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Securities code: 4392

March 8, 2024

(Start date of electronic provision of information: March 4, 2024)

**To Shareholders with Voting Rights:**

MURAI Yuji  
President and CEO  
Future Innovation Group, Inc.  
2-5-60, Higashiomichi, Oita-shi,  
Oita, Japan

**NOTICE OF  
THE 6th ANNUAL GENERAL SHAREHOLDERS' MEETING**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 6th Annual General Shareholders' Meeting of Future Innovation Group, Inc. (the "Company") will be held as described below.

Convocation of this Annual General Shareholders' Meeting is being performed using electronic measures. The issues provided electronically are posted on the "Notice of the 6th Annual General Shareholders' Meeting" and "Other Matters Subjects to Measure for Electronic Provision (Matters Omitted from the Delivered Paper Copy) for the Notice of the 6th Annual General Shareholders' Meeting" on the following Internet website.

**Future Innovation Group website (<https://figinc.swcms.net/ja/ir/stock/meeting.html>)  
(Japanese version only)**

In addition to the above, this information has also been posted on the Tokyo Stock Exchange website. Access the following website and perform a search by entering the issue name (company name) or securities code, selecting "Basic information," and then selecting "Documents for public inspection/PR information" to view the information.

**Tokyo Stock Exchange website  
(<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>)**

If you do not attend in person, you may exercise your voting rights in writing or via the Internet, etc. We ask that you please review the following Reference Documents for the General Shareholders' Meeting and exercise your voting rights no later than 6:00 p.m. on Monday, March 25, 2024.

- 1. Date and Time:** Tuesday, March 26, 2024 at 10:30 a.m. Japan time  
(Reception opens at 10:00 a.m.)
- 2. Place:** Room “Kujaku”  
5th Floor, Hotel Nikko Oita Oasis Tower  
2-48, Takasagomachi, Oita-shi, Oita, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company’s 6th Fiscal Year (January 1, 2023 - December 31, 2023), and results of audits by the Financial Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company’s 6th Fiscal Year (January 1, 2023 - December 31, 2023)
- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Three (3) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 3:** Election of Four (4) Directors Who Are Audit and Supervisory Committee Members
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**[Guide to Exercising Voting Rights]**

- Instead of a shareholder himself/herself **another shareholder** of the Company entitled to exercise voting rights may attend as the proxy. Please be advised that such proxy is required to submit a document certifying authority of the proxy.
- In case of the exercise of voting rights in writing, no indication of approval or disapproval to each of the proposals on the voting rights exercise form shall be deemed as a vote of approval.

**[Requests from the Company]**

- When attending the meeting, please submit the enclosed voting rights exercise form at the reception desk of the meeting venue.
- Please note that any person, other than a shareholder, such as a proxy who is not a shareholder, companion, and child will not be permitted to attend the meeting of shareholders.
- For shareholders who have not requested the delivery of a paper copy, the Company has sent a paper copy containing only the Reference Documents for the General Shareholders’ Meeting in addition to the matters required by laws and regulations.
- Among the matters provided electronically, “Matters Regarding Share Acquisition Rights, Etc., of the Company,” “Matters Regarding a System to Ensure the Appropriateness of Business Activities and the Operating Status Thereof,” “Notes to Consolidated Financial Statements,” and “Notes to Non-consolidated Financial Statements” are not included in the documents sent to shareholders who have requested a paper copy, pursuant to the provisions of laws and regulations and the Company’s Articles of Incorporation. The audit and supervisory committee and the financial auditor have audited the documents that are subject to audit, including the above matters.
- If there are any revisions to the matters provided electronically, a notice of the revisions and the matters before and after the revisions will be posted on the websites where the information is posted.
- FIG Business Strategy session will be held at the same venue after the General Shareholders’ Meeting. We would like to invite all shareholders who have time to continue to participate in this session.

## Information regarding Exercising of Voting Rights

Voting rights for the General Shareholders' Meeting may be exercised using one of the following methods.

<b>If you will not be attending the General Shareholders' Meeting in person</b>		
<b>Voting via the Internet</b>		<b>Voting in writing</b>
<b>Voting using "Smart Vote"</b>	<b>Voting by entering your voting right exercise code and password</b>	
Scan the QR code on the enclosed voting rights exercise form with a smartphone or tablet device.	Access the following voting rights exercise website via a computer, smartphone, or other devices and register your votes for each proposal by following the instructions shown on-screen. Voting rights exercise website: <a href="https://www.web54.net">https://www.web54.net</a>	Indicate your votes for each proposal on the enclosed voting rights exercise form and send it back within the voting deadline.
Voting deadline:	Voting deadline:	Voting deadline:
6:00 p.m. on Monday, March 25, 2024	6:00 p.m. on Monday, March 25, 2024	6:00 p.m. on Monday, March 25, 2024

<b>If you will be attending the General Shareholders' Meeting in person</b>	
Bring the enclosed voting rights exercise form with you and submit it at the reception.	General Shareholders' Meeting date/time: 10:30 a.m. on Tuesday, March 26, 2024

### Important notes regarding exercising of voting rights via the Internet, etc

\* If voting rights are exercised both in writing and via the Internet, the votes cast via the Internet will be given precedence. If votes are provided multiple times via the Internet, or if voting rights are exercised multiple times by computer, smartphone, etc., the votes that were provided last will be given precedence.

# Reference Documents for the General Shareholders' Meeting

## Proposals and References

### Proposal 1: Appropriation of Surplus

#### Matters concerning year-end dividends

The Company recognizes returning profits to its shareholders as one of its management priorities, and has made it the basic policy to conduct stable dividend payments while securing internal reserves necessary for the future business expansion and the strengthening of the management structure.

Accordingly, the Company proposes to pay the following year-end dividends in comprehensive consideration of its business results for the fiscal year under review and other factors.

- (1) Type of dividend property  
Cash
- (2) Matters concerning the allotment of dividend property to shareholders and the total amount thereof  
5 yen per share of common stock of the Company  
Total amount: 150,872,595 yen
- (3) Effective date of distribution of surplus  
Wednesday, March 27, 2024

**Proposal 2:** Election of Three (3) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office for all the three (3) Directors (excluding Directors who are audit and supervisory committee members, the same will apply hereunder in this proposal) will expire at the conclusion of this General Shareholders' Meeting. Accordingly, the Company proposes the election of three (3) Directors.

The eligibility of each of the candidates was deliberated by the Nomination and Compensation Committee, a voluntary committee comprised of three independent Outside Directors who are audit and supervisory committee members. The audit and supervisory committee has also judged the nomination procedure appropriate and the candidates eligible for the position of Directors of the Company, upon discussion based on the details of deliberations by the voluntary Nomination and Compensation Committee.

The candidates for Director are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	<p><u>Reappointment</u></p> <p>MURAI Yuji (July 15, 1964)</p>	<p>December 2002 President and CEO of Mobile Create Co., Ltd. (incumbent)</p> <p>June 2010 President and CEO of M.R.L Co., Ltd.</p> <p>June 2015 Director of ciDrone Co., Ltd. (currently ciRobotics Co., Ltd.)</p> <p>June 2015 Director of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.) (incumbent)</p> <p>November 2016 Director of OPTSP CO. LTD</p> <p>April 2018 Representative Director and Chairman of Tran Corporation</p> <p>July 2018 President and CEO of the Company (incumbent)</p> <p>December 2019 Director of KTS Co., Ltd. (incumbent)</p> <p>March 2022 Director of TAKUMI Co., Ltd. (incumbent)</p>	125,800
<p>[Reason for the nomination as a candidate]</p> <p>Mr. MURAI Yuji in quality of founder of Mobile Create Co., Ltd., one of FIG Group's core companies, has a throughout experience in a wide range of areas, in addition to an abundant knowledge as business manager. He assumed the office of President and CEO of the Company upon its foundation in July 2018.</p> <p>Mr. MURAI has been elected since the Company judged that he will continue to give his contribution to sustaining growth and enhancing corporate values over the medium to long term with his strong leadership having he driven the Group's growth and abilities of having demonstrated decision-making and execution abilities backed by his track record of achievements.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	<div data-bbox="193 882 368 913" style="border: 1px solid black; padding: 2px;">Reappointment</div> <div data-bbox="201 1016 421 1077">KIBE Kazuhisa (October 21, 1971)</div>	<p>February 2007    Joined SATO BENE Co., Ltd. as General Manager, Accounting Division</p> <p>July 2009        General Manager, Administration Division of SATO BENE Co., Ltd.</p> <p>November 2012    Joined Mobile Create Co., Ltd. as Manager, Accounting Section</p> <p>July 2013         Manager, Management Planning Section, and Manager, Accounting Section of Mobile Create Co., Ltd.</p> <p>November 2013    Auditor of Okinawa IC Card Co., Ltd. (incumbent)</p> <p>December 2014    Director of Tran Corporation (incumbent)</p> <p>June 2015         General Manager, Administration Division of Mobile Create Co., Ltd.</p> <p>June 2015         Director of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.)</p> <p>August 2015       Director of M.R.L Co., Ltd. (incumbent)</p> <p>August 2015       Director and General Manager, Administration Division of Mobile Create Co., Ltd.</p> <p>October 2015      CFO of Mobile Create USA, Inc. (incumbent)</p> <p>June 2016         Director and Manager, Management Planning Office of Mobile Create Co., Ltd.</p> <p>June 2016         Director of InfoTrack Telematics Pte. Ltd.</p> <p>November 2016    Director of OPTSP CO. LTD</p> <p>July 2018         Director and Manager, Management Planning Office of the Company</p> <p>February 2019     Director and Manager, President's Office of the Company</p> <p>February 2019     Director and General Manager, Sales Division of Mobile Create Co., Ltd.</p> <p>March 2020        Director and Executive Officer, and General Manager, Sales Division of Mobile Create Co., Ltd.</p> <p>March 2020        Director and Executive Officer, and Manager, President's Office of the Company</p> <p>March 2021        President and CEO of Okinawa Mobile Create Co., Ltd.</p> <p>March 2021        Director and Managing Executive Officer, and Manager, President's Office of the Company</p> <p>April 2022         Director and Managing Executive Officer, and General Manager, Corporate Planning Division of the Company (incumbent)</p> <p>April 2022         Director and Executive Officer of Mobile Create Co., Ltd. (incumbent)</p> <p>August 2022       Director of TAKUMI Co., Ltd. (incumbent)</p> <p>March 2023        Director of PrimeCast Co.,Ltd. (incumbent)</p>	21,900
<p>[Reason for the nomination as a candidate]</p> <p>Mr. KIBE Kazuhisa has held a number of important positions at the administration department and the management planning department since he joined Mobile Create Co., Ltd., one of the Group's core companies. He assumed the office of Director of the Company upon its foundation in July 2018 and has served as General Manager of Corporate Planning Division since April 2022. Mr. KIBE has been elected as the Company judged that he will make a significant contribution to the improvement of the Group's corporate value by leveraging his highly professional knowledge and experience as a Director of the Company in charge of the public relations and investor relations department.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	<p>ACHIWA Takanori (February 9, 1962)</p> <p>Reappointment</p>	<p>April 1985      Joined THE OITA BANK, LTD.</p> <p>March 2007    General Manager, Ozai Branch Office of THE OITA BANK, LTD.</p> <p>July 2011      Representative Director of Oita Venture Capital, co., ltd.</p> <p>June 2014      General Manager, Corporate Sales Support Division of THE OITA BANK, LTD.</p> <p>June 2015      Executive Officer and General Manager, Corporate Sales Support Division of THE OITA BANK, LTD.</p> <p>June 2016      Executive Officer and General Manager, Beppu Branch Office of THE OITA BANK, LTD.</p> <p>July 2017      Joined Mobile Create Co., Ltd. as Counselor</p> <p>July 2017      Manager, Management Planning Office of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.)</p> <p>March 2018    Director and Manager, Management Planning Office of ISHII TOOL &amp; ENGINEERING CORPORATION</p> <p>July 2018      Director of Mobile Create Co., Ltd.</p> <p>August 2018   General Manager, Group Supervisory Division of the Company</p> <p>February 2019 Director and Manager, Management Planning Office of Mobile Create Co., Ltd.</p> <p>February 2019 Director of ciRobotics Co., Ltd. (incumbent)</p> <p>March 2019    Director and General Manager, Group Supervisory Division of the Company</p> <p>December 2019 Director of KTS Co., Ltd. (incumbent)</p> <p>February 2020 Director of OPTSP CO. LTD (incumbent)</p> <p>March 2020    Executive Director and Manager, Management Planning Office of Mobile Create Co., Ltd. (incumbent)</p> <p>March 2020    Director and Executive Officer, and Manager, Management Planning Office of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.)</p> <p>March 2020    Director and Executive Officer, and General Manager, Group Supervisory Division of the Company</p> <p>March 2021    Director and Managing Executive Officer, and Manager, Management Planning Office of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.) (incumbent)</p> <p>March 2021    Director and Managing Executive Officer, and General Manager, Group Supervisory Division of the Company</p> <p>March 2022    Director of Okinawa Mobile Create Co., Ltd. (incumbent)</p> <p>April 2022     Director and Managing Executive Officer, and General Manager, Group Administration Division of the Company (incumbent)</p> <p>August 2022   President and CEO of TAKUMI Co., Ltd. (incumbent)</p>	15,900

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3		<p>[Reason for the nomination as a candidate]</p> <p>Mr. ACHIWA Takanori has abundant experience and extensive knowledge having been engaged in financial and other institutions over the years. He has held a number of important positions at the management planning department since he joined ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.), one of the Group's core companies. He became General Manager of the Group Supervisory Division of the Company upon its foundation in July 2018, assumed the office of Director in March 2019, and has served as General Manager of the Group Administration Division since April 2022. Mr. ACHIWA has been elected as the Company judged that he will make a significant contribution to the improvement of the Group's corporate values by leveraging his abundant experience and the high level of knowledge he gained at the financial institutions.</p>	

- Notes:
1. There are no special interests between any of the candidates and the Company.
  2. In order to secure top-class human resources and prevent the execution of duties from losing vigor, the Company has entered into a directors and officers liability insurance agreement, the content of which is outlined below and plans to renew it in August 2023. If the election of the candidates for Director in this proposal is approved, and if these candidates assume the office of Director, they will become the insured under the insurance agreement.  
[Outline of the content of the insurance agreement]
    - (1) Actual ratio of premiums paid by the insured  
The premiums, including rider premiums, are paid by the Company. Therefore, the insured does not actually bear the premiums.
    - (2) Outline of events insured against  
The policy, together with riders, will cover damages that may arise due to the insured directors and officers assuming liability for the execution of their duties or receiving a claim related to the pursuit of such liability. However, there are certain exemptions, such as in case of actions taken with the knowledge that such actions are in violation of laws and regulations.
    - (3) Measures to ensure that the appropriateness of duties performed by directors and officers  
The agreement has a provision of deductibles, and the total amount paid out under the policy for damages will be reduced by the amount of the deductible.



**Proposal 3: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members**

The terms of office for all the four (4) Directors who are audit and supervisory committee members will expire at the conclusion of this General Shareholders' Meeting. Accordingly, the Company proposes the election of four (4) Directors who are audit and supervisory committee members.

The Company has obtained approval for this proposal from the audit and supervisory committee.

The candidates for Director who are audit and supervisory committee member are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	<div data-bbox="193 786 400 819" style="border: 1px solid black; padding: 2px;">New appointment</div> <p data-bbox="204 920 435 981">SATO Kazuhiko (December 1, 1947)</p>	<p data-bbox="470 551 600 577">April 1971</p> <p data-bbox="470 584 600 611">July 2002</p> <p data-bbox="470 647 600 674">June 2009</p> <p data-bbox="470 710 655 736">November 2011</p> <p data-bbox="470 772 628 799">January 2012</p> <p data-bbox="470 835 587 862">July 2013</p> <p data-bbox="470 869 592 896">June 2015</p> <p data-bbox="470 902 592 929">June 2015</p> <p data-bbox="470 999 587 1025">July 2018</p> <p data-bbox="470 1032 612 1059">March 2020</p> <p data-bbox="470 1128 612 1155">March 2020</p> <p data-bbox="470 1191 600 1218">April 2022</p> <p data-bbox="692 551 1278 1218">                     Joined THE OITA BANK, LTD.                      Director and General Manager of Daigin Accounting Services, Ltd.                      President and CEO of Daigin Accounting Services, Ltd.                      Joined Mobile Create Co., Ltd. as General Manager, Administration Division                      Director and General Manager, Administration Division of Mobile Create Co., Ltd.                      Director of M.R.L Co., Ltd.                      Director of Mobile Create Co., Ltd.                      President and CEO of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.)                      Director of the Company                      Director and Chairman of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.)                      Director and Senior Managing Executive Officer of the Company                      Counselor of the Company (incumbent)                 </p>	53,500
<p data-bbox="193 1234 679 1261">[Reason for the nomination as a candidate]</p> <p data-bbox="193 1267 1466 1447">Mr. SATO Kazuhiko has held a number of important positions at the administration department since he joined Mobile Create Co., Ltd., one of the Group's core companies. He assumed the office of President and CEO of ISHII TOOL &amp; ENGINEERING CORPORATION (currently Realize Inc.), another core company of the Group, in June 2015, and the Company's Director and Senior Managing Executive Officer in March 2020. Mr. SATO has been elected as the Company judged that he will utilize his abundant experience and the high level of knowledge he has cultivated in audits and enhancing governance of the Group.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held	
2	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>  YAMADA Koji (September 29, 1955)	April 1979	Joined Oita Propane Gas Co., Ltd. (currently Daipro Co., Ltd.)	4,000
		April 1993	Director and General Manager, Sales Division of Daipro Co., Ltd.	
		October 1996	Director and Vice President of Daipro Co., Ltd.	
		April 1997	Representative Director and President of Daipro Co., Ltd.	
		May 2013	Chairman of the Oita Prefecture LP Gas Association (incumbent)	
		August 2014	Director of Mobile Create Co., Ltd.	
		August 2016	Director (Audit and supervisory committee member) of Mobile Create Co., Ltd.	
		July 2018	Director (Audit and supervisory committee member) of the Company (incumbent)	
3	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>  WATANABE Sadayoshi (March 26, 1956)	April 1980	Joined the Tokyo Regional Taxation Bureau	-
		July 2010	District Director of the Suginami Tax Office	
		July 2011	Director, Task Force Division, First Taxation Department of the Tokyo Regional Taxation Bureau	
		July 2012	Director, Property Taxation Division, First Taxation Department of the Tokyo Regional Taxation Bureau	
		July 2013	Chief Internal Inspector, Commissioner's Secretariat of National Tax Agency	
		July 2015	Regional Commissioner of Kumamoto Regional Taxation Bureau	
		August 2016	Director (Audit and supervisory committee member) of Mobile Create Co., Ltd.	
		August 2016	Director of Watanabe Sadayoshi Tax Accountant Office (incumbent)	
July 2018	Director (Audit and supervisory committee member) of the Company (incumbent)			
March 2019	Outside Auditor of STI Foods Holdings, Inc. (incumbent)			
<p>[Reason for the nomination as a candidate and overview of expected roles]</p> <p>Mr. YAMADA Koji has abundant experience and a high level of knowledge as a business manager over the years. The Company has nominated him as a candidate for Director who is an audit and supervisory committee member as it judged that he is a person who can be expected to utilize his knowledge and experience cultivated thus far in enhancing the decision-making function and the effectiveness of the supervisory function of the Board of Directors from a standpoint independent of corporate management.</p>				
<p>[Reason for the nomination as a candidate and overview of expected roles]</p> <p>Mr. WATANABE Sadayoshi has experience working for the National Tax Agency over the years, expertise as a certified public tax accountant, and abundant knowledge of finance and accounting. Although he does not have experience of engaging in corporate management other than as an outside director, the Company has nominated him as a candidate for Director who is an audit and supervisory committee member as it judged that he is a person who can be expected to utilize his knowledge and experience cultivated thus far in enhancing the decision-making function and the effectiveness of the supervisory function of the Board of Directors from a standpoint independent of corporate management.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	<div style="border: 1px solid black; padding: 2px; width: fit-content;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; width: fit-content;">Outside</div> <div style="border: 1px solid black; padding: 2px; width: fit-content;">Independent</div> ORO Sachiko (January 20, 1978)	April 2001      Joined the Ministry of Agriculture, Forestry and Fisheries March 2003      Resigned from the Ministry of Agriculture, Forestry and Fisheries December 2010    Registered as attorney at law with the Oita Bar Association December 2010    Joined Law Firm AGORA L.P.C. November 2014    Board Member of the special not-for-profit corporation Oita Kodomo Shien Net (network for supporting children in Oita) June 2021          Outside Director (Audit and supervisory committee member) of THE OITA BANK, LTD. (incumbent) March 2022        Director (Audit and supervisory committee member) of the Company (incumbent)	—
<p>[Reason for the nomination as a candidate and overview of expected roles]</p> <p>Ms. ORO Sachiko has a high level of knowledge as an attorney-at-law, as well as legal expertise. Although she does not have experience of engaging in corporate management other than as an outside director, the Company has nominated her as a candidate for Director who is an audit and supervisory committee member as it judged that she is a person who can be expected to utilize her knowledge and experience cultivated thus far in enhancing the decision-making function and the effectiveness of the supervisory function of the Board of Directors from a standpoint independent of corporate management.</p>			

- Notes:
1. There are no special interests between any of the candidates and the Company.
  2. Mr. YAMADA Koji, Mr. WATANABE Sadayoshi and Ms. ORO Sachiko are candidates for Outside Director. Mr. YAMADA Koji and Mr. WATANABE Sadayoshi will have served five years and eight months as Outside Directors who are audit and supervisory committee members at the conclusion of this annual general shareholders' meeting, and Ms. ORO Sachiko will have served two years as Outside Director who is an audit and supervisory committee member at the conclusion of this annual general shareholders' meeting.
  3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into a liability limitation agreement with Mr. YAMADA Koji, Mr. WATANABE Sadayoshi and Ms. ORO Sachiko to limit their liability under Article 423, Paragraph 1 of the same act to the amount specified in laws and regulations. If the re-election of the three candidates is approved, the Company plans to continue the agreement with them. If the election of Mr. SATO Kazuhiko is approved, the Company plans to enter into the agreement with him.
  4. In order to secure top-class human resources and prevent the execution of duties from losing vigor, the Company has entered into a directors and officers liability insurance agreement with an insurance company and plans to renew it in August 2024. If the election of the candidates for Director in this proposal is approved, and if these candidates assume the office of Director, they will become the insured under the insurance agreement. An outline of the content of the insurance agreement is stated in the Business Report, "3. Matters Related to Company Officers (3) Outline of the Content of the Directors and Officers Liability Insurance Agreement(available only in Japanese version)."
  5. Ms. ORO Sachiko is concurrently serving as Outside Director of THE OITA BANK, LTD. The bank is one of the Company's main creditors.
  6. Mr. YAMADA Koji, Mr. WATANABE Sadayoshi and Ms. ORO Sachiko satisfy the independence criteria set forth by the Tokyo Stock Exchange and the Fukuoka Stock Exchange and the standard for selecting independent officers set forth by the Company, and

the Company has registered Mr. YAMADA Koji, Mr. WATANABE Sadayoshi and Ms. ORO Sachiko as independent officers under provisions of the Tokyo Stock Exchange and the Fukuoka Stock Exchange.