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Securities Code: 3276

Date of sending by postal mail: March 8, 2023

Start date of measures for providing information in electronic format: March 2, 2023

To our shareholders:

Hideaki Mutoh
Representative Director, President and Chief Executive
Officer
Japan Property Management Center Co., Ltd.
3-4-2 Marunouchi, Chiyoda-ku, Tokyo

Notice of the 21st Annual General Meeting of Shareholders

We are pleased to announce the 21st Annual General Meeting of Shareholders of Japan Property Management Center Co., Ltd. (the “Company”), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of Reference Documents for General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the following websites. Please access the website using the internet address shown below to review the information.

The Company’s website:

<https://www.jpmc.jp/> (in Japanese only)

(Please access the above website and select “IR Information” “Stock Overview” “General Meeting of Shareholders” to review the information.)

Website containing materials for the general meeting of shareholders:

<https://d.sokai.jp/3276/teiji/> (in Japanese only)

Tokyo Stock Exchange website (Listed Company Search):

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

(Please access the above TSE website, enter “Japan Property Management Center Co., Ltd.” in “Issue name (company name)” or “3276” in the “Code” to search for the company, then select “Basic information” “Documents for public inspection/PR information” and review “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting]” in “Filed information available for public inspection.”)

If you are unable to attend the meeting in person, you may exercise your voting rights in one of the following methods. Please review the attached Reference Document for General Meeting of Shareholders before doing so.

[Voting via the Internet, etc.]

Please access the website for exercising voting rights designated by the Company (<https://soukai.mizuho-tb.co.jp/>) and enter your approval or disapproval by 6:00 p.m. on Thursday, March 23, 2023 (JST).

[Voting by Postal Mail]

Please indicate your approval or disapproval in the voting form and return the form to the Company by postal mail so that your vote is received by 6:00 p.m. on Thursday, March 23, 2023 (JST).

1. Date and Time: Friday, March 24, 2023, at 10:00 a.m. (JST) (Reception opens at 9:00 a.m.)

2. Venue: Hall D7, Tokyo International Forum

3-5-1 Marunouchi, Chiyoda-ku, Tokyo

(Please ensure that you come to the reception desk on the 6th floor.)

3. Purpose of the Meeting

Matters to be reported:

- (1) The Business Report and the Consolidated Financial Statements for the 21st fiscal year (from January 1, 2022 to December 31, 2022), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
- (2) The Non-consolidated Financial Statements for the 21st fiscal year (from January 1, 2022 to December 31, 2022)

Matters to be resolved:

- | | |
|-----------------------|--|
| Proposal No. 1 | Partial Amendment to Articles of Incorporation |
| Proposal No. 2 | Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members) |

4. Instructions for Exercising Voting Rights

Please refer to the “Instructions on Exercise of Voting Rights, etc.” (in Japanese only)

- In case you exercise your voting rights in writing (by postal mail), if neither approval nor disapproval of each proposal is indicated on the voting form, the Company will deem that you indicated your approval of the proposal.
- If you exercise your voting rights more than once via the Internet, only the last vote shall be deemed effective.
- If you exercise your voting rights in duplicate both via the Internet as well as in writing (by postal mail), only the vote via the Internet shall be deemed effective regardless of the arrival date and time.
- If you exercise your voting rights by proxy, you may designate one other shareholder holding voting rights in the Company to attend the meeting. Please note, however, it is necessary to submit the written proof of the right of proxy.
- If you wish to make a diverse exercise of your voting rights, please advise us in writing three days prior to the meeting, stating your reasons therefor.
- Please submit the voting form at the reception upon arrival at the venue.
- If revisions to the items for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company’s aforementioned website, the website containing informational materials for the General Meeting of Shareholders and the TSE website.
- Paper-based documents stated in the items for providing information in electronic format are to be taken will be sent to shareholders who requested the delivery of paper-based documents, but the following information will be omitted from the documents pursuant to the provisions of laws and regulations and Article 14 of the Articles of Incorporation of the Company.
 - (1) “Major businesses,” “Major offices,” “Employees,” “Major lenders,” “Shares of the Company,” “Share acquisition rights, etc. of the Company,” “Accounting Auditor,” and “Systems for ensuring properness of business operation and overview of operating status of the systems” of the Business Report.
 - (2) The “Consolidated Statements of Changes in Net Assets” and “Notes to Consolidated Financial Statements” of the Consolidated Financial Statements.
 - (3) The “Statements of Changes in Net Assets” and “Notes to Non-consolidated Financial Statements” of the Non-consolidated Financial Statements.

Therefore, the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements stated in the documents make up only a part of what was audited when the by the Accounting Auditor and the Audit and Supervisory Committee in the course of preparation of their audit report.

Reference Document for General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Partial Amendment to Articles of Incorporation

1. Reasons for the proposal

- (1) The Company has employed an executive officer system since 2012 and elects Executive Officers with special titles, and the Company proposes the organization of the relevant wording because the provisions on Directors with special titles in the current Articles of Incorporation are incongruous with actual conditions.
- (2) The Company proposes the amendment of Article 24 of the current Articles of Incorporation limiting the chairperson of the Board of Directors to the Representative Director and President to enable other Directors including outside Directors to serve as chairperson in order to enhance management supervisory functions that are objective and independent from the Board of Directors.

2. Details of amendments

The details of amendments are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendment
(Convener and Chairperson) Article 13 1 The General Meeting of Shareholders shall be convened by <u>the Representative Director and President</u> , who shall preside as chairperson. 2 When <u>the Representative Director and President</u> is unable to attend to the duties, another Director shall convene the General Meeting of Shareholders and preside as chairperson according to the order specified in advance by the Board of Directors.	(Convener and Chairperson) Article 13 1 The General Meeting of Shareholders shall be convened by <u>a Representative Director</u> , who shall preside as chairperson. 2 When <u>the Representative Director</u> is unable to attend to the duties, another Director shall convene the General Meeting of Shareholders and preside as chairperson according to the order specified in advance by the Board of Directors.
(Representative Directors and Directors with special titles) Article 22 1 Representative Directors shall be elected from among the Directors (excluding Directors who are Audit and Supervisory Committee Members) by resolution of the Board of Directors. 2 The Board of Directors may, by resolution thereof, appoint one Chairman of the Board of Directors and one <u>Representative Director and President</u> , and several Director and Vice Presidents, Senior Managing Directors and Managing Directors from among the Directors.	(Representative Directors and Directors with special titles) Article 22 1 Representative Directors shall be elected from among the Directors (excluding Directors who are Audit and Supervisory Committee Members) by resolution of the Board of Directors. 2 The Board of Directors may, by resolution thereof, appoint one Chairman of the Board of Directors and one <u>Director and President</u> , and several Director and Vice Presidents, Senior Managing Directors and Managing Directors from among the Directors.
(Execution of Duties) Article 23 1 <u>The Representative Director and President shall oversee the Company's operations, and the Senior Managing Directors and Managing Directors shall divide their duties in support of the Representative Director and President.</u> 2 <u>When the Representative Director and President is unable to attend to the duties, another Director shall attend to the duties on behalf of the Representative Director and President according to the order specified in advance by the Board of Directors.</u>	(Delete) * Following provisions moved up.

<p>(Convener and Chairperson of the Board of Directors)</p> <p><u>Article 24</u></p> <p>1 The Board of Directors meeting shall <u>be convened by the Representative Director and President who shall preside as chairperson, unless otherwise provided for by laws and regulations.</u></p> <p style="text-align: center;">(New)</p> <p>2 When <u>the Representative Director and President</u> is unable to attend to the duties, another Director shall convene the Board of Directors meeting and preside as chairperson according to the order specified in advance by the Board of Directors.</p>	<p>(Convener and Chairperson of the Board of Directors)</p> <p><u>Article 23</u></p> <p>1 The Board of Directors shall, <u>by resolution thereof, elect one chairperson of the Board of Directors from among the Directors.</u></p> <p>2 <u>The Board of Directors meeting shall be convened by the chairperson of the Board of Directors, unless otherwise provided for by laws and regulations.</u></p> <p>3 When <u>the chairperson of the Board of Directors</u> is unable to attend to the duties, another Director shall convene the Board of Directors meeting and preside as chairperson according to the order specified in advance by the Board of Directors.</p>
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Proposal No. 2 Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all four currently serving Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. The Company proposes to increase the number of outside Directors by one in order to improve the effectiveness of management supervision from an independent perspective. Accordingly, the Company proposes the election of five Directors (excluding Directors who are Audit and Supervisory Committee Members).

The term of office of Directors (Excluding Directors who are Audit and Supervisory Committee Members) elected at this Annual General Meeting of Shareholders will be until the conclusion of the Annual General Meeting of Shareholders to be held in March 2024.

The selection of candidates for Directors was conducted after deliberation of the voluntary Nominating Committee, the majority of which is comprised of independent outside Directors. Also, this proposal has been examined at the Audit and Supervisory Committee, and all candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) have been deemed appropriate.

Candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Hideaki Mutoh (April 19, 1964) Attendance at Board of Directors Meetings this business year 13/13	<p>Mar. 1997 Founder and Representative Director of NEXT Co., Ltd. (current LIFULL Co., Ltd.)</p> <p>Sept. 1998 Representative Director and Vice President</p> <p>Nov. 1999 General Manager of System Department of Apaman Shop Network, Co., Ltd. (current APAMAN Co., Ltd.)</p> <p>May 2001 Representative Director of Fudousan Business Kenkyujyo</p> <p>June 2002 Founder and Representative Director of the Company</p> <p>Oct. 2003 Director of Fudousan Business Kenkyujyo</p> <p>Jan. 2012 Representative Director, President and Chief Executive Officer of the Company (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Representative Director and Chairman of JPMC SHINEI Co., Ltd.</p> <p>Representative Director of Mutoh Enterprise Co., Ltd.</p>	482,865 shares
<p>Reasons for nomination as candidate for Director: Hideaki Mutoh established the Company in June 2002 and is currently serving as the President and Chief Executive Officer. The Company has nominated him again as a candidate for Director for his extensive business experience in the Company and property industry, and knowledge of overall management, administration and operations.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Shigeo Ikeda (February 13, 1974)</p> <p style="text-align: center;">Attendance at Board of Directors Meetings this business year 13/13</p>	<p>Apr. 1996 Joined SK Trading Co., Ltd.</p> <p>Aug. 2004 Joined the Company</p> <p>Jan. 2014 Deputy General Manager of Consulting Sales Division and General Manager of Eastern Japan Consulting Department</p> <p>Jan. 2015 Executive Officer, General Manager of Consulting Sales Division, and Group Manager of Metropolitan Consulting Group</p> <p>Jan. 2016 Senior Executive Officer, General Manager of Property Management Business Department, General Manager of Eastern Japan Property Management Department, and General Manager of Senior Housing Business Department</p> <p>Jan. 2017 Senior Executive Officer and General Manager of Property Management Business Department</p> <p>Jan. 2018 Managing Executive Officer and General Manager of Property Management Business Department</p> <p>Mar. 2018 Director, Managing Executive Officer, and General Manager of Property Management Business Department</p> <p>Jan. 2019 Director, Managing Executive Officer, and West Japan Company President</p> <p>Jan. 2020 Director, Senior Managing Executive Officer, and East Japan Company President</p> <p>Jan. 2022 Director, Senior Managing Executive Officer, and General Manager of Partner Business HQ (current position)</p> <p>(Significant concurrent positions outside the Company) Director of JPMC Agency Co., Ltd.</p>	70,777 shares
<p>Reasons for nomination as candidate for Director: Shigeo Ikeda has served in sales division since joining the Company and took position as the General Manager of the Consulting Sales Division and the Property Management Business Department. He is currently leading businesses of the Group as the Senior Managing Executive Officer and General Manager of the Partner Business HQ. The Company nominated him again as a candidate for Director for his extensive experience in the Company and knowledge of overall management and administration.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	<p style="text-align: center;">Akimasa Hattori (August 29, 1963)</p> <p style="text-align: center;">Attendance at Board of Directors Meetings this business year 13/13</p>	<p>Apr. 2001 Joined Nissen Co., Ltd.</p> <p>Apr. 2005 Settlement Team Leader of Strategic Finance Group</p> <p>June 2007 Joined MG Group Co., Ltd.</p> <p>Feb. 2009 Representative Director of CI Associates Co., Ltd.</p> <p>Apr. 2009 Seconded to PAYDESIGN Inc. (current Metaps Payment Inc.)</p> <p>Apr. 2012 General Manager of Accounting Finance Department</p> <p>Nov. 2015 Joined the Company</p> <p>Jan. 2016 General Manager of Finance Department</p> <p>Jan. 2018 Executive Officer and General Manager of Finance Department</p> <p>Mar. 2018 Director, Executive Officer, and General Manager of Finance Department</p> <p>Jan. 2019 Director, Senior Executive Officer, and General Manager of Finance & Administration Division</p> <p>Jan. 2023 Director (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Company Auditor of JPMC Finance Co., Ltd.</p> <p>Representative Director and Chairman of Mirai Small Amount & Short Term Insurance Co., Ltd.</p> <p>Director of JPMC Agency Co., Ltd.</p> <p>Company Auditor of JPMC SHINEI Co., Ltd.</p> <p>Company Auditor of JPMC Works & Supply Co., Ltd.</p> <p>Company Auditor of JPMC Asset Management Co., Ltd.</p> <p>Representative Director of Osaka Horo Co., Ltd.</p>	20,705 shares
<p>Reasons for nomination as candidate for Director:</p> <p>Akimasa Hattori has extensive business experience and knowledge in accounting and finance areas. He has served as the General Manager of the Finance Department and a Senior Executive Officer and General Manager of the Finance & Administration Division. The Company has nominated him again as a candidate for Director because his experience and knowledge cultivated as the person in charge of managing finance and accounting operations and the administration division will further strengthen the effectiveness of decision-making and supervisory functions of the Board of Directors.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p style="text-align: center;">Takashi Hosoda (April 28, 1955)</p> <p style="text-align: center;">Attendance at Board of Directors Meetings this business year 10/10</p>	<p>Apr. 1979 Joined Ministry of Finance</p> <p>July 1996 Director for Minister's Secretariat and Professor of Kyoto University</p> <p>July 2008 Director of Japan Finance Corporation for Small and Medium Enterprise (current Japan Finance Corporation)</p> <p>July 2008 Deputy Director-General of Minister's Secretariat of Ministry of Internal Affairs and Communications</p> <p>July 2010 Director - General of Nagoya Customs</p> <p>Apr. 2011 Director of Incorporated Administrative Agency Japan Housing Finance Agency</p> <p>June 2013 Director - General of Tokyo Customs</p> <p>July 2014 Chief of Kanto Local Finance Bureau</p> <p>Mar. 2016 Registered as attorney</p> <p>June 2016 Representative Director and Vice President of TOMATO BANK, LTD.</p> <p>Oct. 2019 Joined Y&P Legal Professional Corporation as Counselor (current position)</p> <p>July 2020 Outside Audit & Supervisory Board Member of Rococo Co., Ltd. (current position)</p> <p>Aug. 2021 Outside Director at Maezawa Industries, Inc. (current position)</p> <p>Mar. 2022 Outside Director of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) Counselor of Y&P Legal Professional Corporation Outside Audit & Supervisory Board Member of Rococo Co., Ltd. Outside Director of Maezawa Industries, Inc.</p>	-
<p>Reasons for nomination as candidate for outside Director and outline of roles expected: After joining the Ministry of Finance, Takashi Hosoda obtained a wealth of experience and knowledge in the fiscal and financial fields as the deputy director-general of a local public enterprise, the Chief of Kanto Local Finance Bureau, and a Representative Director and Vice President of a local bank. He also has experience in positions of responsibility for company management. He also has deep insights into corporate governance and compliance and can be expected to contribute to the management of the Company with advice and supervision Therefore, the Company determined that it was appropriate for him to execute the role of outside Director and nominated him again as outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	Koji Kawakubo (October 7, 1956)	<p>Apr. 1980 Joined Yasuda Trust & Banking Co., Ltd.</p> <p>Oct. 1999 General Manager of Consulting Department</p> <p>Apr. 2007 Executive Officer and General Manager of Corporate Business Planning Department, Mizuho Trust & Banking Co., Ltd.</p> <p>Apr. 2008 Executive Officer and General Manager of General Consulting Department of Mizuho Bank, Ltd.</p> <p>Apr. 2009 Managing Executive Officer and General Manager of General Consulting Department</p> <p>Apr. 2011 Managing Executive Officer, Officer in Charge of Branches and Assistant Officer in Charge of Corporate Group</p> <p>Apr. 2012 Managing Executive Officer, Officer in Charge of Sales Branches</p> <p>Mar. 2013 Representative Director and President of Mizuho Realty Co., Ltd.</p> <p>July 2015 Representative Director and President</p> <p>Mar. 2017 Full-time Audit and Supervisory Board Member of Tokyo Tatemono Co., Ltd. (To step down in March 2023)</p> <p>(Significant concurrent positions outside the Company) Full-time Audit and Supervisory Board Member of Tokyo Tatemono Co., Ltd. (to step down in March 2023)</p>	-
<p>Reasons for nomination as candidate for outside Director and outline of roles expected: Koji Kawakubo has abundant experience as a management executive in companies including Mizuho Trust & Banking Co., Ltd. and Mizuho Bank, Ltd., and insight in a wide range of areas including finance, sales and real estate. The Company determined that he is able to contribute to sustained growth and the enhancement of medium- to long-term corporate value, and has nominated him as outside Director.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Takashi Hosoda and Koji Kawakubo are candidates for outside Director. The Company has submitted notification to the Tokyo Stock Exchange, Inc. that Takashi Hosoda has been designated as an independent officer as provided for by the aforementioned exchange. If Takashi Hosoda is re-elected, the Company plans to continuously specify him as an independent officer. Furthermore, Koji Kawakubo satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and if he is elected as proposed, the Company plans to submit notification to the aforementioned exchange concerning his designation as an independent officer.
 3. Takashi Hosoda will have served as outside Director of the Company for one year upon the conclusion of this Annual General Meeting of Shareholders.
 4. The Company has concluded a limited liability agreement with Takashi Hosoda pursuant to Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement is the amount provided for under laws and regulations, and if Takashi Hosoda is re-elected, the Company plans to renew the agreement with him. If Koji Kawakubo is elected as proposed, the Company plans to enter into the same limited liability agreement with him.
 5. The Company has entered into a liability insurance contract with an insurance company for directors and officers, etc., as stipulated in Article 430-3, paragraph (1) of the Companies Act, and the insurance contract will cover the damages that would be borne by the insured. If each candidate is elected as proposed, each candidate will be included as an insured in the contract. The details of this insurance contract are as stated in the Business Report.

Reference

If Proposal No. 2 is approved as proposed at this Annual General Meeting of Shareholders, the makeup of the Board of Directors and the areas the Group expects each Director to be in charge of are as follows.

Name	Title	Area the Group expects Director to contribute to										
		Business management	Sales marketing	Knowledge regarding the Company's industry	Human resources development	M&A	Legal affairs and risk management	Finance	DX	ESG	Government agencies and administration	
Hideaki Mutoh	Representative Director President and Chief Executive Officer Group CEO	○	○	○	○					○	○	
Shigeo Ikeda	Director Senior Managing Executive Officer Group COO	○	○	○						○		
Akimasa Hattori	Director Group CFO	○				○	○	○	○	○		
Takashi Hosoda	Outside Director	○					○	○				○
Koji Kawakubo	Outside Director	○	○	○		○	○	○				
Keiji Komatsu	Outside Director who is an Audit and Supervisory Committee Member			○				○				
Taiji Ueda	Outside Director who is an Audit and Supervisory Committee Member					○		○				
Yuko Sakurai	Outside Director who is an Audit and Supervisory Committee Member					○	○					○

Note: The above chart does not display all of the knowledge and experience of Directors.