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August 25, 2025

To whom it may concern:

Company name TESS Holdings Co., Ltd.  
 Representative Kazuki Yamamoto,  
 Representative Director and President  
 (Code: 5074,  
 Prime Market, Tokyo Stock Exchange)  
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 Executive Officer, General Manager of the  
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### Notice Regarding Proposals for the Election of Directors, etc.

TESS Holdings Co., Ltd. (the “Company”) hereby announces that, at a meeting of the Board of Directors held on August 25, 2025, it has made a resolution regarding candidates for proposals for the election of Directors (excluding Directors who are Audit and Supervisory Committee Members) and the election of Directors who are Audit and Supervisory Committee Members, which will be submitted to the 16th Annual General Meeting of Shareholders, scheduled to be held on September 26, 2025. The details are described below.

#### 1. Candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members)

Name	Category	Current position
Hideo Ishiwaki	Reappointment	Director and Chairman, Chairperson of the Board of Directors
Kazuki Yamamoto	Reappointment	Representative Director and President
Toshihiro Takasaki	Reappointment	Executive Managing Director
Mayumi Yoshida (Note)	Reappointment	Director, In-charge of ESG and Women’s Empowerment, General Manager of the Human Capital Strategy Division

(Note) Ms. Mayumi Yoshida’s name in the family register is Mayumi Toyota.

#### 2. Candidates for Directors who are Audit and Supervisory Committee Members

Name	Category	Current position
Hiroyuki Okura	Reappointment	External Director, Audit and Supervisory Committee Member
Masaki Inoue	Reappointment	External Director, Audit and Supervisory Committee Member
Toru Aoki	New appointment	
Osamu Nakatsubo	New appointment	
Michio Shigemori	New appointment	

(Notes) 1. All of the candidates are candidates for External Directors.

2. The Company has registered Mr. Hiroyuki Okura and Mr. Masaki Inoue as independent officers as stipulated by the Tokyo Stock Exchange.

3. Mr. Toru Aoki, Mr. Osamu Nakatsubo, and Ms. Michio Shigemori meet the requirements for independent officers as stipulated by the Tokyo Stock Exchange, and as such, the Company plans to register them as independent officers with the Tokyo Stock Exchange.

#### 3. Directors scheduled to retire (on September 26, 2025)

Name	Current position
Katsushige Fujii	Director, Audit and Supervisory Committee Member
Akio Hamamoto	External Director, Audit and Supervisory Committee Member

Please see below for the career summary of new candidates.

<Career summary of new candidates for Directors who are Audit and Supervisory Committee Members>

Name	Toru Aoki	
Date of birth	July 11, 1961	
Career summary	April 1984	Joined Asahi Chemical Industry Co., Ltd.
	March 1990	Joined Japan LCA
	July 1992	Joined Sanwa Research Institute Corp. (currently Mitsubishi UFJ Research and Consulting Co., Ltd.)
	April 2002	General Manager of Management Strategy Department No. 1 of UFJ Institute, Ltd. (currently Mitsubishi UFJ Research and Consulting Co., Ltd.)
	April 2006	General Manager of Management Strategy Department of Mitsubishi UFJ Research and Consulting Co., Ltd.
	June 2014	Corporate Officer, Deputy Head of the Osaka Unit, Consulting & International Business Division, and General Manager of Personnel Strategy Department of Mitsubishi UFJ Research and Consulting Co., Ltd.
	March 2016	Retired from Mitsubishi UFJ Research and Consulting Co., Ltd.
	April 2016	Representative of Caliber Management AOKI, and Chief Advisor of Consulente HYAKUNEN (current position)
	June 2017	Outside Director and Audit & Supervisory Committee Member of Techno Smart Corp. (current position)

Name	Osamu Nakatsubo	
Date of birth	February 17, 1965	
Career summary	April 1988	Joined Sumitomo Heavy Industries, Ltd.
	October 1993	Joined Showa Ota & Co (currently Ernst & Young ShinNihon LLC)
	October 2000	Joined ChuoAoyama Audit Corporation (dissolved after changing its corporate name to Misuzu Audit Corporation)
	March 2002	Registered as certified public accountant
	March 2002	Seconded to ChuoAoyama Sustainability Certification Co. Ltd.
	September 2005	Joined Environmental Policy Bureau, Ministry of the Environment (seconded)
	September 2007	Joined PricewaterhouseCoopers Aarata (currently PricewaterhouseCoopers Japan LLC) Seconded to PricewaterhouseCoopers Aarata Sustainability Certification Co., Ltd. Member of Sustainability Disclosure Technical Committee, Management Advisory Service and Research Committee of Japanese Institute of Certified Public Accountants
	July 2012	Joined Gokeikai Ofuna Chuo Hospital
	August 2013	Joined Ropping Life Co., Ltd.
	January 2020	Joined AIZAWA SECURITIES CO., LTD.
	February 2025	Retired from AIZAWA SECURITIES CO., LTD.
	July 2025	Established Nakatsubo Osamu CPA Office (current position)

Name	Michio Shigemori	
Date of birth	July 4, 1964	
Career summary	April 1985	Joined Bank of America N.A. Tokyo Branch
	January 2001	Joined Daiwa SB Investments Ltd. (currently Sumitomo Mitsui DS Asset Management Company, Limited)
	July 2002	Joined Engelhard Metals Japan, Ltd. (currently BASF Metals Japan Ltd.)
	August 2011	Joined Bank of America N.A. Tokyo Branch
	September 2015	Joined Exchange Corporation K.K. (currently Paidy Inc.)
	July 2017	Joined LeapMind, Inc.
	June 2018	Director and CFO of Jolly Good Inc.
	June 2022	Board Director and CFO of SOCIUM Inc. (current position)
	February 2024	Outside Director of Glocalist Co., Ltd.

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