

This document has been translated from a part of the Japanese original for the convenience of non-Japanese shareholders. In the event of any discrepancy between this document and the Japanese original, the original shall prevail.

Stock Code: 9716

April 30, 2026

NOMURA Co., Ltd.

2-3-4 Daiba, Minato-ku, Tokyo, Japan

Kiyotaka Okumoto

Representative Director, President and CEO

To Our Shareholders,

Notice of the 89th Ordinary General Meeting of Shareholders

We are pleased to announce the 89th Ordinary General Meeting of Shareholders of NOMURA Co., Ltd. (hereinafter the “Company”; this meeting, the “Meeting”), which will be held as indicated below.

If you are unable to attend the Meeting in person, you may exercise your voting rights via the Internet, etc. or in writing. Please review the Reference Documents for the Ordinary General Meeting of Shareholders, and exercise your voting rights. All votes must be received by 5:30 p.m., Wednesday, May 27, 2026 (Japan Standard Time).

- 1. Date and time:** Thursday, May 28, 2026, at 10:00 a.m.
(The reception of the attendees to the Meeting at the reception desk will start at 9:00 a.m.)
- 2. Venue:** 2-3-4 Daiba, Minato-ku, Tokyo, Japan
Nomura Hall, 3rd floor of the Company’s Head Office Building

3. Objectives of meeting

- Matters to be reported:**
1. Business Reports and Consolidated Financial Statements for the 89th Fiscal Year (from March 1, 2025 to February 28, 2026), and Audit Reports of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
 2. Non-consolidated Financial Statements for the 89th Fiscal Year (from March 1, 2025 to February 28, 2026)

- Matters to be resolved:**
- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal No. 3:** Election of Two (2) Directors Who Are Audit and Supervisory Committee Members and One (1) Substitute Director Who Is an Audit and Supervisory Committee Member

Regarding Measures for Providing Information in Electronic Format

When convening the Meeting, although the Company has taken measures for providing information in electronic format and posted items subject to measures for providing information in electronic format on the following websites, the Company will deliver paper-based documents of the convocation notice and other informational materials for the general meeting of shareholders to all shareholders with voting rights regardless of whether they have made a request for delivery of such documents pursuant to the Companies Act.

* The websites may be temporarily unavailable due to scheduled maintenance or other reason.

If you are unable to access one of the websites, please check another website or try to access it again at a later time.

[The Company's website]

("General meeting of shareholders" of the "IR Library" webpage at the following URL)

<https://www.nomurakougei.co.jp/ir/> (in Japanese and English)

[Tokyo Stock Exchange website]

Listed Company Search

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

Access the URL shown above, enter "NOMURA Co., Ltd." in "Issue name (company name)" or "9716" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting]."

[General Meeting of Shareholders Portal]

<https://www.soukai-portal.net/> (in Japanese)

Scan the two-dimensional barcode on the Voting Rights Exercise Form with a smartphone or access the above URL from a PC or other device and enter the ID and password shown on the Voting Rights Exercise Form.

The following items of information are not included in the paper-based documents delivered to shareholders. To review the items, please access the above websites where the information is posted as "Informational materials for the ordinary general meeting of shareholders."

- [Business Reports] System to ensure the appropriateness of operations and the operational status of that system
- [Consolidated Financial Statements] Notes to Consolidated Financial Statements
- [Non-consolidated Financial Statements] Notes to Non-consolidated Financial Statements

These items are included in the Business Reports, Consolidated Financial Statements and Non-consolidated Financial Statements, which have both been audited by the Audit and Supervisory Committee and Accounting Auditor in preparing their Audit Reports.

Furthermore, if any revisions are made to the items subject to measures for providing information in electronic format, a notice of the revisions and the details of the items before and after the revisions will be posted on the above websites.

For Shareholders Attending the Meeting in Person

- You are kindly requested to present the Voting Rights Exercise Form sent together with this notice of convocation to the receptionist when you attend the Meeting in person. In addition, please bring this notice, as it contains the agenda materials for the Meeting.
- In case of voting by proxy, please have the proxy present the written proof of his/her right of proxy along with the Voting Rights Exercise Form to the receptionist at the Meeting. As per the Company's Articles of Incorporation, each shareholder owning voting rights in the Company is entitled to appoint one (1) proxy who is also a shareholder of the Company with voting rights.
- There is no smoking area in the area surrounding the venue. We appreciate your understanding.
- Photography, video recording and audio recording in the venue of the Meeting are prohibited in principle. We would like to sincerely ask your understanding.

Reference Documents for the Ordinary General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company considers the return of profits to shareholders to be one of management's top priorities. Accordingly, the Company's basic policy is to stably share the results of its efforts in a manner that reflects the Company's performance while pursuing business growth.

The Company aims to pay dividends of surplus at a dividend on equity (DOE) ratio of 6.0% or higher, taking into consideration factors such as profit attributable to owners of parent, strengthening of its business base and future business expansion.

In accordance with the above policy, the Company proposes to pay year-end dividends for the fiscal year under review as follows.

Year-end dividends

1. Type of dividend property
Cash
2. Allotment of dividend property to shareholders and total amount of dividends
¥42 per common share of the Company
Total amount: ¥4,686,897,138
3. Effective date of dividends of surplus
May 29, 2026

(For reference) Annual cash dividends per share, etc.

Category	86th fiscal year (FY2022)	87th fiscal year (FY2023)	88th fiscal year (FY2024)	89th fiscal year (the year under review, FY2025)
Annual cash dividends per share (Yen)	25	27	32	42
Total amount (Millions of yen)	2,784	3,008	3,569	4,686
Dividend payout ratio (%)	124.9	77.9	52.8	51.3
Dividend on equity ratio (DOE) (%)	5.7	6.1	6.8	8.1

Note: Dividend payout ratio is calculated based on the amount of profit attributable to owners of parent.

Proposal No. 2: Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire upon the conclusion of the Meeting.

Accordingly, the Company proposes to elect six (6) Directors.

As for this proposal, the Audit and Supervisory Committee of the Company has judged that all the candidates for Directors are qualified.

The candidates for Directors are as follows:

No.	Name	Gender	Current position at the Company	Term of office	Attendance at Board of Directors' meetings (Attendance rate)
1	Kiyotaka Okumoto [Reelected]	Male	Representative Director, President and CEO	10 years	10/10 (100%)
2	Yoshitaka Hayashida [Reelected]	Male	Director, Managing Executive Officer	3 years	10/10 (100%)
3	Takayuki Maejima [Reelected]	Male	Director, Managing Executive Officer	2 years	10/10 (100%)
4	Asako Harayama [Reelected]	Female	Director, Senior Executive Officer	2 years	10/10 (100%)
5	Tatsumi Kimishima [Reelected] [Outside][Independent]	Male	Outside Director	6 years	10/10 (100%)
6	Shigeo Matsutomi [Reelected] [Outside][Independent]	Male	Outside Director	4 years	10/10 (100%)

(*Reelected* – Candidate for reelected Director; *Outside* – Candidate for outside Director; *Independent* – Candidate for independent officer)

- Notes:
1. “Current position at the Company” of candidates for Directors are current as of the time of the sending of this notice.
 2. The above term of office of Directors is the cumulative period as of the conclusion of the Meeting.
 3. In addition to the above-mentioned number of Board of Directors’ meetings that were held, we have made one (1) written resolution deemed to have been made by the Board of Directors in accordance with the provisions of Article 370 of the Companies Act and Article 24 of the Articles of Incorporation.

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company
1	<p data-bbox="292 412 541 555">Kiyotaka Okumoto (September 10, 1965) [Reelected]</p> <p data-bbox="292 629 541 734">Number of the Company's shares owned 138,000 shares</p>	<p data-bbox="557 259 1321 853"> February 1989 Joined the Company May 2010 Executive Officer March 2013 Managing Executive Officer May 2016 Director March 2017 Division Head of Business Supervision Center March 2018 General Manager of Business Headquarters Chairman, NOMURA (BEIJING) Co., Ltd. May 2018 Managing Director March 2019 General Manager of Business Headquarters May 2020 Senior Managing Director March 2021 Director, Senior Managing Executive Officer March 2022 Director, NOMURA ARCHS Co., Ltd. Director, NOMURA MEDIAS Co., Ltd. March 2023 Representative Director, President and CEO (present) </p>
<p data-bbox="292 913 549 936"><Reasons for nomination></p> <p data-bbox="292 954 1445 1115">Kiyotaka Okumoto has had extensive operational experience, having worked in production management since joining the Company, with involvement in production operations and general business supervision and so forth. He therefore has a thorough knowledge of operations in general. The Company once again proposes him as a candidate for Director as he can be expected to continue using the knowledge and experience he has based on his assignments as Director and CEO and strengthen the effectiveness of decision-making and supervisory functions of the Board of Directors.</p>		

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company
2	<p data-bbox="336 416 496 607">Yoshitaka Hayashida (April 21, 1964) [Reelected]</p> <p data-bbox="293 680 544 786">Number of the Company's shares owned 41,600 shares</p>	<p data-bbox="557 259 1455 943"> April 1987 Joined the Company February 2006 Department Head of Sales 3, Business Unit 2, Commercial Facilities Company February 2012 Office Manager of Kyushu Office, Commercial Facilities Headquarters March 2015 Division Head of Account 4, Commercial Facilities Headquarters March 2021 Executive Officer General Manager of Business Unit 3, Business Headquarters March 2022 General Manager of Sales Activation, Business Headquarters March 2023 General Manager of Sales Activation Headquarters Director, NOMURA ARCHS Co., Ltd. May 2023 Director (present) March 2024 Managing Executive Officer (present) Director, NOMURA MEDIAS Co., Ltd. (present) March 2025 Director, NOMURA ARCHS Co., Ltd. (present) March 2026 In charge of Domestic Business (present) </p>
<p data-bbox="293 965 544 987"><Reasons for nomination></p> <p data-bbox="293 1005 1449 1200">Yoshitaka Hayashida has had extensive operational experience, having worked in sales operations since joining the Company, and serving in positions such as Office Manager and Division Head of the Commercial Facilities Headquarters. He therefore has a thorough knowledge of operations in general. The Company once again proposes him as a candidate for Director as he can be expected to continue using the knowledge and experience he has based on his assignments as Director and Executive Officer and strengthen the effectiveness of decision-making and supervisory functions of the Board of Directors.</p>		

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company
3	<p data-bbox="296 696 539 730">Takayuki Maejima</p> <p data-bbox="325 752 510 786">(October 20, 1967)</p> <p data-bbox="352 808 483 842">[Reelected]</p> <p data-bbox="293 909 544 965">Number of the Company's shares owned</p> <p data-bbox="344 987 493 1021">26,800 shares</p>	<p data-bbox="560 259 1075 293">August 2001 Joined C's • Three Co., Ltd.</p> <p data-bbox="560 304 999 338">February 2002 Joined the Company</p> <p data-bbox="560 349 1445 416">February 2010 Department Head of Group Management Activation, Management Department</p> <p data-bbox="560 427 1445 495">February 2011 Department Head of Group Management Activation, Management Planning Department</p> <p data-bbox="560 506 1430 573">February 2012 Director, NOMURA DESIGN & ENGINEERING SINGAPORE PTE. LTD.</p> <p data-bbox="560 584 1382 651">March 2013 Department Head of Business Strategy, Commercial Facility Department</p> <p data-bbox="560 663 1453 730">March 2017 Department Head of Human Resources, Human Resources Support Center</p> <p data-bbox="560 741 1453 808">March 2018 Department Head of Human Resources, Human Resources Support Center</p> <p data-bbox="560 819 1366 887">March 2019 Department Head of Human Resources, Human Resources Management Department, Corporate Headquarters</p> <p data-bbox="560 898 1398 965">March 2020 Department Head of Human Resources Planning, Human Resources Management Department, Corporate Headquarters</p> <p data-bbox="560 976 1358 1088">March 2022 Executive Officer General Manager of Human Resources & General Affairs Department, Corporate Headquarters</p> <p data-bbox="560 1099 1358 1245">March 2023 General Manager of Human Resources & General Affairs Department Director, C's • Three Co., Ltd. Director, RIKUYOSHA Co., Ltd. (present)</p> <p data-bbox="560 1256 1342 1335">March 2024 Senior Executive Officer General Manager of Corporate Operations Headquarters</p> <p data-bbox="560 1346 975 1379">May 2024 Director (present)</p> <p data-bbox="560 1391 1214 1458">March 2026 Managing Executive Officer (present) In charge of Corporate Functions (present)</p>
<p data-bbox="293 1480 552 1514"><Reasons for nomination></p> <p data-bbox="293 1525 1445 1749">Takayuki Maejima has had extensive operational experience, having worked in operations such as corporate planning and human resources since joining the Company, and serving in positions such as the Department Head of the Business Strategy Department and the Department Head of the Human Resources. He therefore has a thorough knowledge of operations in general, including administrative operations in particular. The Company once again proposes him as a candidate for Director as he can be expected to continue using the knowledge and experience he has based on his assignments as Director and Executive Officer and strengthen the effectiveness of decision-making and supervisory functions of the Board of Directors.</p>		

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company
4	<p data-bbox="304 539 528 573">Asako Harayama</p> <p data-bbox="347 595 485 629">(May 5, 1974)</p> <p data-bbox="352 651 480 685">[Reelected]</p> <p data-bbox="293 752 539 864">Number of the Company's shares owned 31,800 shares</p>	<p data-bbox="557 259 999 293">April 1997 Joined the Company</p> <p data-bbox="557 304 1434 371">March 2014 Department Head of Tokyo Olympics Development Center, Sales Development Department</p> <p data-bbox="557 383 1434 450">September 2014 Department Head of Sports Culture Business Development, Sales Development Department</p> <p data-bbox="557 461 1401 495">March 2015 Office Manager, Sports Culture Business Development Office</p> <p data-bbox="557 506 1147 539">June 2018 Office Manager, Tokyo 2020 Office</p> <p data-bbox="557 551 971 584">March 2019 Executive Officer</p> <p data-bbox="557 595 1458 663">March 2021 General Manager of Business Development Headquarters, Business Headquarters</p> <p data-bbox="557 674 1358 741">March 2023 General Manager of Business Development Headquarters Director, NOMURA MEDIAS Co., Ltd.</p> <p data-bbox="557 752 1174 819">March 2024 Senior Executive Officer (present) Director, NOMURA ARCHS Co., Ltd.</p> <p data-bbox="557 831 971 864">May 2024 Director (present)</p> <p data-bbox="557 875 1430 1144">March 2026 In charge of Business Development, Overseas Business, and Innovation (present) Chairman, NOMURA (BEIJING) Co., Ltd. (present) Director, NOMURA DESIGN & ENGINEERING SINGAPORE PTE. LTD. (present) Director, NOMURA DESIGN & ENGINEERING MALAYSIA Sdn. Bhd. (present)</p>
		<p data-bbox="301 1160 560 1193"><Reasons for nomination></p> <p data-bbox="301 1205 1445 1395">Asako Harayama has had extensive operational experience, having worked in operations such as sales operations and business development since joining the Company, and engaged in work such as promoting the Company's sports-related business as the Office Manager of the Sports Culture Business Development Office and the Office Manager of the Tokyo 2020 Office. The Company once again proposes her as a candidate for Director as she can be expected to continue using the knowledge and experience she has based on her assignments as Director and Executive Officer and strengthen the effectiveness of decision-making and supervisory functions of the Board of Directors.</p>

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company		
5	Tatsumi Kimishima (April 21, 1950) [Reelected] [Outside Director] [Independent Officer] Number of the Company's shares owned – shares	April	1973	Joined The Sanwa Bank, Limited
		October	1991	General Manager, Nishinomiya Branch, The Sanwa Bank, Limited
		January	2002	Director, Nintendo of America Inc.
		June	2002	Director, Nintendo Co., Ltd.
		May	2006	Director and Chairman (CEO), Nintendo of America Inc.
		June	2013	Managing Director, Nintendo Co., Ltd.
		September	2015	Representative Director and President, Nintendo Co., Ltd.
		June	2018	Executive Adviser, Nintendo Co., Ltd.
		May	2020	Outside Director, the Company (present)
		June	2022	Advisor, Nintendo Co., Ltd. (present)
	July	2022	Advisor to the Board, Nintendo of America Inc. (present)	
<Reasons for nomination and summary of expected roles> Tatsumi Kimishima has served as general manager of a bank, and has the experience of being directly involved in the management of listed companies. The Company again proposes him as a candidate for outside Director as he can be expected to contribute to strengthening the effectiveness of decision-making and supervisory functions of the Board of Directors from an objective position independent from the Company's executive management, based on his experience and knowledge. At the conclusion of the Meeting, he will have served as an outside Director for six (6) years.				

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company	
6	Shigeo Matsutomi (October 19, 1955) [Reelected] [Outside Director] [Independent Officer] Number of the Company's shares owned – shares	April 1978 Joined Ministry of Foreign Affairs of Japan April 1991 First Secretary, Embassy of Japan in the United States of America January 1995 Director, First Southeast Asia Division, Asian Affairs Bureau July 1997 Director, Developing Region Division, Economic Affairs Bureau January 1999 Counsellor, Embassy of Japan in New Zealand March 2001 Counsellor, Embassy of Japan in Turkey September 2002 Minister, Permanent Delegation of Japan to the OECD July 2004 Counsellor, Intelligence and Analysis Service July 2008 Deputy Vice Minister for Policy Planning and Co-ordination of the Minister's Secretariat August 2010 Director-General, Middle Eastern and African Affairs Bureau September 2012 Director-General, Intelligence and Analysis Service July 2014 Ambassador Extraordinary and Plenipotentiary to Israel January 2016 Ambassador Extraordinary and Plenipotentiary to Poland April 2018 Retired from the Ministry of Foreign Affairs of Japan June 2018 Managing Director, Japan International Trainee & Skilled Worker Cooperation Organization (JITCO) (present) May 2022 Outside Director, the Company (present) May 2025 Trustee, The Tokyo Foundation (present)	
		<Reasons for nomination and summary of expected roles> Shigeo Matsutomi has insight into politics and economics from a global perspective reflecting a career history that includes serving as Director-General, Middle Eastern and African Affairs Bureau and Director-General, Intelligence and Analysis Service at the Ministry of Foreign Affairs of Japan as well as being stationed as Japan's ambassador to Israel and to Poland. Although he has not been involved directly in company management, the Company again proposes him as a candidate for outside Director as he can be expected to contribute to strengthening the effectiveness of decision-making and supervisory functions of the Board of Directors from an objective position independent from the Company's executive management, based on his experience and knowledge. At the conclusion of the Meeting, he will have served as an outside Director for four (4) years.	

- Notes:
1. No special interest exists between the Company and any of the candidates for Director.
 2. Asako Harayama's name in the family register is Asako Takenaka.
 3. Both Tatsumi Kimishima and Shigeo Matsutomi are candidates for outside Director. The Company has submitted notification to the Tokyo Stock Exchange that Tatsumi Kimishima and Shigeo Matsutomi have been designated as an independent officer as provided for by the aforementioned exchange and, if they are reelected and assume office as outside Directors, the Company plans to again submit notification to the aforementioned exchange regarding their designation as an independent officer.
 4. Overview of liability limitation agreement
 The Company has entered into an agreement with both Tatsumi Kimishima and Shigeo Matsutomi to limit their liabilities for damages stipulated in Article 423, paragraph (1) of the Companies Act to the total amount defined by each item in Article 425, paragraph (1) of the same Act. If the two candidates are reelected, the Company plans to continue the agreement.
 5. Regarding directors and officers liability insurance agreement
 The Company has entered into a directors and officers liability insurance agreement (D&O insurance) with an insurance company. If each candidate assumes office as Director, the Company plans to include each of them as an insured person in the agreement. In addition, when the agreement is renewed, the Company plans to renew the

agreement with the same terms. For “Overview of directors and officers liability insurance agreement,” please refer to the following.

[Overview of directors and officers liability insurance agreement]

The Company has entered into a directors and officers liability insurance agreement as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The agreement covers losses incurred from legally mandated amounts of indemnification and litigation expenses, etc. that insured persons are liable for in cases where a damage claim has been filed through a shareholders’ derivative suit, etc. and in cases when a damages claim is filed against an insured person and then the insured person makes a compensation payment for loss to a third party arising from the performance of duties. The insured persons in the agreement include Directors and Executive Officers. The full amount of the insurance premiums is borne by the Company.

Proposal No. 3: Election of Two (2) Directors Who Are Audit and Supervisory Committee Members and One (1) Substitute Director Who Is an Audit and Supervisory Committee Member

The terms of office of Kiichiro Yasumi and Yasuharu Fushimi among the three (3) Directors who are Audit and Supervisory Committee Members will expire upon the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company requests approval for the election of two (2) Directors who are Audit and Supervisory Committee Members.

Additionally, concerning Atsushi Fukuda, who was elected as a substitute Director who is an Audit and Supervisory Committee Member at the 87th Ordinary General Meeting of Shareholders held on May 23, 2024, in accordance with the Company's Articles of Incorporation, his election remains effective only until the start of the Meeting. Therefore, in preparation for any situation where the number of Directors who are Audit and Supervisory Committee Members falls below the number required by laws and regulations, the Company requests approval for the election of one (1) substitute Director who is an Audit and Supervisory Committee Member.

In addition, prior consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

No.	Name	Gender	Current position at the Company	Term of office	Attendance at Board of Directors' meetings (Attendance rate)
1	Kiichiro Yasumi [Reelected]	Male	Director, Full-Time Audit and Supervisory Committee Member	2 years	10/10 (100%)
2	Yasuharu Fushimi [Reelected] [Outside][Independent]	Male	Outside Director, Audit and Supervisory Committee Member	8 years	10/10 (100%)

(*Reelected* – Candidate for reelected Director; *Outside* – Candidate for outside Director; *Independent* – Candidate for independent officer)

- Notes:
1. "Current position at the Company" of candidates for Directors who are Audit and Supervisory Committee Members are current as of the time of the sending of this notice.
 2. "Term of office" of candidates for Directors who are Audit and Supervisory Committee Members includes the term of office as an Auditor prior to the Company transitioning to a company with audit and supervisory committee.
 3. In addition to the above-mentioned number of Board of Directors' meetings that were held, we have made one (1) written resolution deemed to have been made by the Board of Directors in accordance with the provisions of Article 370 of the Companies Act and Article 24 of the Articles of Incorporation.

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company
1	<p style="text-align: center;">Kiichiro Yasumi (November 5, 1960) [Reelected]</p> <p>Number of the Company's shares owned 39,200 shares</p>	<p>April 1984 Joined the Company</p> <p>February 2006 Department Head of Sales 2, Business Unit 1, Commercial Facilities Company</p> <p>February 2008 Department Head of Sales Supervision 2, Commercial Facility Department</p> <p>February 2010 Department Head of Business Planning, Commercial Facility Department</p> <p>April 2012 Department Head of Business Strategy, Commercial Facility Department</p> <p>March 2013 Department Head of Group Management Activation, Management Planning Department</p> <p>March 2014 Department Head of Business Management Department, Corporate Operations Headquarters</p> <p>March 2016 Department Head of Risk Management Department, Corporate Operations Headquarters</p> <p>March 2017 Executive Officer Deputy General Manager of Corporate Operations Headquarters</p> <p>March 2019 General Manager of Management Administration Department, Corporate Headquarters</p> <p>March 2020 Director, C's・Three Co., Ltd. Director, RIKUYOSHA Co., Ltd.</p> <p>March 2021 General Manager of Business Management Department, Business Headquarters</p> <p>March 2022 General Manager of Management Planning Department, Corporate Headquarters</p> <p>March 2023 General Manager of Management Planning Department</p> <p>March 2024 Senior Executive Officer</p> <p>May 2024 Director, (Full-Time Audit and Supervisory Committee Member) (present)</p>
<p><Reasons for nomination></p> <p>Kiichiro Yasumi has had extensive operational experience, having worked in operations such as sales, business management, management administration, and management planning since joining the Company. Based on his experience as a Director and Executive Officer, he is once again nominated as a candidate for Director who is an Audit and Supervisory Committee Member because he is deemed capable of auditing the execution of duties by Directors from an objective and fair standpoint.</p>		

No.	Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company																																							
2	<p style="text-align: center;">Yasuharu Fushimi (August 4, 1950) [Reelected] [Outside Director] [Independent Officer]</p> <p>Number of the Company's shares owned 9,700 shares</p>	<table border="0"> <tr> <td style="padding-right: 10px;">April</td> <td style="padding-right: 10px;">1974</td> <td>Joined the Ministry of Finance</td> </tr> <tr> <td>June</td> <td>1998</td> <td>Director, Planning and Administration Division, Tax Bureau, Ministry of Finance</td> </tr> <tr> <td>April</td> <td>2002</td> <td>Auditor, TSUNEISHI SHIPBUILDING Co., Ltd.</td> </tr> <tr> <td>April</td> <td>2004</td> <td>Chairman, TSUNEISHI SHIPBUILDING Co., Ltd.</td> </tr> <tr> <td>October</td> <td>2006</td> <td>Outside Corporate Auditor, LIFENET INSURANCE COMPANY</td> </tr> <tr> <td>January</td> <td>2007</td> <td>Chairman, Tsuneishi Holdings Corporation</td> </tr> <tr> <td>January</td> <td>2012</td> <td>Chairman and President, Tsuneishi Holdings Corporation</td> </tr> <tr> <td>March</td> <td>2015</td> <td>Representative Director, Tsuneishi Mirai Foundation (present)</td> </tr> <tr> <td>January</td> <td>2016</td> <td>Special Adviser, Tsuneishi Holdings Corporation</td> </tr> <tr> <td>November</td> <td>2017</td> <td>Representative Director, Tsuneishi Foundation (present)</td> </tr> <tr> <td>May</td> <td>2018</td> <td>Outside Auditor, the Company</td> </tr> <tr> <td>December</td> <td>2020</td> <td>Outside Director, Fantasista Co., Ltd. (present)</td> </tr> <tr> <td>May</td> <td>2022</td> <td>Outside Director (Audit and Supervisory Committee Member), the Company (present)</td> </tr> </table>	April	1974	Joined the Ministry of Finance	June	1998	Director, Planning and Administration Division, Tax Bureau, Ministry of Finance	April	2002	Auditor, TSUNEISHI SHIPBUILDING Co., Ltd.	April	2004	Chairman, TSUNEISHI SHIPBUILDING Co., Ltd.	October	2006	Outside Corporate Auditor, LIFENET INSURANCE COMPANY	January	2007	Chairman, Tsuneishi Holdings Corporation	January	2012	Chairman and President, Tsuneishi Holdings Corporation	March	2015	Representative Director, Tsuneishi Mirai Foundation (present)	January	2016	Special Adviser, Tsuneishi Holdings Corporation	November	2017	Representative Director, Tsuneishi Foundation (present)	May	2018	Outside Auditor, the Company	December	2020	Outside Director, Fantasista Co., Ltd. (present)	May	2022	Outside Director (Audit and Supervisory Committee Member), the Company (present)
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December	2020	Outside Director, Fantasista Co., Ltd. (present)																																							
May	2022	Outside Director (Audit and Supervisory Committee Member), the Company (present)																																							
<p><Reasons for nomination and summary of expected roles></p> <p>Yasuharu Fushimi is once again nominated as a candidate for outside Director who is an Audit and Supervisory Committee Member because, in addition to his specialized insight into finance and accounting, he has been directly involved in the management of other companies, and the Company expects him to utilize his wealth of experience to strengthen its auditing system and audit and supervise the execution of duties by Directors from an objective and neutral perspective. At the conclusion of the Meeting, he will have served as a Director who is an Audit and Supervisory Committee Member for four (4) years, and for eight (8) years, when including his term of office as an outside Auditor prior to the transition to a company with audit and supervisory committee.</p>																																									

- Notes:
1. No special interest exists between the Company and each candidate.
 2. Yasuharu Fushimi is a candidate for outside Director who is an Audit and Supervisory Committee Member. The Company has submitted notification to the Tokyo Stock Exchange that Yasuharu Fushimi has been designated as an independent officer as provided for by the aforementioned exchange and, if he once again assumes office as outside Director who is an Audit and Supervisory Committee Member, the Company plans to again submit notification to the aforementioned exchange regarding his designation as an independent officer.
 3. Overview of liability limitation agreement
The Company currently has entered into an agreement with both Kiichiro Yasumi and Yasuharu Fushimi to limit their liabilities stipulated in Article 423, paragraph (1) of the Companies Act to the total amount defined by each item in Article 425, paragraph (1) of the same Act. If the two candidates are reelected, the Company plans to continue the agreement.
 4. Regarding directors and officers liability insurance agreement
The Company has entered into a directors and officers liability insurance agreement (D&O insurance) with an insurance company. If both Kiichiro Yasumi and Yasuharu Fushimi assume office as Directors who are Audit and Supervisory Committee Members (including outside Directors), they will be included as an insured in the agreement. In addition, when the agreement is renewed, the Company plans to renew the agreement with the same terms. For "Overview of directors and officers liability insurance agreement," please refer to the following.

[Overview of directors and officers liability insurance agreement]
The Company has entered into a directors and officers liability insurance agreement as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The agreement covers losses incurred

from legally mandated amounts of indemnification and litigation expenses, etc. that insured persons are liable for in cases where a damage claim has been filed through a shareholders' derivative suit, etc. and in cases when a damages claim is filed against an insured person and then the insured person makes a compensation payment for loss to a third party arising from the performance of duties. The insured persons in the agreement include Directors and Executive Officers. The full amount of the insurance premiums is borne by the Company.

The candidate for Substitute Director who is an Audit and Supervisory Committee Member is as follows:

No.	Name	Gender	Current position at the Company	Term of office	Attendance at Board of Directors' meetings (Attendance rate)
3	Atsushi Fukuda [Outside][Independent]	Male	–	–	–

(*Outside* – Candidate for outside Director; *Independent* – Candidate for independent officer)

Name (Date of Birth)	Career summary, position and responsibilities at the Company, and significant concurrent positions outside the Company	
Atsushi Fukuda (January 24, 1959) [Outside Director] [Independent Officer] Number of the Company's shares owned – shares	October 1985	Joined Asahi Shinwa & Co. (currently KPMG AZSA LLC)
	April 1989	Registered as Certified Public Accountant
	May 2006	Senior Partner, KPMG AZSA LLC
	June 2021	Retired from KPMG AZSA LLC
	July 2021	Representative, Atsushi Fukuda Certified Public Accountant Office (present)
	May 2022	Outside Audit & Supervisory Board Member, SANYO SHOKAI LTD. (present)
	June 2022	Outside Audit & Supervisory Board Member, Nichiban Co., Ltd. (present)
May 2024	Auditor, Saitama Medical University (present)	
<Reasons for nomination and summary of expected roles> Atsushi Fukuda possesses specialized knowledge accumulated as a certified public accountant, as well as extensive experience and keen insight from an external management perspective serving in positions such as an outside corporate auditor at listed companies. He is nominated as a candidate for substitute outside Director who is an Audit and Supervisory Committee Member because, while he has not been directly involved in corporate management, the Company expects him to audit and supervise the execution of duties by Directors from an objective and neutral perspective.		

- Notes:
- No special interest exists between the Company and the candidate.
 - Atsushi Fukuda is a candidate for substitute outside Director who is an Audit and Supervisory Committee Member. If he assumes the office of an outside Director who is an Audit and Supervisory Committee Member, the Company plans to notify the Tokyo Stock Exchange of his status as an independent officer.
 - Overview of liability limitation agreement
If Atsushi Fukuda assumes the office of an outside Director who is an Audit and Supervisory Committee Member, the Company plans to enter into an agreement with him to limit his liability stipulated in Article 423, paragraph (1) of the Companies Act to the total amount defined by each item in Article 425, paragraph (1) of the Companies Act.
 - Regarding directors and officers liability insurance agreement
The Company has entered into a directors and officers liability insurance agreement (D&O insurance) with an insurance company. If Atsushi Fukuda assumes office as outside Director who is an Audit and Supervisory Committee Member, he will be included as an insured person in the agreement. In addition, when the agreement

is renewed, the Company plans to renew the agreement with the same terms. For “Overview of directors and officers liability insurance agreement,” please refer to the following.

[Overview of directors and officers liability insurance agreement]

The Company has entered into a directors and officers liability insurance agreement as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The agreement covers losses incurred from legally mandated amounts of indemnification and litigation expenses, etc. that insured persons are liable for in cases where a damage claim has been filed through a shareholders’ derivative suit, etc. and in cases when a damages claim is filed against an insured person and then the insured person makes a compensation payment for loss to a third party arising from the performance of duties. The insured persons in the agreement include Directors and Executive Officers. The full amount of the insurance premiums is borne by the Company.

[Reference] Skill matrix of Directors and the candidates for Director

Directors (excluding Directors who are Audit and Supervisory Committee Members)

Name	Overall management	Sales strategies	Creative strategies	Production strategies	HR & administration	Finance & accounting	Governmental experience	Internationality	Independence (outside)
Kiyotaka Okumoto	•								
Yoshitaka Hayashida	•	•	•	•					
Takayuki Maejima	•				•	•			
Asako Harayama	•	•						•	
Tatsumi Kimishima	•					•		•	•
Shigeo Matsutomi	•						•	•	•

Directors who are Audit and Supervisory Committee Members

Name	Overall management	Sales strategies	Creative strategies	Production strategies	HR & administration	Finance & accounting	Governmental experience	Internationality	Independence (outside)
Kiichiro Yasumi	•					•			
Yasuharu Fushimi	•					•	•		•
Chihiro Kanai	•					•			•

Note: Of the knowledge, skills, and expected roles of each individual, those considered to be of primary importance have been selected and presented.