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Securities code: 2329

June 10, 2026

Start date of measures for electronic provision: June 4, 2026

To our shareholders

Keiichi Kosaka
President & CEO, Representative Director
TOHOKUSHINSHA FILM CORPORATION
4-8-10 Akasaka, Minato-ku, Tokyo

Notice of the 64th Annual General Meeting of Shareholders

We hereby announce the 64th Annual General Meeting of Shareholders of TOHOKUSHINSHA FILM CORPORATION (the “Company”), which will be held as indicated below.

When convening this General Meeting of Shareholders, the Company takes measures for providing information in electronic format, and posts matters for which measures for providing information in electronic format are to be taken as “Notice of the 64th Annual General Meeting of Shareholders” and “Other matters subject to measures for electronic provision (Matters excluded from paper-based documents delivered upon request)” on the website below.

The Company’s website:

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

<https://www.tfc.co.jp/english/> (in English)

In addition to above, the Company also posts this information on the Tokyo Stock Exchange (TSE) website (Listed Company Search). Please access the website, input issue name “Tohokushinsha” or securities code, and click “Search,” and then click “Basic information” and select “Document for public inspection/PR information.”

TSE website (Listed Company Search):

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

You can exercise voting right via the Internet, etc. or in writing instead of attending the Meeting in person. Please review the “Reference Document for the General Meeting of Shareholders” and exercise your voting rights according to the “Instruction on Exercising Your Voting Rights” (in Japanese only) no later than June 25, 2026 (Thursday) at 6:30 p.m. (JST).

1. Date and time: 10:00 a.m., on Friday, June 26, 2026 (Reception opens at 9:30 a.m.) (JST)

2. Venue: AKEBONO, 1st floor of Meiji Kinenkan
2-2-23 Moto-Akasaka, Minato-ku, Tokyo

3. Purpose of the Meeting:

Matters to be reported

1. Details of the Business Report and the Consolidated Financial Statements, and report on the result of the audit by the Financial Auditor and Audit and Supervisory Committee on the Consolidated Financial Statements for the 64th term (April 1, 2025 to March 31, 2026)
2. Details of the Non-consolidated Financial Statements for the 64th term (April 1, 2025 to March 31, 2026)

Matters to be resolved

- Proposal No. 1** Amendment to the Articles of Incorporation
- Proposal No. 2** Election of 13 Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members)
- Proposal No. 3** Election of 3 Members of the Board Who Are Audit and Supervisory Committee Members

4. Matters decided for convocation:

- (1) Please note that if you exercise your voting rights both via the internet, etc. and in writing (by mail), only the online vote via the Internet, etc. shall be deemed effective. In addition, if you exercise your voting rights via the internet, etc. multiple times, only the last vote shall be deemed effective.
- (2) In the event that there is no indication of approval or disapproval of each proposal when voting rights are exercised in writing (by mail), it shall be deemed that you have indicated your approval.

Matters to be noted regarding the General Meeting of Shareholders

- If you attend the Meeting on the day, please submit the voting form to the reception desk at the Meeting venue.
- Shareholders in a wheelchair, etc., will be guided to a seat by the venue staff.
- Note that, for this General Meeting of Shareholders, paper-based documents stating matters for which measures for providing information in electronic format are to be taken will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.
- Of the matters subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents delivered. The Audit and Supervisory Committee and the Financial Auditor have audited the documents subject to audit, including the following matters.
 - Business report (Principal lines of business, Major offices, Employees, Major creditors, Financial Auditor, Matters relating to system to ensure the properness of operations, Overview of operational status of system to ensure the properness of operations, and Policy on decisions on dividends and other appropriation of surplus)
 - Consolidated Financial Statements (Consolidated Balance Sheet, Consolidated Statement of Income, Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements)
 - Non-consolidated Financial Statements (Non-consolidated Balance Sheet, Non-consolidated Statement of Income, Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements)
 - Audit report (Report on accounting audit related to Consolidated Financial Statements, Report on accounting audit related to Non-consolidated Financial Statements and Audit report by the Audit and Supervisory Committee)
- If there are revisions to the matters subject to measures for electronic provision, the Company will post the details of the revisions on each website where the information is posted.
- From a perspective of resource conservation in consideration of the global environment, the Company will post resolution notices on its website (<https://www.tfc.co.jp/ir/news/>) instead of sending them in writing.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Amendment to the Articles of Incorporation

1. Reason for amendment

To accommodate the Group's expansion into new business areas, the Company proposes adding the business purposes of its subsidiaries to its Articles of Incorporation.

2. Details of the amendment

Details of the amendment are as follows.

(Underlined portions indicate amendments.)

Current Articles of Incorporation	Proposed amendments
<p>(Purpose) Article 2 The purpose of the Company shall be to engage in the following business activities: 1. to 29. (Omitted) (Newly established) (Newly established) <u>30.</u> to <u>31.</u> (Omitted)</p>	<p>(Purpose) Article 2 The purpose of the Company shall be to engage in the following business activities: 1. to 29. (Unchanged) <u>30. Planning, manufacturing and sales of apparel products and goods for everyday life</u> <u>31. Planning, manufacturing and sales of T-shirts, sweatshirts, outerwear, and other apparel</u> <u>32.</u> to <u>33.</u> (Unchanged)</p>

Proposal No. 2 Election of 13 Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members)

The terms of office of all 14 Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes to elect 13 Members of the Board, including External Directors (excluding Members of the Board who are Audit and Supervisory Committee Members).

In addition, in selecting candidates for this proposal, the Board of Directors has made its decision after deliberation by the Nominating and Remuneration Committee, a voluntary advisory body in which Independent External Directors constitute a majority.

The candidates for Member of the Board (excluding Member of the Board who is an Audit and Supervisory Committee Member) are as follows:

Candidate No.	Name	Position at the Company	
1	Keiichi Kosaka	President & CEO, Representative Director	Reelection
2	Kiyotaka Ninomiya	Member of the Board	Reelection
3	Satoshi Nakano	Member of the Board	Reelection
4	Taizo Ieuji	Member of the Board	Reelection
5	Naohiko Kishi	Senior Advisor	New election
6	Wakako Lockett	Member of the Board	Reelection
7	Satoshi Yamaguchi	Member of the Board	Reelection
8	Tetsuro Komatsu	Member of the Board	Reelection
9	Saeko Suzuki	Member of the Board	Reelection External Independent
10	Masakazu Iwakura	Member of the Board	Reelection External
11	Hajime Uemura	Member of the Board	Reelection External Independent
12	William Ireton	Member of the Board	Reelection External
13	Yukiko Nakagawa	Member of the Board	Reelection External Independent

Reelection: Candidate for Member of the Board to be reelected

New election: Candidate for Member of the Board to be newly elected

External: Candidate for External Director, Member of the Board

Independent: Independent officer (to be) registered with the securities exchange

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p>[Reelection] Keiichi Kosaka (January 28, 1955)</p> <p>Tenure 8 years</p> <p>Attendance at the Board of Directors meetings 16/16</p>	<p>April 1977 Joined the Company</p> <p>November 2001 Member of the Board of the Company</p> <p>June 2004 Senior Executive Officer of the Company</p> <p>June 2006 Member of the Board of the Company</p> <p>June 2010 Managing Director of the Company</p> <p>June 2011 Managing Executive Officer of the Company</p> <p>June 2015 Member of the Board and Managing Executive Officer of the Company</p> <p>June 2016 Senior Executive Officer of the Company</p> <p>June 2018 Member of the Board and Senior Executive Officer of the Company</p> <p>June 2021 Member of the Board and Senior Managing Executive Officer of the Company</p> <p>June 2022 President & CEO, Representative Director of the Company (current position)</p> <p>June 2024 Representative Director and President of National Trading, Inc. (current position)</p>	75,881
		<p>Reasons for nomination as candidate for Member of the Board</p> <p>Keiichi Kosaka has served as President & CEO, Representative Director of the Company, demonstrating strong leadership in supervising the overall management of the TFC Group and vigorously promoting the medium-term management plan. In this and other ways, he possesses extensive experience, achievements, and discernment as a manager. The Company expects that he will continue to contribute to the improvement of the TFC Group's performance and the realization of sustainable corporate value enhancement through his leadership and extensive experience, and therefore proposes his election.</p>	
2	<p>[Reelection] Kiyotaka Ninomiya (April 29, 1959)</p> <p>Tenure 3 years</p> <p>Attendance at the Board of Directors meetings 16/16</p>	<p>May 2000 Joined the Company</p> <p>August 2000 Member of the Board of the Company</p> <p>November 2001 Managing Director of the Company</p> <p>June 2003 Member of the Board and Managing Executive Officer of the Company</p> <p>June 2004 Member of the Board and Managing Executive Officer of the Company</p> <p>June 2006 Managing Director of the Company</p> <p>June 2009 Senior Managing Director of the Company</p> <p>June 2010 Representative Director and Senior Vice President of the Company</p> <p>June 2019 President & CEO, Representative Director of the Company</p> <p>February 2021 Special Advisor of the Company</p> <p>June 2023 Member of the Board of the Company (current position)</p>	174,679
		<p>Reasons for nomination as candidate for Member of the Board</p> <p>Kiyotaka Ninomiya has made significant contributions to the growth of the TFC Group for many years, including serving as President & CEO, Representative Director of the Company. He has been involved in numerous works, including the popular content "Garo," and has contributed to the realization of general creative production. The Company expects that he will play an important role and make further contributions in leveraging the high-quality content production and digital production technologies of the TFC Group with his extensive experience and broad discernment in the fields of video content and rights business, and therefore proposes his election.</p>	

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company		Number of the Company's shares owned
3	[Reelection] Satoshi Nakano (March 10, 1960) Tenure 3 years Attendance at the Board of Directors meetings 16/16	April 1982 January 2000 October 2009 July 2016 March 2017 March 2020 March 2023 June 2023	Joined DENTSU INC. General Manager of Planning and Research Department, Finance & Accounting Division of DENTSU INC. Deputy General Manager of Finance & Accounting Division and General Manager of Tax and Planning Department of DENTSU INC. Director and General Manager of Accounting Operations Department III of DENTSU MANAGEMENT SERVICE INC. (currently DENTSU CORPORATE ONE INC.) Representative Director and President of DENTSU MANAGEMENT SERVICE INC. Director of JEB Co., Ltd. (currently SPORTS Edge INC.) Senior Advisor of the Company Member of the Board of the Company (current position)	21,519
		Reasons for nomination as candidate for Member of the Board Satoshi Nakano has worked in the advertising industry for many years, and has extensive experience and broad discernment in accounting, human resources, legal affairs, and general affairs, including serving as Representative Director and President of a back-office outsourcing company. He has also contributed significantly to TFC Group's cost reduction and structural reform. The Company expects that he will make further contributions to the promotion of the TFC Group's medium-term management plan and further improvement of management and efficiency of corporate business, and therefore proposes his election.		
4	[Reelection] Taizo Ieuji (October 27, 1961) Tenure 4 years Attendance at the Board of Directors meetings 16/16	April 1986 April 2000 June 2001 June 2005 June 2014 June 2017 June 2019 June 2022	Joined Hakuodo Incorporated Joined Digital Garage, Inc. Director of Digital Garage, Inc. Director of Kakaku.com, Inc. Representative Director and President of Kakaku.com insurance, Inc. Audit & Supervisory Board Member of forTravel, Inc. Advisor of Kakaku.com, Inc. Member of the Board of the Company (current position)	21,519
		Reasons for nomination as candidate for Member of the Board Taizo Ieuji has extensive experience and broad discernment in business strategy, growth strategy, and IT, having worked in the advertising and IT industries for many years, including as a director of an IT-related company. He has also made significant contributions to the promotion of the TFC Group's medium-term management plan, including realizing M&A as part of securing new revenue bases outlined in the plan. The Company expects that he will make further contributions to the promotion of the TFC Group's growth strategy, financial strategy, and IR activities, and therefore proposes his election.		

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
5	<p>[New election] Naohiko Kishi (May 28, 1960)</p> <p>Tenure –</p> <p>Attendance at the Board of Directors meetings –</p>	<p>April 1983 Joined Hakuhold Incorporated</p> <p>December 1999 General Manager of Sales Department III, Sales Division V of Hakuhold Incorporated</p> <p>April 2009 Head of Sales Division V of Hakuhold Incorporated</p> <p>April 2014 Head of Sales Management Division of Hakuhold Incorporated</p> <p>April 2015 Corporate Officer and Head of Sales Management Division of Hakuhold Incorporated</p> <p>April 2018 Corporate Officer of Hakuhold Incorporated and Representative Director and President of HAKUHODO PRODUCT'S INC.</p> <p>April 2020 Senior Corporate Officer of Hakuhold Incorporated</p> <p>April 2025 Advisor of Hakuhold Incorporated</p> <p>May 2026 Senior Advisor of the Company (current position)</p>	–
	<p>Reasons for nomination as candidate for Member of the Board</p> <p>Naohiko Kishi has held key positions in the advertising and creative industries for many years, including serving as the representative director of a comprehensive production company. He has a proven track record of contributing to the sustainable development of organizations by leading transformations in promotional areas associated with digitalization and building new business models. The Company expects his extensive knowledge in the creative and promotional fields, along with his experience in multifaceted business management that accurately captures environmental changes, significantly contribute to the promotion of business strategies in our Group's advertising production division and the enhancement of our company's sustainable corporate value, and therefore proposes his election.</p>		
6	<p>[Reelection] Wakako Lockett (January 19, 1966)</p> <p>Tenure 2 years</p> <p>Attendance at the Board of Directors meetings 16/16</p>	<p>April 1988 Joined Recruit Co., Ltd.</p> <p>November 1992 Joined The Japan Times, Ltd.</p> <p>March 1997 Joined Uniden Corporation (currently Uniden Holdings Corporation)</p> <p>February 2000 Joined CareNet, Inc.</p> <p>October 2001 Joined Asahi & Co. (currently KPMG AZSA LLC)</p> <p>May 2006 Partner of KPMG AZSA LLC</p> <p>June 2019 Managing Director of KPMG AZSA LLC</p> <p>June 2024 Member of the Board of the Company (current position)</p> <p>November 2024 Outside Audit & Supervisory Board Member of LIFULL Co., Ltd. (current position)</p>	9,443
	<p>Reasons for nomination as candidate for Member of the Board</p> <p>Wakako Lockett has been in charge of advisory services at a large auditing firm for many years, including providing advice on risk management systems for group companies, and internal controls including compliance to large corporations; supporting their implementation and enhancing disclosure; and supporting the planning of business portfolio strategies from a risk approach (including ESG strategies and improving corporate value). Through such a career, she has accumulated extensive experience and in-depth insight. The Company expects that she will make further contributions to strengthening the management base, and therefore proposes her election.</p>		

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
7	<p>[Reelection] Satoshi Yamaguchi (April 18, 1961)</p> <p>Tenure 3 years</p> <p>Attendance at the Board of Directors meetings 16/16</p>	<p>April 1985 Joined Sony Corporation (currently Sony Group Corporation)</p> <p>October 2019 Joined the Company Acting General Manager of Media Business Management Department, Digital Media Business Division of the Company</p> <p>May 2020 General Manager of Business Management Department, Media Business Division and General Manager of Business Planning Department of the Company</p> <p>June 2022 Head of Media Business Division of the Company</p> <p>June 2022 Executive Officer of the Company</p> <p>November 2022 Head of Media Business Division and General Manager of Technology Services Management Department of the Company</p> <p>June 2023 Member of the Board of the Company (current position)</p> <p>March 2025 Representative Director and President of IGO & SHOJI CHANNEL INC. (current position)</p>	20,116
<p>Reasons for nomination as candidate for Member of the Board</p> <p>Satoshi Yamaguchi has held key positions in media business at the TFC Group for many years, including serving as Representative Director and President of the Company's media business subsidiary, and has contributed significantly to optimization of scale in accordance with the medium-term management plan. The Company expects him to make further contributions toward the goal of concentrating and streamlining management resources on specialized channels that are unique to the TFC Group with his extensive experience and broad discernment in media business, and therefore proposes his election.</p>			
8	<p>[Reelection] Tetsuro Komatsu (August 1, 1972)</p> <p>Tenure 1 year</p> <p>Attendance at the Board of Directors meetings 13/13</p>	<p>June 2005 Joined the Company Section I, Accounting Department</p> <p>June 2013 Acting General Manager of Corporate Management Department of the Company</p> <p>April 2016 Seconded to OMNIBUS JAPAN Inc. General Manager of Corporate Management Department</p> <p>June 2017 Executive Officer of OMNIBUS JAPAN Inc.</p> <p>July 2018 General Manager of Accounting Department of the Company</p> <p>June 2020 Executive Officer of the Company</p> <p>April 2024 Managing Executive Officer of the Company</p> <p>June 2025 Member of the Board of the Company (current position)</p>	18,933
<p>Reasons for nomination as candidate for Member of the Board</p> <p>Tetsuro Komatsu has extensive experience in handling accounting for the Company, and has played an important role in execution of the TFC Group's medium-term management plan in particular. He possesses the execution capability and deep financial insight to support and complete a wide range of projects associated with the implementation of the medium-term management plan to date as the director in charge of the accounting division. The Company expects that he will contribute to strengthening its financial functions by establishing and promoting capital policies and financing strategies aimed at achieving the medium-term management plan, and therefore proposes his election.</p>			

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
9	<p>[Reelection] [External] [Independent] Saeko Suzuki (July 15, 1968)</p> <p>Tenure 4 years</p> <p>Attendance at the Board of Directors meetings 16/16</p>	<p>April 1989 Joined Fuji Television Network, Inc.</p> <p>June 1994 In charge of Spot Sales Department, Sales Division of Fuji Television Network, Inc.</p> <p>June 2005 In charge of Business Management Department, Business Management Division of Fuji Television Network, Inc.</p> <p>June 2007 In charge of Secretariat Office of Fuji Television Network, Inc.</p> <p>June 2013 In charge of Business Administration Department, Business Division of Fuji Television Network, Inc.</p> <p>June 2016 In charge of Business Management Department, Business Management Division of Fuji Television Network, Inc.</p> <p>June 2019 General Manager of Management Planning Department, Management Planning Division of Fuji Television Network, Inc.</p> <p>June 2022 Member of the Board of the Company (current position)</p>	3,651
<p>Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles</p> <p>Saeko Suzuki has broad-ranging operational experience and achievements related to sales and management planning from her background in the broadcasting and media industry. Accordingly, the Company deems that she will appropriately fulfill her duties as External Director, Member of the Board, and proposes her election to that position. Although she has no direct experience in corporate management, the Company expects that she will play a role in providing appropriate advice and recommendations on decision-making of the Company's management from an independent, objective, and neutral perspective for the reasons stated above.</p>			

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
10	[Reelection] [External] Masakazu Iwakura (December 2, 1962) Tenure 3 years Attendance at the Board of Directors meetings 16/16	April 1987 Registered with the Dai-Ichi Tokyo Bar Association April 1992 Part-time Lecturer of College of Law and Politics at Rikkyo University April 2006 Professor of Graduate School of International Corporate Strategy (currently Graduate School of Law) at Hitotsubashi University (current position) April 2007 Visiting Professor of Harvard Law School June 2010 Outside Member of the Board of Directors of Nippon Densan Corporation (currently NIDEC CORPORATION) June 2011 Outside Audit & Supervisory Board Member of Imperial Hotel, Ltd. April 2013 Visiting Professor of Harvard Law School (reposition) January 2017 Partner Attorney of TMI Associates (current position) June 2023 Member of the Board of the Company (current position)	6,455
	Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles Masakazu Iwakura possesses professional knowledge and extensive experience as an attorney at law. In addition, he is well-versed in a wide range of corporate legal affairs, having been involved in many prominent cases such as M&A, intellectual property and taxes. Accordingly, the Company deems that he will appropriately fulfill his duties as External Director, Member of the Board, and proposes his election to that position. Although he has no direct experience in corporate management other than having served as External Director or Audit & Supervisory Board Member of the Company, the Company expects that he will play a role in strengthening the corporate governance of the TFC Group and providing appropriate advice and recommendations in supervision for the reasons stated above.		
11	[Reelection] [External] [Independent] Hajime Uemura (February 19, 1973) Tenure 3 years Attendance at the Board of Directors meetings 16/16	October 1999 Joined Century Audit Corporation (currently KPMG AZSA LLC) April 2003 Registered as a certified public accountant October 2004 Joined Kakaku.com, Inc. June 2009 Director of Kakaku.com, Inc. October 2020 Representative Partner of Corporate Design GK (current position) June 2021 Representative Director of Governance Cloud Inc. (current position) June 2022 Independent Director of Rakuten International Commercial Bank Co., Ltd. (current position) June 2023 Member of the Board of the Company (current position)	6,455
	Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles Hajime Uemura is a certified public accountant with extensive experience and in-depth insight from his involvement in corporate planning, strengthening the financial standing, IR and M&A at multiple companies up until now. Accordingly, the Company deems that he will appropriately fulfill his duties as External Director, Member of the Board, and proposes his election to that position. The Company expects that he will play a role in providing appropriate advice and recommendations on ensuring the reasonableness and propriety of the decision making by the Board of Directors of the Company from an independent standpoint.		

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
12	[Reelection] [External] William Ireton (December 6, 1955) Tenure 2 years Attendance at the Board of Directors meetings 14/16	June 1976 Joined TOHO-TOWA COMPANY, LIMITED. March 1979 Joined MOVIE/TV MARKETING Co., Ltd. July 1988 Joined Warner Bros. Movie Co., Ltd. Japan Representative June 2006 Representative Director and President of Warner Entertainment Japan Inc. December 2014 Advisor of Warner Entertainment Japan Inc. April 2015 Representative Director of Ireton Entertainment Inc. (current position) June 2015 Outside Director of Sansei Technologies, Inc. (current position) June 2024 Member of the Board of the Company (current position)	2,151
	Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles William Ireton has led a wide range of business operations in Japan in the areas of film production, distribution and home entertainment at a company engaged in the entertainment business. Through such a career, he has accumulated extensive experience in global operations and in-depth knowledge of the industry. Accordingly, the Company deems that he will appropriately fulfill his duties as External Director, Member of the Board, and proposes his election to that position. The Company expects that he will play a role in providing appropriate advice and recommendations on the management planning of the TFC Group, which is engaged in general creative production.		

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
13	[Reelection] [External] [Independent] Yukiko Nakagawa (June 3, 1964) Tenure 1 year Attendance at the Board of Directors meetings 13/13	<p>April 1988 Joined Mitsui Trust and Banking Co., Ltd. (currently Sumitomo Mitsui Trust Bank, Limited)</p> <p>October 2006 General Manager of Human Resources Department of Toshiba GE Turbine Services Co., Ltd. (currently TGTS Co., Ltd.)</p> <p>May 2014 General Manager of Human Resources Department of Mizkan Holdings Co., Ltd.</p> <p>April 2016 Professor (Special Appointment) of Rikkyo University Graduate School of Business Administration</p> <p>March 2019 Outside Director of Renesas Electronics Corporation</p> <p>June 2019 Outside Director of NISSIN FOODS HOLDINGS CO., LTD.</p> <p>June 2021 Outside Director of Toho Zinc Co., Ltd.</p> <p>June 2021 Outside Director of Macromill, Inc.</p> <p>April 2024 Professor (Special Appointment) of Aoyama Gakuin University Graduate School of Business Administration, Department of Business Administration (current position)</p> <p>June 2024 Outside Director (Audit & Supervisory Committee Member) of Toho Zinc Co., Ltd. (current position)</p> <p>June 2025 Member of the Board of the Company (current position)</p>	1,041
<p>Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles</p> <p>Yukiko Nakagawa holds a Ph.D. in Business and Commerce and has years of business experience and academic knowledge as an expert in human capital management and global human resource development. The Company therefore deems that she will appropriately fulfill her duties as External Director, Member of the Board, and proposes her election to that position. Although she has no direct experience in corporate management other than having served as External Director, the Company expects her to provide, from an independent standpoint, supervision of execution of business and appropriate advice and recommendations on decision-making of management based on the above reasons.</p>			

- Notes:
1. When "the Company" is shown in the career summary for dates March 2001 and earlier, it refers to the Tohokushinsha Film Corporation that was technically dissolved in a merger that was completed to adjust the par value of its shares, but continued to exist in substance as the surviving entity.
 2. Extra information not described in career summary on the position and responsibility in the Company and significant concurrent positions outside the Company of each candidate who is currently a Member of the Board of the Company is provided in "3. The Status of Members of the Board" of the Business Report (in Japanese only).
 3. Yukiko Nakagawa's name on her family register is Yukiko Schreiber.
 4. The Company has business transactions, including for business consignment and licensing of rights to use visual content, with a company that Satoshi Yamaguchi is currently Representative Director and President of.
 5. The Company has entered into an advisory agreement with the law office that Masakazu Iwakura is affiliated to.
 6. The Company conducts transactions of use of services with the stock company at which Hajime Uemura currently serves as Representative Director. The amount of the transactions stated above for the fiscal year under review is ¥2 million.
 7. There is no special interest between any other candidates for Member of the Board and the Company.
 8. Saeko Suzuki, Masakazu Iwakura, Hajime Uemura, William Ireton and Yukiko Nakagawa are candidates for External Director, Member of the Board.
 9. Saeko Suzuki, Hajime Uemura and Yukiko Nakagawa satisfy the requirements for an independent officer as provided for by the Tokyo Stock Exchange and the Nagoya Stock Exchange, and the Company has submitted notification to the aforementioned exchanges concerning their appointment as independent officers. If their reelection is approved, they will continue to serve as independent officers.

10. The Company has entered into agreements with Saeko Suzuki, Masakazu Iwakura, Hajime Uemura, William Ireton and Yukiko Nakagawa, in accordance with the provisions of Article 427, paragraph (1) of the Companies Act and the Articles of Incorporation to limit their liability for damages under Article 423, paragraph (1) to the extent allowed by laws and regulations. The Company plans to renew the agreements with them if their reelection is approved.
11. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, and a summary of the details of the policy is provided in “3 (6) Overview of a directors and officers liability insurance policy” of the Business Report (in Japanese only). If the election of each candidate for Member of the Board is approved, they will be included as the insured under the relevant insurance policy. The Company plans to renew the policy with the same content at the next term of renewal.

Proposal No. 3 Election of 3 Members of the Board Who Are Audit and Supervisory Committee Members

The terms of office of Members of the Board who are Audit and Supervisory Committee Members Toshiyuki Minowa, Naoji Ono and Takemi Nagasaka will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three Members of the Board who are Audit and Supervisory Committee Members.

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

The candidates for Member of the Board who is an Audit and Supervisory Committee Member are as follows:

Candidate No.	Name	Position at the Company	
1	Toshiyuki Minowa	Member of the Board (Full-time Audit and Supervisory Committee Member)	Reelection
2	Takemi Nagasaka	Member of the Board (Audit and Supervisory Committee Member)	Reelection External Independent
3	Toru Akiyama	—	New election External Independent

Reelection: Candidate for Member of the Board to be reelected

New election: Candidate for Member of the Board to be newly elected

External: Candidate for External Director, Member of the Board

Independent: Independent officer (to be) registered with the securities exchange

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
1	[Reelection] Toshiyuki Minowa (February 19, 1966) Tenure 2 years Attendance at the Board of Directors meetings 16/16 Attendance at Audit and Supervisory Committee meetings 15/15	January 2002 Joined the Company May 2005 General Manager of Internal Audit Office of the Company April 2012 Joined Kyodokaikaisya Tax Corporation June 2013 Joined the Company Seconded to National Trading, Inc. General Manager of General Affairs and Human Resources Department and General Manager of Accounting Department August 2019 Managing Executive Officer of National Trading, Inc. June 2022 Senior Managing Executive Officer of National Trading, Inc. June 2023 Director and Senior Managing Executive Officer of National Trading, Inc. June 2024 Member of the Board (Full-time Audit and Supervisory Committee Member) of the Company (current position)	3,300
	Reasons for nomination as candidate for Member of the Board Toshiyuki Minowa, as the General Manager of the Internal Audit Office, has been engaged in evaluating the establishment and operation of governance and risk management systems, possessing extensive experience and in-depth insight in corporate management. Additionally, as a certified tax accountant (Japan), he utilizes his advanced expertise in finance and taxation to conduct proper audits and supervision from an objective and neutral standpoint. The Company expects him to contribute to enhancing the transparency of our management and the sustainable improvement of corporate value, and therefore proposes his election.		

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p>[Reelection] [External] [Independent] Takemi Nagasaka (January 24, 1956)</p> <p>Tenure 2 years</p> <p>Attendance at the Board of Directors meetings 16/16</p> <p>Attendance at Audit and Supervisory Committee meetings 15/15</p>	<p>October 1978 Joined Musashi Audit Corporation (currently Ernst & Young ShinNihon LLC)</p> <p>August 1981 Joined Sony Corporation (currently Sony Group Corporation)</p> <p>June 2004 General Manager of Accounting Department of Sony Corporation</p> <p>July 2007 Vice President, Senior General Manager of Accounting Division of Sony Corporation</p> <p>June 2010 Corporate Executive and Senior Vice President, Senior General Manager of Accounting Division of Sony Corporation</p> <p>March 2016 Outside Audit & Supervisory Board Member of Nabtesco Corporation</p> <p>March 2016 Outside Audit & Supervisory Board Member of SOLIZE Corporation (currently SOLIZE Holdings Corporation)</p> <p>June 2016 Outside Audit & Supervisory Board Member of Daio Paper Corporation</p> <p>December 2020 Outside Director of SOLIZE Corporation (currently SOLIZE Holdings Corporation)</p> <p>June 2024 Member of the Board (Audit and Supervisory Committee Member) of the Company (current position)</p> <p>July 2025 Outside Director (Audit and Supervisory Committee Member) of SOLIZE Holdings Corporation (current position)</p>	
<p>Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles</p> <p>Takemi Nagasaka has extensive work experience in the finance and accounting departments of a global company with diverse business operations, as well as rich experience and expertise as a certified public accountant. The Company therefore deems that he will appropriately fulfill his duties as an External Director, Member of the Board, Audit and Supervisory Committee Member, and proposes his election to that position. Additionally, the Company expects him to play a role in providing supervision and advice on the appropriateness and validity of the governance system, as well as on the business execution structure and initiatives to address management issues, based on his extensive knowledge and insights into corporate accounting from his position as an accounting expert.</p>			

Candidate No.	Name (Date of birth)	Career summary and significant concurrent positions outside the Company	Number of the Company's shares owned
3	[New election] [External] [Independent] Toru Akiyama (July 25, 1962) Tenure - Attendance at the Board of Directors meetings - Attendance at Audit and Supervisory Committee meetings -	<p>July 1991 Joined Price Waterhouse (currently PricewaterhouseCoopers Japan LLC)</p> <p>April 1996 Joined DENTSU INC.</p> <p>March 2000 Seconded to Cyber Communications Inc. (currently CARTA HOLDINGS, INC.) Director and CFO</p> <p>September 2007 General Manager of Accounting Department, Finance & Accounting Division of DENTSU INC.</p> <p>April 2016 Joined SOLIZE Corporation (currently SOLIZE Holdings Corporation) Executive Officer and General Manager of Group Finance and Accounting Department</p> <p>July 2018 Joined Casa Inc. Executive Officer and General Manager in charge of Corporate Planning Department</p> <p>April 2019 Director and General Manager of Corporate Planning Department of Casa Inc.</p> <p>June 2021 Outside Audit & Supervisory Board Member of Placo Co., Ltd.</p> <p>June 2025 Audit & Supervisory Board Member (Full-time) of Pale Blue Inc. (current position)</p>	-
	<p>Reasons for nomination as candidate for External Director, Member of the Board and summary of expected roles</p> <p>Toru Akiyama has been engaged in overall management at both domestic and international listed companies for many years and holds qualifications as a U.S. Certified Public Accountant and an MBA. Based on his extensive practical experience and insights, as well as his advanced expertise in the finance and accounting fields and global management perspective, the Company deems that he can contribute to strengthening its audit system. Therefore, the Company proposes his election as an External Director, Member of the Board, Audit and Supervisory Committee Member. Additionally, the Company expects him to contribute to strengthening the management supervisory function centered on finance and accounting, as well as to the establishment of a highly transparent audit system.</p>		

- Notes:
1. Extra information not described in career summary on the position and responsibility in the Company and significant concurrent positions outside the Company of each candidate who is currently a Member of the Board of the Company is provided in “3. The Status of Members of the Board” of the Business Report (in Japanese only).
 2. There is no special interest between any of the candidates for Member of the Board who is an Audit and Supervisory Committee Member and the Company.
 3. Takemi Nagasaka and Toru Akiyama are candidates for External Director, Member of the Board, Audit and Supervisory Committee Member.
 4. Takemi Nagasaka satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange and Nagoya Stock Exchange, and the Company has submitted notification to the aforementioned exchanges concerning his appointment as an independent officer. If his reelection is approved, he will continue to serve as independent officers. Furthermore, Toru Akiyama satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange and Nagoya Stock Exchange, and the Company plans to submit notification to the aforementioned exchanges concerning his appointment as an independent officer.
 5. The Company has entered into agreements with Toshiyuki Minowa and Takemi Nagasaka, in accordance with the provisions of Article 427, paragraph (1) of the Companies Act and the Articles of Incorporation to limit their liability for damages under Article 423, paragraph (1) to the extent allowed by laws and regulations. The Company plans to renew the agreements with them if their reelection is approved. If the election of Toru Akiyama is approved, the Company will enter into a similar agreement with him.
 6. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, and a summary of the details of the policy is provided in “3 (6) Overview of a directors and officers liability insurance policy” of the Business Report (in Japanese only). If the election of each candidate for Member of the Board who is an Audit and Supervisory Committee Member is approved, they will be included as the insured under the relevant insurance policy. The Company plans to renew the policy with the same content at the next term of renewal.

(Reference) Skill Matrix of the Board of Directors

Position and Name	Corporate Management	Business Strategy	Growth Strategy	Financial Strategy	Corporate Accounting	Human Resources & Labor	IT & Security	Legal & Compliance	Corporate Culture	Sustainability
Member of the Board [Reelection] Keiichi Kosaka	○	○	○			○			○	
Member of the Board [Reelection] Kiyotaka Ninomiya	○	○							○	
Member of the Board [Reelection] Satoshi Nakano	○			○	○	○		○	○	○
Member of the Board [Reelection] Taizo Ieuji	○	○	○	○			○		○	
Member of the Board [New election] Naohiko Kishi	○	○	○					○		
Member of the Board [Reelection] Wakako Lockett			○	○	○		○	○		○
Member of the Board [Reelection] Satoshi Yamaguchi	○	○				○			○	
Member of the Board [Reelection] Tetsuro Komatsu			○	○	○					
External Director, Member of the Board [Reelection] Saeko Suzuki		○			○					
External Director, Member of the Board [Reelection] Masakazu Iwakura			○					○	○	
External Director, Member of the Board [Reelection] Hajime Uemura	○	○		○	○		○			
External Director, Member of the Board [Reelection] William Ireton	○	○	○						○	
External Director, Member of the Board [Reelection] Yukiko Nakagawa						○				○
Member of the Board, Audit and Supervisory Committee Member [Reelection] Toshiyuki Minowa					○	○		○	○	
External Director, Member of the Board, Audit and Supervisory Committee Member [Reelection] Takemi Nagasaka			○	○	○					
External Director, Member of the Board, Audit and Supervisory Committee Member [Non-election] Makoto Kakemoto		○	○							
External Director, Member of the Board, Audit and Supervisory Committee Member [New election] Toru Akiyama				○	○					

Note: This list represents the areas in which each person has specialized skills based mainly on their career history; it does not show all of the skills that they possess.

Skill Categories

Skill Categories	Definition
Corporate Management	Ability to manage and grow a company or organization (management strategy, marketing, increasing operational efficiency, etc.)
Business Strategy	Ability to formulate and execute plans and policies to continuously grow a business and enhance its competitive capability (market analysis, differentiation strategies, execution planning and KPI setting, etc.)
Growth Strategy	Ability to formulate and execute new markets and businesses through market expansion, business diversification, and M&A (market expansion, business diversification, M&A and alliances, strengthening earning model, etc.)
Financial Strategy	Ability to formulate a company capital plan, maximize profits, and ensure a sound financial position (capital policy, financing, cost management, financial risk management, etc.)
Corporate Accounting	Ability to establish and implement internal controls over financial closing system and financial reporting, and to ensure appropriateness of financial reporting and disclosures (preparation and analysis of financial statements, budget management and cost analysis, responding to taxation, etc.)
Human Resources & Labor	Ability to appropriately manage organizations and human resources, and to create a comfortable working environment (recruitment and allocation, labor management, labor laws, career change support, etc.)
IT & Security	Ability to promote corporate digitalization and IT utilization to enhance operational efficiency and competitive capabilities (digital strategy formulation, system introduction and implementation, data utilization, security countermeasures, etc.)
Legal & Compliance	Ability to ensure observance of laws and avoidance of risks in corporate activities (contract management, corporate legal affairs, compliance promotion, etc.)
Corporate Culture	Ability to stipulate and update corporate values and code of conduct, and foster a sense of organizational unity (internal promotion of the corporate philosophy and vision, promotion of diversity (DE&I), creation of new corporate culture, etc.)
Sustainability	Ability to aim for long-term growth giving consideration to sustainability of environment, society, and economy (promotion of ESG management, response to SDGs, CSR, resource circulation-type business model, etc.)