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Securities code: 8185

May 1, 2026

(Commencement of electronic provision measures: April 30, 2026)

To Shareholders with Voting Rights:

Masatoshi Machino
President & CEO
Chiyoda Co., Ltd.
4-30-16 Ogikubo, Suginami-ku, Tokyo, Japan

NOTICE OF THE 79TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We hereby inform you that the 79th Annual General Meeting of Shareholders of Chiyoda Co., Ltd. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision. The Company has posted electronic provision measures matters consisting of the “NOTICE OF THE 79TH ANNUAL GENERAL MEETING OF SHAREHOLDERS” and “Informational Materials for a General Shareholders Meeting” on the following website on the Internet.

- The Company’s website:

https://www.chiyodagr.co.jp/ir/en_news.html

Please access the above website, select “IR Release” from the menu, and refer to the documents.

- Tokyo Stock Exchange’s website

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

Please access the above website of the Tokyo Stock Exchange, search by entering “Chiyoda” in “Issue name (company name)” or “8185” in “Code,” select “Basic information” and “Documents for public inspection/PR information” in that order, and refer to the documents listed in “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” under “Filed information available for public inspection.”

In lieu of attending the meeting in person, you can exercise your voting rights in writing (by post) or via the Internet, etc. Please refer to the Reference Documents for the General Meeting of Shareholders included in the electronic provision measures matters and follow the guidance described later (Japanese version only) to exercise your voting rights by 6:30 p.m. on Wednesday, May 20, 2026, Japan time.

1. Date and Time: Thursday, May 21, 2026 at 10:00 a.m. Japan time

2. Place: “Oak Room” on the 7th floor of Kichijoji Excel Hotel Tokyu located at
2-4-14 Kichijoji-honcho, Musashino-shi, Tokyo, Japan

3. Meeting Agenda:

Matters to be reported:

1. The Business Report and Consolidated Financial Statements for the Company’s 79th Fiscal Year (March 1, 2025 – February 28, 2026) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company’s 79th Fiscal Year (March 1, 2025 – February 28, 2026)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Eight (8) Directors

- If revisions to the electronic provision measures matters arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the aforementioned Company's website and the Tokyo Stock Exchange's website.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

Year-end dividends

Appropriation of surplus is proposed as below.

Matters related to year-end dividends

Based on a policy to enhance shareholder returns stably and for a long term, the Company proposes to pay year-end dividends for the 79th fiscal year as follows, with consideration for securing the internal reserves necessary for future business development, etc.

(1) Type of dividend property:

Cash

(2) Matters concerning allotment of dividend property to shareholders and the total amount thereof:

The Company proposes an ordinary dividend of 27 yen per share of the Company's common stock.

The total amount of dividends in this case will 916,627,428 yen.

As the Company paid out 27 yen per share as an interim dividend in November 2025, the aggregate amount of dividends for the fiscal year will amount to 54 yen per share.

(3) Effective date of the dividends from surplus:

May 22, 2026

Proposal 2: Election of Eight (8) Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the Company proposes to elect eight (8) Directors.

The candidates for Directors are as follows.

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (Significant concurrent positions)	Number of shares of the Company held
1	Masatoshi Machino (December 1, 1958)	<p>October 1991 Joined the Company</p> <p>June 2016 General Manager, Chubu Regional Division</p> <p>March 2017 General Manager, Global Brand Management Department</p> <p>February 2018 General Manager, Kanto Sales Division</p> <p>June 2020 Executive Officer; General Manager, Kanto Region Store Operation Division</p> <p>May 2021 President & CEO (current position)</p> <p>February 2024 Director and Chairman, Tomoe & Co., Ltd. (current position)</p>	13,638
<p>[Reasons for nomination as a candidate for Director]</p> <p>Since joining the Company, Mr. Masatoshi Machino has long engaged in duties of sales divisions and served in managerial positions at a regional sales division and procurement division. He has abundant experience and knowledge regarding store operation and merchandise measures, which are necessary for the Group's further growth and corporate value enhancement. Accordingly, the Company nominated him again as a candidate for Director.</p>			
2	Yuichiro Inoue (April 12, 1969)	<p>May 2014 Joined the Company</p> <p>June 2014 General Manager, Public Relations & Investor Relations Office</p> <p>February 2018 General Manager, Corporate Planning Office</p> <p>March 2019 General Manager, Accounting Department</p> <p>April 2019 General Manager, Accounting Department, Finance Division; General Manager, Corporate Planning Office</p> <p>June 2021 Executive Officer; General Manager, Corporate Planning Office and Public Relations & Investor Relations Office</p> <p>May 2022 Director; General Manager, Planning and Finance Division</p> <p>June 2023 Director; General Manager, Administration Division; General Manager, General Affairs Department; responsible for Public Relations & Investor Relations Office</p> <p>April 2024 Director, Chiyoda Bussan Co., Ltd. (current position)</p> <p>May 2024 Director; General Manager, Administration Division; General Manager, General Affairs Department; responsible for Corporate Planning Department; in charge of group business promotion of the Company</p> <p>May 2025 Managing Director; General Manager, Administration Division; responsible for Corporate Planning Department; in charge of group business promotion (current position)</p>	9,400
<p>[Reasons for nomination as a candidate for Director]</p> <p>Since joining the Company, Mr. Yuichiro Inoue has served at Public Relations & Investor Relations Office, Accounting Department and Finance Division. After that, he accumulated abundant experience and knowledge regarding corporate planning through serving in the positions of General Manager of Public Relations & Investor Relations Office and General Manager of Corporate Planning Office. His experience and knowledge are necessary for the Group's further growth and corporate value enhancement. Accordingly, the Company nominated him again as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (Significant concurrent positions)	Number of shares of the Company held
3	Koji Funahashi (May 22, 1962)	<p>April 1985 Joined Hakuhold Incorporated</p> <p>June 1990 Joined the Company</p> <p>May 1999 Director</p> <p>May 2001 Managing Director; General Manager, Sales Department, MAC HOUSE CO., LTD.</p> <p>May 2003 Senior Managing Director; General Manager, Sales Division, MAC HOUSE CO., LTD.</p> <p>May 2009 President & CEO, MAC HOUSE CO., LTD.</p> <p>April 2013 Representative Director and President, Daichi Co., Ltd. (current position)</p> <p>May 2013 President & CEO of the Company</p> <p>August 2016 Representative Director and President, Cosmopolitan Co., Ltd. (current position)</p> <p>March 2019 Resigned from the position of President & CEO of the Company</p> <p>May 2020 Director, Advisor, MAC HOUSE CO., LTD.</p> <p>May 2021 Chairman, MAC HOUSE CO., LTD.</p> <p>June 2022 Senior Advisor of the Company</p> <p>April 2023 Chairman and CEO, MAC HOUSE CO., LTD.</p> <p>May 2023 Director of the Company</p> <p>May 2025 Director, Business Incubation & Alliance Advisor (current position)</p> <p>September 2025 President & CEO, Chuo Shoji Co., Ltd. (current position)</p>	418,285
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Koji Funahashi has sufficiently gained abundant insight, expertise and ability regarding the Group's business and corporate management. The Company deems that he is capable of achieving sustainable growth further to realize the medium-to long-term corporate strategy as well as appropriately supervising the entire Group. Accordingly, the Company nominated him again as a candidate for Director.</p>			
4	Norio Sato (February 11, 1962)	<p>April 1980 Joined Tokai Bank, Ltd. (currently, MUFG Bank, Ltd.)</p> <p>January 2002 Senior Researcher, UFJ Bank Limited (currently, MUFG Bank, Ltd.)</p> <p>January 2006 Senior Researcher, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently, MUFG Bank, Ltd.)</p> <p>June 2010 Member of the Board of Directors and Executive Officer, Mitsubishi UFJ Information Technology, Ltd.</p> <p>December 2013 Joined Nomura Research Institute, Ltd.</p> <p>April 2016 General Manager, Global IT Platform Promotion Department, IT Platform Innovation Division, Nomura Research Institute, Ltd.</p> <p>April 2018 General Manager, Management Department, Financial Solution Division, Nomura Research Institute, Ltd.</p> <p>May 2021 Outside Director, the Company (current position)</p> <p>May 2021 Executive Partner, Tokyo Digital Ideas Co., Ltd.</p> <p>March 2022 Advisor, e-Technology Co., Ltd.</p> <p>September 2025 Director, SBI Shinsei Bank, Limited (current position)</p>	—
<p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles]</p> <p>Mr. Norio Sato has extensive experience and track record in industrial IT solutions and IT platform services. The Company deems that he is qualified to serve as Outside Director of the Company for achieving growth and enhancing corporate value further by utilizing his experience.</p> <p>Due to the above reasons, the Company expects him to provide advice and recommendations relating to business execution from an objective perspective in order to reform the Company's business model.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (Significant concurrent positions)	Number of shares of the Company held	
5	Osamu Iwaki (August 17, 1957)	April 1981	Joined Mitsubishi Corporation, Sales position in apparel division	-
		March 2004	Director, LIFE GEAR CORPORATION	
		July 2016	Director & COO, TONOYO CO., LTD.	
		April 2018	President & CEO, iSurpass (current position)	
		October 2022	Director, Climber Co., Ltd. (current position)	
		May 2023	Outside Director, the Company (current position)	
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Osamu Iwaki has accumulated expertise and knowledge in the field such as shoes, textile and apparel over the years and gained extensive experience of business management. Accordingly, the Company deems that he is qualified to serve as Outside Director of the Company and nominated him again as a candidate for Outside Director. Due to the above reasons, the Company expects him to provide advice and recommendations relating to business execution from an objective perspective as an expert with insight into the industry.				
6	Kiei Yamamoto (February 7, 1973)	April 1995	Joined ITOCHU Corporation, Apparel Division	-
		January 1998	Joined NIPPON HERALD FILMS, INC.	
		July 2003	Director, NIPPON HERALD FILMS, INC.	
		July 2005	Joined Booz Allen Hamilton Inc.	
		September 2011	Joined Burberry Japan K.K.	
		November 2013	Joined Brain and Capital Holdings, Inc.	
		August 2016	Joined Brain and Capital Solutions, Inc., Director, Brain and Capital Solutions, Inc.	
		July 2020	Joined PwC Consulting LLC	
		March 2022	Joined Frontier Management Inc., Managing Director (current position)	
		May 2023	Outside Director, the Company (current position)	
		July 2024	Director, Combi Corporation (current position)	
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Kiei Yamamoto has vast experience of consulting services for the retail and consumer goods industries as well as track record in business revitalization. Accordingly, the Company deems that he is qualified to serve as Outside Director of the Company and nominated him again as a candidate for Outside Director. Due to the above reasons, the Company expects him to fulfill a role in supervising the management from an objective standpoint.				
7	Naomi Nakayama (September 8, 1965)	April 1988	Joined ANDO Corporation (currently, HAZAMA ANDO CORPORATION)	-
		July 2001	Joined Right Management Consultants Japan Inc. (currently, ManpowerGroup Co., Ltd.)	
		September 2005	Participated in the establishment of Quest Consulting Co., Ltd., Director, Quest Consulting Co., Ltd.	
		February 2013	Joined ABeam Consulting Ltd., Senior Manager, Management Reform Sector	
		December 2015	Joined Toshiba Corporation, Coordinator, Human Resources & Administration Division	
		August 2018	Joined Mitsubishi UFJ Research and Consulting Co., Ltd., Principal, Human Resources & Organization Business Unit, Consulting Business Division	
		May 2025	Outside Director, the Company (current position)	
		September 2025	Representative Director, TMT Partners Co., Ltd. (current position)	
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Ms. Naomi Nakayama has internal and consulting services experience in the human resources and organization domain as well as extensive track record in corporate governance reforms. Accordingly, the Company deems that she is qualified to serve as Outside Director of the Company and nominated her again as a candidate for Outside Director. Due to the above reasons, the Company expects her to fulfill a role in supervising the management from an objective standpoint.				

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (Significant concurrent positions)	Number of shares of the Company held
8	New appointment Hiromitsu Kamata (December 18, 1960)	<p>April 1983 Joined Yamaichi Securities Co., Ltd.</p> <p>May 1993 Fund Manager, Yamaichi Investment Advisors Co., Ltd.</p> <p>April 1998 Senior Fund Manager, SG Yamaichi Asset Management Co., Ltd.</p> <p>August 2004 Head of Asset Management, Societe Generale Asset Management S.A.</p> <p>July 2010 Director / Head of Asset Management, Amundi Japan Ltd.</p> <p>April 2021 Director, Institutional Investors Collective Engagement Forum (current position)</p>	–
<p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles]</p> <p>Mr. Hiromitsu Kamata has accumulated abundant knowledge and experience regarding capital markets and institutional investors. The Company deems that he is qualified to serve as Outside Director of the Company for overseeing management from an investor's perspective and nominated him as a new candidate for Outside Director.</p> <p>Due to the above reasons, the Company expects him to fulfill a role in supervising the management from an objective standpoint.</p>			

- Notes:
1. There are no special interests between each of the candidates and the Company.
 2. Mr. Norio Sato, Mr. Osamu Iwaki, Mr. Kiei Yamamoto, Ms. Naomi Nakayama and Mr. Hiromitsu Kamata are candidates for Outside Director.
 3. The Company has registered Mr. Norio Sato, Mr. Osamu Iwaki, Mr. Kiei Yamamoto and Ms. Naomi Nakayama as independent directors in accordance with the regulations of the Tokyo Stock Exchange. If this proposal is approved and resolved, they will continue serving as independent directors.
 4. If this proposal is approved and resolved, the Company will designate Mr. Hiromitsu Kamata as independent officer in accordance with the regulations of the Tokyo Stock Exchange, and make registration as such.
 5. Mr. Norio Sato is an incumbent Outside Director of the Company. He will have served as Outside Director for five (5) years at the conclusion of this Annual General Meeting of Shareholders.
 6. Mr. Osamu Iwaki and Mr. Kiei Yamamoto are incumbent Outside Directors of the Company. They will have served as Outside Director for three (3) years at the conclusion of this Annual General Meeting of Shareholders.
 7. Ms. Naomi Nakayama is an incumbent Outside Director of the Company. She will have served as Outside Director for one (1) year at the conclusion of this Annual General Meeting of Shareholders.
 8. The Company has entered into agreements with Mr. Norio Sato, Mr. Osamu Iwaki, Mr. Kiei Yamamoto, and Ms. Naomi Nakayama pursuant to Article 427, Paragraph 1 of the Companies Act to limit their liability for damages stipulated in Article 423, Paragraph 1 of the said Act to the minimum liability amounts provided for in Article 425, Paragraph 1 of the said Act. If their elections are approved, the Company will continue the agreements.
 9. The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance policy covers damages that may arise when the insured assumes liability for the execution of his or her duties and receives a claim related to the pursuit of such liability. If the election is approved, the candidates are scheduled to be insured by the insurance contract. The Company plans to renew the contract with the same content at the next renewal.
 10. The Company will enter into an agreement with Mr. Hiromitsu Kamata pursuant to Article 427, Paragraph 1 of the Companies Act to limit his liability for damages stipulated in Article 423, Paragraph 1 of the said Act to the minimum liability amounts provided for in Article 425, Paragraph 1 of the said Act, if this proposal is approved and resolved.