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Securities code: 4880

January 9, 2026

(Commencement of Measures for Electronic Provision: December 16, 2025)

To Shareholders with Voting Rights:

Masayuki Yamakawa
Chief Executive Officer (CEO) &
Representative Director
CellSource Co., Ltd.
1-23-21 Shibuya, Shibuya-ku,
Tokyo, Japan

**NOTICE OF
THE 10th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We hereby inform you that the 10th Ordinary General Meeting of Shareholders of CellSource Co., Ltd. (the “Company”) will be held as described below.

In convening the Meeting, the Company has adopted measures for the electronic provision of information and posted the matters to be provided electronically on the websites shown below as “Notice of Convocation Annual General Meeting 2026.”

The Company’s website:

<https://www.cellsource.co.jp/en/ir/documents/meeting/>

In addition to the above website, the matters to be provided electronically are also posted on the website of Tokyo Stock Exchange, Inc. Please access the website indicated below, enter “CellSource” in the “Issue name (company name)” field or the Company’s securities code “4880” in the “Code” field and click “Search.” Select “Basic information” and then “Documents for public inspection/PR information” to review the materials.

Tokyo Stock Exchange website:

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you are unable to attend the Meeting, please review the Reference Documents for the General Meeting of Shareholders as described in the matters to be provided electronically and indicate your approval or disapproval of the proposals in writing or via the Internet, etc., so that your vote will arrive no later than 5:00 p.m. Japan time on Tuesday, January 27, 2026.

1. Date and Time: Wednesday, January 28, 2026 at 11:00 a.m. Japan time
(Reception starts at 10:30 a.m.)

2. Place: Conference Space, 5th floor
Event Space EBiS303, Ebisu Subaru Building
1-20-8 Ebisu, Shibuya-ku, Tokyo, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company's 10th Fiscal Year (November 1, 2024 - October 31, 2025) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee
 2. Non-consolidated Financial Statements for the Company's 10th Fiscal Year (November 1, 2024 - October 31, 2025)

Proposals to be resolved:

Proposal 1: Partial Amendments to the Articles of Incorporation

Proposal 2: Election of Two (2) Directors (excluding Directors who are Audit & Supervisory Committee Members)

Proposal 3: Election of One (1) Director who is an Audit & Supervisory Committee Member

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- In order to reduce paper resources while simultaneously providing shareholders with the information necessary to exercise voting rights, shareholders who have not requested the delivery of a printed copy will receive an excerpt (summary) of the Reference Documents for the General Meeting of Shareholders and the Business Report. To view the conventional Notice of Convocation, please see the Company's website or the Tokyo Stock Exchange website.
 - If you plan to attend the Meeting in person, please submit the enclosed Voting Rights Exercise Form.
 - This excludes the following matters, based on laws and regulations and the provisions of Article 16 of the Company's Articles of Incorporation. Therefore, those documents are a part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditor in preparing the audit reports.
 - Notes to the Consolidated Financial Statements
 - Notes to the Non-Consolidated Financial Statements
 - If any revisions are made to the matters to be provided electronically, they will be posted on the websites on which the information is posted.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reason for the proposal

To reflect the expansion of the Group's business and the expected diversification of its business in the future, the Company proposes adding business purposes to Article 2 (Purposes) of the current Articles of Incorporation.

2. Details of the amendments

The details of the amendments are as follows.

The proposed amendments to the Articles of Incorporation will take effect at the conclusion of this General Meeting of Shareholders.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p>Article 2 (Purposes)</p> <p>The purposes of the Company shall be to engage in the following businesses:</p> <p>1. to 4. (Omitted)</p> <p>5. <u>Design, development, manufacture, import, manufacture for sale, and sale of pharmaceuticals, quasi-pharmaceuticals, regenerative medical products, cosmetics, health food, medical devices, aesthetic devices, and various products related thereto</u></p> <p>6. to 13. (Omitted)</p> <p>(Newly established)</p> <p>(Newly established)</p> <p>(Newly established)</p> <p>(Newly established)</p>	<p>Article 2 (Purposes)</p> <p>The purposes of the Company shall be to engage in the following businesses:</p> <p>1. to 4. (Unchanged)</p> <p>5. <u>Design, development, manufacture, import, manufacture for sale, and sale related to the following products:</u></p> <p>(1) <u>Pharmaceuticals, quasi-pharmaceuticals, regenerative medical products, cosmetics, medical devices, aesthetic devices, and various products related thereto</u></p> <p>(2) <u>Health food, dietary supplements, nutritional supplements, and raw materials thereof</u></p> <p>(3) <u>Apparel, fashion accessories, bedding, interior accessories, and raw materials thereof</u></p> <p>(4) <u>Aesthetic products, aroma oil, fragrances, and perfume products</u></p> <p>(5) <u>Fitness-related products</u></p> <p>6. to 13. (Unchanged)</p> <p>14. <u>Management, planning, and operation of fitness gyms</u></p> <p>15. <u>Planning, operation, and sale of fitness-related events, product exhibitions, and seminars</u></p> <p>16. <u>Operation and outsourced operation of rental conference rooms</u></p> <p>17. <u>Purchase, sale, exchange, leasing, and management of real estate</u></p>

Current Articles of Incorporation	Proposed Amendments
<u>14.</u> Consulting and marketing businesses related to each of the preceding items	<u>18.</u> Consulting and marketing businesses related to each of the preceding items
<u>15.</u> All businesses incidental to each of the preceding items	<u>19.</u> All businesses incidental to each of the preceding items

Proposal 2: Election of Two (2) Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all four (4) Directors (excluding Directors who are Audit & Supervisory Committee Members) will expire at the conclusion of this General Meeting. Accordingly, in order to establish a more efficient management structure and further accelerate decision-making, the Company proposes reducing the number of Directors by two (2) and the election of two (2) Directors (excluding Directors who are Audit & Supervisory Committee Members).

This proposal was deliberated on in the Audit & Supervisory Committee, but no opinions were expressed. The candidates for Directors are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Masayuki Yamakawa (July 3, 1964)	<p>October 1993 Founded Seishin Plastic and Aesthetic Surgery Clinic Co., Ltd.</p> <p>April 2007 Founded THE CLINIC Tokyo</p> <p>January 2015 Founded SerialIncubate Co., Ltd. Representative Director, SerialIncubate Co., Ltd. (Incumbent)</p> <p>November 2015 Founded the Company Representative Director, the Company</p> <p>March 2016 Founded Tokyo Knee Osteoarthritis Clinic</p> <p>December 2019 Founded Synergion inc. Representative Director, Synergion inc. (Incumbent)</p> <p>January 2022 Director, the Company</p> <p>February 2022 Founded Forestreat inc. Representative Director, Forestreat inc. (Incumbent)</p> <p>January 2024 Chairman of the Board, the Company</p> <p>October 2025 Representative Director, Value Define Co., Ltd. (Incumbent)</p> <p>November 2025 Representative Director and CEO, the Company (Incumbent)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> - Representative Director, SerialIncubate Co., Ltd. - Representative Director, Synergion inc. - Representative Director, Forestreat inc. - Representative Director, ValueDefine Co., Ltd. 	7,173,900
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Masayuki Yamakawa participated in the establishment of the Company as a Representative Director, and has abundant experience and insight as a physician, as well as a high degree of insight into management. We believe that he is capable of further developing business, making management decisions and supervising management of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Tomohiro Iga (December 8, 1970) *New appointment	<p>April 1994 Joined The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)</p> <p>September 2003 Joined Kiacon Corporation</p> <p>September 2005 Joined Revamp Corporation</p> <p>April 2014 Joined Fourth Valley Concierge Corporation</p> <p>June 2017 Executive Director, Fourth Valley Concierge Corporation</p> <p>April 2021 Joined amana inc.</p> <p>March 2023 Director and CFO, amana inc.</p> <p>July 2024 Joined the Company</p> <p>November 2024 Executive Officer and General Manager of Corporate Division, the Company (Incumbent)</p>	—
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Tomohiro Iga has extensive business experience in corporations and abundant experience in a financial institution. Since joining the Company, he has overseen operational divisions drawing on his broad knowledge and high level of insight. We believe that he can expected to play a significant role in further developing the business of the Company.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. The number of shares of the Company held by each candidate is the number of shares as of October 31, 2025.
 3. The Company has entered into a directors and officers liability insurance policy with an insurance company to cover legal damages and litigation expenses in the event of a claim for damages arising out of acts committed by the insured in their role as an officer, etc. of the Company. Each candidate will be included as an insured under said policy. The Company also plans to renew this policy with the same content at the time of the next renewal.
 4. The number of shares of the Company held by Mr. Masayuki Yamakawa is in his own name, and the percentage of voting rights held by his asset manager and close relatives is 9.83% as of October 31, 2025.

Proposal 3: Election of One (1) Director who is an Audit & Supervisory Committee Member

Ms. Kumi Fujisawa, a Director who is an Audit & Supervisory Committee Member, will resign at the conclusion of this General Meeting. Accordingly, the Company proposes the election of one (1) new Director who is an Audit & Supervisory Committee Member. The consent of the Audit & Supervisory Committee has been obtained for the submission of this proposal.

The candidate for Director who is an Audit & Supervisory Committee Member is as follows.

Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
Yoshitake Kamino (March 4, 1968) *New appointment	October 1995 Joined Chuo Audit Corporation April 1999 Registered as a certified public accountant August 2008 Partner, ShinNihon LLC (currently Ernst & Young ShinNihon LLC) July 2011 Representative, Kamino Certified Public Accountant Office (Incumbent) September 2011 Registered as a certified public tax accountant April 2012 Representative Partner, Aoyama Access Tax Corporation (Incumbent) May 2013 Outside Auditor, Renown Inc. October 2014 Representative Director, Aoyama Access Consulting Corporation (Incumbent) March 2015 Outside Auditor, ENERES Co., Ltd. February 2016 Outside Auditor, No.1 Co., Ltd. (Incumbent) June 2017 Outside Director, ENERGY PRODUCTS Co., Ltd. (Incumbent) July 2019 Outside Director, SPACE VALUE HOLDINGS Co., Ltd. May 2024 Outside Auditor, JU Gifu Hashima Auto Auction, Inc. (Incumbent) [Significant concurrent positions] - Representative, Kamino Certified Public Accountant Office - Representative Partner, Aoyama Access Tax Corporation - Representative Director, Aoyama Access Consulting Corporation - Outside Auditor, No.1 Co., Ltd.	—
[Reason for nomination as candidate for External Director who is an Audit & Supervisory Committee Member and outline of expected roles] Mr. Yoshitake Kamino is a certified public accountant and certified public tax accountant and has advanced knowledge and extensive experience in finance and accounting. We therefore believe that, in his new capacity as an Audit & Supervisory Committee Member, he is capable of providing appropriate proposals and supervision in order to ensure soundness of the Company's management as well as fair and impartial decision-making for the Company's business activities. Thus, he is nominated as a candidate for External Director who is an Audit & Supervisory Committee Member.		

- Notes:
1. There is no special interest between the candidate and the Company.
 2. The number of shares of the Company held by the candidate is the number of shares as of October 31, 2025.
 3. Mr. Yoshitake Kamino is a candidate for External Director. If his appointment is approved, the Company plans to register him as an independent officer as stipulated by the Tokyo Stock Exchange.

4. If the appointment of Mr. Yoshitake Kamino is approved, the Company plans to enter into a liability limitation agreement with him, which limits his liability to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.
5. The Company has entered into a directors and officers liability insurance policy with an insurance company to cover legal damages and litigation expenses in the event of a claim for damages arising out of acts committed by the insured in their role as an officer, etc. of the Company. Mr. Yoshitake Kamino will be included as an insured under said policy. The Company also plans to renew this policy with the same content at the time of the next renewal.