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(Securities Code: 4777)

(Start date of Measures for Electronic Provision: March 4, 2026)

(Dispatch date: March 13, 2026)

Hyunsu Kim
Representative Director & Group CEO
GALA INCORPORATED
2-21-1, Shibuya, Shibuya-ku, Tokyo

CONVOCAATION NOTICE OF THE 33rd ANNUAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Notice is hereby given that the 33rd Annual Meeting of Shareholders will be held as follows.

The Meeting will be held as a meeting of shareholders without a designated location (Fully Online Shareholders Meeting) in accordance with Article 66, Paragraph 1 of the Industrial Competitiveness Enhancement Act and Article 12, Paragraph 2 of the Company's Articles of Incorporation.

In convening this Meeting of Shareholders, we have taken measures to electronically provide information that constitutes the contents of the Reference Documents for the 33rd Annual Meeting of Shareholders, etc. (Matters to be Provided Electronically). Please access the information on the Company's website using the following link:

The Company's Website: <https://www.gala.biz/investor-relations/shareholders-meeting>



(Please access the above website to review the materials for the meeting of shareholders regarding the fiscal year ended December 31, 2025 (33rd fiscal year).)

In addition to the Company's website, the Matters to be Provided Electronically are also posted on the website of the Tokyo Stock Exchange (TSE), which can be found at the following link.

Tokyo Stock Exchange Website (TSE Listed Company Information Service)
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>



(Please access the above TSE website, search by entering "Gala" in "Issue name (company name)" or our securities code "4777" in "Code," select "Basic information" and then "Documents for public inspection/PR information," and access "Notice of General Shareholders Meeting/Informational

Materials for a General Shareholders Meeting" under "Filed information available for public inspection.")

If you are unable to attend the meeting, or even if you plan to attend the meeting, as a precaution against communication failure, etc., please exercise your voting rights in advance by mail (in writing) or via the Internet by 6:00 p.m. on Friday, March 27, 2026 (JST), as follows.

[Voting in writing (by mail)]

Please indicate your approval or disapproval of the proposals on the voting form to be sent together with this Notice of Convocation, and send it back so that it arrives at the Company by the above deadline.

[Voting via the Internet]

Please exercise your voting rights no later than the above deadline by accessing the voting website designated by the Company, using the voting code and password printed on the voting form, and entering your approval or disapproval of each proposal following the instructions on your screen.

1. Date and Time: Saturday, March 28, 2026, at 10:00 a.m. (JST)
(Login available from 9:30 a.m.)
2. Venue: Meeting of Shareholders without a designated location (Fully Online Shareholders Meeting)
In the event that the Meeting cannot be held on the above date and time due to communication problems or other reasons, the Meeting will be postponed to Sunday, March 29, 2026, at 10:00 a.m., or a continuation meeting will be held. In such a case, a notice will be promptly posted on the Company's website (<https://www.gala.biz/>)
This Meeting of Shareholders will be held exclusively online, so there will be no physical venue for attendance. For details on how to attend and exercise voting rights at this Meeting of Shareholders, please refer to "How to Attend and Exercise Voting Rights at the Fully Online Shareholders Meeting and How to Attend the Online Business Briefing Session" on page 4.
3. Agenda for the Meeting:
Matters to be reported:
 1. The Business Report and the Consolidated Financial Statements for the 33rd fiscal year (from January 1, 2025, to December 31, 2025), and the Audit Results of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors.
 2. The Non-Consolidated Financial Statements for the 33rd fiscal year (from January 1, 2025, to December 31, 2025).Matters to be resolved:
 - Proposal No.1. Reduction of the Amount of Capital Stock and Capital Reserve, and Appropriation of Surplus
 - Proposal No.2. Partial Amendment to the Articles of Incorporation
 - Proposal No.3. Election of Fifteen Directors
 - Proposal No.4. Election of One Corporate Auditor
 - Proposal No.5. Appointment of Accounting Auditor
 - Proposal No.6. Election of One Substitute Corporate Auditor

4. Matters Resolved for Convocation

- (1) The method of communication used to send and receive information on the proceedings of this Meeting of Shareholders shall be via the Internet.
- (2) In the event that your approval or disapproval of each proposal is not indicated on the voting form, it shall be considered as an indication of approval.
- (3) When voting rights are exercised via the Internet more than once, the last vote shall be deemed effective.
- (4) When voting rights are exercised in duplicate, both in writing and via the Internet, the vote via the Internet shall be deemed effective regardless of when the vote is received by the Company.
- (5) If you exercise your voting rights in advance in writing or via the Internet and attend the Meeting of Shareholders online and exercise your voting rights in duplicate, the vote exercised at the Meeting of Shareholders will be deemed effective. If you do not exercise your voting rights at the Meeting of Shareholders, the details of your vote exercised in writing or via the Internet in advance will be deemed effective. If you do not exercise your voting rights in advance and attend the Fully Online Shareholders Meeting on the day of the meeting, but the Company is unable to confirm your exercise of voting rights on the day of the meeting, your vote will be treated as an abstention.
- (6) If you wish to exercise your voting rights by proxy, one other shareholder with voting rights may attend the meeting as your proxy. However, please note that you will be required to submit a written document certifying your proxy's authority. Then, please attend the meeting after following the procedures described on page 4, "How to Attend and Exercise Voting Rights at the Fully Online Shareholders Meetings and How to Attend the Online Business Briefing Session."
Submission deadline: Friday, March 27, 2026, 6:00 p.m. (JST, must arrive by this date)
Submission address: Gala Inc., 33rd Floor, Shibuya Hikarie, JustCo, 2-21-1 Shibuya, Shibuya-ku, Tokyo 150-8510, Japan
- (7) Summary of the contents of the policy regarding measures to prevent communication problems, and how shareholders who have difficulty using the Internet can participate in the meeting
Please refer to "How to Attend and Exercise Voting Rights at the Fully Online Shareholders Meeting and How to Attend the Online Business Briefing Session" on page 4.

(Cautions and Requests)

- After the "Fully-Online Shareholders Meeting", the "Online Business Briefing Session" will be held on the day of the meeting, and you are cordially invited to attend the session. For details on how to attend the "Online Business Briefing Session," please refer to "How to Attend and Exercise Voting Rights at the Fully Online Shareholders Meeting and How to Attend the Online Business Briefing Session" on page 4.

(Notice)

- Shareholders who have requested delivery of the document will also receive a document stating the matters to be provided electronically, but such a document will exclude the following matters in accordance with laws and regulations and Article 18, Paragraph 2 of the Company's Articles of Incorporation.
 - (i) "Systems to ensure the appropriateness of business operations and the status of operation of such systems" in the Business Report
 - (ii) "Consolidated Statement of Changes in Equity" and "Notes to the Consolidated Financial Statements" in the Consolidated Financial Statements
 - (iii) "Statement of Changes in Equity" and "Notes to the Non-Consolidated Financial Statements" in the Non-Consolidated Financial Statements.The above item (i) is included in the Business Report, which was audited by the Corporate Auditors in the preparation of the Audit Report. The above items (ii) and (iii) are included in the Consolidated Financial Statements and the Non-Consolidated Financial Statements audited by the Accounting Auditor and the Corporate Auditors in the preparation of the Audit Reports.
- In the event of any modification to the electronic provision measures, a notice of such modification and measures before and after the modification will be posted on the Company's website and the TSE's website above.

How to Attend and Exercise Voting Rights at the Fully Online Shareholders Meeting and How to Attend the Online Business Briefing Session

1. What is a Fully Online Shareholders Meeting?

A fully online shareholders meeting is a shareholders meeting in which directors, shareholders, and others "attend" the shareholders meeting (as prescribed by the Companies Act) through the Internet or other means, without holding a real shareholders meeting (a shareholders meeting held at a physical location).

This Meeting of Shareholders will be held as a fully online shareholders meeting, so shareholders who applied in advance to attend the meeting online and attended the meeting online on the day of the meeting can ask questions and exercise their voting rights while watching the live webcast.

*The fully online shareholders meeting corresponds to the "virtual-only shareholders meeting" in the "Implementation Guide for Hybrid Virtual Shareholders' Meetings (February 26, 2020)" by the Ministry of Economy, Trade and Industry.

2. How to Pre-Register for the Fully Online Shareholders Meeting

This Meeting of Shareholders will be held via Zoom video webinar. Shareholders who wish to attend the meeting are required to pre-register for the fully online meeting by following the instructions below:

- (1) Obtain a Zoom account.
- (2) Download the Zoom client or Zoom mobile app for the meeting.
- (3) Apply for the Online Shareholders Meeting by sending an e-mail with the required information and a screen capture of the voting form attached to the inquiry e-mail address (sokai@gala.jp) by 11:59 p.m., Wednesday, March 25, 2026 (JST).
- (4) Once the shareholders' identities are verified, you will receive the Zoom video webinar pre-registration e-mail from the Company's Secretariat. You can apply for the Zoom video webinar via the URL provided in the email (application deadline: 3:00 p.m., Thursday, March 26, 2026 (JST)).

For further details, please refer to our website at the following link:

<https://www.gala.biz/investor-relations/shareholders-meeting/>

3. How to Attend the Fully Online Shareholders Meeting

After you apply for the Zoom video webinar described in (4) of the above "2. How to Pre-Register for the Fully Online Shareholders Meeting," the Secretariat will confirm the webinar registration. Once

confirmed, you will receive an e-mail with the information you need to attend the online shareholders meeting (including the URL, webinar ID, PW, etc. to access the meeting on the day of the meeting).

By clicking the access URL for the day, the Zoom client or Zoom mobile app will be launched and you will be asked to log in to the webinar (*).

Logging in for the online shareholders meeting on the day of the meeting will be available from 9:30 a.m. From the time of admission until the start of the shareholders meeting (10:00 a.m.), you will be placed on standby after admission, so please wait until the meeting starts.

(*) If the Zoom client or Zoom mobile app does not start up, please enter your webinar ID and PW directly into the Zoom client or Zoom mobile app to log in.

4. How to Attend the Online Business Briefing Session

After the "Fully Online Shareholders Meeting", the "Online Business Briefing Session" will be held on the day of the meeting, and you are cordially invited to attend the session. Shareholders who wish to attend the "Online Business Briefing Session" are requested to attend the "Online Meeting of Shareholders" online and the "Online Business Briefing Session" held after the "Online Meeting of Shareholders" by referring to the above "2. How to Pre-Register for the Fully Online Shareholders Meeting."

5. Handling Questions

Shareholders who attend the meeting online may raise their hands by using the "raise your hand" function of the Zoom video webinar when the Chairman announces that the meeting is open for questions and any comments on the deliberations, including motions. The shareholder nominated by the Chairman may ask a question.

Please note the following points:

- If a question does not relate to the agenda of this Meeting of Shareholders, answering a question requires detailed investigation, a question is duplicative, answering a question may infringe on the rights or interests of customers, employees, or others, or a question is abusive and clearly intended to interfere with the operation of this Meeting of Shareholders, we may not take up the question or refrain from answering it.

6. Exercise of Voting Rights

Shareholders attending the meeting online may exercise their voting rights through the voting function of the Zoom video webinar by following the Chairman's instructions.

7. Submit Motions

If shareholders attending this Meeting of Shareholders online wish to submit motions, they can raise their hands by using the Zoom video webinar's "raise your hand" function when the Chairman announces that the meeting will be open for questions and any comments on the deliberations, including motions. The shareholder nominated by the Chairman may submit a motion.

Please note that motions made at a timing or by a method other than those specified by the Chairman, or motions that cannot be determined whether they are motions, may not be taken up as motions. If a shareholder repeatedly submits a similar motion or a motion that is clearly unlawful, or makes any other motion that is deemed to interfere with the progress of the proceedings or the stable operation of the online shareholder meeting system, the communication of the shareholder in question may be forcibly blocked by order of the Chairman or by the discretion of the Secretariat under the Chairman's direction.

8. Summary of the Contents of the Policy on Measures to Prevent Communication Failures

We will ensure a sufficient system capacity so that the meeting is accessible to all shareholders who wish to attend.

The Company will take measures in advance to prepare for the occurrence of system failures, including the preparation of manuals to address communication failures.

In the event of a significant disruption to the proceedings of this Meeting of Shareholders due to a communication failure or other reasons, the Chairman may decide to postpone or continue this Meeting of Shareholders, and a resolution to that effect will be proposed at the beginning of this Meeting of Shareholders. In the event that the Chairman decides to postpone or continue the Meeting of Shareholders in accordance with such resolution, the postponed or continued shareholders meeting will be held on Sunday, March 29, 2026, at 10:00 a.m. (JST). In such a case, the Company will promptly announce such meeting on the Company's website (<https://www.gala.biz/>), and you are cordially invited to attend the postponed or continued meeting of the Shareholders' Meeting in accordance with the instructions on the above "3. How to Attend the Fully Online Shareholders Meeting."

9. How Shareholders Who Have Difficulty Using the Internet Can Participate in the Meeting (Outline of the Contents of the Policy Regarding Consideration of Securing Profits)

Shareholders who have difficulty using the Internet are requested to exercise their voting rights in advance by mail (in writing). Please refer to page 2 for the method of exercise.

10. Support Regarding This Matter

Please send all inquiries regarding this matter, including those regarding online shareholders meeting pre-registration, to the inquiry email address (sokai@gala.jp). Please note that we cannot respond to inquiries by telephone.

For inquiries regarding how to obtain a Zoom account, how to install the Zoom application, how to connect to Zoom, Zoom functions, etc., we can provide general instructions by e-mail, but we are unable to provide instructions that correspond to the individual communication environment of each shareholder. We appreciate your understanding.

Please note that we will not be able to provide support for any problems that may arise on the day of the online shareholders meeting due to problems with the shareholder's environment or other issues on the shareholder's side, such as inability to connect, delays, inability to hear voices, inability to speak, or inability to exercise voting rights. We will not be liable for any disadvantage incurred as a result of such problems.

11. Other Notes Regarding Attendance at the Meeting of Shareholders

- (1) In case of communication failure or computer malfunction, we recommend that you exercise your voting rights in advance even if you attend this Meeting of Shareholders. Please refer to page 2 for instructions on how to exercise your voting rights in advance.
- (2) To attend the meeting online, you must (1) obtain a Zoom account and (2) access the meeting via the Zoom client for meetings (for PCs) or the Zoom mobile app (for smartphones or tablet devices). Therefore, you will need to do the following:
 - (i) Obtain a Zoom account.
 - (ii) Download the Zoom client or Zoom mobile appPlease note that you will not be able to attend the meeting by any method other than logging in with your Zoom account from the Zoom client for meetings or the Zoom mobile app (e.g., attending the meeting using only a browser without installing the app).
- (3) Expenses related to the use of the Internet (provider connection fees, communication fees, etc.) shall be borne by shareholders.
- (4) Any problems before the opening of or during this Meeting of Shareholders, or any changes in its operation, will be posted on our website (<https://www.gala.biz/>), so please refer to it for further information, including subsequent actions to be taken.

Reference Documents for the 33rd Annual Meeting of Shareholders

Proposal No.1: Reduction of the Amount of Capital Stock and Capital Reserve, and Appropriation of Surplus

1. Reasons for the proposal

In order to strengthen the soundness of our financial position and to enable flexible capital policies going forward, pursuant to Article 447, paragraph (1) and Article 448, paragraph (1) of the Companies Act, we propose to reduce the amounts of our capital stock and capital reserve and to transfer the reduced amounts to other capital surplus. In addition, pursuant to Article 452 of the Companies Act, we propose to transfer such other capital surplus to retained earnings carried forward in order to cover accumulated losses (appropriation of surplus). Furthermore, by setting the amount of capital stock at JPY 100,000,000 as a result of this proposal, we believe it will contribute to reducing our tax burden—such as by becoming eligible for certain tax incentives—and to improving management efficiency.

Please note that this proposal involves transfers between accounts within the net assets section and will not change the total amount of our net assets, nor will it affect the total number of issued shares or net assets per share.

2. Outline of the reduction of the amount of capital stock

(1) Amount of capital stock to be reduced

Of the current capital stock of JPY 4,491,482,577, the amount of JPY 4,391,482,577 will be reduced, resulting in capital stock of JPY 100,000,000.

(2) Effective date of the reduction of the amount of capital stock

March 31, 2026

3. Outline of the reduction of the amount of capital reserve

(1) Amount of capital reserve to be reduced

The entire amount of the current capital reserve of JPY 2,631,051,257 will be reduced, resulting in a capital reserve balance of JPY 0.

(2) Effective date of the reduction of the amount of capital reserve

March 31, 2026

4. Outline of the appropriation of surplus

Pursuant to Article 452 of the Companies Act, the full amount of other capital surplus arising from the reductions described in 2. and 3. above will be transferred to retained earnings carried forward to cover our deficit.

(1) Item and amount of surplus to be decreased

Other capital surplus: Total JPY 7,411,424,089

(2) Item and amount of surplus to be increased

Retained earnings carried forward: Total JPY 7,411,424,089

(3) Effective date of the appropriation of surplus

March 31, 2026

Proposal No.2: Partial Amendment to the Articles of Incorporation

1. Reasons for the amendment

(a) Relocation of Head Office

(1) New head office address: 11F, GranTokyo South Tower, 1-9-2 Marunouchi, Chiyoda-ku, Tokyo

(2) Reason for relocation: To strengthen office functions and improve operational efficiency.

(3) Scheduled relocation date: May 1, 2026 (tentative)

(4) Impact on business results: The impact of the relocation on our financial results for the fiscal year ending December 2026 is expected to be immaterial.

(The amended parts are underlined)

Current Articles of Incorporation	Proposed Amendments
<p>Articles of Incorporation of Gala Inc. (Location of Head Office) Article 3 The Company shall have its head office in <u>Shibuya-ku, Tokyo.</u></p> <p style="text-align: right;">Revised on March 29, 2025</p>	<p>Articles of Incorporation of Gala Inc. (Location of Head Office) Article 3 The Company shall have its head office in <u>Chiyoda-ku, Tokyo.</u></p> <p style="text-align: right;">Revised on March 28, 2026</p>
	<p>[Supplementary Provisions] This amendment to the Articles of Incorporation shall become effective on the date of the relocation of the head office, and these Supplementary Provisions shall be deleted after such amendment becomes effective.</p>

(b) Increase in the Number of Officers

Matters concerning the increase in the number of directors

To further strengthen and enhance the management foundation of our group, improve the independence and effectiveness of the Board of Directors, and reinforce the corporate governance system, we propose to amend Article 19 (Number of Directors) of the current Articles of Incorporation to increase the maximum number of directors from 14 to 15.

Current Articles of Incorporation	Proposed Amendments
Articles of Incorporation of Gala Inc. (Number of Directors) Article 19 The Company shall have no more than <u>14</u> directors. Revised on March 29, 2025	Articles of Incorporation of Gala Inc. (Number of Directors) Article 19 The Company shall have no more than <u>15</u> directors. Revised on March 28, 2026

Proposal No.3: Election of Fifteen Directors

The terms of office of all directors (14 in total) will expire at the conclusion of this Meeting of Shareholders. Accordingly, contingent upon the approval of Proposal No. 2, "Partial Amendment to the Articles of Incorporation," as originally proposed, we ask shareholders to approve the election of fifteen directors.

The candidates for director positions are as follows:

Candidate No.	Name (Date of Birth)	Brief Personal History, Position and Responsibility in the Company (Significant Concurrent Positions)	Number of the Company's shares held
1	Hyunsu Kim (Sep. 5, 1980)	Dec. 2000 Joined Wizard Soft Nov. 2003 Joined BuddyBuddy Co., Ltd. Apr. 2007 Joined Gala Networks Europe Ltd. Jul. 2010 Chief Technology Officer (CTO), Gala Networks Europe Ltd. Jul. 2011 Group Chief Technology Officer (Group CTO), Gala Inc. Aug. 2011 General Manager of Korean Office, Gala Inc. Oct. 2011 Director, Gala Lab Corp. Apr. 2012 Director and Chief Operating Officer (COO), Gala Lab Corp. Jun. 2012 Director, Gala Pocket Inc. (currently Gala Japan Inc.) Jun. 2012 Director and Group CTO, Gala Inc. Aug. 2012 Representative Director and Chief Executive Officer (CEO), Gala Lab Corp. (current position) Aug. 2012 Director, Group CTO and Group Chief Digital Officer (Group CDO), Gala Inc. May. 2013 Director, Gala Japan Inc. (current position) Jun. 2013 Director, Gala Inc. Mar. 2024 Representative Director, Gala Inc. (current position) (Significant concurrent positions) Representative Director and CEO, Gala Lab Corp.	11,500
[Reason for Appointment and Expected Role] After leading the Company's group technology strategy as Group CTO, Mr. Hyunsu Kim served as the head of a major subsidiary and, since March 2024, has overseen the management of the entire Group as Representative Director and CEO of Gala Inc. Since assuming the position, he has been powerfully driving the Group's business structure reform and growth strategy with his strong leadership and extensive expertise in both technology and management. The Company has therefore			

	determined that his continued leadership is essential to achieving sustainable growth and enhancing corporate value, and accordingly nominates him as a candidate for director.			
2	Satoru Kikugawa (Jul. 4, 1965)	<p>Apr. 1988 Sep. 1993</p> <p>Oct. 2001 May 2004 Mar. 2006</p> <p>Jun. 2006</p> <p>Oct. 2006 Dec. 2006</p> <p>Apr. 2007 Aug. 2007 Dec. 2007 May 2008</p> <p>Jun. 2008</p> <p>Jun. 2010 Apr. 2012</p> <p>Oct. 2012 Oct. 2014 Sep. 2015 Apr. 2021 Nov. 2023</p> <p>(Significant concurrent positions) Director, Gala Japan Inc. Director, Gala Lab Corp. Director, Gala Mix Inc. Representative Director, Treeful Inc. Chairman, TREEFUL (CAMBODIA) Co., Ltd.</p>	<p>Joined Hakuodo Inc. Founded Gala Inc.; Representative Director and President</p> <p>Director, Gala Web Inc. CEO & President, Gala-Net Inc. Representative Director and Chairman, Aeonsoft Inc. (currently Gala Lab Corp.) (current position)</p> <p>Representative Director and Chairman, and Group CEO, Gala Inc. CEO, Gala Networks Europe Ltd. Representative Director and Chairman, nFlavor Corp. (currently Gala Lab Corp.)</p> <p>Director, Gala Mobile Inc. (currently Gala Japan Inc.) Chairman, Gala-Net Inc. Director, Gala Buzz Inc. Chairman, Gala Networks Europe Ltd. Representative Director and Chairman, Gala Japan Inc.</p> <p>Representative Director and Group CEO, Gala Inc. Representative Director and Chairman, Gala Buzz Inc.</p> <p>Director, Gala-Net Brazil Ltd. Representative Director and CEO, Gala Pocket Inc. (currently Gala Japan Inc.) Chairman, Gala Innovative Inc. Director, Gala Connect Inc. Director, Gala Mix Inc. (current position) Representative Director, Treeful Inc. (current position) Chairman, TREEFUL (CAMBODIA) Co., Ltd. (current position)</p>	4,545,740
	<p>[Reason for Appointment and Expected Role] Since the establishment of the Company in 1993, Mr. Satoru Kikugawa has served for many years as the founder, Representative Director, and Group CEO, building the foundation for the Company's global expansion. Currently, as Chairman of the Board, he provides advice from a broad and overarching perspective based on his extensive management experience and deep insight, while also serving as part of the oversight of management. The Company has determined that continuing to leverage his knowledge and experience in the Company's management strategy and governance will contribute to sustainable growth and the enhancement of corporate value, and accordingly nominates him as a candidate for director.</p>			
3	Jiye Kim (Oct. 4, 1978)	<p>Aug. 2001 Nov. 2002 Mar. 2005 Apr. 2005 Mar. 2009 May 2009</p> <p>Jun. 2009 Sep. 2011 Apr. 2012</p> <p>(Significant concurrent positions) Representative Director and CEO, Gala Japan Inc.</p>	<p>Joined Gaiax Co., Ltd. Representative Director, Gaiax Korea Co., Ltd. Director, Too Rise Co., Ltd. Director, Gala Mobile Inc. (currently Gala Japan Inc.) Representative Director, Gala Japan Inc. Representative Director and CEO, Gala Japan Inc. (current position)</p> <p>Director, Gala Inc. (current position) Director, Gala Lab Corp. (current position) Director, Gala Pocket Inc. (currently Gala Japan Inc.)</p>	8,400
	<p>[Reason for Appointment and Expected Role] Ms. Jiye Kim has contributed to the growth of the business for many years as Representative Director and CEO of Gala Japan Inc., which oversees the Group's business operations in Japan. Currently, as the Company's Chief Strategy Officer (CSO), she plays a central role in formulating and promoting the Group's mid- to long-term management strategies. The Company has determined that her extensive industry experience and strong execution capabilities are indispensable for realizing the Company's future growth strategies and maximizing corporate value, and accordingly nominates her as a candidate for director.</p>			

Candidate No.	Name (Date of Birth)	Brief Personal History, Position and Responsibility in the Company (Significant Concurrent Positions)		Number of the Company's shares held
4	Nicolas Pajot (May 24, 1977)	Apr. 2001 Apr. 2007 Aug. 2009 Jun. 2012 Feb. 2013 Sep. 2015 (Significant concurrent positions)	Joined France Telecom S.A. Joined Gala Networks Europe Ltd. Chief Operating Officer (COO), Gala Networks Europe Ltd. Director, Gala Inc. (current position) Chief Executive Officer (CEO), Gala Networks Europe Ltd. (currently Webzen Dublin Ltd.) Representative Director and CEO, Gala Mix Inc. (current position)	30,500
<p>[Reason for Appointment and Expected Role] Mr. Nicolas Pajot has extensive experience in the telecommunications and IT industries. After serving in management roles at Gala Networks Europe Ltd., he currently oversees the smartphone app business—one of the Group's key business areas—as Representative Director and CEO of Gala Mix Inc. In particular, app services led by him, including "Winwalk," have expanded their user base in global markets and have grown into a new pillar of the Group's revenue. The Company has determined that his deep expertise in the mobile business, together with his capabilities in development and operations, is indispensable for further expansion of this business going forward, and accordingly nominates him as a candidate for director.</p>				
5	※ Ichiro Ogasawara (Aug. 9, 1981)	Dec. 2004 Jul. 2008 Jul. 2011 Sep. 2011 Sep. 2025 (Significant concurrent positions)	Joined KPMG AZSA & Co. (Audit Corporation) Registered as a Certified Public Accountant (CPA) Head, Ichiro Ogasawara CPA & Tax Accountant Office (current position) Representative Director, KandO Co., Ltd. (current position) Executive Officer and Chief Financial Officer (CFO), Gala Inc.	—
<p>[Reason for Appointment and Expected Role] The Company has nominated Mr. Ichiro Ogasawara as a candidate because, as a Certified Public Accountant, he possesses advanced expertise in finance and accounting cultivated over many years, as well as extensive experience and broad insight gained through managing his own accounting firm and operating a company. Since September 2025, he has served as the Company's Executive Officer and CFO, making significant contributions to the planning and execution of the Company's financial strategy and to the establishment of its governance framework. The Company has determined that it is appropriate to continue leveraging his expertise and business acumen to strengthen the Company's management and enhance corporate value, and accordingly nominates him as a candidate for director.</p>				
6	Hyungwoo Chon (Oct. 8, 1979)	Dec. 2013 Feb. 2015 Jan. 2016 Mar. 2019 Jun. 2020 (Significant concurrent positions)	Admitted to the Washington, D.C. Bar Joined Yoon & Yang LLC Joined Central Law Firm Director and General Counsel, Megazone Cloud Corporation (current position) Director, Gala Inc. (current position)	—
<p>[Reason for Appointment and Expected Role] Mr. Hyungwoo Chon possesses advanced expertise as a U.S.-qualified attorney and has experience serving as a director of Megazone Cloud Corporation, the Company's parent company. As a non-executive director, we expect him to provide valuable advice from a legal and compliance perspective regarding the Board of Directors' decision-making, and to contribute to establishing a system of smooth collaboration with the parent company group. The Company has also determined that he will strengthen the Board's oversight function in respect of the Company's governance framework, and accordingly nominates him as a candidate for director.</p>				

Candidate No.	Name (Date of Birth)	Brief Personal History, Position and Responsibility in the Company (Significant Concurrent Positions)	Number of the Company's shares held
7	Dongyeon Won (May 6, 1980)	Jul. 1999 Team Leader, Crystal International Mar. 2001 Director, Megazone Corporation Jan. 2016 Chief Executive Officer (CEO), Cloud Security (current position) Jan. 2022 Executive Vice President, Megazone Cloud Corporation (current position) Sep. 2023 Co-Representative Director and CEO, ROAD101 Co., Ltd. (current position) (Significant concurrent positions) CEO, Cloud Security Executive Vice President, Megazone Cloud Corporation Co-Representative Director and CEO, ROAD101 Co., Ltd.	—
[Reason for Appointment and Expected Role] Mr. Dongyeon Won has extensive experience as Executive Vice President of Megazone Cloud Corporation, the Company's parent company, and possesses deep knowledge of the IT business and corporate management. Currently, as Co-Representative Director and CEO of the subsidiary ROAD101 Co., Ltd., he is strongly promoting the restructuring of the business structure and the optimization of management resources. He has also led efforts to strengthen practical, operational-level collaboration with the parent company group, contributing to the creation of group synergies. The Company has determined that his crisis management and strong execution capabilities are indispensable for improving management efficiency and revitalizing business operations across the Group, and accordingly nominates him as a candidate for director.			
8	Sanghoon Cha (May 31, 1980)	Jan. 2002 Vice President and Chief Marketing Officer (CMO), Megazone Corporation (current position) (Significant concurrent positions) Vice President and CMO, Megazone Corporation	—
[Reason for Appointment and Expected Role] Mr. Sanghoon Cha has extensive experience and a strong track record as Vice President and CMO of Megazone Corporation, the Company's parent company, where he has led marketing strategy and business development in the IT industry for many years. Leveraging his professional expertise and broad network, we expect him to provide valuable advice to strengthen the Group's marketing strategies and support business expansion, as well as to lead the creation of synergies with the parent company. For these reasons, the Company has determined that he will be able to appropriately perform his duties as a director.			
9	Jooyoung Lee (Aug. 20, 1983)	Apr. 2004 Joined Megazone Corporation Dec. 2007 Joined KY media Jul. 2011 Joined Gala Lab Corp. Dec. 2015 Joined Megazone Cloud Corporation Oct. 2019 Director, Megazone Japan Co., Ltd. Mar. 2024 Director, Gala Inc. (Significant concurrent positions) Director, Gala Inc. (current position)	—
[Reason for Appointment and Expected Role] The Company has nominated Mr. Jooyoung Lee as a candidate for director because he has extensive experience in corporate management as a director of Megazone Japan Co., Ltd., a major shareholder of the Company, as well as broad knowledge and expertise in the IT and cloud fields. He also has prior work experience with the Group (Gala Lab Corp.) and is well acquainted with the Company's business and the industry environment. We expect him to contribute to strengthening collaboration with the parent company group, formulating management strategies based on his professional expertise, and supporting appropriate decision-making at the Board of Directors. For these reasons, the Company has determined that he will be able to appropriately perform duties that contribute to the Company's sustainable growth and the enhancement of corporate value, and accordingly requests his election as a director.			

Candidate No.	Name (Date of Birth)	Brief Personal History, Position and Responsibility in the Company (Significant Concurrent Positions)		Number of the Company's shares held
10	HyungJoon Jun (Sep. 22, 1995)	Jul. 2020	Director of Management Planning Department, Allyeon Corporation	—
		Apr. 2021	Joined Megazone Cloud Corporation; Manager, Strategic Planning Department	
		Mar. 2024	Director, Gala Inc. (current position)	
		[Reason for Appointment and Expected Role] Mr. HyungJoon Jun has experience serving as the director of the management planning department at Allyeon Corporation, and currently, he is engaged in formulating and promoting the management strategies of the entire Group as a Manager in the Strategic Planning Department of Megazone Cloud Corporation, the Company's parent company. Leveraging his hands-on experience in strategic planning and fresh perspective, we expect him to provide valuable advice and recommendations regarding the Company's management strategy, as well as to serve as a liaison to strengthen collaboration with the parent company and maximize group synergies. For these reasons, the Company has determined that he will be able to appropriately perform his duties as a director.		
11	Hwayong Seong (Apr. 16, 1984)	Jul. 2013	Tax Specialist, Korea Gas Corporation	—
		Dec. 2014	Registered as a Korean Certified Public Accountant (Korean CPA)	
		Apr. 2015	Manager, KPMG Samjong Accounting Corp.	
		May 2018	Strategic Planning Team Leader, Polus Inc.	
		Jul. 2019	Head of Finance & Accounting, Megazone Cloud Corporation (current position)	
		Mar. 2025	Director, Gala Inc. (current position)	
		[Reason for Appointment and Expected Role] Mr. Hwayong Seong has advanced expertise and extensive practical experience in finance, accounting, and taxation as a Korean Certified Public Accountant, gained through audit service at an accounting firm as well as corporate planning at operating companies. Currently, as Head of Finance & Accounting of the parent company, he oversees the Group's finance and accounting functions. Leveraging his professional perspective, we expect him to supervise the financial appropriateness of the Board of Directors' decision-making and to provide useful advice on accounting matters, including practices under IFRS (International Financial Reporting Standards). We also expect him to contribute to establishing and strengthening a smooth consolidated financial reporting framework and collaboration with the parent company. For these reasons, the Company has determined that he will be able to appropriately perform his duties as a director.		
12	Sanguk Park (Nov. 27, 1978)	Jan 2009	Joined NEXON Korea Corporation	—
		Jan 2011	Joined KT Corp.	
		Apr 2014	Founded CLOUDNOA Corp.; Representative Director	
		Jan 2025	Managing Director, Megazone Cloud Corporation (current position)	
		Mar. 2025	Director, Gala Inc. (current position)	
		(Significant concurrent positions) Managing Director, Megazone Cloud Corporation		
		[Reason for Appointment and Expected Role] Mr. Sanguk Park has entrepreneurial experience and a strong track record in the IT and cloud industries, and currently supports the Group's business growth as the Managing Director of the Company's parent company. Leveraging his knowledge and experience, we expect him to provide advice from a broad and overarching perspective regarding the Company's business strategy, and to serve as a liaison between the Company and the parent company group so that the Company can effectively utilize the management resources of the parent company, including its technologies and know-how. For these reasons, the Company has determined that he will be able to appropriately perform his duties as a director.		
13	※ Changhoon Oh (Aug. 27, 1979)	Jan. 2005	Joined Hanon Systems Corporation	—
		Nov. 2010	Joined Mando Corporation	
		Nov. 2018	Joined Jeongse Law Firm	
		Jul. 2021	Joined Megazone Cloud Corporation (current position)	
		[Reason for Appointment and Expected Role] Mr. Changhoon Oh holds a master's degree in mechanical engineering and has gained deep knowledge and experience in both engineering and business through his career at global companies such as Hanon Systems and Mando Corporation. He is currently with Megazone Cloud Corporation, and the Company has determined that, by leveraging his technical background and practical experience, he will be able to strongly promote the Company's technology strategy as well as business collaboration and synergy creation with the parent company group. Accordingly, the Company nominates him as a candidate for director.		

Candidate No.	Name (Date of Birth)	Brief Personal History, Position and Responsibility in the Company (Significant Concurrent Positions)	Number of the Company's shares held
14	※ Darren Kim (May 18, 1974)	Feb. 2014 Joined Standard Chartered Bank; Chief Credit Officer (CCO) for Northeast Asia Nov. 2015 Concurrently served as CCO for Corporate, Financial Institutions and Commercial Risk at Standard Chartered Bank Korea; CCO of the Tokyo Branch; and Chief Risk Officer (CRO) of Standard Chartered Bank Korea Jul. 2017 CRO and CCO for the Greater China and Northeast Asia (GCNA) Region, Standard Chartered Bank Jun. 2019 Director, Hong Kong subsidiary of Standard Chartered Bank Jan. 2021 CRO for Asia Region, Standard Chartered Bank (current position) CRO for Europe and Americas Regions, Standard Chartered Bank	—
[Reason for Appointment and Expected Role] Mr. Darren Kim has served in senior risk management and credit roles for many years at leading global financial institutions, including GE Capital, Bank of America, Daiwa Securities, and Standard Chartered Bank. In particular, he brings a global perspective as a Chief Risk Officer (CRO) with responsibility spanning Asia, Europe and the Americas, together with advanced expertise grounded in practical experience in Japan (Tokyo Branch) and South Korea. The Company has determined that his extensive experience will significantly contribute to strengthening the Company's risk management framework in connection with its global expansion and to enhancing its governance, and accordingly nominates him as a candidate for outside director.			
15	※ Sujong Jeong (Dec. 6, 1977)	Oct. 2010 Postdoctoral Researcher, Department of Geosciences, Princeton University Oct. 2013 Postdoctoral Researcher, NASA Jet Propulsion Laboratory (JPL), California Institute of Technology Mar. 2016 Assistant Professor, Southern University of Science and Technology (SUSTech) Apr. 2017 Associate Professor, Southern University of Science and Technology (SUSTech) Mar. 2018 Assistant Professor, Seoul National University Mar. 2020 Associate Professor, Seoul National University Mar. 2025 Professor, Seoul National University (current position)	—
[Reason for Appointment and Expected Role] Dr. Sujong Jeong holds a Ph.D. in the fields of Earth environmental science and atmospheric science. Following research activities at institutions including NASA Jet Propulsion Laboratory (JPL) and Princeton University, he currently serves as a Professor at Seoul National University, demonstrating outstanding achievements and expertise in academia. As companies are increasingly required to address ESG (Environmental, Social and Governance) and sustainability matters in corporate management, the Company has determined that his scientific perspective and advanced expertise in environmental fields will be highly beneficial in strengthening the Company's sustainable growth strategy and enhancing the objectivity of its management oversight function. Accordingly, the Company nominates him as a candidate for outside director.			

(Notes) 1. (※) New candidates for directors.

2. There are no special interests between the candidates and the Company.
3. Mr. Darren Kim and Dr. Sujong Jeong are candidates for outside directors.
4. The Company plans to enter into a liability limitation agreement with Mr. Darren Kim and Dr. Sujong Jeong, based on Article 427, Paragraph 1 of the Companies Act, which limits liability for damages under Article 423, Paragraph 1 of the said Act to the minimum liability amount set forth in Article 425, Paragraph 1 of the Act.
5. The Company has concluded a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, which insures directors, corporate auditors and employees in managerial and other positions of the Company and its subsidiaries. The policy provides for compensation for damages and costs of litigation to be borne by the insured in the event that a claim for damages is made against the insured due to wrongful acts committed by the insured in his/her capacity as an insured. However, in order to ensure that the insured's performance of his/her duties is not impaired, certain exclusions apply, such as not covering damages caused by acts committed with the knowledge that the acts violate laws and regulations. If each candidate is elected and assumes office as a director, he/she will become an insured under the relevant insurance policy. The insurance policy will be renewed with the same terms and conditions at the next renewal.
6. The Company plans to notify Mr. Darren Kim and Dr. Sujong Jeong as independent officers pursuant to the rules of the Tokyo Stock Exchange.

[Reference] Skill Matrix of Directors

The Skill Matrix of Directors, if Proposal No.3 is approved as proposed at the 33rd Annual Meeting of Shareholders, is as follows.

Name	Position	Business Management	Finance and Accounting	Technology Development	Marketing	Legal Affairs	International Affairs
Hyunsu Kim	Representative Director Group CEO	○		○	○		○
Satoru Kikugawa	Chairman of the Board	○		○	○		○
Jiye Kim	Director	○			○		○
Nicolas Pajot	Director	○			○		○
Ichiro Ogasawara	Director, CFO	○	○				
Hyungwoo Chon	Director	○				○	○
Dongyeon Won	Director	○		○	○		
Sanghoon Cha	Director	○			○		
Jooyoung Lee	Director	○		○	○		○
HyungJoon Jun	Director	○					○
Hwayong Seong	Director	○	○				○
Sanguk Park	Director	○		○			
Changhoon Oh	Director	○		○			○
Darren Kim	Outside Director	○	○				○
Sujung Jeong	Outside Director	○		○			○

Proposal No.4: Election of One Corporate Auditor

In connection with the retirement of corporate auditor Mr. Kaji, we ask shareholders to approve the election of one corporate auditor in order to meet the number of corporate auditors required by applicable laws and regulations.

With respect to this proposal, we have obtained the consent of the Board of Corporate Auditors.

The candidate for a corporate auditor is as follows:

Name (Date of Birth)	Brief Personal History, (Significant Concurrent Positions)	Number of the Company's shares held
※ Kiyeon Kim (Nov. 9, 1976)	Dec. 2007 Admitted to the bar in Japan (Daini Tokyo Bar Association) Joined Hikari Sogo Law Offices Jan. 2010 Joined Orbis Legal Profession Corporation Joined Yoon & Yang LLC (Korea) Jan. 2011 Joined Shinhan Bank Co., Ltd. (Korea) Jul. 2011 Joined Kim & Chang (Korea) Jul. 2012 Joined Lee & Ko (Korea) Jan. 2013 Rejoined Orbis Legal Profession Corporation Mar. 2014 Director, Stream Media Corporation (current position) Dec. 2014 Representative, Tokyo Office, Orbis Legal Profession Corporation (current position) Aug. 2019 Director, Tomorrow Net Co., Ltd. (current position) Jul. 2022 Corporate Auditor, INSPA Co., Ltd. (current position)	—
[Reason for Appointment and Expected Role] The Company has nominated Mr. Kiyeon Kim as a candidate for Outside Corporate Auditor because he has advanced expertise and extensive experience in corporate legal affairs as an attorney. The Company expects that he will provide appropriate audits and advice from a professional perspective to strengthen the Company's audit framework and promote compliance-oriented management.		

(Notes) 1. There are no special interests between the candidate and the Company.

2. Mr. Kiyeon Kim is a candidate for an outside corporate auditor.

3. If Mr. Kiyeon Kim is appointed as a corporate auditor, the Company plans to enter into a liability limitation agreement with him, based on Article 427, Paragraph 1 of the Companies Act, which limits liability for damages under Article 423, Paragraph 1 of the said Act to the minimum liability amount set forth in Article 425, Paragraph 1 of the Act.

4. The company has concluded a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, which insures directors, corporate auditors and employees in managerial and other positions of the Company and its subsidiaries. The policy provides for compensation for damages and costs of litigation to be borne by the insured in the event that a claim for damages is made against the insured due to wrongful acts committed by the insured in his/her capacity as an insured. However, in order to ensure that the insured's performance of his/her duties is not impaired, certain exclusions apply, such as not covering damages caused by acts committed with the knowledge that the acts violate laws and regulations. If Mr. Kiyeon Kim is appointed as a corporate auditor, he will become an insured under the relevant insurance policy.

Proposal No.5: Appointment of Accounting Auditor

The term of office of the Company's current accounting auditor, KsLab. Audit Corporation, will expire at the conclusion of this Meeting of Shareholders. Accordingly, based on the resolution of the Board of Corporate Auditors, we ask shareholders to approve the appointment of Aoi Audit Corporation as the new accounting auditor.

The candidate for an accounting auditor is as follows:

(as of June 1, 2025)

Name	Aoi Audit Corporation
Office	2F, VORT Akasaka-Mitsuke, 3-11-15 Akasaka, Minato-ku, Tokyo
History	<ul style="list-style-type: none">• May 1984: Established as Royal Certified Public Accountants Joint Office• April 2004: Reorganized as Royal Audit Corporation• August 2022: Renamed to “Aoi Audit Corporation”• August 2022: Opened the Matsuyama Office
Personnel	Representative Partners: Total 9 Head of Tokyo Head Office: Kentaro Era Head of Matsuyama Office: Kosuke Maruki Employees: Total 40 Total: 49

The Company has nominated Aoi Audit Corporation as a candidate for accounting auditor because, in anticipation of the Company's future business expansion and changes in the business environment, the Company determined that receiving an audit from a new perspective would contribute to strengthening the Company's corporate governance following the expiration of the current accounting auditor's term of office.

In addition, after comprehensively considering the expertise, independence, quality control framework and the scale of the audit execution structure required of an accounting auditor, as well as the reasonableness of audit fees, the Company has determined that Aoi Audit Corporation is an appropriate accounting auditor for the Company.

Proposal No.6: Election of One Substitute Corporate Auditor

To ensure compliance with laws and regulations, in the event that the Company lacks a sufficient number of corporate auditors, we ask shareholders to approve the election of one substitute corporate auditor. With respect to this proposal, we have obtained the consent of the Board of Corporate Auditors.

The candidate for a substitute corporate auditor is as follows:

Name (Date of Birth)	Brief Personal History, (Significant Concurrent Positions)	Number of the Company's shares held
※ Kazuhiro Kawamura (May 16, 1976)	Oct. 2000 Admitted to the bar in Japan (Daini Tokyo Bar Association) Jul. 2005 Haynes and Boone, LLP (Dallas, Texas, U.S.) May 2006 Admitted to the New York State Bar Oct. 2006 Hogan Lovells (London, U.K.) (through Apr. 2007) Jul. 2011 Iwaida Partners (current position)	—
[Reason for Appointment and Expected Role] The Company has nominated Mr. Kazuhiro Kawamura as a candidate for substitute outside corporate auditor because the Company expects that his advanced expertise cultivated as an attorney will be reflected in and contribute to the Company's audit framework. Although he has not previously been involved in corporate management other than serving as an outside officer, the Company has determined, for the reasons stated above, that he will be able to appropriately perform his duties as an outside corporate auditor.		

(Notes) 1. There are no special interests between the candidate and the Company.

2. Mr. Kazuhiro Kawamura is a candidate for a substitute outside corporate auditor.
3. If Mr. Kazuhiro Kawamura is appointed as a corporate auditor, the Company plans to enter into a liability limitation agreement with him, based on Article 427, Paragraph 1 of the Companies Act, which limits liability for damages under Article 423, Paragraph 1 of the said Act to the minimum liability amount set forth in Article 425, Paragraph 1 of the Act.
4. The company has concluded a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, which insures directors, corporate auditors and employees in managerial and other positions of the Company and its subsidiaries. The policy provides for compensation for damages and costs of litigation to be borne by the insured in the event that a claim for damages is made against the insured due to wrongful acts committed by the insured in his/her capacity as an insured. However, in order to ensure that the insured's performance of his/her duties is not impaired, certain exclusions apply, such as not covering damages caused by acts committed with the knowledge that the acts violate laws and regulations. If Mr. Kazuhiro Kawamura is appointed as a corporate auditor, he will become an insured under the relevant insurance policy.