



February 25, 2026

To whom it may concern:

Company name: Management Solutions Co., Ltd.
Representative name: Shinya Takahashi, Representative Director,
Chairman and President
(Securities Code: 7033, TSE Prime)
Contact: Kunimasa Tamai, Chief Financial Officer
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Notice Regarding Transition to a Company with an Audit and Supervisory Committee and Changes in Executive Personnel

Management Solutions Co., Ltd. (the "Company") hereby announces that its Board of Directors today resolved to transition from a Company with an Audit and Supervisory Board to a Company with an Audit and Supervisory Committee. This transition is subject to approval at the 21st Ordinary General Meeting of Shareholders scheduled for March 27, 2026.

The Company also resolved the candidates for Directors to be proposed at the said General Meeting of Shareholders, as detailed below.

1. Transition to a Company with an Audit and Supervisory Committee

(1) Purpose of Transition

- Enhancement of Supervisory Functions: By making Audit and Supervisory Committee members, who are responsible for auditing the execution of duties by Directors, members of the Board of Directors with voting rights, the Company aims to strengthen the Board's supervisory function and further enhance corporate governance.
- Acceleration of Decision-Making: By enabling the Board of Directors to broadly delegate authority for business execution to Directors, the Company aims to speed up management decision-making and further increase corporate value.

(2) Timing of Transition

The Company plans to transition to the new structure after obtaining approval for the necessary amendments to the Articles of Incorporation at the 21st Ordinary General Meeting of Shareholders scheduled for March 27, 2026.

2. Executive Appointments after Transition to a Company with an Audit and Supervisory Committee

(1) Candidates for Directors Other Than Audit and Supervisory Committee Members (To be proposed at the 21st Ordinary General Meeting of Shareholders)

Name	New Position	Current Position
Shinya Takahashi	Representative Director, Chairman and President	Same as left
Kunimasa Tamai	Executive Director	Same as left
Kane Akabane	Outside Director	Same as left
Tetsuji Taya	Outside Director	Same as left

(Note) Mr. Kane Akabane and Mr. Tetsuji Taya are candidates for Outside Director as provided for in Article 2, Item 15 of the Companies Act.

(2) Candidates for Directors who are Audit and Supervisory Committee Members (To be proposed at the 21st Ordinary General Meeting of Shareholders)

Name	New Position	Current Position
Toru Watanabe	Outside Director (Standing Audit and Supervisory Committee Member)	Standing Corporate Auditor
Minoru Kimura	Outside Director (Audit and Supervisory Committee Member)	Outside Corporate Auditor
Ryuichi Inagaki	Outside Director (Audit and Supervisory Committee Member)	Outside Corporate Auditor

(Note) Mr. Toru Watanabe, Mr. Minoru Kimura and Mr. Ryuichi Inagaki are candidates for Outside Director as provided for in Article 2, Item 15 of the Companies Act.

(3) Scheduled Retiring Officers (to retire as of the conclusion of the 21st Ordinary General Meeting of Shareholders)

Name	Current Position	(Position After Retirement)
Akira Kaneko	Director	-
Toru Watanabe	Standing Corporate Auditor	Outside Director (Standing Audit and Supervisory Committee Member)
Minoru Kimura	Outside Corporate Auditor	Outside Director (Audit and Supervisory Committee Member)
Ryuichi Inagaki	Outside Corporate Auditor	Outside Director (Audit and Supervisory Committee Member)