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Corporate Governance Report

CORPORATE GOVERNANCE

RareJob, Inc.

Last Update: June, 26, 2025

RareJob, Inc.

Gaku Nakamura, CEO

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Securities code: 6096

<https://www.rarejob.co.jp/en>

The corporate governance of RareJob, Inc. (the “Company”) is described below.

I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information

1. Basic Views

<Basic Policy>

(1) Ensuring the Rights and Equality of Shareholders

The Company is committed to ensuring the substantial equality of all shareholders, including minority and foreign shareholders. We strive to create an environment where all shareholders can exercise their rights appropriately by actively disclosing information and facilitating the smooth exercise of voting rights.

(2) Appropriate Collaboration with Stakeholders Other Than Shareholders

The Company promotes a corporate culture and climate that respects the rights and positions of stakeholders other than shareholders, as well as the ethics of sound business activities. We have adopted the group vision "Chances for everyone, everywhere." and are committed to appropriate collaboration with stakeholders.

(3) Ensuring Appropriate Information Disclosure and Transparency

The Company recognizes information disclosure as one of the important management issues. In addition to disclosures based on laws and regulations and stock exchange rules, we will disclose in a timely and appropriate manner information deemed important to stakeholders, including shareholders (including non-financial information), to ensure transparency in corporate management and fulfill our accountability.

(4) Responsibilities of the Board of Directors, etc.

At the Company, the Board of Directors aims for sustainable growth and the enhancement of corporate value over the medium to long term. We separate the decision-making and supervisory functions from the execution of operations, based on our fiduciary duty and accountability to shareholders, to establish an efficient management and execution structure. We also appoint outside directors to achieve highly transparent management.

(5) Dialogue with Shareholders

The Company recognizes the importance of engaging in proactive and constructive dialogue with investors, including shareholders, on a regular basis to contribute to sustainable growth and the enhancement of corporate value over the medium to long term. We aim to reflect their opinions and requests in our management to foster the Company's growth.

Reasons for Non-compliance with the Principles of the Corporate Governance Code

[Principle 1-3]

The Company discloses its dividend policy in documents such as the securities report, but we will consider the basic policy regarding overall capital management in the future.

[Supplementary Principle 2-4-1]

The Company believes that for our group to achieve its vision and enhance corporate value, it is important for each employee to continuously grow and increase their own value. Given the rapidly changing business environment, ensuring diversity is also crucial. Therefore, we recruit and promote personnel to positions of responsibility regardless of nationality, gender, age, or form of employment. While we have not set specific numerical targets for diversity attributes at this time, we will consider doing so as needed in the process of developing our human resource strategy. The Company actively recruits and promotes talented individuals based on attributes such as nationality, gender, and disability status, providing equal evaluation and promotion

opportunities for all employees, which is why we have not set specific numerical targets for each attribute. On the other hand, we recognize the importance of setting and visualizing indicators related to the internal environment. We compile the number of female employees in managerial positions based on our standards and disclose this information on our corporate website. We will continue to consider setting indicators and targets related to human capital and promote the formulation and implementation of measures to realize our group vision.

[Supplementary Principle 3-1-3]

The Company currently believes that the impact of climate change issues on our business activities is minimal, and we have not made disclosures based on TCFD. However, we consider it important to contribute to the realization of a sustainable society by engaging in activities that reduce environmental impact within our group's supply chain. As a first step in these efforts, we compile CO2 emissions and electricity usage based on our standards and disclose them as voluntary non-financial information on our corporate website.

[Principle 4-11]

The Company limits the number of directors to within ten, appointing multiple outside directors, and ensures that the board is composed of individuals with excellent character, insight, high ethical standards, and the necessary knowledge, experience, and abilities. Currently, all directors are male and Japanese, but we will continue to consider ensuring diversity in terms of gender, internationality, career background, and age. Additionally, the number of audit and supervisory committee members is limited to five within the aforementioned number of directors. The audit and supervisory committee is composed of three outside directors, selecting individuals with high expertise, such as certified public accountants and business executives with extensive experience.

Disclosure Based on each Principle of the Corporate Governance Code

[Principle 1-4]

The Company does not hold any listed shares.

[Principle 1-7]

(1) Competitive transactions and conflict of interest transactions between the Company and its directors are explicitly stated as matters requiring approval by the Board of Directors, as stipulated in the Board of Directors Regulations. When conducting such transactions, the Board of Directors deliberates on their rationality and appropriateness to ensure they do not harm the joint interests of the Company and its shareholders, and approval is obtained.

(2) The Company appropriately discloses important facts about the transactions specified in the previous item in accordance with laws and regulations.

[Supplementary Principle 2-4-1]

The reasons for not implementing each principle of the Corporate Governance Code are stated in the relevant section.

[Principle 2-6]

The Company has not introduced a corporate pension fund system, so it does not directly engage in pension management as an asset owner.

[Principle 3-1]

(1) The "Corporate Philosophy" is described in "I 1. Basic Concept" of this report, and the vision is posted on the Company's website.

<https://www.rarejob.co.jp/en/vision/philosophy>

(2) The basic concept and basic policies regarding corporate governance are described in "I 1. Basic Concept" of this report.

(3) Regarding the policy and procedures for determining the remuneration of senior management and directors, the Company combines fixed monetary compensation with stock compensation to engage in management from a shareholder's perspective. The decision-making process is entrusted to the CEO after deliberation by the Nomination and Remuneration Advisory Committee, which is a voluntary advisory body.

(4) Selection and dismissal of senior management, nomination of directors

When selecting directors, the Company considers individuals with excellent character, insight, ability, and extensive experience, as well as high ethical standards, who actively work towards the sustainable growth of the Company Group and the enhancement of corporate value over the medium to long term. The selection and dismissal of senior management and director candidates are discussed by the Board of Directors and entrusted to the CEO after deliberation by the Nomination and Remuneration Advisory Committee. Independent outside directors are expected to fulfill the following roles and responsibilities:

1. Advise on management policies and improvements based on their own insights to promote the sustainable growth of the Company and enhance corporate value over the medium to long term.

2. Supervise management through important decisions made by the Board of Directors, such as the selection and dismissal of senior management.

3. Monitor conflicts of interest between the Company and management or major shareholders.

4. Appropriately reflect the opinions of stakeholders in the Board of Directors from an independent standpoint from management and major shareholders.

(5) The explanations for individual selections, dismissals, and nominations of directors are provided in the attached documents of the Notice of Convocation of the General Meeting of Shareholders (Reference Documents for the General Meeting of Shareholders).

[Supplementary Principle 3-1-3]

The reasons for not implementing each principle of the Corporate Governance Code are stated in the relevant section.

[Supplementary Principle 4-1-1]

For matters to be decided by the Board of Directors and other decision-making processes, the Company establishes detailed and specific submission and reporting standards according to their importance. For matters not resolved by the Board of Directors, decision-making authority is defined in the Rules of Administrative Authority. The responsibilities and authorities of business execution officers and internal department heads are also clarified in internal regulations, and a system is in place to continuously review these in response to organizational changes.

[Principle 4-9]

The Company has not established specific criteria or policies regarding the independence of outside directors. However, when appointing them, the Company refers to the requirements for externality stipulated by the Companies Act and the criteria for independent officers set by the Tokyo Stock Exchange.

[Supplementary Principle 4-10-1]

The Company's Board of Directors consists of a total of seven directors, of which four are independent outside directors. To strengthen the independence, objectivity, and accountability of the Board's functions related to the nomination and remuneration of senior management and directors, the Company has established an independent advisory body, the Nomination and Remuneration Advisory Committee, where independent outside directors constitute the majority.

This committee deliberates on the following matters in response to inquiries from the Board of Directors:

- (1) Policies and procedures for the selection and dismissal of the CEO and directors with titles, and the nomination of director candidates.
- (2) Draft proposals for the appointment and dismissal of directors to be submitted to the General Meeting of Shareholders.
- (3) Draft proposals for the appointment and dismissal of the CEO and directors with titles to be submitted to the Board of Directors.
- (4) Succession planning for the CEO (President).
- (5) Policies for determining the remuneration of the CEO, directors with titles, and directors.
- (6) Draft proposals for the remuneration of directors to be submitted to the General Meeting of Shareholders.
- (7) Policies related to the determination of individual remuneration for directors.
- (8) Individual remuneration details for directors (excluding directors who are Audit and Supervisory Committee members).
- (9) Other matters recognized as necessary by the Board of Directors concerning the above items.

[Supplementary Principle 4-11-1]

The number of directors is limited to ten by the Articles of Incorporation, and currently, the Board consists of seven members to enable agile and accurate decision-making while considering the scale of business operations. The number of directors who are Audit and Supervisory Committee members is limited to five by the Articles of Incorporation, and currently, there are three outside directors. Business execution directors are balanced with individuals who have knowledge familiar with business and operations. Outside directors are selected from individuals with a wide range of knowledge, including insights into overseas business, corporate finance and legal affairs, and overall management. To further enhance the effectiveness of the Board of Directors and visualize the balance of its composition, the skills matrix of directors is disclosed in the director nomination proposal in the Notice of Convocation of the General Meeting of Shareholders.

[Supplementary Principle 4-11-2]

Directors (including those who are Audit and Supervisory Committee members) devote the necessary time and effort to their roles and responsibilities, and concurrent positions are kept within a reasonable range. The status of concurrent positions is disclosed in the securities report.

[Supplementary Principle 4-11-3]

To ensure the effectiveness and efficiency of decision-making by the Board of Directors, the Company conducted a self-evaluation survey with named responses from all directors during the 18th fiscal term (April 1, 2024, to March 31, 2025) to analyze and evaluate the effectiveness of the Board. The survey responses indicated that the operation of the Board of Directors is generally appropriate. The Company will continue to improve the effectiveness of the Board by enhancing information sharing methods with outside directors, setting opportunities to deepen understanding of group businesses, and creating an environment for broader discussions on important themes.

[Supplementary Principle 4-14-2]

Each director is nominated based on an assessment of whether their abilities, experience, and knowledge are suitable for performing their duties, and approval is obtained at the General Meeting of Shareholders. To respond more appropriately to changes in the management environment, directors regularly update their knowledge through participation in various meetings and exchanges with experts. Upon appointment, outside directors receive detailed explanations of the Company's vision, mission, management strategies, and business content. The Board of Directors provides not only information directly related to resolution and reporting items but also information deemed necessary for decision-making. These efforts constitute the Company's training policy.

[Principle 5-1]

The Company has established the following systems and initiatives to promote constructive dialogue with shareholders:

- Under the leadership of the president, the administrative department, led by the CFO and head of financial strategy, handles individual meetings with shareholders. The president attends these meetings as necessary.
- The IR department collaborates with internal departments to gather necessary information and enhance dialogue.

- Opinions and concerns of shareholders identified during dialogue are reported to management in a timely and appropriate manner.
- A "quiet period" is set before the announcement of financial results to refrain from dialogue with shareholders. Insider information is managed appropriately based on internal regulations.
- After the announcement of second-quarter and full-year financial results, the Company holds financial results briefings for institutional investors, providing presentations on financial summaries and future outlooks, along with Q&A sessions.

Action to Implement Management That Is Conscious of Cost of Capital and Stock Price

Content of Disclosure	Disclosure of Initiatives (Update)
Availability of English Disclosure	Available
Date of Disclosure Update	June,26,2025

Explanation of Actions

The Company recognizes capital costs and capital profitability as important management issues, and uses ROE (return on equity) as an indicator of capital profitability, disclosing our actual results and target values in our supplementary financial statements. The Company recognizes that our shareholder capital cost calculated using CAPM is approximately 8%, and in the most recent fiscal year, the Company has secured an ROE that exceeds our shareholder capital cost. Going forward, the Company will continue to strive for further improvement in management indicators such as ROE, while maintaining a management approach that takes into account capital costs and stock prices.

2. Capital Structure

Foreign Shareholding Ratio	Less than 10%
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Status of Major Shareholders

Name or Company Name	Number of Shares Owned	Percentage (%)
Gaku Nakamura	2,009,895	21.15
GAKKEN HOLDINGS Co.,Ltd.	1,903,300	20.03
Katsuyoshi Tei	482,900	5.08
Zoshinkai Holdings Inc.	480,000	5.05
UED Co., Ltd.	245,400	2.58
RISO Inc.	204,545	2.15
Toshiyuki Fujita	174,200	1.83
Zuitt JP, Inc.	116,900	1.23
DAIWA CM SINGAPORE LTD – NOMINEE KATO TOMOHISA	116,900	1.23
RareJob ESOP	113,800	1.20

Name of Controlling Shareholder, if applicable (excluding Parent Companies)	—
Name of Parent Company, if applicable	Not adopted

Supplementary Explanation

Major shareholders are as of March 31, 2025.
Shareholding ratios are calculated excluding treasury stock (342,296 shares: as of March 31, 2025).

3. Corporate Attributes

Listed Stock Exchange and Market Segment	Standard Market
Fiscal Year-End	March
Business Sector	Services
Number of Employees (Consolidated) as of the End of the Previous Fiscal Year	500 or more but fewer than 1,000
Net Sales (Consolidated) for the Previous Fiscal Year	Less than ¥10 billion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	Fewer than 10

4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

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5. Other Special Circumstances which may have a Material Impact on Corporate Governance

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II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight

1. Organizational Composition and Operation

Corporate Governance System	Company with Supervisory Committee
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Directors

Number of Directors Stipulated in Articles of Incorporation	10
Directors' Term of Office Stipulated in Articles of Incorporation	1 year
Chairperson of the Board	CEO
Number of Directors	7
Election of Outside Directors	Elected
Number of Outside Directors	4
Number of Independent Directors	4

Outside Directors' Relationship with the Company (1)

Name	Attributes	Relationship with the Company*										
		a	b	c	d	e	f	g	h	i	j	k
Shoichiro Taniguchi	From another company							o				
Takao Mihara	CPA											
Jun Narimatsu	CPA											
Miki Igarashi	From another company											

*Categories for "Relationship with the Company".

(Use "o" when the director presently falls or has recently fallen under the category; "△" when the director fell under the category in the past; "●" when a close relative of the director presently falls or has recently fallen under the category; and "▲" when a close relative of the director fell under the category in the past.)

- Person who executes business for the Company or its subsidiary
- Person who executes business for a non-executive director of the Company's parent company
- Person who executes business for a fellow subsidiary
- Person/entity for which the Company is a major client or a person who executes business for said person/entity
- Major client of the Company or a person who executes business for said client
- Consultant, accounting expert, or legal expert who receives large amounts of cash or other assets from the Company in addition to remuneration as a director/company auditor
- Major shareholder of the Company (in cases where the shareholder is a corporation, a person who executes business for the corporation)
- Person who executes business for a client of the Company (excluding persons categorized as any of d, e, or f above) (applies to director him/herself only)
- Person who executes business for another company that holds cross-directorships/cross-auditorships with the Company (applies to director him/herself only)
- Person who executes business for an entity receiving donations from the Company (applies to director him/herself only)
- Other

Outside Directors' Relationship with the Company (2)

Name	Membership of Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons for Appointment
Shoichiro Taniguchi		○	Shoichiro Taniguchi is the Independent Director.	Shoichiro Taniguchi, an outside director, has extensive experience and expertise in education-related businesses and finance and accounting-related fields. He is well-suited to serve as an outside director who can exercise appropriate supervisory functions over management from an independent and objective perspective. He is an executive officer of Gakken Holdings Co., Ltd., a major shareholder of the Company, and there are business transactions between the two companies, including capital and business alliances. However, considering the scale and nature of these transactions, the Company has determined that there is no risk of a conflict of interest with general shareholders, and the Company has reported him as an independent director in accordance with the Tokyo Stock Exchange's regulations.
Takao Mihara	○	○	Takao Mihara is the Independent Director.	Takao Mihara, who serves as an outside director, is well-versed in corporate finance and legal affairs as a certified public accountant, making him a suitable candidate for the role of an independent outside director at the Company. There are no personal, capital, or significant transactional relationships or other interests between the Company and Takao Mihara. Additionally, while he concurrently holds the positions of head of Mihara Certified Public Accountant Office and outside director (Supervisory Committee member) at NEO MARKETING INC., there are no personal, capital, or significant transactional relationships or other interests with the Company. Therefore, we have determined that there is no risk of a conflict of interest with general shareholders, and he has been reported as an independent officer as defined by the Tokyo Stock Exchange.
Jun Narimatsu	○	○	Jun Narimatsu is the Independent Director.	Jun Narimatsu, who serves as an outside director, is well-qualified as an independent outside director at the Company due to his experience as a certified public accountant and a seasoned executive. There are no personal, capital, or significant transactional relationships or other interests between the Company and Jun Narimatsu. Additionally, while he concurrently holds the positions of outside director (Supervisory Committee member) at Wantedly, Inc. and Cross Marketing Group Inc., there are no personal, capital, or significant transactional relationships or other interests with the Company. Therefore, we have determined that there is no risk of a conflict of interest with general shareholders, and he has been reported as an independent officer as defined by the Tokyo Stock Exchange.
Miki Igarashi	○	○	Miki Igarashi is the Independent Director.	Miki Igarashi, who serves as an outside director, is well-qualified as an independent outside director at the Company due to his extensive experience and broad insight in managing companies in the IT industry. There are no personal, capital, or significant transactional relationships or other interests between the Company and Miki Igarashi. Additionally, while

				he currently serves as the President and CEO of Cross Marketing Group Inc. and Cross Marketing Inc., there are no personal, capital, or significant transactional relationships or other interests with the Company. Therefore, we have determined that there is no risk of a conflict of interest with general shareholders, and he has been reported as an independent officer as defined by the Tokyo Stock Exchange.
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Supervisory Committee

Composition of Supervisory Committee and Attributes of the Chairperson

	All Committee Members	Full-time Members	Inside Directors	Outside Directors	Committee Chair
Supervisory Committee	3	0	0	3	Outside Director

Appointment of Directors and/or Staff to Support the Supervisory Committee

Appointed

Matters Concerning Independence of Said Directors and/or Staff from Executive Officers/Reasons for Adopting Current System

The Company has appointed employees to assist the Supervisory Committee in its duties. In order to ensure independence, such employees are not subject to the direction and orders of the executive directors in assisting the duties of the Supervisory Committee.

Cooperation among the Supervisory Committee, Accounting Auditors and Internal Audit Department

The Supervisory Committee and the Accounting Auditors collaborate with each other by exchanging information during the quarterly and annual audit reviews by the Accounting Auditors.
The Supervisory Committee and the Internal Audit Department collaborate with each other by reporting to the Supervisory Committee on the status and results of each internal audit conducted by the Internal Audit Department.

Voluntary Established Committee(s)

Voluntary Establishment of Committee(s) equivalent to Nomination Committee or Remuneration Committee	Established
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Status of Voluntarily Established Committee(s), Attributes of Members Constituting the Committee and the Committee Chairperson

	Committee's Name	All Members	Full-time Members	Inside Directors	Outside Directors	Outside Experts	Other	Chairperson
Voluntarily Established Committee Equivalent to Nomination Committee	Nomination and Remuneration Advisory Committee	4	1	1	3	0	0	Outside Director
Voluntarily Established Committee Equivalent to Remuneration Committee	Nomination and Remuneration Advisory Committee	4	1	1	3	0	0	Outside Director

Supplementary Explanation

To strengthen the independence, objectivity, and accountability of the Board of Directors regarding the nomination and compensation of executive management and directors, the Company has established a voluntary Nomination and Remuneration Advisory Committee under the Board of Directors, primarily composed of independent outside directors. This committee serves the functions of both a nomination committee and a remuneration committee.

Matters Concerning Independent Directors

Number of Independent Directors	4
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Other Matters Concerning Independent Directors

The Company designates as independent directors all persons who fulfill the qualifications of independent directors.

Incentives

Implementation Status of Measures related to Incentives Granted to Directors	Other
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Supplementary Explanation for Applicable Items

The Company has introduced a restricted stock compensation plan for directors (excluding directors who are members of the Audit and Supervisory Committee and outside directors) in order to further share value with shareholders.

Persons Eligible for Stock Options	—
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Supplementary Explanation for Applicable Items

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Director Remuneration

Status of Disclosure of Individual Director's Remuneration	No Disclosure for any Directors
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Supplementary Explanation for Applicable Items

Since there are no individuals with compensation of 100 million yen or more, individual disclosure of compensation is not conducted. The total compensation for directors (excluding directors who are Supervisory Committee members) and directors who are Supervisory Committee members is disclosed in aggregate.

Policy on Determining Remuneration Amounts and Calculation Methods	Established
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Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods

The maximum limits for directors (excluding directors who are Supervisory Committee members) and directors who are Supervisory Committee members are set by resolution at the General Meeting of Shareholders. The allocation to each officer is determined by the Representative Director, who is delegated by the Board of Directors to decide on executive compensation within the limits resolved at the General Meeting of Shareholders. The Representative Director considers the performance of the Company and its group companies and prepares a proposal for the monthly individual compensation for each director (excluding directors who are Supervisory Committee members), which is then submitted to the Nomination and Remuneration Advisory Committee. The Nomination and Remuneration Advisory Committee discusses the proposal submitted by the Representative Director, decides on the content of its report, and notifies the Board of Directors. The compensation for directors who are Supervisory Committee members is determined through discussions within the Supervisory Committee.

Support System for Outside Directors

Support for outside directors is provided by Business Admin Div, which offers assistance as needed.

2. Matters Concerning Functions of Business Execution, Auditing and Supervision, Nomination, and Remuneration Decisions (Overview of Current Corporate Governance System)

(1) Board of Directors

The Company's Board of Directors consists of seven directors and has the authority to decide on the execution of the Company's operations and supervise the execution of duties by the directors. The Board of Directors holds regular meetings once a month in principle and convenes extraordinary meetings as needed in a flexible manner. The Board makes decisions on important management matters and receives timely reports on the execution of operations from the directors, thereby supervising their duties. Additionally, four of the directors are outside directors.

(2) Supervisory Committee and Supervisory Committee Members

The Company has adopted the Supervisory Committee system in accordance with the Companies Act and related laws. The Supervisory Committee consists of three directors who are Supervisory Committee members. The Supervisory Committee members attend important meetings such as the Board of Directors, listen to business reports from directors (excluding those who are Supervisory Committee members), review important documents, and investigate the status of operations and assets, thereby supervising the execution of duties by the directors. The Supervisory Committee holds regular meetings once a month in principle and convenes extraordinary meetings as needed, exchanging opinions and sharing information among the Supervisory Committee members about their audit activities. The Supervisory Committee members closely collaborate with the accounting auditors and internal audit staff, engaging in regular information exchanges to enhance mutual cooperation and improve the effectiveness and efficiency of audits. All of the Company's Supervisory Committee members are outside directors.

(3) Nomination and Remuneration Advisory Committee

To ensure the transparency and objectivity of the procedures for selecting candidates for proposals to appoint directors and determining individual compensation for directors, the Company has established the Nomination and Remuneration Advisory Committee as a voluntary advisory body under the Board of Directors. The committee consists of at least three members, with the majority being outside directors, and the selection of committee members is made by the Board of Directors.

(4) Group Management Meeting

To conduct multifaceted deliberations and discussions on important management matters for the entire group, the Company has

established the Group Management Meeting. The Group Management Meeting primarily comprises directors (excluding those who are Supervisory Committee members) and the representative directors of domestic subsidiaries, and it is held once a week in principle.

3. Reasons for Adoption of Current Corporate Governance System

The Company is a company with a Supervisory Committee. To earn continuous trust from all stakeholders, the Company appoints directors (excluding those who are Supervisory Committee members) who are well-versed in the industry and business to which the Company belongs, as well as directors who are Supervisory Committee members with knowledge and experience in corporate accounting, taxation, legal affairs, and extensive management experience. Additionally, directors (excluding those who are Supervisory Committee members) and directors who are Supervisory Committee members exchange opinions with internal audit staff and accounting auditors as necessary, working together to enhance the efficiency and rationalization of audits and strengthen their functions. Therefore, we believe that an appropriate management structure is ensured.

III. Implementation of Measures for Shareholders and Other Stakeholders

1. Measures to Vitalize General Meeting of Shareholders and Facilitate Exercise of Voting Rights

	Supplementary Explanation
Early Posting of Notice of the General Meeting of Shareholders	The Company will strive to expedite the financial closing process and aim to accelerate the dispatch of convocation notices.
Scheduling of the General Meeting of Shareholders on a Non-Peak Day	The Company will adjust the schedule to avoid peak days for shareholder meetings, allowing more shareholders to attend the General Meeting of Shareholders.
Electronic Exercise of Voting Rights	The Company has adopted the system of Electronic Exercise of Voting Rights starting from the 13th Annual General Meeting of Shareholders held in June 2020.
Participation in a Platform for the Electronic Exercise of Voting Rights and Other Initiatives to Enhance Environment for Institutional Investors to Exercise Voting Rights	The Company participates in a Platform for the Electronic Exercise of Voting Rights to provide opportunities for institutional and overseas investors to exercise their voting rights smoothly.
Provision of Notice (or Summary of Notice) of the General Meeting of Shareholders in English	The notice of convocation and reference documents in the narrow sense are provided in English.
Other	Part of the shareholders' meeting will be posted on our website at a later date..

2. Status of IR-related Activities

	Supplementary Explanation	Explanation by a representative director or a representative executive officer
Regular Investor Briefings held for Individual Investors	The Company holds financial results briefings after the announcement of the second-quarter and year-end financial results, providing explanations on performance, future business developments, and the Company's initiatives.	Held
Regular Investor Briefings held for Analysts and Institutional Investors	The Company holds financial results briefings after the announcement of the second-quarter and year-end financial results, providing explanations on performance, future business developments, and the Company's initiatives.	Held
Online Disclosure of IR Information	The Company posts financial results summaries, financial results briefing materials, securities reports, and other documents on the IR information page.	

	https://www.rarejob.co.jp/en/ir
Establishment of Department and/or Placement of a Manager in Charge of IR	The Business Admin Div and The Financial Strategy Div are responsible for this.

3. Status of Measures to Ensure Due Respect for Stakeholders

	Supplementary Explanation
Implementation of Environmental Preservation Activities and CSR Activities, etc.	The Company discloses its sustainability initiatives on its website. https://www.rarejob.co.jp/en/sustainability/esg
Formulation of Policies, etc. on Provision of Information to Stakeholders	The Company has a basic policy of complying with the "Financial Instruments and Exchange Act," "Tokyo Stock Exchange regulations," "Rules on Timely Disclosure of Corporate Information by Issuers of Listed Securities," and other related laws and regulations, to disclose corporate information to stakeholders, including shareholders and investors, in a timely, appropriate, and fair manner.

IV. Matters Concerning the Internal Control System

1. Basic Views on Internal Control System and Status of Development

To strengthen the internal management system, the Company has established various regulations and set up an internal audit department to build a structure that allows for systematic business operations. The internal audit department prepares an audit plan each fiscal year based on internal audit regulations and conducts financial audits, operational audits, and ad-hoc audits. Furthermore, for invoices and other documents submitted by each department, the Management Administration Division checks compliance with the rules of authority and business flow. Combined with internal audits, the internal control system functions sufficiently. In accordance with the Companies Act and the Ordinance for Enforcement of the Companies Act, the Company has established the following basic policies to ensure the appropriateness of operations as part of its internal control system.

(1) System to ensure that the execution of duties by directors and employees of the Company and its subsidiaries complies with laws and regulations and the Articles of Incorporation

1. Regulations related to the compliance system, including the "Compliance Regulations," serve as a code of conduct for officers and employees to act in compliance with laws, regulations, the Articles of Incorporation, and social norms. The Group Management Meeting oversees company-wide compliance efforts, conducting officer and employee training, among other activities.

2. The internal audit department audits compliance status. A helpline is established and operated as a means for employees to directly report actions with legal concerns.

3. If acts violating laws, regulations, or the Articles of Incorporation are discovered, they are reported to the Group Management Meeting and addressed in cooperation with external experts, in accordance with the "Compliance Regulations." 4. Actions by officers and employees that violate laws, regulations, or the Articles of Incorporation are appropriately dealt with.

(2) System for storing and managing information related to the execution of duties by the Company's directors
Information related to the execution of duties by directors is recorded and stored in documents or electronic media (hereinafter referred to as "documents, etc.") in accordance with the "Document Management Regulations." Directors may view these documents, etc., at any time under the "Document Management Regulations."

(3) Regulations and other systems for managing the risk of loss for the Company and its subsidiaries

1. Risks related to compliance, environment, disasters, quality, and information security are addressed through the establishment of various regulations, guidelines, and manuals such as the "Risk Management Regulations," and through education and training on risk management for officers and employees. For newly arising risks, a responsible person is promptly designated.

2. An information security policy is established to strengthen information security and protect personal information.

3. The Company has formulated a Business Continuity Plan (BCP) for disasters such as major earthquakes. In unforeseen circumstances, a crisis management headquarters led by the President may be established, and all officers and employees will work together to prevent damage and minimize the expansion of losses.

(4) System to ensure the efficient execution of duties by the Company's directors

1. The Board of Directors meets regularly once a month and holds extraordinary meetings as necessary to make prompt decisions.

2. Directors execute duties efficiently based on the medium-term management plan and annual budget, reporting the progress of the budget to the Board of Directors.

3. Procedures for business execution are clearly defined in the "Business Allocation Regulations," "Rules of Authority," etc., to enable efficient business execution.

(5) System to ensure the appropriateness of operations in the corporate group comprising the Company and its subsidiaries

1. Systems necessary for compliance, risk management, and other internal controls apply across the entire Company group, with the Company managing and operating them.
2. The department responsible for internal audits of the Company assesses and evaluates the status of internal controls in the Company group through audits of subsidiaries. For internal controls related to financial reporting, the internal audit department of the Company evaluates and reports on the internal controls of subsidiaries.
3. Subsidiaries report on the status of business execution, including risk information, to the Company's Supervisory Committee members.
4. The authority for decision-making related to the business activities of subsidiaries is governed by the "Affiliate Management Regulations."

(6) Matters related to employees who assist the Company's Supervisory Committee in its duties and their independence from directors (excluding directors who are Supervisory Committee members)

Supervisory Committee members may instruct assistants on matters necessary for audit operations, and assistants who receive such instructions will not be subject to the direction and orders of directors (excluding directors who are Supervisory Committee members) regarding those instructions.

(7) System for reporting to the Company's Supervisory Committee by directors (excluding directors who are Supervisory Committee members) and employees, as well as directors and employees of the Company's subsidiaries, and other systems for reporting to the Supervisory Committee

1. Directors (excluding directors who are Supervisory Committee members) or employees promptly report statutory matters, issues significantly affecting the Company and its group, and the status of internal audits to the Supervisory Committee. The method of reporting (reporter, recipient, timing, etc.) is determined through consultations between directors (excluding directors who are Supervisory Committee members) and the Supervisory Committee. Directors (excluding directors who are Supervisory Committee members) and employees also promptly report information on business execution, etc., when requested by the Supervisory Committee.
2. Unfavorable treatment of directors (excluding directors who are Supervisory Committee members) or employees who report to the Supervisory Committee is prohibited, and this is thoroughly communicated to directors (excluding directors who are Supervisory Committee members) and employees of the Company and its subsidiaries.

(8) Matters related to the policy for processing expenses or liabilities arising from the execution of duties by Supervisory Committee members, and other systems to ensure effective audits by the Supervisory Committee

1. When Supervisory Committee members request advance payment or reimbursement of expenses incurred in executing their duties, such expenses or liabilities are promptly processed unless deemed unnecessary for the execution of their duties.
2. When Supervisory Committee members seek advice from external lawyers or other third parties, the Company bears the necessary expenses.
3. To conduct effective audits, the Supervisory Committee regularly holds opinion exchange meetings with the Representative Director, accounting auditors, and internal audit department.

(9) System to ensure the reliability of financial reporting

The Company establishes and operates internal controls related to financial reporting based on the basic policy and related regulations for building the internal control system.

2. Basic Views on Measures for Eliminating Anti-Social Forces and Status of Development

(1) The Company has a basic policy of having no relations with or rejecting any antisocial forces. If it is determined that a business partner is an individual, company, or organization involved with such forces, the Company will terminate the business relationship. Directors and employees of the Company who intend to initiate a transaction must verify the counterparty's non-involvement with antisocial forces in accordance with the "Regulations on Measures Against Antisocial Forces" and confirm that there are no issues before commencing the transaction.

(2) The Business Admin Div, is designated as the department responsible for handling antisocial forces, managing and accumulating information centrally. An educational system is established to ensure that directors and employees adhere to the basic policy, along with developing and disseminating methods for preventing damage from antisocial forces.

(3) In the event of an unreasonable demand from antisocial forces, the Company will collaborate with external specialized organizations such as the police, legal advisors, and the Center for the Elimination of Violence to establish a cooperative system for emergencies.

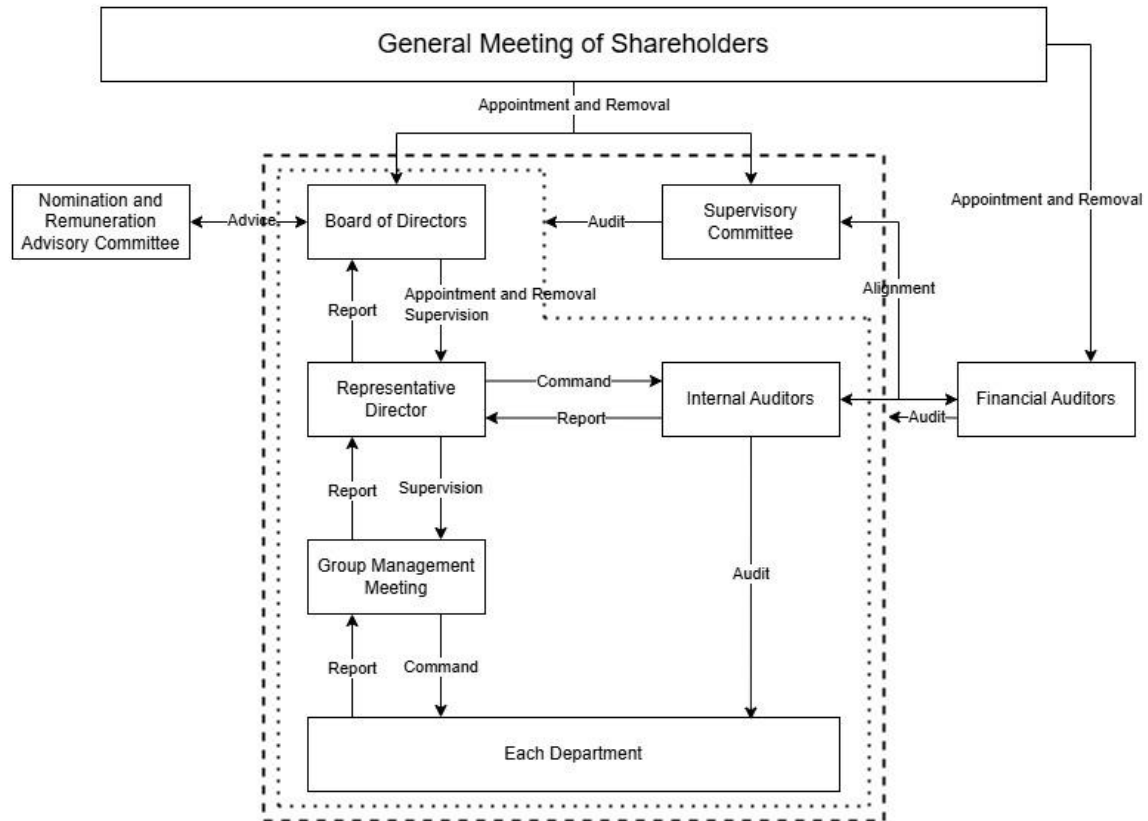
V. Other

1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Not Adopted
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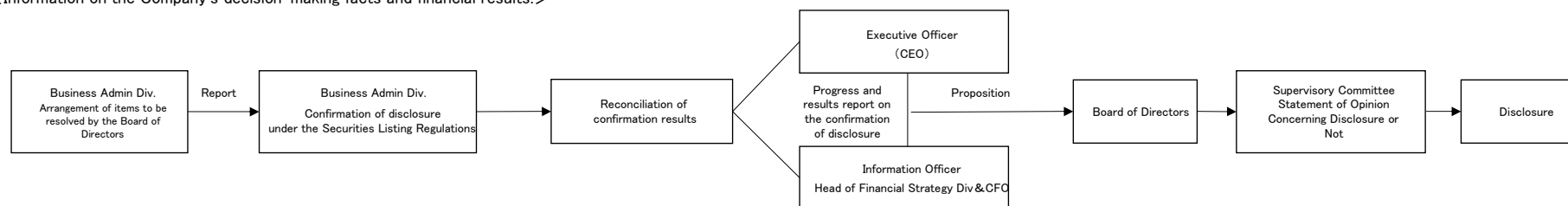
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2. Other Matters Concerning the Corporate Governance System

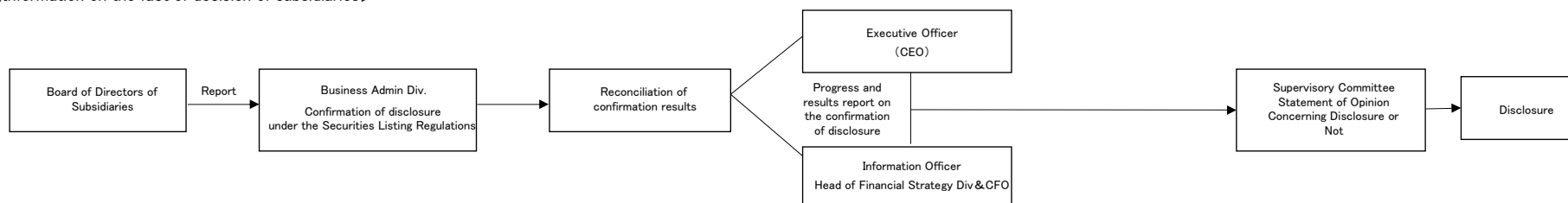


The status of our internal system for the timely disclosure of corporate information is as follows.
 Overview of Timely Disclosure System (schematic diagram)

<Information on the Company's decision-making facts and financial results.>



<Information on the fact of decision of subsidiaries>



<Information on occurrences related to RareJob group>

