

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 8005

May 14, 2026

Start date of measures for electronic provision: May 8, 2026

To Our Shareholders:

Tomohisa Tsurumi, Representative Director and President
Scroll Corporation
2-24-1 Sato, Chuo-ku, Hamamatsu-shi, Shizuoka

Notice of the 85th Ordinary General Meeting of Shareholders

We are pleased to notify you that the 85th Ordinary General Meeting of Shareholders of Scroll Corporation (the “Company”) will be held as follows.

When convening this general meeting of shareholders, the Company takes measures for providing information in electronic format and posts the matters for which measures for providing information in electronic format on the following websites:

1) The Company’s website

<https://www.scroll.jp/ir/stockinfo/meeting/> (in Japanese)

2) Tokyo Stock Exchange’s website (Listed Company Search)

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

(Please access the above website, enter the Company’s name or the Company’s securities code, and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information” to review the information.)

In lieu of attending the meeting in person, you may exercise your voting rights in writing or by electromagnetic means (via the Internet, etc.). After examining the Reference Documents for the General Meeting of Shareholders mentioned below, you may either indicate your approval or disapproval of the proposals on the Voting Rights Exercise Form and return it to the Company so that it arrives by 5:30 p.m. on Thursday, May 28, 2026 (JST). Or, after confirming the “Guidance on Exercising Voting Rights via the Internet, etc.” on page 5 of the Japanese original, you may exercise your voting rights via the voting website designated by the Company (<https://evote.tr.mufg.jp/> (in Japanese)) by the above deadline.

- 1. Date and Time:** Friday, May 29, 2026, at 10:00 a.m. (JST) (Venue to open at 9:15 a.m.)
- 2. Venue:** 5th floor conference room, the Company's headquarters building
2-28-22 Sato, Chuo-ku, Hamamatsu-shi, Shizuoka
(Please refer to the venue map for the General Meeting of Shareholders at the end of Japanese original)
*If more shareholders show up than the seats available, they will be directed to another venue in the same building.

3. Objective

Items to be reported:

1. Report on the Business Report and Consolidated Financial Statements for the 85th Fiscal Year (from April 1, 2025 to March 31, 2026), and report on the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Report on the Non-consolidated Financial Statements for the 85th Fiscal Year (from April 1, 2025 to March 31, 2026)

Items to be resolved:

- Proposal 1** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 2** Election of Six Directors Who Are Audit and Supervisory Committee Members
- Proposal 3** Revision of the Amount of Remuneration for Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 4** Revision of the Amount of Remuneration for Directors Who Are Audit and Supervisory Committee Members
- Proposal 5** Revision of the Remuneration for Granting Restricted Stock to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members and Outside Directors)

- When attending the meeting in person, please submit the Voting Rights Exercise Form at the reception.
- If you require assistance to attend the meeting in person, please contact the venue staff.
- If revisions to the matters subject to measures for electronic provision arise, the revisions will be posted on the websites.
- If you exercise your voting right in writing (post) and neither approval nor disapproval of each proposal is indicated on the voting form, the Company will deem that you indicated your approval of the proposal.
- If you exercise your voting rights by proxy, you may designate one other shareholder holding voting rights in the Company to attend the meeting. In this case, please submit a document evidencing the proxy's authority to represent.

Reference Documents for the General Meeting of Shareholders

Proposal No.1 Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all four Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies to the rest of this proposal) will expire at the conclusion of this General Meeting of Shareholders. In order to strengthen and make improvements to our structures for executing our business, the Company would like to increase the number of Directors by one, and thereby proposes the election of five Directors.

The Audit and Supervisory Committee raised no particular points of concern with regard to this proposal.

The candidates for Director are as follows:

Candidate No.	Name	Candidate attributes	Current position and responsibility in the Company	Attendance at Board of Directors meetings (FY2025)
1	Tomohisa Tsurumi	Reelection	Representative Director and President Group Officer CEO & COO General Manager of Direct Marketing Headquarter	14 out of 14 100%
2	Hiroaki Sato	Reelection	Director Group Officer CRO PRS of E-commerce Business	14 out of 14 100%
3	Masayuki Yamazaki	Reelection	Director Group Officer CMAO PRS of Solutions Business General Manager of M&A Strategy Division	14 out of 14 100%
4	Yasunori Sugimoto	Reelection	Director Group Officer CAO PRS of Group Jurisdiction Business General Manager of Corporate Management Department	14 out of 14 100%
5	Keisuke Marui	New election	Group Officer CSO Acting PRS of Solutions Business	—

Note: PRS is the abbreviated name for the segment PRESIDENT and refers to the person responsible for each segment.

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Tomohisa Tsurumi (May 11, 1966) Reelection Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%)	<p>Apr. 1989 Joined the Company</p> <p>Apr. 2012 Corporate Officer, General Manager of Direct Marketing for Innerwear and General Manager of Internet Marketing Department of Direct Marketing Headquarter</p> <p>May 2013 Director, Corporate Officer, and Vice General Manager of Direct Marketing for H&B of Direct Marketing Headquarter</p> <p>May 2015 Director, President, Corporate Officer, and General Manager of Direct Marketing for H&B of Direct Marketing Headquarter</p> <p>Apr. 2018 Director, President, Corporate Officer, and General Manager of Direct Marketing Headquarter</p> <p>Apr. 2020 Representative Director, President, Corporate Officer, PRS of Health & Beauty Business and General Manager of Direct Marketing Headquarter</p> <p>Apr. 2022 Representative Director, President, Group Officer CEO & COO, and General Manager of Direct Marketing Headquarter (current position)</p>	159,700
(Reasons for nomination as candidate for Director) Tomohisa Tsurumi has had a wide range of business experience in the Group since he joined the Company in 1989. After serving as Director and President of a subsidiary and Director and President of the Company, he conducts appropriate management by strongly promoting important business execution and management decision-making of the Group as Representative Director, President, and Group Officer CEO & COO. The Company proposes his continued election as Director as an appropriate person to achieve the Group's sustainable growth and enhancement of corporate value over the medium to long term.			
2	Hiroaki Sato (October 10, 1971) Reelection Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%)	<p>Apr. 1995 Joined the Company</p> <p>Jan. 2013 Retired from the Company</p> <p>Apr. 2013 Representative Director and President of Cynosura, Inc.</p> <p>May 2015 Director of the Company</p> <p>Apr. 2018 Director, Corporate Officer, and Executive Manager of E-commerce Business</p> <p>Apr. 2019 Director, Corporate Officer, and PRS of E-commerce Business</p> <p>Apr. 2020 Director, Executive Vice President, Corporate Officer, and PRS of E-commerce Business Director of Cynosura, Inc. (current position)</p> <p>Apr. 2022 Director, Executive Vice President, Group Officer CSO, and PRS of E-commerce Business of the Company</p> <p>Apr. 2026 Director, Group Officer CRO and PRS of E-commerce Business of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) Director of Cynosura, Inc.</p>	49,500
(Reasons for nomination as candidate for Director) Hiroaki Sato has a wealth of business experience in the Company's marketing divisions. After serving as Director and President of a subsidiary and as a Director in charge of E-commerce Business of the Group, he appropriately promotes important business execution, management decision-making, and supervision as Director and Group Officer CRO (Chief Restructuring Officer). The Company proposes his continued election as Director as an appropriate person to achieve the Group's sustainable growth and enhancement of corporate value over the medium to long term.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Masayuki Yamazaki (June 11, 1963) Reelection Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%)	<p>Apr. 1988 Joined Daiwa Securities Co. Ltd.</p> <p>Apr. 2002 Representative Director of Floraison Inc.</p> <p>Apr. 2012 Representative Director and President of HAC CO., LTD.</p> <p>Apr. 2013 Corporate Officer and Vice General Manager of Direct Marketing for H&B of Direct Marketing Headquarter of the Company</p> <p>May 2017 Director, Corporate Officer, and General Manager of Solutions Business Management Department of Direct Marketing Headquarter and M&A Strategy Division</p> <p>Apr. 2018 Director, Corporate Officer, Executive Manager of Solutions Business and General Manager of M&A Strategy Division</p> <p>Apr. 2022 Director, Group Officer CMO, and PRS of Solutions Business and General Manager of M&A Strategy Division</p> <p>Oct. 2022 Director, Group Officer CMO, PRS of Solutions Business and PRS of HBT Business, and General Manager of M&A Strategy Division</p> <p>Apr. 2026 Director, Group Officer CMAO, and PRS of Solutions Business and General Manager of M&A Strategy Division (current position)</p>	60,600
<p>(Reasons for nomination as candidate for Director)</p> <p>Masayuki Yamazaki is in charge of mainly Solutions Business of the Group, taking advantage of his extensive experience, and he appropriately promotes important business execution, management decision-making and supervision as a Director overseeing M&A strategies based on the medium- to long-term vision, Group Officer CMAO (Chief M&A Officer). The Company proposes his continued election as Director as an appropriate person to achieve the Group's sustainable growth and enhancement of corporate value over the medium to long term.</p>			
4	Yasunori Sugimoto (June 16, 1965) Reelection Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%)	<p>Apr. 1988 Joined the Company</p> <p>Apr. 2012 Corporate Officer and in charge of Solutions Business</p> <p>May 2013 Director, Corporate Officer, and General Manager of Direct Marketing for Solution of Direct Marketing Headquarter</p> <p>Nov. 2016 Corporate Officer and General Manager of Corporate Management Department</p> <p>Apr. 2019 Corporate Officer, PRS of Group Jurisdiction Business and General Manager of Corporate Management Department</p> <p>May 2019 Director, Corporate Officer, PRS of Group Jurisdiction Business and General Manager of Corporate Management Department</p> <p>Apr. 2022 Director, Group Officer CAO, and PRS of Group Jurisdiction Business and General Manager of Corporate Management Department (current position)</p>	72,400
<p>(Reasons for nomination as candidate for Director)</p> <p>Yasunori Sugimoto is in charge of a wide range of administrative departments including corporate planning, legal affairs, accounting and human resources, and logistics departments, taking advantage of various types of business experience he has had in the Group since joining the Company in 1988, and he appropriately promotes important business execution, management decision-making, and supervision as Director, Group Officer CAO (Chief Administrative Officer), and General Manager of the Corporate Management Department. The Company proposes his continued election as Director as an appropriate person to achieve the Group's sustainable growth and enhancement of corporate value over the medium to long term.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Keisuke Marui (October 3, 1976) New election	<p>Apr. 1988 Joined Chorin</p> <p>Apr. 2005 Joined Scroll360 Corporation</p> <p>May 2017 Director, President of T&M Co., Ltd. Director, President of NaturaPurify Institute CO., LTD.</p> <p>Apr. 2023 Segment Officer of Solutions Business of the Company Director, Executive Vice President of Scroll360 Corporation</p> <p>Apr. 2024 Group Officer and Acting PRS of Solutions Business of the Company Director, President of Scroll360 Corporation</p> <p>Apr. 2026 Group Officer CSO and Acting PRS of Solutions Business of the Company Director and President of Scroll360 Corporation (current position)</p>	14,300
<p>(Reasons for nomination as candidate for Director)</p> <p>Keisuke Marui is in charge of the rapidly-growing Solutions Business, a core business of the Group, taking advantage of various types of business experience he has had in the Group since joining in 2005, and he strategically promotes the expansion of the Company's business domains through dynamic execution of business operations as Group Officer CSO (Chief Strategy Officer), and Director and President of a subsidiary of the Company. The Company proposes his election as Director as an appropriate person to achieve the Group's sustainable growth and enhancement of corporate value over the medium to long term.</p>			

- Notes:
- The criteria for judging the importance of "Significant concurrent positions outside the Company" are based on the importance of the duties the person is in charge of at the concurrent positions, the time spent on those duties, and other factors.
 - Hiroaki Sato concurrently serves as Director of Cynosura, Inc., and there are minimal transactions based on a business consignment agreement between Cynosura, Inc. and the Company and its subsidiary, amounting to less than 1% of the consolidated sales of the Company.
 - There is no special interest between any of other candidates and the Company.
 - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3 of the Companies Act, with all of the Directors as the insureds. The directors and officers liability insurance policy shall indemnify legal compensation for damages, expenses of disputes, etc. to be borne by the insured; if candidates are appointed as Director, they shall be the insured under the directors and officers liability insurance policy. The Company plans to renew the directors and officers liability insurance policy with the same content during the term of office.
 - With the aims of strengthening the supervisory function of the Board of Directors, expediting management decision-making, clarifying authority and responsibility through the separation of business execution, and strengthening business execution response capabilities, the Company has introduced the Officer system, and selected Group Officers and Segment Officers. Moreover, the Company has appointed Group Chief Officers (CxOs) from among the Group Officers to serve as the chief supervisors for specific functions for the overall Group and further strengthen business execution functions across the Group.
 - Current trade names are presented only for companies where concurrent positions are held as well as for the Group companies in the career summaries for each candidate.
 - The process for nominating candidates for Director is as follows:
In response to a consultation by the Board of Directors, the Nomination and Compensation Committee submits a report on the nomination of each candidate, in accordance with the basic standard requirements for candidates for Director and the criteria set by the Nomination and Compensation Committee. The Board of Directors decides candidates based on the report of the Nomination and Compensation Committee. The Nomination and Compensation Committee is chaired by Outside Director Tsukasa Murase and is composed with a majority of Outside Directors.
 - The skill matrix used as the criteria set by the Nomination and Compensation Committee is as in the table on page 14.

Proposal No.2 Election of Six Directors Who Are Audit and Supervisory Committee Members

The terms of office of all six Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of six Directors who are Audit and Supervisory Committee Members.

This proposal has received the approval of the Audit and Supervisory Committee.

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

Candidate No.	Name	Candidate attributes	Tenure as Outside Director	Attendance at Board of Directors meetings (FY2025)	Attendance at meetings of the Audit and Supervisory Committee (FY2025)
1	Masanori Miyagi	Reelection Outside Director, Independent Officer	6 years	13 out of 14 93%	13 out of 14 93%
2	Takayuki Miyabe	Reelection Outside Director, Independent Officer	10 years	14 out of 14 100%	14 out of 14 100%
3	Itsuro Hitosugi	Reelection Outside Director, Independent Officer	4 years	14 out of 14 100%	14 out of 14 100%
4	Akiko Ono	Reelection Outside Director, Independent Officer	4 years	14 out of 14 100%	14 out of 14 100%
5	Chiseko Baba	Reelection Outside Director, Independent Officer	2 years	14 out of 14 100%	14 out of 14 100%
6	Aki Onishi	New election Outside Director, Independent Officer	–	–	–

Note: The tenures of Masanori Miyagi, Takayuki Miyabe, Itsuro Hitosugi, Akiko Ono, and Chiseko Baba who are candidates for Outside Director, are stated based on their information as Audit and Supervisory Committee Members as of the conclusion of this General Meeting of Shareholders.

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Masanori Miyagi (June 15, 1967) Reelection Attendance at Board of Directors meetings 13 out of 14 (Attendance: 93%) Attendance at meetings of the Audit and Supervisory Committee 13 out of 14 (Attendance: 93%)	Apr. 1991 Joined TOHO Chemical Industry Co., Ltd. May 2005 Joined Right Management Japan Inc. July 2008 Joined KPMG AZSA LLC Aug. 2014 Joined KPMG Consulting Co., Ltd Sept. 2019 Director of Flexas Seven Co., Ltd May 2020 Outside Director (Audit and Supervisory Committee Member) of the Company (current position) Sept. 2020 Senior Advisor of KPMG Consulting Co., Ltd. Nov. 2020 Partner of Flexas Seven Co., Ltd. Sept. 2021 Representative of HRTF (current position) (Significant concurrent positions outside the Company) Representative of HRTF	3,500
(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and summary of expected roles) Masanori Miyagi has sufficient insight to oversee corporate management focusing on human resources, labor, and corporate governance-related issues in a wide range of industries based on his work experience at a major manufacturer and several management consulting firms. Taking advantage of such insight, he is expected to provide supervision and advice on the reinforcement, enhancement, etc. of the governance system in accordance with amendments to laws and regulations and the Corporate Governance Code. Accordingly, the Company proposes that he continue to be elected as an Outside Director (Audit and Supervisory Committee Member).			
2	Takayuki Miyabe (August 22, 1951) Reelection Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%) Attendance at meetings of the Audit and Supervisory Committee 14 out of 14 (Attendance: 100%)	Apr. 1975 Joined Sumitomo Corporation Sept. 1986 Seconded to Otto-Sumisho Inc. May 2000 Director and Director of Otto-Sumisho Inc. May 2001 Representative Director and President of Eddie Bauer Japan Inc. Feb. 2007 Representative Director, Chairman, and President of Otto-Sumisho Inc. Representative Director and Chairman of Eddie Bauer Japan Inc. Nov. 2012 Representative Director and President of L&S Corporation May 2016 Outside Director (Audit and Supervisory Committee Member) of the Company (current position)	6,600
(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and summary of expected roles) Takayuki Miyabe has long been involved in the management of non-store operations and store operations of clothing, general merchandise, furniture, etc., and has experience in overseas production and import practices as well as sufficient insight to oversee corporate management. Taking advantage of such insight, he is expected to provide supervision and advice on the initiatives, etc. for the business execution system and management issues of the Company. Accordingly, the Company proposes that he continue to be elected as an Outside Director (Audit and Supervisory Committee Member).			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	<p data-bbox="363 517 512 611">Itsuro Hitosugi (June 15, 1956) Reelection</p> <p data-bbox="325 647 555 768">Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%)</p> <p data-bbox="293 804 584 960">Attendance at meetings of the Audit and Supervisory Committee 14 out of 14 (Attendance: 100%)</p>	<p data-bbox="612 264 715 286">Apr. 1980</p> <p data-bbox="612 300 715 322">June 2005</p> <p data-bbox="612 336 715 358">June 2008</p> <p data-bbox="612 394 715 416">June 2009</p> <p data-bbox="612 497 715 519">June 2012</p> <p data-bbox="612 600 715 622">June 2014</p> <p data-bbox="612 703 715 725">June 2015</p> <p data-bbox="612 784 715 806">June 2017</p> <p data-bbox="612 864 715 887">June 2021</p> <p data-bbox="612 922 715 945">Nov. 2021</p> <p data-bbox="612 1025 715 1048">May 2022</p> <p data-bbox="612 1128 715 1151">Apr. 2024</p> <p data-bbox="772 264 1241 1216"> Joined The Shizuoka Bank, Ltd. Senior General Manager of Kakegawa Branch Executive Officer and General Manager of Corporate Planning Dept. Senior Executive Officer, General Manager of Metropolitan Business Unit and General Manager of Tokyo Branch Director & Senior Executive Officer and Vice General Manager of Banking Division in charge of sales and marketing Director & Senior Executive Officer and Vice General Manager of Banking Division in charge of sales, marketing and operations Director & Senior Executive Officer, Chairman of Committee of Administrative Supervision and in charge of Audit Dept. President of Shizuoka Economic Research Institute Ltd. Advisor to Shizuoka Economic Research Institute Ltd. Outside Audit & Supervisory Board Member of Fuji Urban Development Company (part time) (current position) Outside Director (Audit and Supervisory Committee Member) of the Company (current position) Outside Audit & Supervisory Board Member of KIUCHI construction Co., Ltd. (part time) (current position) </p>	2,300
<p data-bbox="277 1223 1449 1283">(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and summary of expected roles)</p> <p data-bbox="277 1290 1449 1406">Itsuro Hitosugi has experience at a financial institution and a think tank as well as sufficient insight to oversee finance, accounting, and overall corporate management. Taking advantage of such insight, he is expected to provide supervision and advice on overall corporate business management, especially focusing on finance and accounting. Accordingly, the Company proposes that he continue to be elected as an Outside Director (Audit and Supervisory Committee Member).</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	<p style="text-align: center;">Akiko Ono (June 9, 1973) Reelection</p> <p>Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%)</p> <p>Attendance at meetings of the Audit and Supervisory Committee 14 out of 14 (Attendance: 100%)</p>	<p>Oct. 1995 Joined Tohmatsu & Co.</p> <p>Sept. 2002 Representative of Nakajima Certified Public Accountants Office</p> <p>Sept. 2005 Director of Brain Link Corporation</p> <p>Apr. 2008 Vice President of GCA Savvian Corporation</p> <p>Jan. 2011 Seconded to @Stream Corporation (Manager)</p> <p>June 2013 Representative of Ono Certified Public Accountants Office (current position)</p> <p>May 2022 Outside Director (Audit and Supervisory Committee Member) of the Company (current position)</p> <p>June 2024 Outside Auditor of Daiichi Jitsugyo Co., Ltd.</p> <p>Mar. 2025 Representative Partner of Brain Link LLC (current position)</p> <p>June 2025 Outside Director of Daiichi Jitsugyo Co., Ltd. (Audit and Supervisory Committee Member) (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Representative of Ono Certified Public Accountants Office</p> <p>Outside Director of Daiichi Jitsugyo Co., Ltd. (Audit and Supervisory Committee Member)</p> <p>Representative Partner of Brain Link LLC</p>	2,300
<p>(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and summary of expected roles)</p> <p>Akiko Ono has experience working at an audit firm and private companies, and she has insight in corporate evaluation, etc. in M&As, etc. She is also a certified public accountant, through which she has built up considerable insight into the oversight of financial matters, accounting, and other general business operations. Taking advantage of such insight, she is expected to provide supervision and advice especially on finance, taxation and corporate business management. Based on the above reasons, the Company proposes that she continue to be elected as an Outside Director (Audit and Supervisory Committee Member).</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Chiseko Baba (November 23, 1968) Reelection Attendance at Board of Directors meetings 14 out of 14 (Attendance: 100%) Attendance at meetings of the Audit and Supervisory Committee 14 out of 14 (Attendance: 100%)	Apr. 1991 Joined TOKYU DEPARTMENT STORE CO., LTD Apr. 2013 Parts & Beauty Supervising Manager from B1F to 2F at Shibuya Hikarie ShinQs Aug. 2016 Food Gifts Supervising Buyer in Food Products Management Division of Head Office Feb. 2018 Manager of Tokyuu Food Show at Futako Tamagawa Rise Apr. 2020 Manager of Shibuya Hikarie ShinQs June 2023 Cooperative Researcher at Toyama Re-Design Lab, affiliated with University of Toyama May 2024 Outside Director (Audit and Supervisory Committee Member) of the Company (current position) Oct. 2024 Director of Terra Insight CO., LTD. (current position) (Significant concurrent positions outside the Company) Director of Terra Insight CO., LTD.	900
(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and summary of expected roles) Chiseko Baba possesses a broad understanding of retail and marketing, and of human resource development through her experience working in the operations and management of clothing, general goods, and cosmetics stores. She has also developed considerable insight into the oversight of business management operations. Taking advantage of such insight, she is expected to provide supervision and advice on the general management of the Company and the implementation of human resource policies. Based on the above reasons, the Company proposes that she continue to be elected as an Outside Director (Audit and Supervisory Committee Member).			
6	Aki Onishi (November 12, 1979) New election	Apr. 2003 Joined Mizuho Information and Research Institute, Inc. Jan. 2008 Joined ABeam Consulting Ltd. Nov. 2011 Launched Vert Consulting Ltd Oct. 2015 Director of IT Advisory Association Feb. 2016 Representative Director of Vert Consulting Ltd (current position) Apr. 2021 Joined Information and Communications Technology Strategic Office of the Cabinet Secretariat Sept. 2021 Digital Advisor of Japan Fair Trade Commission Digital Advisor of Ministry of Internal Affairs and Communications Project Manager Unit of Digital Agency (current position) (Significant concurrent positions outside the Company) Representative Director of Vert Consulting Ltd	0
(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and summary of expected roles) Aki Onishi manages a DX-related consulting business, and has experience participating in projects led by the Digital Agency as well as in providing consulting services to several other businesses. She also possesses considerable insight into the oversight of business management operations. The Company expects her to leverage this insight in providing oversight and advice regarding efforts to promote DX within the Group and to strengthen its infrastructure. Based on the above reasons, the Company proposes her election as a new Outside Director (Audit and Supervisory Committee Member).			

- Notes:
1. The Company had transactions with Masanori Miyagi, Representative of HRTE, based on an outsourcing agreement to support human resource initiatives (the agreement expired on March 31, 2026), while the remuneration paid during the current fiscal year was minimal at 10 million yen.
 2. There is no special interest between any of other candidates and the Company.
 3. Masanori Miyagi, Takayuki Miyabe, , Itsuro Hitosugi, Akiko Ono, Chiseko Baba and Aki Onishi are candidates for Outside Director.
 4. The Company has submitted notification to the Tokyo Stock Exchange declaring that Masanori Miyagi, Takayuki Miyabe, , Itsuro Hitosugi, Akiko Ono and Chiseko Baba are independent officers as provided for by the aforementioned exchange. If this proposal is approved as originally proposed, these five persons will continue to be independent officers and Aki Onishi will be newly submitted for notification as an independent officer.
 5. Until June 2017, Itsuro Hitosugi was a Director of The Shizuoka Bank, Ltd., which is a specified affiliated business operator of the Company.
 6. Pursuant to Article 427, paragraph (1) of the Companies Act and the Company's Articles of Incorporation, the Company has entered into agreements with Masanori Miyagi, Takayuki Miyabe, Itsuro Hitosugi, Akiko Ono and Chiseko Baba to limit their liability for damages pursuant to Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under such agreements is the minimum liability amount stipulated in Article 425, paragraph (1) of the same Act. If the reelection of these five persons is approved, the Company plans to continue such agreements with these five persons. In addition, if the election of Aki Onishi is approved, the Company plans to enter into liability limitation agreements with the same content.
 7. The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3 of the Companies Act, with all of the Directors as the insureds. The directors and officers liability insurance policy covers statutory compensation for damages, litigation expenses and other such outlays that an insured party may incur. Accordingly, if a respective candidate assumes office as a Director who is an Audit and Supervisory Committee Member, they will be included as an insured party under the directors and officers liability insurance policy. The Company plans to renew the directors and officers liability insurance policy with the same content during the term of office.
 8. For the names of companies listed in the significant concurrent positions outside the Company for each candidate, only the current trade names are used.
 9. The process for nominating candidates for Directors who are Audit and Supervisory Committee Members is as follows: In response to a consultation by the Board of Directors, the Nomination and Compensation Committee submits a report on the nomination of each candidate, in accordance with the basic standard requirements for candidates for Director and the criteria set by the Nomination and Compensation Committee. The Board of Directors decides candidates based on the report of the Nomination and Compensation Committee.
 10. The skill matrix used as the criteria set by the Nomination and Compensation Committee is as in the table on page 14.

[Reference]

The skills required of Directors and the composition of the Board of Directors for achieving our purpose (purpose of existence), vision, and mission as we aim for sustainable growth and enhancement of corporate value over the medium to long term, are referred to the tables below. Skills are selected by identifying the skills required to implement the Company’s management strategy, organized into skills involving material business activities (decision-making and business execution skills), and foundational skills supporting said activities (management, supervision, and monitoring skills).

1. Skill description and reasons for selection

Skill		Skill description	Reason for selection
Corporate Management		Knowledge based on management experience at a listed company, or another company of a certain size, or management experience as a Representative Director	This skill is essential to realize the stated purpose, vision, or mission of the Company, and enhance corporate value over the medium- to long-term.
Growth Strategy, M&A, Finance & Accounting		The skill to formulate strategies and discern insights in view of the shrinking domestic market, and to quantify and ascertain synergies with acquisition targets	This skill is essential to achieve the business alignment necessary to achieve sustainable growth, and to evaluate the optimal business portfolio.
Logistics & Sales		Deep insight into the business environment and trends surrounding the logistics industry, and the skill to build relationships with business partners and grow market share	This skill is essential to promote the solutions business, a growth field.
Marketing & SCM		The skill to create added value in retail products, and to realize a global purchase, manufacturing, and procurement chain	This skill is essential to capture the needs of the co-op and EC market, and ensure profitability through capacity-driven sourcing.
Systems & ICT		Expertise in systems development, utilization, and protection, including ICT, network, and information security	This knowledge is essential to properly implement technology platforms and generate innovation related to information systems.
E	Environment & Materials	Broad ranging knowledge and insight on the environment, and environmentally-friendly materials and manufacturing methods	This knowledge is essential for reducing catalog paper materials and plastic materials, and for promoting the development of products tied to SDGs.
S	CSR & Human Resource Development	An understanding of social trends and social contribution, and knowledge of diversity and human resource development	Diverse human resources that reflect social needs and employee skills development are essential to achieving sustainable growth.
G	Risk Management & Legal Affairs	Keen insight of legal regulations, internal controls and other matters of governance, and the skill to assess and control risk	This skill is essential to implement proper corporate governance and risk assessment, and to build compliance systems.

2. Skill matrix

Name [Attribute]	Tenure	Age	Gender	Corporate Management	Growth Strategy, M&A, Finance & Accounting	Logistics & Sales	Marketing & SCM
Executive Director	Tomohisa Tsurumi	13	60	Male	◎	○	◎
	Hiroaki Sato	11	54	Male	○	◎	◎
	Masayuki Yamazaki	9	62	Male	○	◎	○
	Yasunori Sugimoto	7	60	Male	○	◎	◎
	Keisuke Marui	–	49	Male	○	◎	◎
Directors who are Audit and Supervisory Committee Members	Masanori Miyagi [Outside and independent]	6	58	Male		◎	○
	Takayuki Miyabe [Outside and independent]	10	74	Male	◎	○	◎
	Itsuro Hitosugi [Outside and independent]	4	69	Male	◎	◎	
	Akiko Ono [Outside and independent]	4	52	Female		◎	○
	Chiseko Baba [Outside and independent]	2	57	Female		○	◎
	Aki Onishi [Outside and independent]	–	46	Female	◎	◎	

Name [Attribute]	Systems & ICT	E	S	G
		Environment & Materials	CSR & Human Resource Development	Risk Management & Legal Affairs
Executive Director	Tomohisa Tsurumi		○	◎
	Hiroaki Sato	◎		
	Masayuki Yamazaki			○
	Yasunori Sugimoto		◎	◎
	Keisuke Marui	◎		
Directors who are Audit and Supervisory Committee Members	Masanori Miyagi [Outside and independent]		○	◎
	Takayuki Miyabe [Outside and independent]			◎
	Itsuro Hitosugi [Outside and independent]		○	◎
	Akiko Ono [Outside and independent]		○	◎
	Chiseko Baba [Outside and independent]		◎	◎
	Aki Onishi [Outside and independent]	◎		○

- Notes:
1. Specialist skills are marked by a double circle (◎) and skills are marked by a circle (○) in the table.
 2. The tenures and ages listed are accurate as of the conclusion of this General Meeting of Shareholders.
 3. This table shows the Board of Directors system if Proposal No. 1 “Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)” and Proposal No.2 “Election of Six Directors Who Are Audit and Supervisory Committee Members” are approved and adopted as proposed, and the candidates assume office as Directors.

Proposal No. 3 Revision of the Amount of Remuneration for Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Regarding the amount of remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members), the 65th Ordinary General Meeting of Shareholders held on June 20, 2006 approved the monthly amount of up to 20 million yen, and the 75th Ordinary General Meeting of Shareholders held on May 27, 2016 once again approved the monthly amount of up to 20 million yen (excluding the employee portion of the salary of Directors (excluding Directors who are Audit and Supervisory Committee Members)) in line with the transition to a company with an audit and supervisory committee. Subsequently, the 82nd Ordinary General Meeting of Shareholders held on May 31, 2023 approved the annual amount of up to 240 million yen (excluding the employee portion of the salary of Directors who concurrently serve as employees), without changing the maximum annual amount, in conjunction with the introduction of the performance-linked remuneration plan for Directors (excluding Directors who are Audit and Supervisory Committee Members), which has been effective up until the present.

If Proposal No. 1 is approved as proposed by this Ordinary General Meeting of Shareholders, the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) will increase by one to five. Furthermore, in light of factors such as the economic situation, including the recent fluctuations in prices, the remuneration standards of other companies, the changes in the management environment, and the increase in the duties and responsibilities of Directors, the Company proposes to revise the amount of remuneration of Directors (excluding Directors who are Audit and Supervisory Committee Members) to an annual amount of up to 360 million yen (excluding the employee portion of the salary of Directors who concurrently serve as employees).

This proposal was decided by the Board of Directors based on the size of the Company's business, the future outlook of the management structure, the Policy on Determining the Details of Compensation, etc. for Individual Directors, and the report of the Nomination and Compensation Committee, among other factors, and accordingly, the Company judges it as appropriate.

There were no particular points raised by the Audit and Supervisory Committee regarding this proposal.

Currently, the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) is four (including 0 Outside Directors), and if Proposal No. 1 is approved by this Ordinary General Meeting of Shareholders, the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) will be five (including 0 Outside Directors).

Proposal No. 4 Revision of the Amount of Remuneration for Directors Who Are Audit and Supervisory Committee Members

Regarding the amount of remuneration for Directors who are Audit and Supervisory Committee Members, the 75th Ordinary General Meeting of Shareholders held on May 27, 2016 approved the monthly amount of up to 8 million yen.

As with the remuneration of Directors (excluding Directors who are Audit and Supervisory Committee Members), to maintain consistency with the presentation of remuneration on an annual basis, and in light of factors including the recent economic situation and the increasing importance of the duties of Directors who are Audit and Supervisory Committee Members in terms of corporate governance, the Company proposes to revise the amount of remuneration of Directors who are Audit and Supervisory Committee Members to an annual amount of up to 100 million yen.

This proposal was decided by the Board of Directors, taking into account the duties and responsibilities of Directors who are Audit and Supervisory Committee Members and the report of the Nomination and Compensation Committee, and accordingly, the Company judges it as appropriate.

Currently, the number of Directors who are Audit and Supervisory Committee Members is six, and if Proposal No. 2 is approved by this Ordinary General Meeting of Shareholders, the number of Directors who are Audit and Supervisory Committee Members will remain six.

Proposal No. 5 Revision of the Remuneration for Granting Restricted Stock to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members and Outside Directors)

Regarding the remuneration for granting restricted stock to Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors, hereinafter referred to as “Eligible Directors”), the 81st Ordinary General Meeting of Shareholders held on May 31, 2022 approved the total annual amount of remuneration of up to 50 million yen and the total annual number of the Company’s common shares to be issued or disposed of up to 50,000 shares.

If Proposal No. 1 is approved as proposed by this Ordinary General Meeting of Shareholders, the number of Eligible Directors will increase by one. Furthermore, in light of the recent rise in the Company’s stock price and the premise of the Policy on Determining the Details of Compensation, etc. for Individual Directors, which aims to continuously provide Eligible Directors with incentives through the payment of remuneration that raises the ratio of variable remuneration without significantly changing fixed remuneration, the Company proposes to revise the total annual amount of remuneration to Eligible Directors to up to 100 million yen and total annual number of the Company’s common shares to be issued or disposed of to up to 80,000 shares. Other than the above revisions, there will be no changes to the details approved by the 81st Ordinary General Meeting of Shareholders held on May 31, 2022 (including the specific details of the restricted stock to be granted to Eligible Directors).

This proposal was decided by the Board of Directors based on the size of the Company's business, the future outlook of the management structure, the Policy on Determining the Details of Compensation, etc. for Individual Directors, and the report of the Nomination and Compensation Committee, among other factors, and accordingly, the Company judges it as appropriate.

There were no particular points raised by the Audit and Supervisory Committee regarding this proposal. Currently, the number of Eligible Directors is four, and if Proposal No. 1 is approved by this Ordinary General Meeting of Shareholders, the number of Eligible Directors will be five.