

This document is an unofficial translation and summary of the Notice of the 67th Ordinary General Meeting of Shareholders and is provided for your convenience only, without any warranty as to its accuracy or as to the completeness of the information. The Japanese original version of the document is the sole official version.

Securities Code: 9743
April 2, 2025

Dear Shareholders,

Osamu Kobayashi
President and Chief Executive
Officer
TANSEISHA Co., Ltd.
1-2-70 Konan, Minato-ku, Tokyo

Notice of the 67th Ordinary General Meeting of Shareholders

The 67th Ordinary General Meeting of Shareholders of TANSEISHA Co., Ltd. (the “Company”) will be held as described below.

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the General Meeting of Shareholders, etc. (hereinafter referred to as “matters for which measures for providing information in electronic format are to be taken”) in electronic format, and posts this information on each of the following websites. Please access either of the websites by using the internet address shown below to review the information.

[The Company’s website]

<https://www.tanseisha.co.jp/ir/> (in Japanese)

(Please access the above website and review the “Informational Materials for the General Meeting of Shareholders” in the “IR Library.”) (in Japanese only)

[Website for the Informational Materials for General Meeting of Shareholders]

<https://d.sokai.jp/9743/teiji/> (in Japanese)

You may exercise your voting rights by either of the following methods instead of attending the meeting in person. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

[Exercise your voting rights via the Internet, etc.]

Please access to the Website for Exercising Voting Rights designated by the Company (<https://evote.tr.mufg.jp/>) (in Japanese only). and enter your approval or disapproval for each proposal to exercise your voting rights by no later than 5:45 p.m. on Wednesday, April 23, 2025 (JST).

[Exercise your voting rights in writing]

Please indicate your approval or disapproval for each proposal on the Voting Card sent out with this notice, and post it so as to arrive no later than 5:45 p.m. on Wednesday, April 23, 2025 (JST).

For shareholders who exercised their voting rights via the Internet in advance, regardless of whether they voted to approve or disapprove the proposals, 100 shareholders selected by lottery will receive an electronic gift worth ¥500. Please access the following website to see how to enter the lottery:
<https://youtu.be/Vxj8vOCGMQ8> (in Japanese only)

Details

1. **Date and Time:** Thursday, April 24, 2025, at 10:00 a.m.
(Reception starts at 9:00 a.m.)
2. **Place:** Royal Park Hotel 3F
2-1-1 Nihonbashi-Kakigaracho, Chuo-ku, Tokyo
3. **Purposes of the Meeting**
Matters to be reported:
 - a. Business Report and Consolidated Financial Statements for the 67th Fiscal Year (from February 1, 2024 to January 31, 2025), as well as the Audit Reports of the Accounting Auditor and the Audit and Supervisory Committee for Consolidated Financial Statements
 - b. Non-consolidated Financial Statements for the 67th Fiscal Year (from February 1, 2024 to January 31, 2025)

Matters to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Partial Amendments to the Articles of Incorporation

Proposal 3: Election of Six (6) Directors (Excluding Directors Serving on the Audit and Supervisory Committee)

Proposal 4: Election of One (1) Director Serving on the Audit and Supervisory Committee

4. Instructions for Exercising Voting Rights:

Please refer to the [Instructions for Exercising Voting Rights] on page 7 (Written in Japanese only).

Acceptance of questions in advance

The Company plans to accept questions from our shareholders by email in advance of the General Meeting of Shareholders.

Among the questions we receive, we will provide answers at the General Meeting of Shareholders on issues of particular interest to our shareholders.

How to submit questions

Please send an email by filling out the required information to the email address below.

[Email address] soukai_qa@tanseisha.co.jp

[Required information] (1) Name, (2) Address, (3) Question (a brief summary of the main points of your question within 300 characters is recommended)

[Acceptance period] From 10:00 a.m. on Wednesday, April 2, 2025 to 5:45 p.m. on Tuesday, April 15, 2025 (JST).

* Please note that questions will be limited to those relating to the purpose of the General Meeting of Shareholders. Please also note that we cannot answer individual questions.

* We accept questions. However, please note that we may not be able to answer all questions.

Notes:

* You are kindly requested to present the Voting Card to the receptionist when you attend the meeting.

* Please note that, for this Ordinary General Meeting of Shareholders, the Company will send paper-based documents stating matters for which measures for providing information in electronic format are to be taken to all shareholders, regardless of whether they requested the delivery of such documents or not. Among the matters for which measures for providing information in electronic format are to be taken, in accordance with the provisions of laws and regulations and Article 17, Paragraph 2 of the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents delivered to shareholders.

(i) Notes to Consolidated Financial Statements

(ii) Notes to Non-consolidated Financial Statements

Consequently, the Consolidated Financial Statements and Non-consolidated Financial Statements attached to this document consist of part of the documents that were audited by the Accounting Auditor in preparing their audit reports and the Audit and Supervisory Committee in preparing their audit report.

* If revisions to the matters for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the aforementioned websites.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

As its basic policy, the Company pays dividends based on the state of profits, taking into account capital adequacy from a long-term perspective, and it distributes profits giving consideration to factors including the dividend payout ratio, based on this policy.

The Company proposes the year-end dividend for the current fiscal year as follows, after comprehensive consideration of operating results for the current fiscal year, the future business environment and other factors.

1. Matters regarding year-end dividend

- | | |
|---|----------------|
| (1) Type of dividend property: | Cash |
| (2) Dividend property allotment to shareholders and total amount thereof | |
| Dividends per common share of the Company: | ¥30 |
| Total amount of dividends: | ¥1,443,173,550 |
| By adding interim dividends that have already been paid (¥15 per share), the amount of annual dividends shall be ¥45 per share. | |
| (3) Date of effectiveness of dividends: | April 25, 2025 |

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for the proposal

As the Company aims to create a more environmentally friendly space using antiques, the Company will make an addition to its business purpose in Article 2 (Purpose) of the existing Articles of Incorporation.

In addition, in conjunction with the addition to the business purpose, the items will be renumbered.

2. Details of the amendments

Details of the amendments are as follows:

(Underlined parts are amended.)

Existing Articles of Incorporation	Proposed Amendments
Chapter I General Provisions Article 2 (Purpose) The purpose of the Company shall be to engage in the following business activities: (1) - (8) (Omitted) (Newly Added) <u>(9)</u> (Omitted)	Chapter I General Provisions Article 2 (Purpose) (Unchanged) (1) - (8) (Unchanged) <u>(9) Purchase and sale of antiques</u> <u>(10)</u> (Unchanged)

Proposal 3: Election of Six (6) Directors (Excluding Directors Serving on the Audit and Supervisory Committee)

The terms of office of all six (6) Directors (excluding Directors serving on the Audit and Supervisory Committee; hereinafter the same shall apply in this proposal) will expire at the conclusion of this General Meeting of Shareholders. In that regard, the Company requests the election of six (6) Directors.

All three (3) Outside Directors serving on the Audit and Supervisory Committee have attended the Nominating and Compensation Advisory Committee's Meeting and provided their opinions regarding the nominations and compensation of Directors. In addition, the full-time Audit and Supervisory Committee Members confirmed the policy for candidate nominations, rationale of the compensation system, and specific methods employed to calculate compensation amounts, and then reported and discussed these matters at the Audit and Supervisory Committee. From this, as the Audit and Supervisory Committee, it was concluded that there was not any matter concerning the nominations and compensation of Directors that required special reporting at a General Meeting of Shareholders in accordance with the provisions of the Companies Act.

The candidates for Directors to be elected are as follows:

Candidate number	Name		Positions and areas of responsibility in the Company	Attribute of candidate	Number of Board of Directors meetings attended:
1	Osamu Kobayashi	Male	President and Chief Executive Officer	Reelection	17/17
2	Tomoo Morinaga	Male	Director in charge of Design and Production	Reelection	17/17
3	Toru Fukaya	Male	Director in charge of Sales Operations and Marketing	Reelection	17/17
4	Tetsuo Tsukui	Male	Director in charge of General Management	Reelection	17/17
5	Eiji Nomura	Male	Executive Officer and General Manager of Corporate Planning Headquarters	New election	—
6	Toshimasa Itaya	Male	Outside Director	Reelection Outside Independent	17/17

Reelection candidate for reappointment as Director

New election: new candidate for Director

Outside: candidate for Outside Director

Independent: Independent Officer as provided for by securities exchanges, etc.

Number of the Company's shares held: 47,814 shares Tenure as Director: 9 years Number of Board of Directors meetings attended: 17/17	No. 1	Osamu Kobayashi (June 19, 1959) Male Reelection
	[Career summary, positions and areas of responsibility in the Company] Apr. 1984 Joined the Company Apr. 1999 Senior Manager of Sales Dept. 2 of Second Sales Div. of Sales Headquarters Apr. 2006 General Manager of IMC Business Unit 1 of Sales Headquarters Feb. 2008 General Manager of IMC Business Div. Feb. 2015 General Manager of CS Business Unit Apr. 2016 Director and General Manager of CS Business Unit, in charge of Commercial and Other Facility Business Feb. 2017 Director in charge of Commercial and Other Facility Business Feb. 2019 Managing Director in charge of Commercial and Other Facility Business Feb. 2021 Managing Director in charge of Sales Operations, in charge of Commercial and Other Facility Business Feb. 2022 Senior Managing Director in charge of Sales Operations, in charge of Commercial and Other Facility Business Apr. 2023 President and Chief Executive Officer (current position)	
	[Important concurrent positions] Not applicable	
	Reasons for nomination as Director Mr. Osamu Kobayashi has engaged in sales operations since joining the Company, served as the department head responsible for the promotion field, and then became a Director. Since assuming the post of Director, he has extended his knowledge on general management and in 2023 he assumed the post of President and Chief Executive Officer. Currently, he is striving to develop business by making the most of his experience. He is nominated again as a candidate for Director because he has abundant experience in the display business and insights into management.	
Number of the Company's shares held: 20,871 shares Tenure as Director: 8 years Number of Board of Directors meetings attended: 17/17	No. 2	Tomoo Morinaga (April 9, 1963) Male Reelection
	[Career summary, positions and areas of responsibility in the Company] Apr. 1986 Joined the Company Apr. 2006 General Manager of Production Div. 1 Feb. 2008 Deputy General Manager of IMC Business Div. Feb. 2013 Deputy General Manager of CS Business Unit Feb. 2017 General Manager of Safety Technology Promotion Center Apr. 2017 Director and General Manager of Safety/Technology Promotion Center, in charge of Production Feb. 2018 Director and General Manager of Technical Center, in charge of Production Feb. 2023 Director in charge of Production Apr. 2023 Director in charge of Design and Production (current position)	
	[Important concurrent positions] Not applicable	
	Reasons for nomination as Director Mr. Tomoo Morinaga has engaged in production work since joining the Company, served as department head and then became a Director. Since assuming the post of Director, he has extended his knowledge on general management and has been working on enhancement of the production system (design and production), improvement of quality (design/production and construction) and productivity. He is nominated again as a candidate for Director because he has abundant experience and achievements in the production work and insights into management.	

Number of the Company's shares held: 5,703 shares Tenure as Director: 2 years Number of Board of Directors meetings attended: 17/17	No. 3	Toru Fukaya (May 13, 1964)	Male	<u>Reelection</u>
	[Career summary, positions and areas of responsibility in the Company] Apr. 1989 Joined the Company Apr. 2006 Senior Manager of Sales Dept. 2 of Commercial Space Div. 1 Feb. 2012 General Manager of Sales Dept. 2 of CS Business Unit Feb. 2015 Deputy General Manager of CS Business Unit Feb. 2017 General Manager of Commercial Space Business Unit Feb. 2023 Senior Councilor Apr. 2023 Director in charge of Sales Operations and Marketing (current position)			
	[Important concurrent positions] Not applicable			
	Reasons for nomination as Director Mr. Toru Fukaya has engaged in sales operations since joining the Company, served as the department head and general manager, and then became a Director. Since assuming the post of Director, he has extended his knowledge on general management and has been working on enhancement of sales and marketing activities. He is nominated again as a candidate for Director because he has abundant experience and achievements in sales operations and knowledge on management.			
Number of the Company's shares held: 6,358 shares Tenure as Director: 2 years Number of Board of Directors meetings attended: 17/17	No. 4	Tetsuo Tsukui (December 27, 1966)	Male	<u>Reelection</u>
	[Career summary, positions and areas of responsibility in the Company] Apr. 1989 Joined the Company Feb. 2014 Senior Manager of Business Promotion Dept. of Business Management Div. Feb. 2020 General Manager of Corporate Planning Div. Feb. 2023 Senior Councilor Apr. 2023 Director in charge of General Management (current position)			
	[Important concurrent positions] Not applicable			
	Reasons for nomination as Director Mr. Tetsuo Tsukui has engaged in information systems and business management operations since joining the Company, served as the department head, and then became a Director. Since assuming the post of Director, he has extended his knowledge on general management and has been working on improvement of the business process, work style reforms, etc. by utilizing digital technologies. He is nominated again as a candidate for Director because he has abundant experience and achievements in business management operations and knowledge on management.			

Number of the Company's shares held: 3,612 shares Tenure as Director: — years Number of Board of Directors meetings attended: —	No. 5	Eiji Nomura (April 11, 1964)	Male	New election
	[Career summary, positions and areas of responsibility in the Company] Apr. 1989 Joined the Company Apr. 2006 Senior Manager of Sales Dept. 1 of Commercial Space Div. 1 Feb. 2008 General Manager of Space Creation Div. of Commercial Space Div. Feb. 2012 General Manager of Project Div. of CS Business Unit Aug. 2013 Branch Manager of Kansai Branch of West Japan Div. of CS Business Unit Feb. 2015 Deputy General Manager of CS Business Unit Feb. 2017 General Manager of Communication Business Unit Feb. 2023 General Manager of Human Resources and General Affairs Div. Feb. 2024 Executive Officer and General Manager of Corporate Planning Headquarters (current position)			
	[Important concurrent positions] Not applicable			
	Reasons for nomination as Director Mr. Eiji Nomura has engaged in sales operations since joining the Company, served as the branch manager and general manager, and then became General Manager of Corporate Planning Headquarters. He has abundant experience and achievements in the Company's business as the branch manager and general manager, and in his current role, he has been engaged in workstyle reforms, etc. He is newly nominated as a candidate for Director in the expectation that, in the future, he will demonstrate his capabilities in the Company's efforts to realize human capital management.			
Number of the Company's shares held: 0 shares Tenure as Outside Director: 4 years Number of Board of Directors meetings attended: 17/17	No. 6	Toshimasa Itaya (April 24, 1963)	Male	Reelection Outside Independent
	[Career summary, positions and areas of responsibility in the Company] Apr. 1989 Joined SHIMIZU CORPORATION Oct. 2000 Established Property Data Bank, Inc. and assumed President Apr. 2021 Outside Director of the Company (current position) Apr. 2022 Chairman of the Board, Property Data Bank, Inc. (current position) Apr. 2023 Visiting Professor, Graduate School of Creative Science and Engineering, Waseda University (current position)			
	[Important concurrent positions] Chairman of the Board, Property Data Bank, Inc. Visiting Professor, Graduate School of Creative Science and Engineering, Waseda University			
	Reasons for nomination as Outside Director and expected roles Mr. Toshimasa Itaya has abundant experience and broad insights into corporate management as President of Property Data Bank, Inc., and also has expertise in digital utilization that the Company will promote in the future. He is nominated again as a candidate for Outside Director in the expectation that he will provide advice for the Company's management and contribute to improvement of the supervisory function of the Board of Directors, utilizing his experience and knowledge.			

- Notes: 1. No special interest exists between any of the above candidates for Directors and the Company.
2. The number of Company's shares held indicates the number of shares held as of January 31, 2025. Also, the number of Company's shares held through Tansisha Executive Stock Ownership Association is included.
3. Mr. Toshimasa Itaya is a candidate for Outside Director.
4. The Company has concluded agreements with Mr. Toshimasa Itaya to limit his damage compensation liabilities stipulated in Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the same act. The amount of the limitation on the damage compensation liabilities under the said agreement shall be the higher of ¥10 million or the minimum liability amount provided in Article 425, Paragraph 1 of the Companies Act. If his reelection is approved, the Company plans to renew the aforementioned agreements with him.
5. The Company has reported Mr. Toshimasa Itaya as Independent Officer under the provisions set forth by the Tokyo Stock Exchange. When his reelection is approved, the Company will continue to appoint him as an

Independent Officer.

6. The Company has concluded a directors and officers liability insurance agreement with an insurance company. The agreement is scheduled to be renewed in May 2025. Of the candidates for Director put forward for in this proposal, those up for reelection are already insured persons under the insurance agreement, and they will continue to be insured persons after their election. The newly proposed candidate will become an insured person after the election. Overview of the insurance agreement is as described in “4.5 Overview of the Directors and Officers Liability Insurance Agreement” in the business report (Written in Japanese only).

Proposal 4: Election of One (1) Director Serving on the Audit and Supervisory Committee

The term of office of Director serving on the Audit and Supervisory Committee Hisayuki Todaka will expire at the conclusion of this General Meeting of Shareholders. In that regard, the Company requests the election of one (1) Director serving on the Audit and Supervisory Committee.

The Audit and Supervisory Committee has already given its consent to this proposal.

The candidate for Director serving on the Audit and Supervisory Committee to be elected is as follows:

Number of the Company's shares held: 6,000 shares Tenure as Director: — years Number of Board of Directors meetings attended: —	Atsuo Sugano (November 22, 1959) Male New election		
	[Career summary, positions and areas of responsibility in the Company] Oct. 1989 Joined the Company Apr. 2000 Senior Manager of Purchasing Management Dept. of Estimating and Purchasing Office of Technical Design Div. Feb. 2011 Senior Manager of Purchasing Promotion Office of Production Management Center Feb. 2012 General Manager of Business Management Div. Feb. 2017 General Manager of Cross Media Incubate Center Feb. 2019 General Manager of CMI Headquarters Apr. 2023 Principal Producer Feb. 2024 Assistant to CMI Headquarters Feb. 2025 Senior Councilor (current position)		
	[Important concurrent positions] Not applicable		
	Reasons for nomination as Director Mr. Atsuo Sugano has engaged in purchasing work for the Group in production departments since joining the Company, and after serving as the department head of business management, he became the department head supervising stage production technology utilizing digital technologies. He has abundant experience and achievements in purchasing work and business management operations. Therefore, the Company has nominated him as a candidate for Director serving on the Audit and Supervisory Committee in the expectation that, in the future, by participating in the management from the standpoint of Director serving on the Audit and Supervisory Committee, he will utilize his experience in constructing processes for internal control systems and contribute to the enhancement of the Company's corporate governance.		

- Notes:
1. No special interest exists between the above candidate for Director Serving on the Audit and Supervisory Committee and the Company.
 2. The number of Company's shares held indicates the number of shares held as of January 31, 2025.
 3. When the election of Mr. Atsuo Sugano is approved, the Company will conclude an agreement with him to limit his damage compensation liabilities stipulated in Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the same act. The amount of the limitation on the damage compensation liabilities under the said agreement shall be the higher of ¥10 million or the minimum liability amount provided in Article 425, Paragraph 1 of the Companies Act.
 4. The Company has concluded a directors and officers liability insurance agreement with an insurance company. The agreement is scheduled to be renewed in May 2025. The candidate for Director serving on the Audit and Supervisory Committee put forward for in this proposal will be an insured person after the election. Overview of the insurance agreement is as described in "4.5 Overview of the Directors and Officers Liability Insurance Agreement" in the business report (Written in Japanese only).

Expected Roles as Members of the Board of Directors after This General Meeting of Shareholders

Position	Name		Expected Roles as Members of the Board of Directors									
			Corporate management	Finance and accounting	Human resources development	Risk management and compliance	Social environment and safety	Digital advanced technology	Sales	Creative design	Quality and technical production	Audit and supervision
President and Chief Executive Officer	Osamu Kobayashi	Male	<input type="radio"/>			<input type="radio"/>			<input type="radio"/>			
Director	Tomoo Morinaga	Male	<input type="radio"/>				<input type="radio"/>	<input type="radio"/>		<input type="radio"/>	<input type="radio"/>	
Director	Toru Fukaya	Male	<input type="radio"/>						<input type="radio"/>			
Director	Tetsuo Tsukui	Male	<input type="radio"/>	<input type="radio"/>		<input type="radio"/>		<input type="radio"/>				
Director	Eiji Nomura	Male	<input type="radio"/>		<input type="radio"/>		<input type="radio"/>					
Outside Director	Toshimasa Itaya	Male	<input type="radio"/>					<input type="radio"/>				<input type="radio"/>

Full-Time Audit and Supervisory Committee Member	Atsuo Sugano	Male		<input type="radio"/>		<input type="radio"/>						<input type="radio"/>
Audit and Supervisory Committee Member (Outside Director)	Kiyonobu Yoshii	Male		<input type="radio"/>		<input type="radio"/>						<input type="radio"/>
Audit and Supervisory Committee Member (Outside Director)	Kotaro Makihara	Male		<input type="radio"/>		<input type="radio"/>						<input type="radio"/>
Audit and Supervisory Committee Member (Outside Director)	Rie Hosaka	Female		<input type="radio"/>		<input type="radio"/>						<input type="radio"/>

[Reference]

In addition to the independence standards stipulated by the Tokyo Stock Exchange, the Company has established its “Standards on the Independence of Outside Directors” as follows.

Standards on the Independence of Outside Directors

A person shall be deemed as lacking independence if any of the conditions listed hereafter apply with respect to that individual, in addition to the independence standards stipulated by the Tokyo Stock Exchange:

1. A person to whom any of the following, (1) to (8), apply at the time he or she is to have gained appointment as a Director:
 - (1) A major shareholder of the Company (a shareholder whose holding ratio of voting rights is 10% or more of the total voting rights), or the business executor thereof;
 - (2) A business counterparty of the Company whose business transactions with the Company exceed 1% of its consolidated net sales for the most recent fiscal year, or a business executor thereof;
 - (3) A party whose business counterparty is the Company and whose business transactions with the Company exceed 1% of its annual net sales for the most recent fiscal year, or a business executor thereof;
 - (4) A financial institution that the Company largely depends on for fund procurement operations, with largely no alternative source of business, or a business executor thereof;
 - (5) A certified public accountant or an employee, partner or staff member of an auditing firm that acts as the Company’s accounting auditor;
 - (6) A business executor of an organization that received donations or subsidies from the Company exceeding ¥10 million during the most recent fiscal year;
 - (7) An attorney-at-law, certified public accountant, tax accountant or outside consultant who receives from the Company a financial sum or other economic benefit of ¥10 million or more for a purpose other than officer remuneration paid by the Company, or;
 - (8) A person affiliated with a law firm, auditing firm, tax accounting firm, or outside consulting firm that receives payment amounting to 1% or more of their annual consolidated net sales from the Company;
2. A person to whom any of the aforementioned, (1) to (6), have applied at any time over the past ten years, or;
3. A person whose length of service as an Outside Director of the Company exceeds six years. At the time these Standards on Independence were formulated, the calculation of the length of service of a person appointed as an Outside Director of the Company, shall treat the date of the formulation of these Standards on Independence as the starting time.