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Securities Code: 6786
June 13, 2022

To Our Shareholders:

Yuichi Wada
President and Representative Director,
RVH Inc.
2-13-5 Akasaka, Minato-ku, Tokyo

**NOTICE OF
CONVOCAION OF THE 26H ANNUAL GENERAL MEETING OF SHAREHOLDERS**

You are hereby notified that the 26th Annual General Meeting of Shareholders of RVH Inc. (the “Company”) will be held as described below.

Instead of attending the meeting, you may exercise your voting rights in writing or via the Internet. In that case, please examine the Reference Documents for the Annual General Meeting of Shareholders and indicate your approval or disapproval of the proposals on the enclosed Voting Rights Exercise Form or the Voting Rights Exercise Website (<https://www.web54.net>) to exercise your voting rights by 5:45 p.m., Monday, June 27, 2022.

- 1. Date:** 10:00 a.m. on Tuesday, June 28, 2022 (reception desk opens at 9:30 a.m.)
 - 2. Venue:** Tokyo Garden Terrace Kioicho, Kioi Tower, 4th floor, Kioi Conference, Seminar Room B
1-4 Kioicho, Chiyoda-ku, Tokyo
 - 3. Meeting Agenda:**
 - Matters to be reported:**
 1. 26th Fiscal Year (from April 1, 2021 to March 31, 2022)
Business Report, Consolidated Financial Statements, and Results of the Audit of Consolidated Financial Statements by the Accounting Auditors and the Board of Auditors
 2. 26th Fiscal Year (from April 1, 2021 to March 31, 2022)
Non-Consolidated Financial Statements
 - Matters to be resolved:**
 - Proposal 1:** Partial Amendments to the Articles of Incorporation
 - Proposal 2:** Election of One (1) Director
 - Proposal 3:** Election of One (1) Auditor
 - Proposal 4:** Election of One (1) Substitute Auditor
 - Proposal 5:** Election of the Accounting Auditor
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
 - Any revisions to the Business Report, Non-Consolidated Financial Statements, Consolidated Financial Statements, and Reference Documents for the Annual General Meeting of Shareholders will be disclosed on the Company’s website (<http://rvh.jp>).
 - Among the documents required to be included in the Notice of Convocation of the Annual General Meeting of Shareholders, those listed below are not included in this convocation notice because they are posted on the Company’s website in accordance with relevant laws and regulations and with Article 17 of the Company’s Articles of Incorporation. Accordingly, the documents provided with this convocation notice reflect only a portion of the documents audited by the accounting auditors and the Board of Auditors when the Audit Report was prepared.
 1. Principal Business Locations
 2. Status of Major Lenders

3. Systems to Ensure the Appropriateness of Business Activities, and Operational Status of Such Systems
4. Consolidated Statements of Changes in Equity
5. Notes to Consolidated Financial Statements
6. Non-Consolidated Statements of Changes in Equity
7. Notes to Non-Consolidated Financial Statements

Company website: <http://rvh.jp>

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for the proposal

The introduction of the system for electronic provision of materials for general meetings of shareholders stipulated in the proviso of Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, the Articles of Incorporation of the Company shall be amended to provides that information contained in the reference materials for the general meeting of shareholders, etc. shall be provided electronically and to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.

The provisions of the current Articles of Incorporation related to the internet disclosure and deemed provision of the reference materials for the general meeting of shareholders, etc. will become unnecessary and will therefore be deleted and supplementary provisions related to the effective date, etc. shall be established associated with these changes.

2. Details of amendments

The details of the amendments are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p><u>(Internet Disclosure and Deemed Provision of Reference Materials for the General Meetings of Shareholders, Etc.)</u> <u>Article 17 The Company may, when convening a general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the reference materials for the general meeting of shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the internet in accordance with the provisions provided in the Ordinance of the Ministry of Justice.</u></p>	<p>(Deleted)</p>
<p>(Newly established)</p>	<p><u>(Measures for Electronic Provision, Etc.)</u> <u>Article 17 The Company shall, when convening a general meeting of shareholders, provide information contained in the reference materials for the general meeting of shareholders, etc. electronically.</u> <u>2 Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.</u></p>

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p><u>(Supplementary provisions)</u></p> <ol style="list-style-type: none"> <li data-bbox="790 241 1378 495">1. <u>The deletion of Article 17 (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation and the new establishment of the proposed Article 17 (Measures for Electronic Provision, Etc.) of the amended Articles of Incorporation shall come into effect on September 1, 2022.</u> <li data-bbox="790 495 1378 779">2. <u>Notwithstanding the provisions of the preceding paragraph, Article 17 (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation shall remain in force with respect to a general meeting of shareholders to be held on a date until the end of February 2023.</u> <li data-bbox="790 779 1378 947">3. <u>These supplementary provisions shall be deleted after March 1, 2023 or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.</u>

Proposal 2: Election of One (1) Director

Mr. Yuichi Wada, a director, will retire due to his resignation at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes to elect one (1) new director. As the candidate is a director appointed as a substitute for the retiring director, the term of office when the candidate for director is appointed will be until the expiration of the term of the incumbent director pursuant to the provisions of the Articles of Incorporation of the Company.

The candidate for Director is as follows:

Name (Date of birth)	Career summary, positions and responsibilities in the Company (significant concurrent positions)	Number of shares held in the Company
<p>Yousuke Kaneko (Born: June 14, 1976)</p> <p><input type="checkbox"/> New appointment</p> <p><input type="checkbox"/> Outside</p> <p><input type="checkbox"/> Independent</p>	<p>Apr. 1999 Joined Nippon Express Company, Limited</p> <p>Jun. 2005 Joined AK Global Agent Inc.</p> <p>May 2017 Advisor, TLAROCK ENTERTAINMENT Inc. (current position)</p>	<p>0</p>

Reason for nomination as candidate for outside director and expected roles:

Mr. Kaneko does not have experience in management as a corporate manager. However, he has a wealth of experience in management division at companies. The Company believes he can provide appropriate advice objectively on matters related to management of the Company from a practical perspective, and therefore nominates him as a candidate for outside director (new appointment).

- (Notes)
1. There are no special interests between Mr. Kaneko and the Company.
 2. Mr. Kaneko is a candidate for outside director.
 3. If his nomination is approved, the Company intends to conclude a limited liability agreement with Mr. Kaneko pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act. The maximum amount of the liability for damages based on the agreement will be the minimum liability amount as provided in laws and regulations.
 4. If his nomination is approved at this Annual General Meeting of Shareholders, the Company intends to submit notification to the Tokyo Stock Exchange of Mr. Kaneko's appointment as an independent officer as required by the aforementioned exchange.
 5. The Company has concluded a directors and officers liability insurance contract, covering all directors as the insured persons. The insurance contract covers damages that may arise due to the insured directors assuming liability for their execution of duties, or receiving a claim related to the pursuit of such liability. If the candidates assume office as director, they will be the insured under the insurance contract. The Company plans to renew the insurance contract during their terms of office.

Proposal 3: Election of One (1) Auditor

Mr. Michitaka Masuda, an auditor, will retire due to his resignation at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes to elect one (1) auditor. As the candidate is an auditor appointed as a substitute for the retiring auditor, the term of office when the candidate for auditor is appointed will be until the expiration of the term of the incumbent auditor pursuant to the provisions of the Articles of Incorporation of the Company.

Additionally, we have obtained the consent of the Board of Auditors with respect to the submission of this proposal.

The candidate for auditor is as follows:

Name (Date of birth)	Career summary and positions in the Company (significant concurrent positions)	Number of shares held in the Company	
Hisayoshi Matsuzaki (Born: October 2, 1960) <div style="border: 1px solid black; padding: 2px; display: inline-block;">New appointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>	Apr. 1979	0	
	Jul. 1993		Hired by Tokyo Regional Taxation Bureau Examiner, First Information and Examination Division, Second Taxation Department, Tokyo Regional Taxation Bureau
	Jul. 2011		Chief Examiner, Fifth Corporation Taxation Group, Shinjuku Tax Office
	Jul. 2012		Chief Examiner, Sixth Corporation Taxation Group, Shibuya Tax Office
	Jul. 2014		Chief Examiner, First Corporation Taxation Group, Itabashi Tax Office
	Jul. 2016		Special Examiner, Shiba Tax Office
	Jul. 2017		Special Examiner, Yotsuya Tax Office
Jul. 2019	Special Examiner, Tachikawa Tax Office		
Reason for nomination as candidate for outside auditor: Mr. Matsuzaki does not have direct experience in corporate management. However, he has a wealth of experience and advanced and specialized knowledge on tax affairs at the Taxation Bureau and tax offices. The Company believes he can apply those experiences and knowledge to the audit system of the Company, and therefore nominates him as a candidate for outside auditor (new appointment).			

- (Notes)
1. There are no special interests between Mr. Matsuzaki and the Company.
 2. Mr. Matsuzaki is a candidate for outside auditor.
 3. If he assumes the position of auditor, the Company intends to conclude a limited liability agreement with Mr. Matsuzaki pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act. The maximum amount of the liability for damages based on the agreement is the minimum liability amount as provided in laws and regulations.
 4. Mr. Matsuzaki satisfies the requirements for independent officer as required by the Tokyo Stock Exchange.
 5. The Company has concluded a directors and officers liability insurance contract, covering all auditors as the insured persons. The insurance contract covers damages that may arise due to the insured auditors assuming liability for their execution of duties, or receiving a claim related to the pursuit of such liability. If the candidate assumes office as auditor, he will be the insured under the insurance contract. The Company plans to renew the insurance contract during his terms of office.

Proposal 5: Election of Accounting Auditor

The term of office of HLB Meisei LLC, the accounting auditor of the Company, will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes to elect a new accounting auditor based on the resolution of the Board of Auditors. The Board of Auditors selected Kayu Audit LLC as a candidate for an accounting auditor because from comprehensively reviewing its independence, expertise, quality-control system, and auditor's remuneration, etc., in addition that audits from a new perspective can be expected considering the number of years of continuous auditing by the current accounting auditor, the Board of Auditors judged that Kayu Audit LLC is appropriate to serve as accounting auditor for the Company.

The candidate for an accounting auditor is as follows.

Name	Kayu Audit LLC
Address	Principal Office 4F, 711 Building ,7-11-18, Nishi Shinjuku, Shinjuku-ku, Tokyo
History	Jun. 1984 Kayu Auditing Corporation established Oct.1990 Relocated headquarter office to Tokyo office Jan. 2010 Converted to a limited liability company and changed company name in English to Kayu Audit LLC
Corporate Profile	Capital: 11,000,000 yen 7 employees (certified accountants) Number of clients: 18 companies

(as of March 31, 2022)