisions of Article 14 of the Company's Articles of Incorporation. Accordingly, the paper copy to be sent to shareholders who have requested it is a part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing their audit reports.
 - 1) "Systems to Ensure the Appropriateness of Operations and the Operational Status of Such Systems" of the Business Report
 - 2) "Consolidated Statements of Changes in Net Assets" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements
 - 3) "Non-consolidated Statements of Changes in Net Assets" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

Based on the recognition that returning profits to shareholders is an important task of corporate management, the Company makes it its basic policy to retain internal reserves for future business expansion while also paying stable and continuous dividends, taking into consideration the dividend on equity (DOE) ratio and other factors.

Until the previous fiscal year, the Company had regrettably not been paying dividends under the impact of severe business environment, causing great concern on the part of its shareholders. However, during the 48th fiscal year, owing to progress in corporate restructuring and a recovery in performance, improvement in the earnings base has come within reach, and the financial position has also changed for the better.

To repay its shareholders for their longtime support to date, the Company proposes to pay a year-end dividend (i.e., resume dividend payments) for this fiscal year as described below.

Matters concerning appropriation of surplus

- Allotment of dividend property: 2 yen per share of the Company's common stock
- Total amount of dividends: 95,607,630 yen
- Effective date: June 26, 2026

Proposal 2: Election of 5 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same shall apply in this proposal) will expire at the close of this Meeting. Accordingly, the Company proposes to increase the number of Directors by 2, in order to strengthen its management structure, and elect a total of 5 Directors.

The Audit and Supervisory Committee has determined that each candidate in this proposal is appropriate to be a Director of the Company.

The candidates for Directors are as follows:

No.	Name	Current positions and responsibilities at the Company	Attendance at Board of Directors meetings
1	Hiroshi Munemasa Reappointed	President and CEO	15/15 times (100%)
2	Michimasa Masuda Reappointed	Director, Management Corporate Officer, General Manager of Administration Division	15/15 times (100%)
3	Masaki Tsuruga Newly appointed	Corporate Officer, General Manager of Strategy Promotion Division, General Manager of Business Development Department, and General Manager of the President's Office	—
4	Toshihiko Moriguchi Newly appointed	Corporate Officer, General Manager of Corporate Planning Division	—
5	Keiichi Shiobara Reappointed Outside Independent	Outside Director	13/13 times (100%)

■ Summary of opinions of the Audit and Supervisory Committee

The Audit and Supervisory Committee took into consideration the Company's specific management strategies, surrounding environment, and other factors, and carefully examined whether each candidate for Director has the necessary knowledge, experience, and ability to fulfill his roles and responsibilities, whether each candidate conforms to the nomination policy for candidates for Director, and whether the Board of Directors will function adequately. Moreover, the Committee discussed the work experience of each candidate for Director, and persons who are able to fulfill the roles expected of the Board of Directors, such as striving to enhance corporate value through making decisions on medium- to long-term management policy and supervising overall management, have been selected. The Committee has therefore determined that the candidates for Directors proposed in this proposal are appropriate.

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	 Hiroshi Munemasa (July 17, 1975) [Reappointed]	January 2003 Joined the Company June 2007 Director, assigned to the Executive Office, in charge of special assignments June 2013 Director, Executive Vice President and Corporate Officer January 2017 President and CEO (to the present) [Significant concurrent positions] <ul style="list-style-type: none"> • President and Representative Director, BUYON INC. • Chairman and Representative Director, Munemasa Syuzo Co., Ltd. • Representative Director, SANIX SPORTS FOUNDATION 	6,563,583 shares
<p>[Reasons for nomination as a candidate for Director] Since assuming office as President and CEO in 2017, to meet the trust of our shareholders, Mr. Hiroshi Munemasa has taken on steering the management of the Company with strong leadership, putting in the foreground the Group's corporate philosophy of "A comfortable environment for the next generation" and corporate vision of "Become the top company in the environment and energy field" and contributed to sustainable growth of the Group. The Company believes that he is a person that is able to continue to work on strengthening the governance systems by utilizing his wealth of experience and achievements, make appropriate decisions on the management of the entire Group and lead further growth of the Group, and thus nominated him again as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	 Michimasa Masuda (August 16, 1977) [Reappointed]	April 2001 Joined the Company July 2010 General Manager of Accounting Department June 2012 Director, General Manager of Accounting Department June 2015 Director, Management Corporate Officer, General Manager of Accounting Department and in charge of IT promotion April 2017 Director, Management Corporate Officer, Deputy General Manager of Administration Division and General Manager of Accounting Department April 2019 Director, Management Corporate Officer, Deputy General Manager of Administration Division, General Manager of Accounting Department and General Manager of Energy Business Development Department, Energy Business Division November 2019 Director, Management Corporate Officer, Deputy General Manager of Administration Division and General Manager of Energy Business Development Department, Energy Business Division June 2021 Director, Management Corporate Officer, General Manager of Energy Business Development Department, Energy Business Division June 2022 Director, Management Corporate Officer, General Manager of Corporate Division and General Manager of Administration Division July 2023 Director, Management Corporate Officer, General Manager of Corporate Planning Division April 2025 Director, Management Corporate Officer, General Manager of Group Management Division May 2026 Director, Management Corporate Officer, General Manager of Administration Division (to the present)	80,632 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Since assuming office as Director in 2012, Mr. Michimasa Masuda has been responsible for the finance/accounting division and led the formulation and promotion of the Group's financial strategies. Currently, as General Manager of the Administration Division, he is playing a central role in formulating management strategies and budgets for the entire Group and strengthening the financial base and other initiatives. The Company believes that he is a person that is able to continue to contribute to sustainable growth of the Group and enhancement of its corporate value over the medium to long term, and thus nominated him again as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	 Masaki Tsuruga (April 20, 1970) [Newly appointed]	September 1996 Joined Doutor Coffee Co., Ltd. April 2007 General Manager of the President's Office, Doutor Coffee Co., Ltd. April 2008 General Manager, Resort Hotel Olivean Shodoshima, Naqua Hotels & Resorts Management Co., Ltd. July 2010 Representative Director, Qualia Management Partners Co., Ltd. December 2017 Deputy General Manager of New Business Division, Raysum Co., Ltd. July 2019 Deputy General Manager of New Business Division, Raysum Co., Ltd. and Representative Director of WeBase Co, Ltd. June 2024 Corporate Officer, General Manager attached to Corporate Planning Division, the Company April 2025 Corporate Officer, General Manager attached to Group Management Division, General Manager of Business Development Department and General Manager of the President's Office May 2026 Corporate Officer, General Manager of Strategy Promotion Division, General Manager of Business Development Department, and General Manager of the President's Office (to the present)	0 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>As stated in his career summary, Mr. Masaki Tsuruga has held important positions at listed companies and possesses a wealth of experience and a high level of insight concerning corporate management. He has also led numerous restructuring projects as a turnaround manager, through which he has gained insight and built track records in the fields of organizational and human resources strategies, new business development, and M&A practices. Based on his achievements presented above, the Company is confident that he will fulfill the role of decision-making on important matters in management and business execution and believes that he is a person that will contribute to a sustainable enhancement of corporate value of the Group. The Company thus newly nominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	 <p data-bbox="248 819 491 949">Toshihiko Moriguchi (July 1, 1965) [Newly appointed]</p>	<p data-bbox="512 208 683 237">April 1988</p> <p data-bbox="512 237 683 266">February 2010</p> <p data-bbox="512 304 683 333">February 2011</p> <p data-bbox="512 400 628 430">June 2011</p> <p data-bbox="512 430 655 459">March 2017</p> <p data-bbox="512 526 663 555">August 2017</p> <p data-bbox="512 593 639 622">April 2018</p> <p data-bbox="512 719 632 748">June 2019</p> <p data-bbox="512 786 632 815">June 2020</p> <p data-bbox="512 853 632 882">June 2022</p> <p data-bbox="512 978 655 1008">March 2024</p> <p data-bbox="512 1059 639 1088">April 2025</p> <p data-bbox="512 1140 632 1169">June 2025</p> <p data-bbox="512 1220 632 1249">May 2026</p> <p data-bbox="715 208 1235 1283"> Joined World Co., Ltd. Assistant General Manager of Corporate Strategy Office, Takisada-Osaka CO., LTD. Executive Officer, General Manager of Corporate Strategy Administration Department, and CIO Outside Director, Sorairo Co., Ltd. President and Representative Director, Olive des Olive K.K. (a subsidiary of Takisada-Osaka CO., LTD.) General Manager of Business Development Department, SHINMEI Holdings Co., Ltd. Executive Officer, General Manager of Information Systems Department, Toka Osaka Co., Ltd. (a subsidiary of SHINMEI Holdings Co., Ltd.) Director, General Manager of Administration Division Managing Director, General Manager of Administration Division, Director, General Manager of Corporate Planning Division and General Manager of Information Systems Department, SHINMEI Holdings Co., Ltd. General Manager of Management & Planning Department, the Company General Manager attached to Group Management Division Corporate Officer, General Manager attached to Group Management Division Corporate Officer, General Manager of Corporate Planning Division (to the present) </p>	39,446 shares
<p data-bbox="225 1301 826 1330">[Reasons for nomination as a candidate for Director]</p> <p data-bbox="225 1330 1414 1395">For many years, Mr. Toshihiko Moriguchi has overseen corporate planning and IT strategies at several companies and played key roles in corporate management as a director.</p> <p data-bbox="225 1395 1414 1550">He possesses exceptional knowledge in digital transformation (DX), including having completed introduction of SAP S/4HANA, and also strong leadership required to lead large-scale projects to success. His advanced capability in structuring group governance gained through the processes leading up to corporate listing will give the Company an unparalleled advantage when working to enhance organizational base.</p> <p data-bbox="225 1550 1414 1680">The Company believes that he is the best person to drive sustainable growth of the Group and maximize its corporate value by making appropriate decisions backed by his wealth of experience in corporate management and applying his executional capability to navigate through uncertain times. The Company thus newly nominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	 Keiichi Shiobara (January 13, 1963) [Reappointed] [Outside] [Independent]	April 1986 Joined Mitsubishi Corporation April 1996 Mitsubishi International Corporation (New York) April 2009 General Manager, Bullion & Global Commodity Futures Business Unit, Non-Ferrous metals Division, Mitsubishi Corporation April 2011 Mitsubishi Corporation China Commerce Co., Ltd. (Beijing) January 2013 Seconded to Triland Metals Ltd. (Chairman & CEO) (London) April 2015 Mitsubishi Corporation International (Europe) Plc. (concurrently) General Manager for Europe & Africa, Metals Group (London) April 2016 General Manager, Metals Group CEO Office, Mitsubishi Corporation April 2018 Appointed Senior Vice President, Mitsubishi Corporation, Seconded to Mitsubishi Corporation RtM International Pte. Ltd. (Chairman & CEO) (concurrently) Division COO, Mineral Resources Trading Division (Singapore) April 2020 Senior Vice President, Division COO, Mineral Resources Trading Division, Mitsubishi Corporation April 2021 Senior Vice President, General Manager, Mineral Resources Group CEO Office April 2022 Corporate Advisor *retired in March 2024 May 2024 Advisor, the Company June 2025 Outside Director (to the present)	788 shares
<p>[Reasons for nomination as a candidate for Outside Director and the outline of the expected role] As stated in his career summary, Mr. Keiichi Shiobara has held important positions at a major general trading firm, including at its overseas bases. He possesses a wealth of experience and a high level of insight concerning corporate management. Based on his achievements presented above, the Company is confident that he will fulfill the role of supervising the decision-making of important matters in management and business execution from an objective and international perspective and believes that he is a person that will contribute to a sustainable enhancement of corporate value of the Group. The Company thus nominated him again as a candidate for Director.</p>			

Notes:

1. There are no special interests between any of the candidates and the Company.
2. The number of shares of the Company's common stock held by each candidate includes the number of equity shares held under the name of the Officers' Shareholding Association.
3. Mr. Keiichi Shiobara is a candidate for Outside Director. The Company has registered Mr. Keiichi Shiobara as an Independent Director based on the provisions set forth by the Tokyo Stock Exchange and the Fukuoka Stock Exchange.
4. Mr. Keiichi Shiobara will have served as an Outside Director of the Company for 1 year at the close of this Meeting.
5. The Company has entered into a liability limitation agreement with each Outside Director in accordance with Article 427, Paragraph 1 of the Companies Act (the "Act") to limit their liabilities for damages under Article 423, Paragraph 1 of the Act. The maximum amount of their liabilities under the agreement is the minimum liability amount stipulated by laws and regulations. If the election of Mr. Keiichi Shiobara is approved, the Company will continue the agreement with him.
6. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, Paragraph 1 of the Companies Act that insures all Directors with an

insurance company. The insurance contract covers any damages that may result from the insured Directors being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. However, there are certain exemptions; for example, damages caused as a result of any conduct committed while knowing that the conduct is in violation of laws and regulations shall not be covered. If the election of each candidate for Director is approved, the insurance contract will be renewed during their terms of office. The insurance premiums are fully paid by the Company.

[Reference] Skills matrix of the Board of Directors

The Company has selected skills and experiences that are considered material to its Board of Directors at present, in order for the Board to make important decisions regarding business execution through meaningful and productive discussions at its meetings and to work as a well-balanced team in performing oversight and inspection to ensure appropriate business execution. The Company will review the composition of skills and experiences as may be required by external environments and circumstances surrounding the Company.

No.	Name	Gender	Attribute	Current position at the Company	Years in position (years as Director)	Skill/Experience							
						Corporate management/Strategy	Sales/Industry knowledge & experience	Finance/Accounting	Legal affairs/Risk management	HR development	Environmental/Social	Global	IT/DX
1	Hiroshi Munemasa	Male		President and CEO	9 (19)	●	●			●	●		
2	Michimasa Masuda	Male		Director Management Corporate Officer	11 (14)	●	●	●	●				●
3	Masaki Tsuruga	Male		Corporate Officer	Newly appointed	●		●		●			
4	Toshihiko Moriguchi	Male		Corporate Officer	Newly appointed	●		●	●		●		●
5	Keiichi Shiobara	Male	Outside Independent	Director	1	●	●		●	●		●	●
6	Kenji Kaneko	Male		Director Audit and Supervisory Committee Member	2 (18)	●	●	●	●	●	●		
7	Naoki Kaneko	Male	Outside Independent	Director Audit and Supervisory Committee Member	7 (11)	●	●			●			
8	Sadahito Baba	Male	Outside Independent	Director Audit and Supervisory Committee Member	5	●			●	●	●	●	

*The above highlights the knowledge, experience and capabilities that are particularly expected of the board, and do not show all the skills and knowledge each director possesses.

Reasons for selecting each item of the skills matrix are as shown below.

No.	Skill	Reasons for selecting the skill
1	Corporate management/Strategy	To formulate company-level strategies aimed at sustainable enhancement of corporate value and perform supervision of appropriate business execution in a turbulent business environment
2	Sales/Industry knowledge & experience	To accurately grasp market trends surrounding the Company's business and customer needs and secure competitive advantages in driving our business development
3	Finance/Accounting	To strengthen business foundation by carrying out management that is conscious of cost of capital, sourcing finance appropriately, and building and maintaining a sound financial base
4	Legal affairs/Risk management	To ensure thorough compliance, build a highly effective governance structure, and adequately cope with various risks associated with global expansion
5	Human resources (HR) development	To promote human capital management, develop diverse talents and let them play active roles, and maximize organizational vitality, based on our management philosophy of "Work is Education, and Education is Management"
6	Environmental/Social	To enhance corporate value over the medium to long term by solving social issues related to sustainability such as climate change responses, human rights issues, and coexistence with local communities
7	Global	To strengthen global competitiveness by expanding business in the global market, building an optimal supply chain, and dealing with diverse values
8	IT/Digital transformation (DX)	To create new business models that utilize digital technologies, radically improve efficiency of business processes, and strengthen information security