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Securities identification code: 9436
(May 26, 2026)

To our shareholders:

Yasuaki Miyakura
Representative Director and President

Okinawa Cellular Telephone Company
1-2-1 Matsuyama, Naha City, Okinawa, Japan

NOTICE OF THE 35TH ANNUAL GENERAL SHAREHOLDERS' MEETING

We announce that the 35th Annual General Shareholders' Meeting of Okinawa Cellular Telephone Company (the "Company") is to be held as described below.

When convening this General Shareholders' Meeting, the Company takes measures to provide information that constitutes the content of the Reference Documents for the General Shareholders' Meeting, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the following websites. Please access one of the websites using the relevant internet address shown below to review the information.

[Company's Website]

https://okinawa-cellular.jp/ir/status/ir_stock_meeting/ (in Japanese)

[Website for Materials for General Shareholder's Meeting]

<https://d.sokai.jp/9436/teiji/> (in Japanese)

If you are unable to attend the meeting in person on the day of the meeting, you may exercise your voting rights in writing or via the internet. To do so, please review the Reference Documents for the General Shareholders' Meeting and then exercise your voting rights via the internet, etc. or in writing as indicated in the "Guidelines for Exercising Voting Rights" no later than 5:30 p.m., Wednesday, June 10, 2026 (Japan Standard Time).

Notice Concerning the Way the General Shareholders' Meeting is Run

- Shareholders in wheelchairs should inform us at the reception desk on the day of the meeting so that our staff can assist you.
- If you wish to have a caregiver or interpreter (including sign language interpreter) in attendance, please let us know at the reception desk on the day of the event.
- Please note that since the number of seats at the venue is limited, we will guide you to the second venue, etc. if the seats at the original venue are full.
- Information on the way the meeting is run will be posted on the website below.

https://okinawa-cellular.jp/ir/status/ir_stock_meeting/ (in Japanese)

1. Date and Time: Thursday, June 11, 2026, at 10:00 a.m. (Japan Standard Time)

* Reception is scheduled to open at 9:00 a.m.

2. Venue: 2F Conference Room, Okinawa Cellular Building
1-2-1 Matsuyama, Naha City, Okinawa, Japan

3. Purposes

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 35th Term (from April 1, 2025, to March 31, 2026), as well as the results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 35th Term (from April 1, 2025, to March 31, 2026)

Items to be resolved:

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Election of eight (8) Directors
- Proposal 3:** Election of one (1) Audit & Supervisory Board Member
- Proposal 4:** Payment of bonuses to Directors
- Proposal 5:** Partial revisions to the amount and other details of performance-linked share-based remuneration, etc. to Directors

- Resolutions Concerning the Convocation

Please refer to the “Guidelines for Exercising Voting Rights.”

- Matters Concerning Reference Documents for the General Shareholders’ Meeting

These paper-based Notice of the Annual General Shareholders’ Meeting and Reference Documents for the General Shareholders’ Meeting will be delivered to shareholders who have not requested delivery of paper-based documents.

We are sending paper-based documents including matters subject to measures for electronic provision to shareholders who have requested for delivery of paper-based documents. However, the following matters are not provided in the paper-based documents delivered to shareholders in accordance with the provisions of laws and regulations and Paragraph 2 of Article 16 of the Articles of Incorporation.

- (i) Business Report: “6. The Organization to Ensure Appropriate Operations” and “7. Summary of the Operational Status of the Organization to Ensure Appropriate Operations”
- (ii) Notes to the Consolidated Financial Statements
- (iii) Notes to the Non-Consolidated Financial Statements

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements described on this document are part of the documents audited by the Accounting Auditor in preparing an accounting audit report and part of the documents audited by the Audit & Supervisory Board Members in preparing an audit report.

- Matters Concerning Revision of Matters Subject to Electronic Provision Measures

If revisions to the matters subject to electronic provision measures 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 website for materials for the General Shareholders’ Meeting.

Guidelines for Exercising Voting Rights

The right to vote at the General Shareholders’ Meeting is an important right of all shareholders.

We would like to ask you to exercise your voting rights upon reviewing the Reference Documents for the General Shareholders’ Meeting shown below.

You can exercise your voting rights in one of the following three ways.

To exercise voting rights in person at the General Shareholders’ Meeting	Please indicate your approval or disapproval of the proposals on the voting form and submit it to the venue Reception of the General Shareholders’ Meeting to be held at 10:00 a.m., Thursday, June 11, 2026 (Japan Standard Time) (Reception starts at 9:00 a.m. on the same day)
To exercise voting rights via the internet	Please follow the instructions on the screen and enter your approval or disapproval of the proposals no later than 5:30 p.m., on Wednesday, June 10, 2026 (Japan Standard Time).
To exercise voting rights in writing (by mail)	Please indicate your approval or disapproval of the proposals on the voting form and return it by postal mail to reach us no later than 5:30 p.m., on Wednesday, June 10, 2026 (Japan Standard Time).

Reference Documents for the General Shareholders' Meeting

Proposal 1: Appropriation of surplus

The Company regards the return of profits to its shareholders as a key management priority. The Company adopts the basic policy of ensuring the stable and continuous payment of dividends while maintaining financial soundness.

In order to express gratitude to its shareholders for their constant support, and with a view to business development aimed at improving future business results, the Company plans to pay a year-end dividend of 35 yen per common share.

(1) Type of dividend property

Cash

(2) Allocation of dividend property and total amount thereof

35 yen per common share of the Company

Total amount of dividends: 3,230,612,525 yen

(3) Effective date of distribution of dividends of surplus

June 12, 2026

Proposal 2: Election of eight (8) Directors

The tenure of all nine (9) Directors will expire at the close of this Annual General Shareholders' Meeting. In that regard, the Company proposes the election of eight (8) Directors, including 2 new Directors and lowering the number of Directors by one to enable strategic and flexible decision making in the Board of Directors.

The selection of the candidates for Directors were determined by the Board of Directors after deliberation and recommendation by the Nomination and Compensation Committee of which the majority of the members are Independent Outside Directors.

The candidates for Directors are as follows:

No.	Name		Gender	Outside Director	Independent Director	Position and responsibilities in the Company	Attendance at Board of Directors meetings
1	Yasuaki Miyakura	[Reelection]	Male			Representative Director and President, Member of the Nomination and Compensation Committee	100% (10/10 times)
2	Kyuji Uechi	[Reelection]	Male			Director and Executive Officer, Supervising General Manager of Sales Management Division	100% (10/10 times)
3	Hikaru Aharen	[Reelection]	Male	○	○	Director and Chairman of the Nomination and Compensation Committee	100% (10/10 times)
4	Miki Fuchibe	[Reelection]	Female	○	○	Director and Member of the Nomination and Compensation Committee	100% (10/10 times)
5	Tatsuki Yogi	[Reelection]	Male	○	○	Director and Member of the Nomination and Compensation Committee	100% (8/8 times)
6	Makoto Takahashi	[Reelection]	Male			Director	100% (8/8 times)
7	Fumitaka Kaizaki	[New election]	Male			Executive Officer, General Manager of the Engineering Division	–
8	Makoto Kadowaki	[New election]	Male				–

- Notes:
1. Tatsuki Yogi and Makoto Takahashi were elected as directors at the 34th Annual General Shareholders' Meeting held on June 12, 2025, so this figure is their attendance at the Board of Directors meetings held after their appointment.
 2. The number of times Miki Fuchibe attended Board of Directors meetings is the total number of times she attended as an Audit & Supervisory Board Member or Director.

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Yasuaki Miyakura (July 10, 1962) [Reelection]	<p>Apr. 1990 Joined IDO Corporation (now KDDI CORPORATION)</p> <p>Apr. 2009 General Manager of Consumer Sales Planning Department of Consumer Sales Planning Division of KDDI CORPORATION</p> <p>Apr. 2013 Deputy General Manager of Consumer Sales Division of Consumer Business Sector of KDDI CORPORATION</p> <p>Apr. 2016 Administrative Officer and General Manager of Customer Service Division of Products & Customer Service Sector of KDDI CORPORATION</p> <p>Oct. 2018 Administrative Officer of KDDI CORPORATION, Representative Director and President of CHUBU TELECOMMUNICATIONS CO., INC</p> <p>Apr. 2019 Executive Officer of KDDI CORPORATION, Representative Director and President of CHUBU TELECOMMUNICATIONS CO., INC</p> <p>Apr. 2023 Special Advisor to the Company</p> <p>June 2023 Executive Officer and Vice President of the Company</p> <p>June 2024 Representative Director and President, and Head of the Well-being Office of the Company</p> <p>Apr. 2026 Representative Director and President of the Company (present position)</p>	7,837
<p>Reason for nominating the candidate for Director</p> <p>Yasuaki Miyakura has a wealth of experience and broad insight in all aspects of management, and as Representative Director and President since June 2024, he has promoted the determination and implementation of the Company's management policies and business strategies, leading to business growth for the entire group. The Company judges that he will be able to continue to appropriately perform his duties as a Director toward the sustainable growth and medium- to long-term enhancement of the corporate value of the Company and its group companies. Therefore, the Company has nominated him for the position of Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
2	<p style="text-align: center;">Kyuji Uechi (January 2, 1966)</p> <p style="text-align: center;">[Reelection]</p>	<p>Apr. 1990 Joined Kokusai Denshin Denwa Co., Ltd. (now KDDI CORPORATION)</p> <p>July 1999 Director and General Manager of Corporate Management Planning Office of Prism Communications INC. (now KDDI Korea Corporation)</p> <p>Oct. 2012 General Manager of Sales Planning Department of the Company</p> <p>Aug. 2016 Administrative Officer and General Manager of Sales Planning Department of the Company Representative Director and President of UQ mobile Okinawa Corporation (now the Company)</p> <p>Oct. 2019 Executive Officer and Deputy General Manager of Sales Division of the Company</p> <p>Apr. 2023 Executive Officer and General Manager of Solution Sales Division of the Company</p> <p>Apr. 2024 Executive Officer and General Manager of Sales Management Division and Consumer Sales Division of the Company</p> <p>June 2024 Director, Executive Officer, and General Manager of Sales Management Division and Consumer Sales Division of the Company</p> <p>Apr. 2025 Director and Executive Officer and General Manager of the Sales Management Division of the Company (present position)</p>	5,570
<p>Reason for nominating the candidate for Director</p> <p>Kyuji Uechi has experience in the Consumer Business Division and the Solution Business Division, as well as knowledge of general management from his experience as the Representative Director and President of one of the Company's group companies. Furthermore, as the officer in charge of the Company's Sales Division, he develops and implements sales strategies in response to changes in the business environment. The Company judges that he will be able to continue to appropriately perform his duties as a Director toward the sustainable growth and medium- to long-term enhancement of the corporate value of the Company and its group companies. Therefore, the Company has nominated him for the position of Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
3	<p>Hikaru Aharen (August 26, 1964)</p> <p>[Reelection]</p> <p>Independent Director</p> <p>Outside Director</p>	<p>Apr. 1994 Certified as an attorney in the Okinawa Bar Association</p> <p>Mar. 2000 Director of the Hikari Law Office (now Hikari Law Office, LPC) (present position)</p> <p>June 2011 Outside Audit & Supervisory Board Member of The Okinawa Electric Power Company</p> <p>Apr. 2015 Chairman of the Okinawa Bar Association</p> <p>Apr. 2015 Chairman of the Naha City Equity Commission (present position)</p> <p>July 2017 Member of the Okinawa Prefectural Public Safety Commission (present position)</p> <p>Dec. 2017 Chairman of the Okinawa Prefectural Public Safety Commission</p> <p>June 2019 Director of the Company (present position)</p>	6,570
<p>Reason for nominating the candidate for Director and a summary of expected roles Hikaru Aharen has abundant experience and considerable insight as an attorney, along with a thorough knowledge of corporate law. Although he has never been involved in the management of a company except as an Outside Director, the Company judges that he is capable of contributing to the sustainable enhancement of the Company's corporate value by providing advice on the management of the Company and appropriately supervising the execution of businesses based on his expertise and considerable insight. Therefore, the Company has again nominated him for the position of Outside Director. If his election is approved, the Company also expects him to serve as the Chairman of the Nomination and Compensation Committee, to be involved in the selection of candidates for the Company's Directors, decisions on remuneration for Directors and other matters from an objective and neutral standpoint.</p> <p>Special interests There are no special interests between the Company and Hikaru Aharen.</p>			
4	<p>Miki Fuchibe (October 6, 1953)</p> <p>[Reelection]</p> <p>Independent Director</p> <p>Outside Director</p>	<p>May 1985 Founding Representative Director and President of Business Land Co., Ltd. (present position)</p> <p>Mar. 1993 Founding Senior Managing Director of JCC Co., Ltd.</p> <p>Sept. 2014 Vice chair of JCC Co., Ltd.</p> <p>Apr. 2018 Chairperson of Okinawa Association of Corporate Executives (present position)</p> <p>May 2018 Chairman and Representative Director of JCC Co., Ltd. (present position)</p> <p>June 2023 Audit & Supervisory Board Member of the Company</p> <p>June 2025 Director of the Company (present position)</p>	2,353
<p>Reason for nominating the candidate for Director and a summary of expected roles Miki Fuchibe has extensive experience and insight stemming from her roles in management in Okinawa-based companies. The Company expects that she will leverage her experience and insight in decision-making about the Company's business activities and contribute to the sustainable growth of the Company as an Outside Director. Therefore, the Company has again nominated her for the position of Outside Director. If her election is approved, the Company also expects her to serve as a member of the Nomination and Compensation Committee to be involved in the selection of candidates for the Company's Directors, decisions on remuneration for Directors and other matters from an objective and neutral standpoint.</p> <p>Special interests There are no special interests between the Company and Miki Fuchibe.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned	
5	Tatsuki Yogi (March 19, 1965) [Reelection] Independent Director Outside Director	July 2010	General Manager of the Business Department of THE DAIDO FIRE AND MARINE INSURANCE CO., LTD.	620
		June 2015	Director of THE DAIDO FIRE AND MARINE INSURANCE CO., LTD.	
		June 2017	Managing Director of THE DAIDO FIRE AND MARINE INSURANCE CO., LTD.	
		June 2018	Representative Director and President of THE DAIDO FIRE AND MARINE INSURANCE CO., LTD.	
		June 2019	Outside Director of The Okinawa Electric Power Company (present position)	
		June 2024	Director and Chair of THE DAIDO FIRE AND MARINE INSURANCE CO., LTD. (present position)	
		June 2025	Director of the Company (present position)	
<p>Reason for nominating the candidate for Director and a summary of expected roles Tatsuki Yogi has extensive experience and insight stemming from his roles in management in Okinawa-based companies. The Company expects that he will leverage his experience and insight in decision-making about the Company's business activities and contribute to the sustainable growth of the Company as an Outside Director. Therefore, the Company has again nominated him for the position of Outside Director.</p> <p>If his election is approved, the Company also expects him to serve as a member of the Nomination and Compensation Committee to be involved in the selection of candidates for the Company's Directors, decisions on remuneration for Directors and other matters from an objective and neutral standpoint.</p> <p>Special interests Although Tatsuki Yogi serves as Director and Chair of THE DAIDO FIRE AND MARINE INSURANCE CO., LTD., most business transactions between THE DAIDO FIRE AND MARINE INSURANCE CO., LTD. and the Company are routine and account for less than 1% of the net sales for each company. Furthermore, THE DAIDO FIRE AND MARINE INSURANCE CO., LTD. holds shares in the Company, but its holding ratio is less than 1% which has no effect on the independence of Outside Directors.</p>				
6	Makoto Takahashi (October 24, 1961) [Reelection]	Apr. 2003	Executive Officer of KDDI CORPORATION	-
		June 2007	Managing Executive Officer and Director of KDDI CORPORATION	
		June 2010	Senior Managing Executive Officer and Representative Director of KDDI CORPORATION	
		June 2016	Executive Vice President and Representative Director of KDDI CORPORATION	
		Apr. 2018	Representative Director and President of KDDI CORPORATION	
		Apr. 2023	CEO (Chief Executive Officer) of KDDI CORPORATION	
		Apr. 2025	Chairman and Representative Director of KDDI CORPORATION (present position)	
June 2025	Director of the Company (present position)			
<p>Reason for nominating the candidate for Director From April 2018 to March 2025, Makoto Takahashi led the management of the parent company, KDDI CORPORATION, as its Representative Director and President, and contributed to its sustainable growth and medium- to long-term enhancement of the corporate value. The Company believes that he will use his abundant experience and insight to make decisions concerning the Company's business activities. Therefore, the Company has again nominated him for the position of Director.</p>				

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
7	Fumitaka Kaizaki (August 1, 1966) [New election]	<p>Apr. 2011 General Manager of the System Integration Department of KDDI CORPORATION</p> <p>Apr. 2017 Deputy General Manager of the Process Reform Division of KDDI Engineering Corporation</p> <p>Apr. 2021 Deputy General Manager of the Engineering Division of the Company</p> <p>Apr. 2022 Executive Officer and Deputy General Manager of the Engineering Division of the Company</p> <p>Apr. 2023 Executive Officer, Deputy General Manager of the Engineering Division, and Head of the Smart Work Promotion Office of the Company</p> <p>Apr. 2026 Executive Officer and General Manager of the Engineering Division of the Company (present position)</p>	—
Reason for nominating the candidate for Director Fumitaka Kaizaki has extensive experience in all aspects of technology. As the officer in charge of the Engineering Division, he steady advances diverse engineering-related operations, particularly the construction and operation of networks, which is the foundation of the communications business, and promotes the secure management and sophistication of the communications business. The Company judges that he will be able to appropriately perform his duties as a Director toward the sustainable growth and medium- to long-term enhancement of the corporate value of the Company and its group companies. Therefore, the Company has nominated him for the position of Director.			
8	Makoto Kadowaki (November 29, 1973) [New election]	<p>Apr. 2019 General Manager of the Consumer Business Planning Department of KDDI CORPORATION</p> <p>Apr. 2021 General Manager of the Marketing Planning Department of KDDI CORPORATION</p> <p>Apr. 2022 General Manager of the Management Planning Department 1 of KDDI CORPORATION</p> <p>Apr. 2023 Executive Officer and General Manager of the Corporate Strategy Division of KDDI CORPORATION</p> <p>Apr. 2024 Executive Officer, Deputy General Manager of the Personal Business Sector, and General Manager of the Personal Business Strategy Division of KDDI CORPORATION</p> <p>Apr. 2026 Executive Officer, General Manager of the Personal Business Sector, and General Manager of the Personal Business Strategy Division, of KDDI CORPORATION (current position)</p>	—
Reason for nominating the candidate for Director Makoto Kadowaki has extensive experience in the corporate strategy division, personal business sector and personal business strategy division at the parent company, KDDI CORPORATION, as well as insight required for sustainable growth of the Company's business. The Company wishes to leverage his experience and outstanding insight in its businesses for decision-making about the Company's business activities. Therefore, the Company has nominated him for the position of Director.			

Notes: 1. The following candidates for Director have special interests in the Company:

Makoto Takahashi and Makoto Kadowaki: Both candidates serve the parent company, KDDI CORPORATION, as Chairman and Representative Director, and Executive Officer and General Manager of the Personal Business Sector and Personal Business Strategy Division, respectively. The Company's relationship with KDDI CORPORATION is specified in "1. Items concerning the Status of the Corporate Group (9) Important Information on Parent Company and Subsidiaries" in the Business Report.

There are no special interests between the Company and the other candidates.

2. Miki Fuchibe's name on the family register is Miki Fuchibe (same in Romanized letters, but different in Kanji script).
3. Hikaru Aharen, Miki Fuchibe, and Tatsuki Yogi are candidates for Outside Director.
4. The Company has registered Hikaru Aharen, Miki Fuchibe, and Tatsuki Yogi as Independent Directors in accordance with the regulations of the Tokyo Stock Exchange, Inc. In the event that their reelections are approved, the Company plans to continue to appoint them as Independent Director.
5. In the last ten years, Yasuaki Miyakura, Makoto Takahashi, Fumitaka Kaizaki, and Makoto Kadowaki have served in executive positions for the parent company, KDDI CORPORATION. Their positions and responsibilities are indicated in their career summaries.
6. In the last ten years, Yasuaki Miyakura has served as Representative Director and President of CHUBU TELECOMMUNICATIONS CO., INC, which is a subsidiary of the Company's parent company, KDDI CORPORATION.
7. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into a limited liability agreement with Hikaru Aharen, Miki Fuchibe, and Tatsuki Yogi to limit their liabilities for damages as prescribed in Article 423, Paragraph 1 of the said Act. The maximum amount of liability under said agreements is as stipulated by laws and regulations. The Company plans to continue the agreements with each Director in the event that their reelection is approved. If the election of Makoto Kadowaki is approved, the Company plans to enter into the same limited liability agreement with him.
8. KDDI CORPORATION, the parent of the Company, has entered into a Directors and Officers Liability Insurance (D&O Insurance) Contract with an insurance company, with the Directors and other officers of KDDI CORPORATION and its group companies as insured persons, under which the Company bears the amount equivalent to the insurance premiums for the Directors and other officers of the Company. If each candidate for Director is elected and assumes office as a Director at this General Shareholders' Meeting, they will be insured under the said Directors and Officers Liability Insurance (D&O Insurance) Contract.
9. As of the close of this General Shareholders' Meeting, Hikaru Aharen and Tatsuki Yogi will have served as an Outside Director of the Company for seven (7) years and one (1) year, respectively.
10. Miki Fuchibe is currently an Outside Director, and at the conclusion of this meeting, her tenure as Outside Director will have been one (1) year, for a total of tenure at the Company of three (3) years, which includes her tenure as Audit & Supervisory Board Member.
11. "Number of the Company's shares owned" indicates the number of shares held by each candidate for Director as of the end of the current fiscal term under review (March 31, 2026).
12. "Number of the Company's shares owned" includes the number of shares, which are attributable to each candidate for Director, held under the name of Okinawa Cellular Telephone Company's Officers Stock Ownership Plan as of the end of the current fiscal term under review.

Proposal 3: Election of one (1) Audit & Supervisory Board Member

The tenure of Audit & Supervisory Board Member Yoshio Kadekaru will expire at the close of this General Shareholders' Meeting. Therefore, the Company proposes that one (1) Audit & Supervisory Board Member be elected.

The submission of this proposal has been subject to the deliberation and recommendation by the Nomination and Compensation Committee of which the majority of the members are comprised of Independent Outside Directors, and the consent of the Audit & Supervisory Board.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary and position in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
Yoshio Kadekaru (August 10, 1939) [Reelection] Independent Auditor Outside Audit & Supervisory Board Member	June 2005 Representative Director and Vice President of Orion Breweries, Ltd.	35,011
	June 2009 Representative Director and President of Orion Breweries, Ltd.	
	June 2012 Audit & Supervisory Board Member of the Company (present position)	
	June 2017 Chairman and Representative Director of Orion Breweries, Ltd.	
	June 2019 Chairman and Director of Orion Breweries, Ltd.	
	June 2023 Senior Advisor of Orion Breweries, Ltd.	
Reason for nominating the candidate for Audit & Supervisory Board Member Yoshio Kadekaru has abundant experience and superior knowledge as a corporate manager in Okinawa-based companies. The Company wishes to leverage his experience and knowledge to oversee the Company's general business and ensure effective auditing and supervision. Therefore, the Company has again nominated him for the position of Outside Audit & Supervisory Board Member. Special interests There are no special interests between the Company and Yoshio Kadekaru.		

- Notes:
1. Yoshio Kadekaru is a candidate for Outside Audit & Supervisory Board Member.
 2. Yoshio Kadekaru has been notified as an Independent Auditor as set by the Tokyo Stock Exchange, Inc., and in the event that his reelection is approved, he will continue to serve as Independent Auditor.
 3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into a limited liability agreement with Yoshio Kadekaru to limit his liabilities for damages prescribed in Article 423, Paragraph 1 of the said Act. The maximum amount of liability under said agreement is as stipulated by laws and regulations. The Company plans to continue the agreement with him in the event that his reelection is approved.
 4. KDDI CORPORATION, the parent of the Company, has entered into a Directors and Officers Liability Insurance (D&O Insurance) Contract with an insurance company, with the Directors and other officers of KDDI CORPORATION and its group companies as insured persons, under which the Company bears the amount equivalent to the insurance premiums for the Audit & Supervisory Board Members and other officers of the Company. If Yoshio Kadekaru is elected and assumes office as Audit & Supervisory Board Member at this General Shareholders' Meeting, he will be insured under the said Directors and Officers Liability Insurance (D&O Insurance) Contract.
 5. As of the close of this General Shareholders' Meeting, Yoshio Kadekaru will have served as Outside Audit & Supervisory Board Member of the Company for fourteen (14) years.
 6. "Number of the Company's shares owned" indicates the number of shares held by him as of the end of the current fiscal term under review (March 31, 2026).
 7. "Number of the Company's shares owned" includes the number of shares, which are attributable to candidate for Audit & Supervisory Board Member, held under the name of Okinawa Cellular Telephone Company's Officers Stock Ownership Plan as of the end of the current fiscal term under review.

(Reference) Expertise and experience of Directors and Audit & Supervisory Board Members (skill matrix)

If Proposals 2 and 3 are approved as originally proposed at this General Shareholders' Meeting, the composition of the Directors and Audit & Supervisory Board Members and their respective main skills, experience, and knowledge will be as follows:

Name	Position	Expertise and experience, etc.					
		Management/ Management strategy	Communica- tion/Technol- ogy	Sales/ Marketing	Corporate governance	HR development/ Diversity	DX/New business
Yasuaki Miyakura	Director	●		●	●	●	●
Kyuji Uechi	Director	●		●			●
Hikaru Aharen	Director (Outside)	●			●		
Miki Fuchibe	Director (Outside)	●		●		●	
Tatsuki Yogi	Director (Outside)	●		●	●		
Makoto Takahashi	Director	●	●	●	●	●	●
Fumitaka Kaizaki	Director	●	●				●
Makoto Kadowaki	Director	●		●			●
Haruhiko Masuda	Audit & Supervisory Board Member	●			●		●
Masatoshi Asato	Audit & Supervisory Board Member (Outside)	●			●		
Yoshio Kadekaru	Audit & Supervisory Board Member (Outside)	●			●		
Kyoko Nakayama	Audit & Supervisory Board Member (Outside)	●			●	●	

* The above list highlights fields, etc. where the Officers' skills are especially expected but does not represent all the expertise, experience, etc., possessed by each officer.

[Definitions of skills and reasons for the adoption]

Management/ Management strategy	A wide range of knowledge and experience regarding overall management strategies required to establish and implement medium- to long-term management and growth strategies in line with the Company's management philosophy and to supervise the effectiveness of these strategies.
Communication/ Technology	Expertise, including knowledge of cutting-edge technologies, required for the construction, secure operation, and sophistication of a network that serves as the foundation of the communications business as the Company's main business and for the achievement of technology innovation and carbon neutrality, among others.
Sales/ Marketing	Knowledge and experience in marketing and sales required to provide optimal products and services as well as added value to all customers and establish and implement marketing strategies for new customers.
Corporate governance	Extensive experience and expertise in overall risk management and corporate governance required to establish an appropriate governance structure, which will serve as the foundation of the Company's continuous business expansion and increase the effectiveness of supervising the entire Group's management.
HR development/ Diversity	Knowledge and experience in human resources, education, and promoting women's participation required to establish and implement strategies regarding human resources diversification, personnel training and HR development/diversity, which are important factors to promote management sustainably in line with the Company's management philosophy and to supervise these initiatives.
DX/New business	Expertise and experience required to explore new businesses for the expansion of growth domains centered on the communication business; establish and implement DX-related strategies; and promote innovation.

Proposal 4: Payment of bonuses to Directors

Taking into consideration the business performance of the Company for the current fiscal year, the Company proposes to pay bonuses to Directors (excluding Outside Directors and Non-executive Directors) totaling 32 million yen to four (4) incumbents as of the end of the current fiscal year. The Company proposes that the amounts paid to each Director be left to the discretion of the Board of Directors.

In addition, the amounts paid to each Director have been calculated based on the “(v) Policy Regarding Determining the Details of Remuneration, etc. for Officers, c. Policy for Determining the Details of Remuneration, etc. for Individual Directors,” which is stated in the Business Report (Japanese only).

The total amount of bonuses for Directors in this proposal has been determined by the Board of Directors after comprehensive consideration of the Company’s performance and other factors, and after deliberations and recommendations by the Nomination and Compensation Committee of which the majority of the members are Independent Outside Directors. Therefore, the Company judges the amount to be appropriate.

Proposal 5: Partial revisions to the amount and other details of performance-linked share-based remuneration, etc. to Directors

To further clarify the link between Director’s remuneration and the Company’s performance and shareholder value and to motivate Directors to improve medium- to long-term performance and thus contribute to corporate value, the Company proposes to partially revise the performance-linked share-based remuneration plan. The details are as follows.

1. Reason for proposal and reason that this remuneration is appropriate

Remuneration for Directors of the Company (excluding outside and part-time directors, same applies hereinafter) comprises base remuneration, bonuses, and performance-linked share-based remuneration. The performance-linked share-based remuneration plan employs a mechanism referred to as the Director Remuneration BIP Trust (hereinafter, “the Trust”). Based on the approval obtained at the 27th Annual General Shareholders’ Meeting held on June 14, 2018, the maximum money that the Company contributes to the Trust over three (3) consecutive fiscal years was set to 80 million yen, and the maximum amount of the Company shares and cash equivalent of proceeds from the conversion of Company shares (hereinafter, “Company Shares, etc.”) delivered and paid (hereinafter, “Delivered”) from the Trust to Directors to 7,500 points (equivalent to 30,000 shares) per fiscal year. The Company would like to partially revise the amount and other details of performance-linked share-based remuneration (hereinafter, the revised performance-linked share-based remuneration plan shall be referred to as “the Plan”).

The revisions are outlined in the following table, and details other than those listed have not changed from those approved at the 27th Annual General Shareholders’ Meeting.

	Before revision	After revision
The maximum amount of money that the Company shall contribute	80 million yen for three consecutive fiscal years	225 million yen for three consecutive fiscal years
Maximum number of Company Shares, etc. to be Delivered to Directors	7,500 points per fiscal year (equivalent to 30,000 shares)	50,000 points per fiscal year (equivalent to 50,000 shares)
Conditions for achieving business performance	Varies depending on operating revenue, operating profit, net profit, etc., for the relevant fiscal year	Varies depending on ROE, relative TSR, Okinawa Prefecture economic ripple effect, etc. for the relevant fiscal year

The details of the revisions are considered appropriate to further clarify the link between Director’s remuneration and the Company’s performance and shareholder value and to motivate Directors to improve medium- to long-term performance and thus contribute to corporate value.

The Company requests approval to provide share-based remuneration to Directors that is separate from maximum amount of remuneration for Directors approved at the 14th Annual General Shareholders’ Meeting held on June 22, 2005 (no more than 12 million yen per month. However, this does not include salary for employees who concurrently serve as Directors).

If Proposal 2, Election of eight (8) Directors, is approved as proposed, three (3) Directors will be eligible for the Plan. Executive Officers who conclude an engagement contract with the Company (excluding those who are not residents of Japan) are eligible for the performance-linked share-based remuneration before the amendments and are expected to be eligible for the Plan.

2. Amount of remuneration, etc., in and details according to the Plan

(1) Outline of the Plan

The Plan describes a framework for share-based remuneration. To provide for said remuneration, the Company shall establish a trust to acquire Company shares. The Trust will then Deliver Company Shares, etc. to Directors (details described in (2) below for details). The Plan covers three (3) consecutive fiscal years (the three (3) fiscal years starting from the fiscal year ended March 31,

2025 through the fiscal year ending March 31, 2027; if the trust period is extended, the three fiscal years after that; hereinafter, “Covered Period”), and the details of the Plan shall be applicable starting from the fiscal year ending March 31, 2027 (2026 fiscal year).

(i) Persons to whom Company Shares, etc. are to be Delivered under the Proposal	Directors of the Company (excluding outside or part-time directors)
(ii) The impact of Company shares covered by this Proposal on the total number of issued shares	
The maximum amount of money that the Company shall contribute (as described in (2) below)	<ul style="list-style-type: none"> • The maximum amount of money that the Company shall contribute is 225 million yen for the Plan’s Covered Period, three fiscal years. • For the remaining one fiscal year of the current Covered Period, the Company shall contribute 75 million yen.
Method for acquiring Company shares (as described in (2) below) and maximum number of Company Shares, etc. to be Delivered to Directors (as described in (3) below)	<ul style="list-style-type: none"> • The maximum number of points to be granted to Directors in a given fiscal year is 50,000 (equivalent to 50,000 shares). • The maximum number of total points the Company grants to Directors in a given fiscal year corresponds to approximate 0.05% of the total number of the Company’s issued shares (as of March 31, 2026; excludes treasury shares). • Since Company shares are acquired from the stock market, there will be no share dilution. There are no plans to acquire additional Company shares this fiscal year.
(iii) Conditions for achieving business performance (as described in (3) below)	<ul style="list-style-type: none"> • Varies according to ROE, relative TSR, Okinawa Prefecture economic ripple effect, etc. for the relevant fiscal year
(iv) The time when Company Shares, etc. are to be Delivered to Directors (as described in (4) below)	<ul style="list-style-type: none"> • When the relevant Director retires

(2) The maximum amount of money that the Company shall contribute

For each Covered Period, the Company shall contribute a maximum monetary amount of 225 million yen as remuneration to Directors. The contribution shall be held in a trust (hereinafter, the “Trust”) for a three (3)-year period with eligible Directors as the Trust’s beneficiaries.

As directed by the Trust’s caretaker, the Trust shall use contributions to the Trust to acquire Company shares from the stock market. The Company does not plan to acquire additional Company shares this fiscal year.

The Company shall grant points to Directors over the trust period (as described in (3) below). The Trust shall Deliver to Directors the amount of Company Shares, etc. that corresponds to the cumulative sum of their points as of the time of their retirement (or if they die, the time of their death).

When the Trust expires, the Company may continue the Trust by amending the existing trust agreement and making an additional contribution to the trust. In such case, the period for the Trust to be extended shall be three (3) years, and the three (3) fiscal years from the time the trust period is extended shall be the new Covered Period. Each time the trust period is extended, the Company shall make an additional contribution of up to 225 million yen. As long as the trust period continues to be extended, the Company shall continue to grant points to Directors, and the Trust shall Deliver the Company Shares, etc. accordingly. However, when the Company makes an additional contribution for the ensuing extended period, if there are Company shares (excluding Company shares corresponding to points granted to Directors that have yet to be Delivered) and money still held in the Trust when the period is extended (hereinafter, “Remaining Shares, etc.”), the sum of the additional contribution and any Remaining Shares, etc. shall not exceed 225 million yen. An extended trust period may be extended again in the same manner as the initial extension.

If, upon the expiration of the trust period (if the trust period has been extended as discussed above, upon expiration of the extended trust period), the Company does not amend the existing trust agreement and make an additional contribution to the Trust, the Company shall refrain from making decisions on points for Directors thereafter. However, if there are any Directors who would potentially qualify as beneficiaries at such time, the Company may extend the trust period until the said Directors retire and the Trust completes to Deliver the Company Shares, etc. provided that the extension is no longer than ten (10) years.

- (3) Method for calculating the number of the Company shares to be Delivered to Directors, and the maximum of said amount

At a designated time after the end of a given fiscal year during the trust period, the Company shall grant points to Directors according to the following formula, which reflects the director's rank and the extent to which the Company achieved its performance targets during that fiscal year. The Trust shall Deliver to a retiring director an amount of Company Shares, etc. that corresponds to the cumulative sum of the points the Company has granted to them (hereinafter, "Cumulative Points").

One (1) point earns one (1) Company share. However, if during the trust period, it is deemed fair to adjust the points due to a stock split, reverse stock split, or similar development involving the Company's shares, the Company shall modify the number of the Company shares per point to reflect the stock split or reverse stock split ratio, etc.

(Formula for calculating points)

Number of points =

$(\text{Rank-specific share remuneration amount} \div \text{average acquisition price per share of Company shares by the Trust}) \times \text{Performance-linked coefficient (*)}$

* The performance-linked coefficient depends on the ROE, relative TSR, Okinawa Prefecture economic ripple effect, etc.

The maximum number of points that the Company grants to Directors in a given fiscal year during the trust period is 50,000. The maximum number of Company Shares, etc. per fiscal year that can be Delivered from the Trust to Directors during the trust period is the number of shares corresponding to the said maximum number of points (hereinafter, "Maximum Number of Company Shares That Can Be Delivered").

If the Trust is continued pursuant to (2) above, the Maximum Number of Company Shares That Can Be Delivered per fiscal year during the extended trust period shall be the same number. The Maximum Number of Company shares That Can Be Delivered is set taking into account the maximum trust amount stipulated in (2) above, historic stock price, and other factors.

- (4) The timing and method for Delivering Company Shares, etc. to Directors

When a Director who satisfies the beneficiary requirements retires, the Trust shall Deliver to that Director an amount of the Company Shares, etc. that corresponds to the Director's cumulative points calculated using the formula in (3) above. At that time, the Director shall receive the number of the Company shares equivalent to 60% of their cumulative points (with any fractional share rounded down). The Trust shall convert the remaining shares to cash, and the Director shall receive the proceeds from said conversion.

If a Director who satisfies the beneficiary requirement dies during the Trust term, the Trust shall convert all the Company shares corresponding to the cumulative points calculated based on (3) above held in Trust, and the Director's heir shall receive the proceeds from said conversion.

- (5) Voting rights regarding the Company shares in the Trust

Voting rights for the Company shares in the Trust shall not be exercised during the trust period so as to ensure the neutrality of management.

- (6) Termination of the trust

If the Company decides to terminate the Trust after failing to achieve its performance targets or for another reason, and if any Company shares remain in the Trust upon the termination of the Trust (or upon termination of the Trust at the end of an extended trust period if the trust period has been

extended pursuant to (2) above), the Trust shall convert those Company shares into cash, and the Company shall donate the proceeds from said conversion to an organization that has no interest in Company or any of its Directors. As regards residual dividends pertaining to Company shares held in the Trust at the time the trust period expires, if the Company decides to renew the Trust, it will use residual dividends to acquire Company shares, and if it decides to terminate the Trust, it will donate any excess reserves to an organization that has no interest in the Company or any of its directors.

(7) Other details of the Plan

Other details concerning the Plan shall be determined by the Board of Directors whenever a trust is established, the trust agreement is amended, or an additional contribution is made to the trust.

For details of the Plan, please refer to “Notification of Partial Revisions to Performance-linked Share-based Remuneration Plan for Directors” (Japanese only), which was disclosed on May 8, 2026.