

Ichiyoshi Securities Co., Ltd

Notice of 80th Annual Meeting of Shareholders

[English translation for reference purposes only]

May 30, 2022

Notice is hereby given to the shareholders of Ichiyoshi Securities Co., Ltd. (“Ichiyoshi” or the “Company”) that the 80th annual meeting of shareholders of Ichiyoshi will be held at a place and date written below. Each of attending shareholders is requested to bring with him/her a voting card attached hereto (omitted in this English version).

In the event that you cannot attend the said meeting in person, please read “Referential Materials for Shareholders’ Meeting” (described hereinafter) carefully and send the voting card to be received by the Company by 5:00 p.m. on June 24, 2022 (Friday), or exercise your voting rights via internet through the Company’s designated website for exercising voting rights (<https://evote.tr.mufg.jp/>) (the “Designated Voting Website”) by the same date and time. **(If you are a non-resident of Japan, however, you may exercise your voting rights by properly instructing your standing proxy in Japan.)**

1. Date and time: June 25, 2022, Saturday, from 10:00 a.m.

(Doors open at 9:00 a.m.)

2. Place: At 8th Floor Hall, Tokyo Shoken Kaikan

1-5-8, Nihonbashi Kayabacho, Chuo-ku, Tokyo, Japan

3. Agenda at the Meeting:

Reports:

(1) Reports on business result and contents of consolidated financial statements (for the fiscal year from April 1, 2021 to March 31, 2022), and Certified Public Accountants’ and Audit Committee’s reports on their respective audits of consolidated financial statements..

(2) Reports on contents of non-consolidated financial statements of the Company (for the fiscal year from April 1, 2021 to March 31, 2022).

Resolutions proposed for approval and adoption:

1st resolution: Partial amendment to the Articles of Incorporation of the Company.

2nd resolution: Appointment of 9 directors.

3rd resolution: Authorization of the Board of Directors to decide terms and conditions for the issuance of share warrants as stock

options to directors (excluding outside directors), executive officers, operating officers, executive advisers and employees of the Company and its subsidiaries.

The Company's responses toward the spread of the Covid-19:

In order to prevent the spread of the Covid-19, following the similar steps of last year, the Company has decided on the following responses to which the Company hopes the shareholders will kindly accommodate themselves.

[Request to shareholders]

- (i) Giving the highest priority to the safety and health of the shareholders, the Company honestly recommends that they will exercise their voting rights via mail or internet in addition to voting in person at the shareholders' meeting.
- (ii) With respect to a social gathering between the Company's directors/officers and attending shareholders, which used to be an annual event after the shareholders' meeting, will not be held this year to prevent the spread of the Covid-19.
- (iii) Likewise, services of refreshments before the shareholders' meeting and presentation of souvenir gifts after the shareholders' meeting will be discontinued.

[Reception at the hall of shareholders' meeting]

- (i) At the hall of shareholders' meeting, shareholders are kindly requested to wear face masks and use provided alcoholic sanitizers to prevent the infection and spread of the Covid-19.
- (ii) Reception staff will wear face masks.
- (iii) At the hall of shareholders' meeting, shareholders will be requested to take seats arranged to keep social distance, or, depending on the situation, to have their temperatures checked at the reception desk.
- (iv) Measures will be taken so that the proceedings of the shareholders' meeting will be carried out smoothly to prevent the spread of the Covid-19 infection.

Note: In the event that there is a substantial change in the running of the shareholders' meeting due to circumstantial conditions, such change will be notified on the Company's website.

(<https://www.Ichiyoshi.co.jp/stockholder/presentation>)

4. Matters concerning documents accompanying this notice and reference documents for shareholders' meeting:

(1) Disclosure on Internet:

The contents of the following documents (items (i), (ii), (iii), (iv), (v), (vi), (vii) and (viii)) are disclosed on Ichiyoshi's website in accordance with laws and Article 15 of the Articles of Incorporation of the Company. Hence, they are not contained herein. (Ichiyoshi website: <https://www.ichiyoshi.co.jp/stockholder/presentation.>)

- (i) Matters concerning stock acquisition rights;
- (ii) Matters concerning accountants;
- (iii) System to ensure the appropriateness of business operations and the outline of operational status of the system;
- (iv) Fundamental policy concerning the control of a public limited company;
- (v) Consolidated statements of changes in equity;
- (vi) Notes to consolidated financial statements;
- (vii) Non-consolidated Statements of changes in equity; and
- (viii) Notes to non-consolidated financial statements.

It is to be noted that the Company's certified public accountants have audited not only consolidated financial statements and non-consolidated financial statements attached hereto but also consolidated statement of changes in equity, notes to consolidated financial statements, non-consolidated statement of changes in equity and notes to non-consolidated financial statements disclosed on Ichiyoshi's website, and that the audit committee has audited not only reports on business result, consolidated financial statements and non-consolidated financial statements attached hereto but also matters concerning stock subscription rights, matters concerning accountants, the system to ensure the appropriateness of business operations, the outline of operational status of the said system, matters concerning the control of a public limited company, consolidated statement of changes in equity, notes to consolidated financial statements, non-consolidated statement of changes in equity and notes to non-consolidated financial statements disclosed on Ichiyoshi's website.

(2) Method to notify corrections as to reference documents for shareholders' meeting, reports on business result and financial statements:

Any corrections occurring to reference documents for shareholders' meeting, reports on business result and financial statements will be notified on the Company's website.

5. Guidance for exercising voting rights:

(1) Exercising voting rights in person:

You are required to present your voting card at the reception desk of the shareholders' meeting before the meeting starts at 10:00 a.m. on June 25, 2022 (Saturday). (No person other than an entitled shareholder shall be admitted to the meeting. Neither his/her agent nor his/her accompanying person shall be admitted.)

(2) Exercising voting rights through proxy:

In the event that you cannot attend the shareholders' meeting in person, you may exercise your voting rights by appointing another shareholder of Ichiyoshi attending the meeting as your proxy; provided, however, that he/she must produce a document certifying his/her proxy status.

(3) Exercising voting rights by mail:

You are required to mail your completed voting card (postage prepaid) to be received by the Company at or before 5:00 p.m. on June 24, 2022 (Friday).

(4) Exercising voting rights via Internet:

You are required to exercise your voting rights through the Company's Designated Voting Website (<https://evote.tr.mufg.jp/>) by 5:00 p.m. on June 24, 2022 (Friday) (Please note that the Designated Voting Website is not accessible between 2:00 a.m. and 5:00 a.m. every day, Japan time.)

Reminder: (i) In the event that you attend the shareholders' meeting in person, you need not follow instructions relating to voting by mail or via Internet.

(ii) In the event that you exercise your voting rights by mail, you should follow instructions in the voting card (the card being omitted in this English version).

6. Guidance for exercising voting rights through the Designated Voting Website:

You can exercise your voting rights by accessing the Designated Voting Website via your smart phone or personal computer.

(1) Exercising your voting rights via your smart phone:

(i) By scanning the "QR Code for Log-in" provided in the voting card (omitted in this English version), you will be automatically connected to the Designated Voting Website and will be able to exercise your voting rights. (Thus, you do not need "Log-in ID" nor "Temporary Password")

(ii) For the sake of security, the exercise of voting rights by way of the "QR Code" is limited to one time. In the event of exercising voting rights twice or more, the application of "Log-in ID" and "Temporary Password" will be required even by

way of “QR Code for Log-in.”

- (iii) It should be noted that a certain type of smart phone may not be compatible with the “QR Code for Log-in” provided. If that should happen, please exercise your voting rights via your personal computer without use of “Log-in ID” or “Temporary Password”, as detailed below.

(2) Exercising your voting rights via your personal computer:

- (i) By applying “Log-in ID” and “Temporary Password” provided in the voting card (omitted in this English version) on the Designated Voting Website, you will be able to exercise your voting rights in accordance with instructions listed on the Website.
- (ii) In order to prevent fraudulent access (such as “spoofing”) by other than shareholders and tampering of contents of voting results, you will be requested to change your “Temporary Password” on the website.
- (iii) Each time shareholders’ meeting is held, a new “Log-in ID” and “Temporary Password” will be provided.

(3) Further notes on the Designated Voting Website:

- (i) The exercise of voting rights is only possible by accessing the Designated Voting Website via personal computer or smart phone (the Website is accessible at any time except from 2:00 am to 5:00 am)
- (ii) The exercise of voting rights via personal computer or smart phone may not be possible in the event that firewall or antivirus devices are installed or proxy servers are used or TLS cryptography is not designated, depending on your Internet usage environment.
- (iii) The exercise of voting rights may not be possible via mobile phone not equipped with TLS cryptography nor capable of transmitting mobile information for the sake of security..
- (iv) The exercise of voting rights electronically is possible by 5:00 pm on June 24, 2022 (except from 2:00 am to 5:00 am), but you are urged to exercise your voting rights earlier if possible.
- (v) If you have any question, please contact Securities Transfer Dept.(Help Desk), Mitsubishi UFJ Trust & Banking Corp. (Free call: 0120-173-027, open between 9:00 am and 9:00 pm).

(4) Expenses arising from access to the Designated Voting Website:

Shareholders are required to bear expenses arising from access to the Designated Voting Website.

Reminder:

- (i) In the event of exercising voting rights doubly by sending back a voting card by

- mail or via Internet, voting instructions via Internet shall be adopted.
- (ii) In the event of exercising voting rights more than once via internet, the last-dispatched voting instruction shall be adopted.

[Electronically-Voting Platform for Institutional Investors]

Nominee shareholders, such as trustee banks and standing proxies (for non-resident shareholders), may exercise their votes via the electronic-voting platform operated by ICJ Inc., provided that they have applied for the use of the platform in advance.

Referential Materials for Shareholders' Meeting

I. 1st proposed resolution: Partial amendment to the Articles of Incorporation of the Company.

1. Reason for amendment:

As the Proviso to Article 1 of the Supplementary Provisions to “Law Amending Part of the Company Law” (70th Law of the First Year of Reiwa) will take effect on September 1, 2022, the Company proposes to amend the Articles of Incorporation of the Company in order to prepare for the introduction of an electronic provision system for referential documents for shareholders' meeting, as follows:

- (1) The purpose of Clause 1 of the proposed new Article 15 is to make possible an electronic provision of information contained in referential documents for shareholders' meeting.**
- (2) The purpose of Clause 2 of the proposed new Article 15 is to limit the scope of items to be contained in written replies to shareholders who have requested replies in writing.**
- (3) The Company proposes to delete the current Article 15 since it will become no more necessary as the said the Proviso to Article 1 of the Supplementary Provisions will take effect.**
- (4) The Company proposes to set sub-articles concerning the effective date of the amendment and deletion mentioned above.**

2. The contents of the proposed new Article 15:

The contents of the current Article 15 (Provision on the internet of referential documents for shareholders' meeting deemed law-compliant):

In convening a shareholders' meeting, it may be deemed that the Company has provided shareholders with the information concerning matters to be stated or indicated in the referential documents for shareholders' meeting, business reports,

financial documents and consolidated financial statements by disclosing the same on the internet in compliance with the law.

The contents of the proposed new Article 15 (Electronic provision, etc.):

- (1) In convening a shareholders' meeting, the Company shall make available referential documents for shareholders by way of electronic provision.
- (2) With respect to all or part of items provided by way of electronic provision in compliance with the law, the Company may not state the same in its written replies to shareholders who have requested replies in writing.

The proposed new sub-articles:

- (1) The deletion of the current Article 15 (Disclosure of Referential Documents for Shareholders' Meeting on the Internet Deemed Law-compliant) and the proposed new Article 15 (Electronic provision, etc.) will take effect on and from the date (the Effective Date) when the Proviso to Article 1 of the Supplementary Provisions to "Law Amending Part of the Company Law" (70th Law of the First Year of Reiwa) will take effect.
- (2) Despite the foregoing sub-article, the current Article 15 shall be still effective when a shareholders' meeting is to be held within 6 months after the Effective Date.
- (3) These sub-articles shall be deleted on the day when 6 months have passed since the Effective Date or on the day when 3 months have passed since the shareholders' meeting as stated in item (2) above, whichever is later.

(Reference)

The electronic provision system is a system by which the Company provides shareholders with referential documents for shareholders' meeting via the Internet to which shareholders can access by use of the Company's website address given to shareholders beforehand. The electronic provision system being mandatory for public listed companies, the Company will adopt the system effective from its shareholders' meeting to be held in June 2023, in which case the Company will send shareholders simplified notices of shareholders' meeting (simply informing shareholders of website posting and website addresses, etc.).

If shareholders request for referential documents for shareholders' meeting in the written form from the shareholders' meeting in and from 2023, therefore, shareholders are required to take procedures for "Request for Document Delivery."

II. 2nd proposed resolution: Appointment of 9 directors

The terms of office of all currently-incumbent directors will expire at the close of the shareholders' meeting. The Nominating Committee of the Company has resolved to propose

the below-mentioned 9 nominees for directors. The criteria for the selection of nominees for directors by the Nominating Committee are as follows:

The following are selection criteria for nominees as defined by the Nominating Committee:

For inside directors:

- Superb management sense
- Superb leadership, foresightedness and planning ability
- High law-abiding nature
- Personal magnetism in and out of the Company
- Healthiness physically and mentally

For outside directors:

- High personality and insight
- Plentiful experience in business operations and expert knowledge
- High law-abiding nature
- Unwavering independency as outside director
- Healthiness physically and mentally
- Qualification both as outside director under Enforcement Regulations of the Company Law and as independent director having no conflict of interest with shareholders under the Regulations of the Tokyo Stock Exchange

The following persons are 9 nominees for directors:

Nominee number	Name of nominee	Current positions at the Company
1	Masashi Takehi	Chairman of the Board of Directors, Member of Nominating Committee, Member of Remuneration Committee To be reappointed
2	Hirofumi Tamada	President & Representative Executive Officer, Director To be reappointed.
3	Toshiyuki Fuwa	Deputy President & Representative Executive Officer, Director To be reappointed.
4	Shoichi Yamazaki	Managing Executive Officer, Director To be reappointed.
5	Akira Gokita	Outside and Independent Director Member of Nominating Committee (Chairman)

		Member of Remuneration Committee Member of Audit Committee To be reappointed.
6	Kenro Kakeya	Outsider and Independent Director Member of Remuneration Committee (Chairman) Member of Nominating Committee To be reappointed.
7	Yoko Mashimo	Outside and Independent Director To be reappointed (female)
8	Eiji Hirano	Outside or and Independent Director To be newly appointed.
9	Yuko Numata	Outside and Independent Director (female) To be newly appointed.

(Reference)

Insight and Experience of Nominees for Directors (Skill Matrix)

Name	Position	Experience and expertise						
		Business management & governance	Securities business	Finance & accounting	Law & compliance	Internal control & risk management	Personnel, Labor & Administration	Global
Masashi Takehi	Chairman of Board of Directors	•	•	•	•	•	•	•
Hirofumi Tamada	Director, President, Representative Executive Officer	•	•			•	•	
Toshiyuki Fuwa	Director, Deputy President, Representative Executive Officer	•	•				•	
Shoichi Yamazaki	Director, Managing Executive Officer	•	•	•	•	•	•	
Akira Gokita	Outside and Independent Director	•		•	•	•		
Kenro Kakeya	Outside and Independent Director	•	•				•	•
Yoko Mashimo	Outside and Independent Director				•		•	•
Eiji Hirano	Outside and Independent Director	•		•		•		•
Yuko Numata	Outside and Independent Director	•	•	•				•

[Further details on each nominee]

Nominee Number	Birth date	Current career and positions and frequency of attendance at various meetings	No. of the Company's shares owned
1 Masashi Takehi	April 13, 1943	Frequency of attendance at Board of Directors' meetings: 18 times (100%) Frequency of attendance at Nominating Committee: 4 times (100%) Frequency of attendance at Remuneration Committee: 5 times (100%) [Positions/occupations prior to the current ones are omitted in this English version]	151,700 shares

Reason for his nomination as director:

He formerly served as managing director of Nomura Securities Co. Ltd. and then served as representative director and chief executive president of the Company successively. Since becoming a director and executive chairman of the Company in April 2012 and chairman of the Board of Directors of the Company in April 2018, he has taken on management and supervising responsibility for the Company and its group companies. Considering his qualification for inside directorship selection criteria and his management achievement and experience so far, the Nominating Committee has judged that he can apply his deep insight on securities business and securities industry and his superb managerial capability to the management of the Company.

If he is reappointed as director at the shareholders' meeting, he is scheduled to become a member of the Nominating Committee and a member of the Remuneration Committee upon the conclusion of the shareholders' meeting.

2 Hirofumi Tamada	October 25, 1971	Frequency of attendance at Board of Directors' meetings: 18 times (100%) [Positions/occupations prior to the current ones are omitted in this English version]	50,400 shares
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Reason for his nomination as director:

Since joining the Company in 1998, he has taken positions successively at the Advisors Division, Advisor Support Division and Control/Planning Division. Since being appointed as President and Representative Executive Officer in April 2020, he presided over business operations as head of the Company. Considering his qualification for inside directorship selection criteria and his achievement, the Nominating Committee has judged that he can apply his deep knowledge and profound experience acquired through his appointments at various divisions, including the Advisors Divisions, to the management of the Company.

3 Toshiyuki Fuwa	November 13, 1959	Frequency of attendance at Board of Directors' meetings: 18 times (100%) [Positions/occupations prior to the current ones are omitted in this English version]	65,000 shares
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Reason for his nomination as director:

Since joining the Company in 1982, he has taken on responsibility for various divisions, including the Advisors Division and Corporate Division, and since 2011 he has been the President of Ichiyoshi Business Service Co. Ltd. Since being appointed as Deputy President and Representative Executive Officer in April 2020., he assisted the President in presiding over the business operations. Considering his qualification for inside directorship selection criteria and his business achievement, the Nominating Committee has judged that he can apply his superb insight and knowledge acquired through his work experience at various divisions to the management of the Company.

4 Shoichi Yamazaki	September 23, 1955	Frequency of attendance at Board of Directors' meetings: 14 times (100%) [Positions/occupations prior to the current ones are omitted in this English version]	19,800 shares
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(Some of his other current positions)

Director at Ichiyoshi Business Service Co. Ltd.

Director at Ichiyoshi Asset Management Co., Ltd.

Director at Ichiyoshi Research Institute Inc.

•Reasons for his nomination as director:

Since joining the Company 2015, he took charge of various Head Office divisions as operating officer. He became Executive Officer in charge of administrative and control divisions at Head Office in 2020.

Since becoming Managing Executive Officer in April 2021, he has taken charge of finance, management, administrative, control and system divisions and subsidiaries. Considering his qualification for inside directorship selection criteria and his business achievement, the Nominating Committee has judged that he can apply his superb insight and knowledge acquired through his experience at various divisions to the management of the Company.

5 Akira Gokita	September 20, 1947	Frequency of attendance at Board of Directors' meetings: 18 times (100%) Frequency of attendance at Nominating Committee: 4 times (100%) Frequency of attendance at Remuneration Committee: 5 times (100%) Frequency of attendance at Audit Committee: 16 times (100%) [Positions/occupations prior to the current ones are omitted in this English version])	0 share
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(Significant concurrent position)

Currently he is an attorney-at-law with Gokita Miura Law Office,
and an outside director at Sanwa Holdings Ltd.

He is a nominee for outside director, as defined under Article 2-3-7 of the Company Law Enforcement Regulations.

He is a nominee as independent director, an outside director having no conflict of interest with the Company's shareholders, as defined by the Tokyo Stock Exchange.

Reason for his nomination as outside director his role expected:

He has provided the Company with his fair and objective views as outside director of the Company. The Nominating Committee believes that he is qualified for outside directorship selection criteria and that he is equipped with expertise and profound knowledge and experience as former public prosecutor and attorney-at-law. Therefore, the Nominating Committee has judged that he can contribute to the management of the Company by providing his deep insight and advice based on such experience and enhance the Company's governance capability. There is no conflict of interest between Mr. Gokita and the Company.

He will have served the Company as outside director for 12 years by the conclusion of the shareholders' meeting.

If he is reappointed as outside director at the shareholders' meeting, he is scheduled to be a member of the Nominating Committee (as chairman), and a member of the Audit Committee (as chairman) upon the conclusion of the shareholders' meeting.

6 **Kenro Kakeya** September 13, 1951 Frequency of attendance at 19,100 shares
Board of Directors' meetings: 18 times (100%)
Frequency of attendance at Nominating Committee:
4 times (100%)
Frequency of attendance at Remuneration Committee:
5 times (100%)
[Positions/occupations prior to the
current ones are omitted in this
English version] ,

(Significant concurrent position)

Currently, he is representative director and president of Kakeya Komuten Ltd.

He is a nominee for outside director, as defined under Article 2-3-7 of the Company Law Enforcement Regulations.

He is a nominee as independent director, an outside director having no conflict of interest with the Company's shareholders, as defined by the Tokyo Stock Exchange.

Reason for his nomination as outside director and his role expected:

He has provided the Company with his fair and objective views as outside director of the Company.

The Nominating Committee believes that he is qualified for outside directorship selection criteria and that he is equipped with profound knowledge and experience as former Nippon Keizai Shimbun (Japan Economic Journal) and current business owner. Therefore, the Nominating Committee has judged that he can contribute to the management of the Company by providing his deep insight and advice based on such experience and enhance the Company' governance capability. There is no conflict of interest between Mr. Kakeya and the Company.

He will have served the Company as outside director for 12 years by the conclusion of the shareholders' meeting.

If he is reappointed as outside director at the shareholders' meeting, he is scheduled to be a member of the Remuneration Committee (as chairman) upon the conclusion of the shareholders' meeting.

7 **Yoko Mashimo** December 8, 1959 Frequency of attendance at 2,400 shares
Board of Directors' meetings: 14 times (100%)
[Positions/occupations prior to the
current ones are omitted in this
English version]

(Significant concurrent position)

Currently, she is Representative of Labor and Social Security Attorney Personnel Management.

She is a nominee for outside director, as defined under Article 2-3-7 of the Company Law Enforcement Regulations.

She is a nominee as independent director, an outside director having no conflict of interest with the Company's shareholders, as defined by the Tokyo Stock Exchange.

She was an advisor as labor and social security attorney to the Company since 2006, but retired from that position in May 2021. Her remuneration from the Company was approximately 1.4 million yen per year on the average. Hence, the Company believes that her independency is well warranted.

Reason for her nomination as outside director and her role expected:

The Nominating Committee believes that she is qualified for outside directorship selection criteria and that she is equipped with expert and profound knowledge and experience as labor and social security attorney. Therefore, the Nominating Committee has judged that she can contribute to the management of the Company by providing her deep and wide insight from the female point of view and enhance the Company's governance capability. There is no conflict of interest between Ms. Mashimo and the Company.

She will have served the Company as outside director for 1 year by the conclusion of the shareholders' meeting.

8 Eiji Hirano	September 15, 1950	New appointment	0 share
		[Positions/occupations prior to the current ones are omitted in this English version]	

(Significant concurrent position)

He is currently Deputy Chairman at MetLife Insurance Co. Ltd.

He is a nominee for outside director, as defined under Article 2-3-7 of the Company Law Enforcement Regulations.

He is a nominee as independent director, an outside director having no conflict of interest with the Company's shareholders, as defined by the Tokyo Stock Exchange.

He was advisor to the Company for 3 years from October 2014 to September 2017. His annual remuneration from the Company was approximately 3.6 million yen. Hence, the Company believes that his independency is warranted.

Reason for his nomination as outside director and his role expected

The Nominating Committee believes that he is qualified for outside directorship selection criteria and that he is equipped with expertise and profound knowledge and experience as former director at the Bank of Japan. Therefore, the Nominating Committee has judged that he can contribute to the management of the Company by providing his deep insight and advice based on such experience and enhance the Company' governance capability. There is no conflict of interest between Mr. Hirano and the Company.

If he is appointed as outside director at the shareholders' meeting, he is scheduled to be a member of the Nominating Committee and the Audit Committee upon the conclusion of the shareholders' meeting.

9 **Yuko Numata** April 10, 1968 New appointment 0 share

[Prior positions/occupations are omitted
in this English version]

She is a **nominee for outside director**, as defined under Article 2-3-7 of the Company Law Enforcement Regulations.

She is a **nominee as independent director**, an outside director having no conflict of interest with the Company's shareholders, as defined by the Tokyo Stock Exchange.

Reason for her nomination as outside director and her role expected:

The Nominating Committee believes that she is qualified for outsider directorship selection criteria and that she is equipped with expertise and profound knowledge and experience as researcher and scholar for U.S. and Japanese financial institutions. Therefore, the Nominating Committee has judged that she can contribute to the management of the Company by providing her deep and wide insight from the female point of view and enhance the Company's governance capability. There is no conflict of interest between Ms. Numata and the Company.

If she is appointed as outside director at the shareholders' meeting, she is scheduled to be a member of the Remuneration Committee and the Audit Committee upon the conclusion of the shareholders' meeting.

[For reference]

The following members are planned for each of the Nominating Committee, the Remuneration Committee and the Audit Committee after the shareholders' approval of this resolution:

Nominating Committee: Mr. Akira Gokita (Chairman)
 Mr. Eiji Hirano
 Mr. Masashi Takehi

Remuneration Committee: Mr. Kenro Kakeya (Chairman)
 Ms. Yuko Numata
 Mr. Masashi Takehi

Audit Committee: Mr. Gokita Akira (Chairman)

Mr. Eiji Hirano

Ms. Yuko Numata

Notation to the 2nd Resolution:

(Outline of Directors and Officers Liability Insurance)

The Company has contracted Directors and Officers Liability Insurance (the D&O Insurance). Therefore, any person appointed as an applicable director or officer will be covered by the D&O Insurance.

The outline of the D&O Insurance is as follows:

- i. Geographical coverage is the whole world and insurance period is from March 23, 2022 to March 23, 2023,
- ii. Compensable events:
 - a. If an applicable director or officer becomes liable for a damage claim from a shareholder or third person resulting from the director's or officer's action or failure to act during the insurance period, such damage and litigation expenses will be covered.
 - b. When there arises a possibility of a damage claim suit (even if a suit has not actually happened) and an applicable director or officer incurs expenses in related defense, such expenses will be covered.
 - c. This insurance will not cover a damage claim resulting from an applicable director's or officer's action contrary to public order and morals, thereby ensuring that directors' or officers' execution of their duty will be made in an appropriate manner.

II. 3rd proposed resolution: Authorization of the Board of Directors to decide terms and conditions for the issuance of share warrants as stock options to directors (excluding outside directors), executive officers, operating officers, executive advisers and employees of the Company and its subsidiaries.

[Please refer to the Company's press release dated May16, 2022, titled "**Authorization of the Board of Directors to Decide Terms and Conditions for the Placement of Share Warrants as Stock Options for "the Group"** on Ichiyoshi's website (<https://www.ichiyoshi.co.jp/stockholder/presentation>)]

(For reference, above-mentioned **executive advisers** are an executive class of officers appointed from inside or outside of the Company and equipped with a high level of expertise in specified areas of the Company's business and perform their duties on a full-time basis.)

[Reference] **Ichiyoshi's Attitude to Sustainability (sustainable growth)**

1. Corporate Philosophy

The Company has made efforts to “Build a company like no others so far in Japan” based on “Ichiyoshi Credo” as a pillar of its corporate philosophy. The Credo records “the Company’s Principles and Action Guidelines which directors, officers and employees all hold as their common measure of value for the Company’s raison d’etre in the community.

Raison d’etre for stakeholders and the Company’s attitude

Vis-à-vis employees: Work-friendly and worthwhile offices

Training system

Vis-à-vis shareholders: Return to shareholders

Corporate governance

Compliance system

Disclosure policy

Vis-à-vis customers: Business operations based on customer-first attitude

Making safe and secure for customers

Vis-à-vis Society: Social contribution activities

Actions through business activities.

(For further information, please log on to the Company’s website:
<https://www.ichiyoshi.co.jp/esg>)

2, Business Model

The Company has held “Customer First” as its guideline since its founding. As flow of money “From savings to investments” progressed in tandem with the Japanese “Big Bang” in late 1990’s, the Company has changed its business model to “asset-accumulation type” and exerted to increase customers’ assets in and safe and steady manner. In 2000, the Company adopted “Ichiyoshi Standards” incorporating 7 principles, not selling products simply because they are popular, thus clearly establishing customer-first policy.

In order further to promote flow of money “From savings to asset-building,” the Company is in the process of drawing up portfolios catered for each of customers’ needs. Thus, the Company is building “Truly customer-first sales system.”

3.Management Strategy

KPIs (key performance indicators) for the Company are “customers’ assets under custody” as a barometer of customers’ trust and “cost coverage ratio” as a barometer of management stability. With an eye to improving the KPIs, the Company is proceeding with “Decisive Action for Reform” and focusing on important tasks and challenges to cope with rapidly changing circumstances.

(1) Mid-Term Management Plan “Attack 3”
(for the period from April 2020 to March 31, 2023)

Numerical targets:

Customers’ assets under custody	3 trillion yen
ROE	Approx. 15%
Number of lead-managed companies	80
Cost coverage ratio	60%

Strategies for expansion of customers’ assets in custody:

Expansion through proposals based on customers’ needs and timely follow-up services

- (i) Expansion of core-fund assets pivoted on “Dream Collection”(fund-wrap account vehicle)
- (ii) Expansion of core-stock assets pivoted on asset-backed stocks (including high-yielding large-cap stocks)
- (iii) Expansion of active assets piled up on the two core assets above

(2) Material tasks and challenges

Material tasks

and challenges

Ichiyoshi’s measures and policy

Global easier money/expansion of fiscal Expenditures	Proposals based on customers’ risk tolerance matching a low-interest rate age
100-year life expectancy	Asset-building proposals based on customers’ needs matching longer healthy longevity
DX	Hybridized use of IT taking advantage of Ichiyoshi’s strength in face-to-face sales
ESG, SDGs	Furtherance of Ichiyoshi’s contribution to SDG-related activities
Transformation of finance and securities	Furtherance of change to asset-accumulation type business model, thereby enhancing customer-first business operations

4 Corporate Governance

The Company moved from the statutory auditor system to the company-with three-committees system effective from June 2003. Hence, the Company has been equipped with a corporate governance system in which management decision-making, supervisory control and business execution each functions independently and effectively. Namely, decision-making and supervisory control are performed by the Board of Directors and

each of the three committees, and business execution is carried out by executive officers with the assistance of operating officers. [The diagram of Governance System is omitted in this English version]

(1) Decision-making and Supervisory control

(i) Board of Directors

The Board of Directors resolves on matters required legally and stipulated under the Articles of Incorporation, decides or approves basic management policies and material matters on business executions and supervise business executions by directors and executive officers.

(ii) Nominating Committee

The Nominating Committee deliberates and decides on the nominees for directors to be elected or dismissed at the shareholders' meeting.

(iii) Remuneration Committee

The Remuneration Committee reviews and decides on the individual remuneration of each director, executive officer, and operating officer.

(iv) Audit Committee

The Audit Committee audits the performance of duties by the directors and executive officers, prepares an audit report and a draft resolution to appoint or dismiss accountants to be submitted to the shareholders' meeting for approval. The Audit Committee audits the legality and appropriateness of decision-making by directors and executive officers and the status of development of the Internal Control System in accordance with the auditing policy and the role-division set by the Audit Committee. The Company has in place the Audit Committee Office as a body to assist the Audit Committee. The Audit Committee Office is staffed with full-time personnel.

(v) Management Committee

The Management Committee is an advisory body to the Board of Directors and, as such, reviews important and/or urgent matters for the smooth management of business and reports the result of such reviews to the Board of Directors. .

(vi) Internal Control Committee

Aiming to build the unified internal control system for the Company and its subsidiaries, the Internal Control Committee formulates the internal control policy and reviews each individual important matter concerning internal control.

(vii) Meeting of Directors without Executive Power

The meeting consists of Chairman of Board of Directors and five outside directors to widely exchange information on the Ichiyoshi group, the securities industry and the economical environment.

(viii) Meeting of Independent and Outside Directors

Independent and outside directors actively contribute to discussions at meetings of the Board of Directors by exchanging and sharing their views and insights from independent standpoints, thereby enhancing the effectiveness of the Board of Directors.

(ix) Committee of Outside Experts

The Committee of Outside Experts consists of members who have outstanding personality and insight and are independent of the Company. The Committee of Outside Experts deliberates on important management matters, as requested by the Board of Directors, independently, fairly and from the neutral standpoint, and provides the Board of Directors with their advice and recommendation based on such deliberation.

(2) Business execution

(i) Executive Officers

Executive Officers can make decisions on the execution of matters entrusted by the Board of Directors, contributing to the smooth decision-making and business executions.

(ii) Committee of Executive Officers

The Committee of Executive Officers resolves on matters entrusted by the Board of Directors and coordinates activities among them for their smooth executions.

(iii) Operating officers

Following the decision made by the Committee of Executive Officers, each Operating Officer performs business execution under the instruction of his supervising Executive Officer.

(iv) Other meetings

The Company has in place the Risk Management Meeting (to consult on and cope with company-wide risk management), the Unified Compliance Meeting (to advise and follow up on review items at individual compliance meetings) and the , Individual Compliance Meeting (to seek out risk items at individual sections for understanding and review), all as sub-bodies to the Internal Control Committee..

In addition, the Company has in place the Information Disclosure Meeting (to make proper, comprehensive and timely disclosure of any material event as it ever happens) and the IT Meeting (to review matters on IT investment and management and information security), both as decision-making organs of the Committee of Executive Officers.

5. Measures to Ensure the Effectiveness of Board of Directors

Since before the installation of the corporate governance code, the Company has had in

place the company-with-three-committees system separating decision-making and execution with outside directors consulting fully with executing officers. Currently, as before, free and open discussions are being made at meetings of the Board of Directors, with executing officers listening to comments by outside directors. When there arise matters requiring more data in the eyes of outside directors, such matters will be treated as items of continued deliberation, thereby ensuring transparency.

In order to further ensure the effectiveness of the Board of Directors, the following measures are being taken:

(1) Meeting of non-executive directors

The meeting of directors without executive power is held with the Chairman of the Board of Directors acting as chairman for the purpose of supervising the Company's management from the independent and objective points of view. At the meeting, exchanges of views on securities industry, economy, social matters, beside the management of the Company are made freely and openly, thereby ensuring the effectiveness of the Board of Directors. Such meetings were held 9 times for the fiscal year ended March 31, 2022.

(2) Meeting of independent and outside directors

The meeting of independent and outside directors is held with the full-time outside director acting as chairman for the purpose of exchanging and sharing views and information from the independent and objective points of view. Additionally, ad-hoc meetings between independent and outside directors and executive group of officers are held for exchange and sharing of information and views, thereby ensuring the effectiveness of the Board of Directors.

(3) Conducting of questionnaire on effectiveness of Board of Directors

Since 2017, questionnaire to all directors has be conducted for the purpose of surveying the performance and effectiveness of the Board of Directors. 33 items in the questionnaire is intended to test whether the Board of Directors is properly functioning. The results are used to improve on problem areas and strengthen the Company's advantages, thereby continuously ensuring the effectiveness of the Board of Directors.

6. Ichiyoshi's Initiatives to ESG and SDGs

(Vis-à-vis customers)

Initiatives and approach	E,S or G	Contribution to SDGs
Asset-accumulation type business model for customer-first priority	S, G	Goal 8: Work-worthy and economic growth Goal 9: Building base for industry and tech innovation

Unwavering belief in “Do not sell products simply because they are popular”	S	Goals 8, 9
Conviction in providing order-made products for each customer	S	Goals 8, 9
Approach to economic and social changes (management of assets in low-interest age)	S	Goals 8, 9
Approach to fin-tech age (hybridized sales activities and improvement on productivity)	S	Goals 8, 9
Approach to changes in banking and securities industries (business management on customer-first basis)	S	Goals 8, 9
Approach to 100-year life expectancy (asset management matching longer healthy longevity)	S	Goal 1: Reduction of poverty Goal 8: Economic growth with worthwhile work Goal 9: Building of base for industry and tech innovation
Raising funds for Ichiyoshi’s SDGs-focused small- and mid-cap fund	E, S	Goal 8: Economic growth with worthwhile work Goal 9: Building of base for industry and tech innovation Goal 17: Achieving target in partnership

(Vis-à-vis employees)

Initiatives and approach	E, S or G	Contributions to SDGs
Active participation by female workers and appointment of female managers	S	Goal 3: Health and welfare to every person Goal 5: Attainment of gender equality Goal 8: Economic growth with worthwhile work
Creating a rewarding workplace that is easy to work in	S	Goals 3, 5, 8

(Vis-à-vis shareholders)

Initiatives and approach	E, S or G	Contributions to SDGs
Return to shareholders	G	Goal 8: Economic growth with worthwhile work Goal 16: Peace and justice to every person
Corporate governance	G	Goals 8, 16
Company with three-committees system	G	Goals 8, 16

and executive officer system		
Compliance system	S,G	Goals 8, 16
Risk management	G	Goals 8, 16
(Vis-à-vis society)		
Initiatives and approach	E, S or G	Contributions to SDGs

Mangrove project	E	Goal 13: Concrete measure for climate change Goal 15: Let's protect the richness of the land
Environmental conservation (eco-car, recycled paper, air-conditioner)	E	Goals 13, 15
Training of guide dog project	S	Goal 3: Health and welfare to every person Goal 10: Abolishment of inequality for every person and nation
Pediatric medicine project	S	Goals 3, 10
School building construction project	S	Goal 4: High-quality education to every person Goal 6: Supply safe water and toilet to whole world

[The following is how climate change-related risks and opportunities affect the Company's business activities and earnings]

In order to effect appropriate asset valuation and proper asset allocation in the management of customers' accounts on a medium- to long –term basis, the Company needs a consistent and appropriate disclosure of information regarding climate change-related risks to investment target companies and their earnings. The lack of such disclosure would cause troubles to management of customers' financial assets, such as the loss of stability of customer asset management and the lowering of medium-to long-term investment performance. If that should happen, customers' trading opportunities with Company might decrease, resulting in the lowering of the Company's earnings.

Conversely, if investment target companies make consistent and appropriate disclosure of information, it will contribute to the stability of the Company's customers' asset management and to the raising of medium- to long-term performance of their investments. Such condition may help the Company increase its earnings.

Hence, Ichiyoshi Research Institute (IRI), which has long specialized in research on small- and medium-cap growth companies, has now adopted ESG achievement (including the handling of climate change) as one of its important criteria for the selection of research target companies. The result of IRI's research is applied to the management of the Company's customers' assets.

Ichiyoshi Asset Management (IAM), a subsidiary of the Company, also applies IRI's research result relating to ESG to its management of investment trust funds.

Furthermore, IAM manages an investment trust funds, “Ichiyoshi ESGs Small- and Medium-Cap Stock Fund,” which invests in companies aggressively trying to achieve SDGs.

Thus, the Company believes that changes in the asset balances of IAM’s publicly-offered investment trust funds are one of useful indicators of how climate change-related risks and opportunities affect the Company’s business activities and earnings.

Addendum Report on Business Result

(For the fiscal year from April 1, 2021 to March 31, 2022)

I. Information on Current Status of the Company and its Group

1. Basic Management Policy and Triangular Pyramid Management

(1) Basic Management Policy

The Company’s motto is to “Be a Securities Company Like No Other in Japan.” To realize this motto, the Company makes it a management objective to build a “Name-brand boutique house” in the finance and securities industry. In its efforts for realization, the Company intends to heighten the fairness and transparency of management along its Credo (corporate philosophy) and to promote flexible and relevant decision-making, thereby maximizing earnings and corporate value while bolstering its corporate governance. Taking advantage of its company-with-committees system and its executive officer system, the Company aims to raise the promptitude and effectiveness of business executions and toughen its surveillance over business executions.

(2) Triangular Pyramid Management

The Company is promoting “Triangular Pyramid Management” --- with the research division forming the base of the pyramid, and the retail, wholesale and support/products divisions forming their respective facets of the pyramid, and the pyramid itself is firmly supported by the headquarters divisions and subsidiaries. This management style is intended to maximize the capability of each division/subsidiary and each subsidiary and enhance the co-working synergy of all the divisions/subsidiaries. This synergistic process will also raise the quality of the Company’s products, information and customer services, thereby further satisfying the Company’s retail and corporate customers’ needs for asset-building and fund-raising. [The illustration of the Triangular Pyramid Management is omitted in this English version]

(3) “Decisive Action for Reform,” First Reformatory Action in 20 years.

The Company aims to build a “Name-brand Boutique House in Finance and Securities” as its management object to realize its management philosophy based on “Ichiyoshi Credo.” Regarding “Customers’ Assets under Custody” as a barometer of “Customers’ Trust” and “Ichiyoshi’s Basic Corporate Strength” and also as the management’s overriding indicator, the Company intends to continue its efforts to expand customers’ assets and realize its sustainable growth.

While the Company has for some time continued to provide services to customers with first priority placed on trust relationship with customers, the Company has decided to carry out “Decisive Action for Reform,” the first reformatory action in 20 years, in order to cope with fast-changing circumstances wracked by the novel corona-virus and to further advance its customer-focused operations.

“Decisive Action for Reform” aims to further promote the transfer to customer-focused “Stock-type Business Model” (asset-accumulation-type business model) by expanding “customers’ assets in custody” as an overriding management index.

In time with the “Decisive Action on Reform,” the Company has added one business principle of “Belief in provision of custom-made products for each customer,” in addition to the existing principles of “We do not deal in structured bonds,” “We do not solicit for foreign stocks,” “We do not sell products simply because they are popular,” etc. based on its 20-year-old “Ichiyoshi’s 7 Standards” which stresses the Company’s belief in “Not dealing in products unsuitable to customers.” Thus, the Company is engaged in proposing custom-made products matching needs of each individual customer.

(4) . Medium-Term Management Plan “Attack 3”

In order to carry out “Decisive Action for Reform,” the Company formulated its Medium-Term Management Plan “Attack 3” for the period from April 1, 2020 to March 31, 2023..

Under “Attack 3,” the Company aims to expand customers’ assets under custody to 3 trillion yen during the 3-year period. About 20 years ago, the Company changed its business model from “flow-based type” chiefly based on brokerage commissions to “asset-accumulation type” mainly based on fund management and trailer fees and wrap-account fees, and the “cost-coverage ratio” is a main indicator of such change in business model. The Company has now set a new target of 60% for the cost-coverage ratio.

2. Business Conditions and Performance

During the fiscal year ended March 31, 2022, the Japanese economy showed signs of pick-up while the effects of spreading novel coronavirus were felt in some quarters. While consumer spending slightly weakened, there appeared signs of recovery in corporate production

activities, which were reflected on generally better sustained business earnings. From the beginning of the year, the murky cloud of the Ukrainian situation hung over, causing caution over potential rises in raw materials. Amid such conditions, however, the global economy remained on an improving trend.

The Nikkei Stock Average on the Tokyo Stock Exchange (the “TSE”) exceeded its 30,000yen mark in early April, but thereafter underwent corrective periods through mid-August due to various negative factors, including the re-declaration of the state of emergency and concerns over the monetary tightening in the U.S. The stock average then recorded 30,795yen on September 14, the highest in about 31 years, in expectation of changes in the Japanese political scene. Thereafter, however, the stock average went below the 28,000yen mark in early October on concerns over rises in U.S. interest rates and financial troubles at a major Chinese real estate company. Towards mid-November, the stock average recovered close to the 30,000yen mark, supported by strong business earnings. Then, the infection spread of “Omicron” strain, a variant of the novel corona-virus, and the rising U.S. interest rates weighed on the market. As the new year started, the U.S. monetary tightening accelerated and the Ukrainian situation became further tense, pushing the stock average down to 24,681yen on March 9. Soon thereafter, however, the stock average recorded a reactionary gain as the excessive sense of caution receded. As the Fed decided its policy on interest rate hikes at its FOMC meeting on March 15-16 and indicated its intension of reducing the scale of its asset holdings at its next meeting, clearing the sense of uncertainty on U.S. monetary tightening policy, the stock average recovered to 27,821yen at the end of the fiscal year, or 1,357yen below the stock average recorded at the end of the previous fiscal year.

On the foreign currency market, the yen registered 107.47yen per 1 U.S. dollar on April 23, 2021, and thereafter weakened against the U.S. dollar. Towards the end of the fiscal year, U.S. interest rates rose in anticipation of further tightening of the U.S. monetary policy, accelerating the weakening of the yen against the U.S. dollar. Consequently, the yen closed the fiscal year at the 121yen per 1 U.S. dollar level.

As regards the Japanese emerging stock markets, the Nikkei JASDAQ Average recorded 4,113yen on September 14, and then went through corrections, ending the fiscal year at 3,659yen. The TSE Mothers Index also underwent corrections, ending the fiscal year at 790.

The average daily turnover on the First Section of the TSE during the fiscal year was 3,168.7 billion yen, up 12.8% over the previous fiscal year. The average daily turnover on the TSE Mothers was 157.7 billion yen, down 25.0%, and that on the JASDAQ market was 59.1 billion yen, down 10.6%.

In such circumstances, the Company aims to achieve the Medium-Term Management

Plan “Attack 3,” while proceeding with its “Decisive Action for Reform” initiated three years ago to further promote its customer-focused “Stock Type Business Model” (asset-accumulation type business model). As activities on stocks during the fiscal period, the Company proposed to customers asset-backed stocks with stress placed on stability and dividends and small- and medium-cap growth stocks. Thus, the Company recommended to customers equity investment for medium- and long-term asset-building.

With regard to “Dream Collection,” a fund wrap account vehicle, it continued to enjoy an increase in continuous need for customers’ conservative investment vehicles for medium- to long-term asset management. Its outstanding balance as of March 31, 2022, registered 189.0 billion yen, up 21.2% from the previous fiscal year.

With respect to investment trust funds (other than the wrap-account vehicle), the Company placed in the center of its promotion investment trust funds investing in small- and medium-cap stocks (both domestic and foreign) selected and managed by the Company’s strength in research and fund-management, funds investing in global public utility stocks and customer-needs-matching funds, such as high-visibility SDGs-related funds. All these funds contributed to an increase in the outstanding balances of the Company’s investment trust funds., which stood at 777.1 billion yen as of the end of the fiscal year, up 1.4% from the previous fiscal year.

With respect to Ichiyoshi Asset Management Co. Ltd. the net asset values of funds under its management recorded a continuous increase and registered 423.1 billion yen as of March 31, 2022, up 13.6% from the previous fiscal year.

Resultantly, operating revenue recorded 19,553 million yen, up 7.4% from the previous fiscal year. Operating cost and expenses decreased 4.2% to 16,232 million yen. As a result, operating income registered 3,321 million yen, an increase of 2,057 million yen from the previous fiscal year.

The cost coverage ratio, by which the sum of management and trailer fees and wrap-account fees covers operating cost and expenses, registered 52.8%.

Customers’ assets under custody as of March 31, 2022, amounted to 1,951.7 billion yen, down 1.9% from the end of the previous fiscal year.

Set forth below are details of revenue sources, cost and expenses, cash flow and financial condition.

(1)Commissions

Total commissions for the fiscal year ended March 31, 2022 amounted

to 18,986million yen, up 7.8% from the previous fiscal year

(i) Brokerage commissions

Total brokerage commissions on stocks fell 11.8% to 5,318 million yen. Those on small- and mid-cap stocks (consisting of stocks listed on the Second Section of the TSE, JASDAQ Market and TSE Mothers) amounted to 869 million yen, down 39.5%, accounting for 16.4% of total brokerage commissions.

(i) Commissions from underwriting and solicitation to specified investors

In the primary market, the Company participated in the management and underwriting of 39 initial public offerings (IPOs) (of which the Company lead-managed 3), as against 31 IPOs (of which the Company lead-managed 4) in the previous fiscal year. In the secondary market, the Company participated in 6 deals on a management or underwriting basis, as against 6 deals in the previous fiscal year. As a result, total commissions from underwriting and solicitation to specified investors recorded 591 million yen, up 19.0% from the previous fiscal year.

The cumulative number of companies whose offerings were lead- or co-managed by the Company stood at 1,190 (of which 64 were lead-managed) as of March 31, 2022.

(ii) Commissions from distribution and solicitation to specified investors

Commissions from distribution and solicitation to specified investors rose 7.8% to 3,784 million yen as commissions from distribution of investment trust funds rose 10.0 % to 3,784 million yen.

(iii) Commissions from other sources

The trailer fees on investment trust funds increased 14.0% to 4,133 million yen and trustee fees for fund management by Ichiyoshi Asset Management Co., Ltd. rose 39.0% to 1,830 million yen. With the addition of fund-wrap accounts fees of 2,599 million yen (up 49.5%),etc. total commissions from other sources amounted to 9,076 million yen, up 23.1%.

(2) Gains or loss on trading

Trading on stocks, etc. recorded gains of 140 million yen, down 18.4%, and trading on bonds, foreign exchange, etc. registered gains of 21 million yen, down 84.6%. Consequently total gains on trading amounted to 161 million yen, down 48.0%.

(3) Net financial revenue

Net financial revenue increased 30.4% to 177 million yen chiefly as financial revenue rose 4.6% to 216 million yen as a result of a rise in the average balance of loans on margin transactions while interest expenses decreased by 45.4% to 38 million yen..

Hence, net operating revenue for the fiscal year ended March 31, 2022 recorded

19,553 million yen, up 7.4%.

(4) Operating Cost and Expenses

Operating cost and expenses recorded 16,232 million yen, down 4.2%, as trade-related expenses and personnel expenses decreased.

(5) Non-operating Income and Expenses

The Company registered non-operating income of 131 million yen, mainly consisting of investment profit of 66 million yen at investment partnerships. Thus, net non-operating income amounted to 121 million yen, an increase of 85 million yen from the previous fiscal year.

Hence, current income for the fiscal year ended March 31, 2022 amounted to 3,443 million yen, up 164.7% from the previous fiscal year.

(6) Extraordinary Income and Loss

The Company registered extraordinary income of 162 million yen, mainly consisting of gains on sales of investment securities, while the Company recorded extraordinary loss of 24 million yen, mainly in the form of valuation loss on investment securities. As a result, net extraordinary income amounted to 138 million yen, an increase of 124 million yen from the previous fiscal year.

Consequently, income before taxes and tax adjustments for the fiscal year ended March 31, 2022 recorded 3,581 million yen, up 172.6% and net income attributable to owners of parent (after deduction of corporate income taxes, resident's taxes and enterprise taxes, totaling 901 million yen, and after addition of corporate tax adjustments of 154 million yen) registered 2,526 million yen, up 152.2%.

The following table shows the breakdown of commissions by products on a consolidated basis (in millions of yen):

	Stocks	Bonds	Beneficiary certificates	Others	Total
For the fiscal year ended March 31, 2022:					
Brokerage commissions	5,318	0	168	--	5,486
Commissions from underwriting and solicitation to specified investors	591	--	--	--	591
Commissions from distribution					

and solicitation to specified investors	0	47	3,784	--	3,832
Commissions from other sources	26	0	8,564	485	9,076
Total	5,936	47	12,517	485	18,986
For the fiscal year ended March 31, 2021					
Brokerage commissions	6,026	0	155	--	6,182
Commissions from underwriting					
and solicitation to specified investors	496	--	--	--	496
Commissions from distribution					
and solicitation to specified investors	0	112	3,442	--	3,554
Commissions from other sources	27	0	6,680	665	7,374
Total	6,551	112	10,278	665	17,608

4. Financial Conditions

Conditions of assets, liabilities and net worth

(a) Assets

Assets amounted to 47,935 million yen as of March 31, 2022, a decline of 1,276 million yen (down 2.6%) from March 31, 2021, mainly as cash segregated as deposits increased by 1,090 million yen while margin transaction assets decreased by 3,194 million yen.

(b) Liabilities

Liabilities stood at 17,870 million as of March 31 2022, a decline of 2,232 million yen (down 11.1%) as deposits received increased by 1,386 million yen while margin transaction liabilities decreased by 3,089million yen, respectively.

(c) Net worth

Net worth amounted to 30,064 million yen as of March 31, 2022, a rise of 956 million yen (up 3.3%) from March 31, 2021. The increase resulted mainly from recording of net income (attributable to owners of parent) of 2,526 million yen for the fiscal year while the Company paid dividends in the amount of 1,371 million yen.

Resultantly, equity ratio stood at 62.7%, and capital adequacy ratio recorded 505.8%.

5. Material Financing

None.

6. Material Equipment Investment

The company made a capital investment of 259 million yen for the relocation of offices and setting up of new offices. .

7. Material Corporate Mergers and Acquisition

None.

8. Changes in Assets and Income and Loss (on a consolidated basis)

(in millions of yen except for per-share earnings)

	---For fiscal year ended March 31---			
	2019	2020	2021	2022
Operating revenue	21,227	18,846	1,8270	19,591
(of which commissions)	(19,205)	(16,845)	(17,608)	(18,986)
Net operating revenue	19,769	17,241	18,200	19,553
Current income	2,238	-469	1,300	3,443
Net income attributable to owners of parent	1,674	-724	1,001	2,526
Earnings per share	39.25yen	-17.72yen	27.29yen	69.97yen
Total assets	48,554	43,530	49,211	47,935
Net worth	34,718	28,772	29,108	30,064

Notes: (i)Earnings per share are calculated based on the average number of outstanding shares during the fiscal year (excluding treasury shares).

(ii)Effective from the beginning of fiscal 2022, the “Accounting Standards Concerning Revenue Recognition” (Corporate Accounting Standards No. 29, dated March 31, 2020) has been applied. Hence, operating revenue for fiscal 2021 is retroactively adjusted in accordance with the said accounting standards.

9. Challenges to Be Tackled

As the governmental promotion of capital flow “From Savings to Investments” and then that of “From Savings to Asset-building” are being advocated against the backdrop of prolonged low-interest rates and 100-year life expectancy, securities companies in Japan are urged more than ever to develop customer-based businesses. The Company believes that the novel corona virus which started to rage since last

year will further facilitate changes in circumstances surrounding the securities industry.

The Company has long provided customers with products and services prioritizing the relationship of trust with customers under “Ichiyoshi” Credo. In order to quickly cope with corona-virus-stained changes in circumstances surrounding the securities industry, the Company has embarked on its “Decisive Action for Reform”, the first reformative action in 20 years since 2019 to further promote the “asset-accumulation type” business model with customer-first attitude.

Thus, as part of “Decisive Action on Reform,” the Company rejuvenated and streamlined its management staff, abolished the conventional system of regional advisors headquarters and adopted the system of each branch-led sales operations. Thus, without providing country-wide uniform sales policies supplied by headquarters staff, branches now can use their discretion and idea to meet needs of customers in their own communities, which will further advance customer-focused relationship.

For the past 20 years, the Company has observed its “Ichiyoshi Standards” consisting of 7 principles which stress the Company’s attitude of not dealing in products unsuitable to customers, such as complex risk-return combined products difficult to understand and moved from “Flow-type Business Model” chiefly based on stock brokerage commissions to “Asset-accumulation-type Business Model” mainly based on investment trust fund management and trailer fees. “Decisive Action for Reform” aims to expand customers’ assets in custody, an overriding management index, under the Medium-Term Management Plan “Attack 3” and further advance the transfer to “Asset-accumulation-Type Business Model. As stated hereinbefore, the Company has adopted another principle of “Belief in provision of custom-made products for each customer” to “Ichiyoshi Standards” and as another item of what it should do for customers.

Also as part of its reform, the Company has decided to discontinue its underwriting business which has been underperforming and losing its relative weight toward December 2022 and further concentrate on advisories on asset management and investment.

In order to further advance customers’ convenience, the Company has been subdividing its inner-city offices in Tokyo metropolitan areas in the form of planet-plazas. The Company will continue to enhance its branch network so that the network will become more friendly and accessible to customers.

The Company has for some time has regarded employees’ working condition and

environment, personnel system and human resource development as its important challenges to be tackled. Thus, the Company has positioned “human resource reinforcement and development” and “worker-friendly and worthwhile offices” as part of “Decisive Action for Reform” and will take concrete measure for further promotion thereof.

The Company believes that it has climbed to the 6th station of the mountain of “Decisive Action for Reform” in terms of building a “Name-brand Boutique House in Finance and Securities Industry.” The Company will continue its climbing to the top of the mountain by taking advantage of the group’s capabilities (namely, the advice capability of Ichiyoshi Securities, the research capability of Ichiyoshi Research Institute and the asset management capability of Ichiyoshi Asset Management) and compliance capability (which leads to customers’ satisfaction), and expanding customers’ assets in custody as part of basic strategy under the Medium-Term Management Plan.

10. Status of Parent Company and Subsidiaries

(1) Relationship with parent company:

None (Ichiyoshi has no parent company).

(2) Status of material subsidiaries (all these are located in Chuo-ku Tokyo):

Name of Subsidiary	Paid-up capital (mil. yen)	Voting ratio by parent (%)	Contents of business
Ichiyoshi Research Institute Inc.	20	100.00%	Information services; investment advisory & agency
Ichiyoshi Asset Management Co. Ltd.	490	100.00%	Investment management including investment trust; investment advisory & agency;
Ichiyoshi Business Service Co., Ltd.	240	100.00%	Property renting/ brokerage/management; sales of office supplies; investment brokerage
Ichiyoshi Financial Advisor Co., Ltd.	50	100.00%	Financial instruments intermediary service

Note: There is no specified subsidiary as defined under the applicable law.

11. Principal business (as of March 31, 2022)

(i) Stock-related businesses

Stock-related businesses consist of buying and selling of stocks on a brokerage and principal basis in the secondary market, underwriting and distribution in the primary market, sales solicitation and offering to specified investors and handling of such solicitation and offering. The following are particulars of stock-related businesses:

(a) Buying and selling on a brokerage basis

Buying and selling of stocks on securities exchanges in accordance with customers' instructions.

(b) Buying and selling on a principal basis

Buying and selling of stocks on the Company's own account.

(c) Underwriting and solicitation to specified investors

Underwriting of primary and secondary offerings of stocks on a commitment basis in which Ichiyoshi commits itself to purchasing any unsold portion of offerings.

(d) Distribution and solicitation to specified investors

Distribution of stocks whose offerings Ichiyoshi undertakes to underwrite or distribute.

(ii) Bond-related businesses

Bond-related businesses consist of buying and selling of bonds, issued by governments, municipalities, corporations, etc., on a brokerage and principal basis in the secondary market, underwriting and distribution of such bonds in the primary market and handling of private placements of such bonds.

(iii) Investment trust-related businesses

Investment trust-related businesses consist of distribution and buying and selling of beneficiary certificates of domestic investment trust funds and foreign investment trust funds and handling of sales solicitation to specified investors.

(iv) Securities futures-related businesses

Securities futures-related businesses consist of buying and selling of securities futures, securities index futures, securities options and foreign-market securities futures on a brokerage and principal basis.

(v) Other businesses

Securities lending and borrowing, investment banking, insurance handling, customer referral and introduction, financial instruments intermediary service, information service, investment management and advisory, investment-brokerage, real estate renting/broking and management, and sales of office supplies.

12. Status of offices and branches (as of March 31, 2022)

(1) Offices and branches of Ichiyoshi Securities Co., Ltd. (parent)

Head Office: Tokyo Shoken Kaikan Bldg. 1-5-8, Nihonbashi Kayaba-cho, Chuo-ku,
Tokyo

Number of branches and offices: 50

The geographical breakdown of branches and offices:

[The Japanese map is omitted in this English version.]

Kanto District:	15	Nakano, Planet Plaza Narimasu , Akasaka, Nakameguro, Kichijoji, Yokohama, Planet Plaza Odawara, Kamioka, Planet Plaza Fujisawa Urayasu, Chiba, Koshigaya Planet Plaza Seijo, Planet Plaza Jiyugaoka Planet Plaza Ichikawa (In addition, the Company has Call Center-Ichiyoshi Direct)
Chubu District	6	Nagoya, Okazaki, Iida, Ina, Ise, Planet Plaza Shima
Kinki District	19	Osaka, Nanba, Imazato, Harinakano, Ishibashi, Kishiwada, Hirakata, Yao, Fushimi, Nishinomiya, Kobe, Kakogawa, Nishiwaki, Planet Plaza Kasai, Takada, Gakuenmae, Gobo, Tanabe, Tamaki
Chugoku-Shikou District	3	Okayama, Kurashiki, Shodoshima,
Kyushu District	5	Fukuoka (renamed to Planet Plaza Fukuoka on April 1, 2022), Omuta, Sasebo, Planet Plaza Isahaya, Planet Plaza Karatsu
Tohoku District	2	Morioka, Mizusawa,

(2) Business offices of subsidiaries:

- **Ichiyoshi Research Institute Inc.;** Chuo-ku, Tokyo
- **Ichiyoshi Asset Management Co., Ltd.;** Chuo-ku, Tokyo
- **Ichiyoshi Business Services Co., Ltd.;** Chuo-ku, Tokyo

Osaka Office;	Chuo-ku, Osaka
Ichiyoshi Financial Advisor Co., Ltd.	Chuo-ku, Tokyo
Sakura Narimasu Office	Itabashi-ku, Tokyo

13. Employees (as of March 31, 2022)

(1) Employees on a consolidated basis

	Number	Change from March 31, 2021

Regular employees:		
Male	715	- 37
Female	303	-14
Total	1,018	- 51

Notes: (i) In addition to employees and workers mentioned above, there are 8 executive advisers, 1 counselor, 2 contract-based advisors. 1 consultant and 1 commission-based financial advisor.

(ii) The above-mentioned employees include operating officers.

(2) Employees of Ichiyoshi Securities Co., Ltd. (parent)

	Number	Change from March 31, 2021	Average age	Average years of service

Regular employees:				
Male	648	- 35	45 years and 8 months	16 years and 0 month
Female	282	- 13	42 years and 0 month	12 years and 6 months
Total / average	930	- 48	44 years and 7 months	14 years and 11 months

Notes: (i) In addition to employees mentioned above, there are 3 executive adviser, 1 counselor, 2 contract-based advisors and 1 commission-based financial advisor.

(ii) The above-mentioned employees include operating officers.

(3) Share of mid-career hires im managerial class (manager and above)

End of March 2015	End of March 2016	End of March 2017	End of March 2018	End of March 2019	End of March 2020	End of March 2021	End March 2022
49.0%	49.2%	51.2%	51.2%	53.7%	52.0%	47.5%	45.8%

(4) Share of female workers in manager class (manager and above)

End of March 2015	End of March 2016	End of March 2017	End of March 2018	End of March 2019	End of March 2020	End of March 2021	End March 2022
5.8%	8.5%	8.7%	9.4%	9.8%	11.6%	15.7%	14.2%

Note: The Company was certified with “L-Boshi” (3 stars, highest) as an excellent company under the Law on Promotion of Women’s Participation in November 2021.

14. Major Borrowing Sources (as of March 31, 2022)

Name of lender	Term	Outstanding amount (in millions of yen)
Mitsubishi UFJ Bank Ltd.	Long	63
Mizuho Bank Ltd.	Long	63
Mitsubishi UFJ Bank Ltd.	Short	159
Resona Bank Ltd.	Short	20
Mizuho Bank Ltd.	Short	30
Mitui Sumitomo Bank Ltd.	Short	20

Nihon Securities		
Finance Co., Ltd.	For margin transactions	2,869

15. Policy and Actual Result on Decision of Dividends out of Retained Earnings etc.

1. Policy on dividends out of retained earnings, etc.

The Company places its stress on a continuous stream of dividend payment linked to business result. In deciding on an amount of dividend payment, payout ratio is a basic measure. Additionally, DOE (namely, ratio of dividends to shareholders’ equity) is taken into account for a continuous stream of dividend payment.

Specifically, the Company has adopted the payout ratio of approximately 50% and the DOE of approximately 2%, the both measures being calculated semiannually on a consolidated basis and the larger result of the calculation between the two measures being chosen.

2 Actual dividend payments out of retained earnings

Under the dividend policy mentioned above, an interim dividend per share paid out of the Company’s retained earnings to shareholders of record as of September 30, 2021 was 19yen (calculated on the basis of the payout ratio measure), and a final dividend

per share payable to shareholders of record as of March 31, 2022 is to be 19yen (calculated on the basis of the DOE measure), thus an annual total dividend per share being 38yen.

Changes in dividend payments in the past 3 fiscal years:

	Fiscal year ended March 31, 2020	Fiscal year ended March 31, 2021	Fiscal year ended March 31, 2022
Interim dividend per share	16yen	15yen	19yen
Final dividend per share	16yen	19yen	19yen
Annual total	32yen	34yen	38yen

II. Matters Concerning the Company's Stock (as of March 31, 2022)

1. Number of authorized shares: 168,159,000 shares
2. Number of issued shares: 42,431,386 shares
(which include 6,327,697 treasury shares)
3. Number of shareholders (as of March 31, 2022): 15,554
4. Major shareholders (top 10): (in thousands of shares) (as of March 31, 2022)

Name of shareholder	No. of shares held (in thousands)	% of total

The Master Trust Bank of Japan, Ltd. (Trust Account)	4,688	12.98
Custody Bank of Japan, Ltd. (Trust Account)	1,443	3.99
Nomura Research Institute, Inc.	879	2.43
Ichiyoshi Securities Employee Shareownership Association	851	2.35
Yoshida Tomohiro	777	2.15
SSBTC CLIENT OMNIBUS ACCOUNT	743	2.05
Asia Electronics Ind. Co. Ltd.	527	1.45
Yamanaka Katsuhiko	380	1.05
JP Morgan Chase Bank 38571	374	1.03
JAFCO Group Ltd.	300	0.83

Note: As of March 31, 2022, the Company held 6,327,697 treasury shares, which are not included in the calculation of the above-mentioned %.

III. Matters Relating to Directors and Officers of the Company

1. Directors and executive officers (as of March 31, 2022)

Title	Name	Charge/role/profession
Director, Chairman of Board of	Masashi Takehi	Chairman of the Board of Directors, Member of Nominating Committee, Member of Remuneration Committee
Director, President and Representative Executive Officer	Hirofumi Tamada	Executive Chief for Advisors Division & for Advisors Support Division
Director, Deputy President, Representative Executive Officer	Toshiyuki Fuwa	Executive Supervisor for Personnel/Training
Director, Managing Executive Officer	Shoichi Yamazaki	Executive Supervisor for Finance, Management, Operations Control Division System Division and Subsidiaries and Supervisor for Underwriting Credit Evaluation Director of Ichiyoshi Business Services Director of Ichiyoshi Asset Management Director of Ichiyoshi Research Institute, Inc. Statutory Auditor of Ichiyoshi Financial Advisor
Outside Director	Akira Gokita	Chairman of Nominating Committee, Member of Remuneration Committee, Member of Audit Committee, Attorney-at-law with Gokita-Miura Law Office, Outside director at Sanwa Holdings Ltd.
Outside Director	Kenro Kakeya	Chairman of Remuneration Committee, Member of Nominating Committee, Representative Director & President of Kakeya Komuten,
Outside Director	Takashi Ishikawa	Chairman of Audit Committee (full-time), Statutory Auditor of Ichiyoshi Business Service, Statutory Auditor of Ichiyoshi Asset Management., Statutory Auditor of Ichiyoshi Research Institute, In., President & Representative

Outside Director	Kota Sakurai	Director of SR Holdings Inc. Member of Audit Committee, Certified public accountant & tax accountant and partner with Sakurai Kota Accounting & Tax Accounting Firm LLP
Outside Director	Yoko Mashimo	Representative of Specified Social Insurance Labor and Social Security Personnel Management
Executive Officer	Masao Sugiura	Executive Chief for Operations Control Division, Supervisor for System Division and Subsidiary Operations Control and System, Director of Ichiyoshi Business Service Director of Ichiyoshi Asset Management Director of Ichiyoshi Research Institute Director of Ichiyoshi Financial Advisor Co. Ltd

Notes:

- (1) Messrs. Akira Gokita, Kenro Kakeya, Takashi Ishikawa and Kota Sakurai and Ms. Yoko Mashimo are outside directors as defined by Article 2-15 of the Company Law.
- (2) Messrs. Akira Gokita, Kenro Kakeya, Takashi Ishikawa and Kota Sakurai and Ms. Yoko Mahimo are independent directors having no conflict of interest with the Company's shareholders as defined under the regulations of the Tokyo Stock Exchange.
- (3) Mr. Kota Sakurai is a certified public accountant and tax accountant, equipped with expert knowledge and experience on finance and accounting matters.
- (4) The Company has in place a full-time member of the Audit Committee to continuously and effectively carry out hearing survey on executive officers, receive input from internal audit sections, grasp information from research on subsidiaries and attend various meetings as needed.
- (5) Executive Officer Mr. Masao Sugiura resigned from his position effective on March 31, 2022.
- (6) The following is a list of operating officers as of March 31, 2022:

Title	Name	Charge/role
Senior Operating Officer	Masaki Yano	Executive Chief for Corporate Sales General Manager for Osaka Corporate Sales
Senior Operating Officer	Mikio Nio	Executive Chief for Financial & Public Corporations
Senior Operating Officer	Masayoshi Takahashi	Executive Chief for Investment Banking,
Senior Operating Officer	Nobuyasu Atago	Chief Economist

Senior Operating Officer	Masami Takeda	Executive Chief for Institutional Investors, General Manager for Trading
Operating Officer	Mitsuyoshi Matsumura	Officer attached to Investment banking Division

(7) Effective as of September 30, 2021, Messrs. Kenichi Asada, Jiro Tsuboi and Yoshihisa Rikitake retired from their position of operating officer.

(8) The following changes and appointments were made effective as of April 1, 2022:

Name	New title	New position/role
Shoichi Yaamazaki	Director, Managing Executive Officer	Executive Supervisor for Finance/Management/ Operations Division/System Division/Subsidiaries, Executive Chief for Operations Control Division, Supervisor for Underwriting Credit Evaluation

2. Outline of Directors and Officers Liability Insurance

The Company has contracted a directors and officers liability insurance (“D&O Insurance”) whose outline is as follows:

(1) Covered directors and officers and insurance premiums they pay:

All directors, executive officers and operating officers of the Company and its subsidiaries are covered. Insurance premiums are paid by the Company.

(2) Geographical coverage is the whole world, and the insurance period is from March 23, 2022 to March 23, 2023.

(3) Compensable events:

(i) If an applicable director or officer becomes liable for a damage claim from a shareholder or third person resulting from the director’s or officer’s action or failure to act during the insurance period, such damage and litigation expenses will be covered.

(ii) When there arises a possibility of a damage claim suit (even if a suit has not actually happened) and an applicable director or officer incurs expenses in related defense, such expenses will be covered.

(4) This insurance will not cover a damage claim resulting from an applicable director’s or officer’s action contrary to public order and morals, thereby ensuring that directors’ or officers’ execution of their duty will be made in an appropriate manner.

3. Remunerations for directors and executive officers (remunerations in millions of yen)

Type	Total of all kinds of Remunerations	Total of basic Remuneration	Total of Business- result-linked	Total of Non-monetary Remuneration	Total of others	No of applicable directors or
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	remuneration				officers	
Directors						
(excluding						
outside directors)	203	169	27	0	5	4
Executive officers	28	22	3	0	2	1
Outside directors	92	86	5	--	0	5

Notes: (1) In the form of non-monetary remuneration, the Company awarded share warrants to directors (excluding outside directors) and 5 executive officers. Expenses relating to those warrants which arose in the fiscal year ended March 31, 2022 are recorded in the financial statements.

(2) The total number of share warrants remaining unexercised as of March 31, 2022 is 350 (one warrant is entitled to 100 shares).

4. Policy on determination of individual remunerations of directors and executive officers for the fiscal year ended March 31, 2022

(1) The following is an outline of the policy of the Remuneration Committee for determining individual remunerations of directors and executive officers:

(i) Basic policy:

To lift the desire and will of directors and executive officers for company management and derive their utmost management capability, so that they will contribute to the achievement of desired business result.

(ii) Contents of remunerations:

Remunerations of directors and executive officers of the Company shall consist of "Monthly Basic Remuneration," "Remuneration Linked to Business Result," "Stock-related Remuneration" and "Non-monetary Remuneration" (such as housing allowance for persons living independently of their families for business reasons).

(iii) Policy for determining each of the above-mentioned remunerations:

(a) Monthly Basic Remuneration shall be individually determined by the Remuneration Committee through interview and hearing with each of directors and executive officers on his degree of execution of management strategies, degree of management contribution and performance result while the basic standard remuneration of each director and executive officer is fixed based on the contents of role/charge of his position as director or executive officer.

(b) Remuneration Linked to Business Result shall be individually determined by the Remuneration Committee through interview and hearing with each of directors and executive on his contribution to business result and degree of performance of role/duty while the aggregate amount of remunerations for directors and executive

officers are fixed based on current income and net income.

(c) Stock-related Remuneration shall be determined individually by taking account of potential effect of payment of this remuneration on management.

(d) Non-monetary Remuneration, such as for rent allowance for persons living apart from his family, shall be provided appropriately as required by business activities of each director and executive officer in the light of social norms.

(2) Indicators used for remuneration linked to business result, reasons for adopting such indicators and method of calculation of remuneration linked to business result are as follows:

(Indicators used for remuneration)

Current income and net income for the relevant fiscal year.

(Reasons for adopting indicators)

These indicators can be regarded as objective figures and generally so accepted.

(Method of calculation)

Firstly, the weighted average of current income and net income for the relevant semi-annual period is computed and compared with the corresponding average for preceding semi-annual period, thereby obtaining a positive or negative result for the calculation of remuneration linked to business result.

(3) Current income and net income for the fiscal year ended March 31, 2021 as indicators used for calculation:

Current income: 3,362 million yen

Net income: 2,889 million yen

(4) Policy concerning decision on amount and computation of remuneration for each director and executive officer:

The Company has in place standards for paying remunerations depending on difference between directors and executive officers, ranks and degree of achievement of results.

In deciding an actual amount of remuneration for each of directors and executive officers, the Remuneration Committee carries out evaluation of standards for paying remuneration applicable to each director and executive officer. The Remuneration Committee regards the remunerations for directors and executive officers for the fiscal year ended March 31, 2021 as concordant with standards for paying remunerations.

5. Matters relating to outside directors

(1) Matters relating to whether or not the Company's outside directors are outside directors of another company or companies, and relationship between the Company and another company or companies when outside directors are as such:

(i) **Outside Director Mr. Akira Gokita** is an attorney-at-law with Gokita-Miura Law Office and an outside director of Sanwa Holdings, Ltd. There is no matter to be noted

between the Company and Gokita-Miura Law Office and Sanwa Holdings, Ltd..

(ii) **Outside Director Mr. Kenro Kakeya** is representative director and president of Kakeya Komuten Co., Ltd. There is no matter to be noted between the Company and Kakeya Komuten Co., Ltd.

(iii) **Outside Director Mr. Takashi Ishikawa** is statutory auditor of Ichiyoshi Business Services Col Ltd., statutory auditor of Ichiyoshi Asset management Co. Ltd., and statutory auditor of Ichiyoshi Research Institute Inc., and also representative director and president of SR Holdings Inc. There is no matter to be noted between the Company and SR Holdings Inc.

(iv) **Outside Director Mr. Kota Sakurai** is a certified public accountant and tax accountant at Sakurai Kota Accounting and Tax Accounting Office. There is no matter to be noted between the Company and Sakurai Kota Accounting and Tax Accounting Office.

(v) **Outside Director Ms. Yoko Mashimo** is Representative of Specified Social Insurance Labor and Social Security Attorney Personnel Management. There is no matter to be noted between the Company and Specified Social Insurance Labor and Social Security Attorney Personnel Management.

(2) Attendances of the outside directors at the Company's various meetings:

Title	Name	Frequency of attendance and expression of views
Director Member of the Nominating, Remuneration and Audit Committee	Akira Gokita	Attended 18 meetings of the Board of Directors (frequency ratio of 100%), 4 meetings of the Nominating Committee (frequency ratio of 100%), 5 meetings of the Remuneration Committee (frequency ratio of 100%) and 16 meetings of the Audit Committee (frequency ratio 100%). At meetings, he provided expert advices and views as a former public prosecutor and attorney-at-law, thereby Ensuring the Company's governance capability.
Director Member of the Nominating and Remuneration Committees	Kenro Kakeya	Attended 18 meetings of the Board of Directors (frequency ratio of 100%), 4 meetings of the Nominating Committee (frequency ratio of 100%) and 5 meetings of the Remuneration Committee (frequency ratio of 100%). At meetings, he provided expert advices and views as a former press reporter with Nippon Keizai Shinbun (Japan Economic Journal) and incumbent business executive, thereby contributing to the Company's governance capability.

Director	Takashi Ishikawa	Attended 18 meetings of the Board of Directors (frequency ratio of 100%) and 16 meetings of the Audit Committee (frequency ratio of 100%). At meetings, he provided expert advises and views as a former executive of a securities firm. Also as head of outside directors, he contributed to liaising and coordinating for management team and among independent outside directors, thereby contributing to the Company's governance capability.
Member of the Audit Committee		
Director	Kota Sakurai	Attended 18 meetings of the Board of Directors (frequency ratio of 100%) and 16 meetings of the Audit Committee (frequency ratio of 100%). At meetings, he provided expert advises and views as a certified public accountant and tax accountant thereby contributing to the Company's governance capability.
Member of the Audit Committee		
Director	Yoko Mashimo	Since assuming the directorship, she attended 14 meetings of the Board of Directors (frequency ratio of 100%). At meetings, she provided expert advises as social insurance and labor security attorney and views from the female standpoint, thereby contributing to the Company's management and governance.

[For information on the Consolidated Financial Statements, please refer to the Company's press release dated April 28, 2022, titled "Business Result for Fiscal Year to March 31, 2022" on the Company's website ([https:// ichiyoshi.co.jp/stockholder/presentation](https://ichiyoshi.co.jp/stockholder/presentation)).

(Those financial statements have already been audited by certified public accountants as of this date.)

End