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Securities Code: 9419

March 6, 2023

To our shareholders:

Nobuhiro Hama
Representative Member of the Board and CEO
WirelessGate, Inc.
2-2-20 Higashi Shinagawa, Shinagawa-ku, Tokyo

Notice of the 19th Annual General Meeting of Shareholders

We are pleased to announce the 19th Annual General Meeting of Shareholders of WirelessGate, Inc. (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 each of the following websites. Please access one of these websites using the internet address shown below to review the information.

[The Company’s website]

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

Please access the aforementioned website and select in order “IR Information,” “IR Library,” and “General Meeting of Shareholders/Information for Shareholders” from the menu.

[Website with informational materials for General Meeting of Shareholders]

<https://d.sokai.jp/9419/teiji/> (in Japanese only)

[Website of Tokyo Stock Exchange, Inc. (Listed Company Search)]

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

Please access the website of Tokyo Stock Exchange, Inc. above, enter “WirelessGate” in the “Issue name (company name)” field or our securities code “9419” in the “Code” field, select “Basic Information” and “Documents for public inspection/PR information” in that order, and check “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” in the “Filed information available for public inspection” section.

Instead of attending the meeting in person, you may exercise your voting rights through one of the methods below. Please examine the Reference Documents for General Meeting of Shareholders and exercise your voting rights.

[Voting by mail]

Please indicate your approval or disapproval of the proposals on the voting form sent out with this convocation notice, and return it so that your vote is received by Monday, March 27, 2023, at 5:30 p.m. (JST).

[Voting via the internet, etc.]

Please access the designated voting website of the Company (<https://www.web54.net>) (in Japanese only), and cast your vote to approve or disapprove of each proposal no later than Monday, March 27, 2023, at 5:30 p.m. (JST).

1. Date and Time: Tuesday, March 28, 2023, at 10:00 a.m. (JST) (Reception will open at 9:00 a.m.)

2. Venue: “Primavera II,” 4th Floor, Dai-ichi Hotel Tokyo
1-2-6 Shimbashi, Minato-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. Business report and consolidated financial statements for the 19th fiscal year (from January 1, 2022 to December 31, 2022), and results of audit of consolidated financial statements by Financial Auditor and the Audit and Supervisory Committee
2. Non-consolidated financial statements for the 19th fiscal year (from January 1, 2022 to December 31, 2022)

Matters to be resolved:

- Proposal No. 1** Election of Three Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members)
- Proposal No. 2** Election of One Member of the Board Who Is an Audit and Supervisory Committee Member
- Proposal No. 3** Election of Financial Auditor

- When you attend the meeting in person, please submit the enclosed voting form to the reception.
- In the case you choose to exercise your voting rights in writing (by mail), if there is no indication of your approval or disapproval of a proposal on the voting form, it will be treated as a vote to approve the proposal.
- If you will vote through a proxy, your vote may be cast by a proxy who is another shareholder with voting rights and who will attend the General Meeting of Shareholders. Please submit a letter of proxy with your voting form to the reception.
- 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 each of the aforementioned websites.
- Shareholders who have requested the delivery of paper-based documents will also receive a document stating the items for which measures for providing information in electronic format are to be taken, however such document will exclude the following items as provided for by the provisions of laws and regulations and Article 16 of the Articles of Incorporation of the Company.
 - (i) “Systems to Ensure Appropriate Business Operations and Overview of Operational Status of Such Systems” and “Basic Policy on Company Control” of the business report
 - (ii) “Consolidated statement of changes in equity” and “notes to consolidated financial statements” of consolidated financial statements
 - (iii) “Non-consolidated statement of changes in equity” and “notes to non-consolidated financial statements” of non-consolidated financial statements

The business report, consolidated financial statements and non-consolidated financial statements attached to this Notice constitute one part and not all of the documents audited by Financial Auditor in preparation of the financial audit report or by the Audit and Supervisory Committee in the preparation of the audit report.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Election of Three Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members)

The terms of office of all three Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members). The Audit and Supervisory Committee has judged that all the candidates are eligible as Members of the Board after evaluating their performance of duties during the current fiscal year.

Candidates for the role of Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) are as follows:

Candidate no.	Name	Position and responsibility in the Company	
1	Nobuhiro Hama	Representative Member of the Board and CEO	Reelection
2	Minoru Harada	CFO and Member of the Board, and CAO	Reelection
3	Toru Narita	Member of the Board, Corporate Officer and Head of Sales Department and Head of New Business Department	Reelection

Reelection Reelection candidates for Members of the Board

Candidate no.	Name (Date of birth)	Career summary, position and responsibility in the Company	Number of the Company's shares owned
1	<p style="text-align: center;">Nobuhiro Hama (January 6, 1976)</p> <p style="text-align: center;">Reelection</p> <p style="text-align: center;">Tenure 2 years Attendance at Board Meetings 14/14</p>	<p>Apr. 1998 Joined Sharp Corporation</p> <p>Jan. 2014 General Manager of General Affairs and Finance Department, Nihon Kotsu Co., Ltd.</p> <p>Sept. 2016 Director and COO of JapanTaxi Co., Ltd. (currently Mobility Technologies Co., Ltd.)</p> <p>Sept. 2017 General Manager of Management Planning Department, Nihon Kotsu Co., Ltd.</p> <p>Apr. 2018 Representative Director and President of Ookuni Kotsu Co., Ltd.</p> <p>Apr. 2019 GM of Management Planning and GM of Management Support Department, Forecast Co., Ltd. (currently York Co., Ltd.)</p> <p>Dec. 2019 SGM of Management Control Division and GM of Management Planning Department</p> <p>June 2020 Corporate Officer and Head of New Business Department of the Company</p> <p>Mar. 2021 Representative Member of the Board and CEO (current position)</p> <p>Nov. 2021 Member of the Board of Wireless Marketing Lab, Inc.</p> <p>[Significant concurrent positions outside the Company]</p> <p style="text-align: center;">-</p>	- shares
<p>Reasons for nomination as a candidate for Member of the Board</p> <p>Nobuhiro Hama engages in development of various services and creation of new businesses at listed companies and other such entities, and furthermore has a wealth of experience and knowledge having handled business operations and served as a corporate manager at multiple operating companies. The Company judges him capable of helping give rise to a sustainable cycle of growth by leveraging such experience and knowledge in bringing about the Group's transformation. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility in the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Minoru Harada (July 19, 1965)</p> <p style="text-align: center;">Reelection</p> <p style="text-align: center;">Tenure (total) 18 years Attendance at Board Meetings 14/14</p>	<p>Apr. 1990 Joined Manufacturers Hanover Bank (currently JPMorgan Chase Bank, N.A.)</p> <p>Jan. 1997 Joined NEC Planning Research, Ltd. (currently NEC Management Partner, Ltd.)</p> <p>Oct. 1998 Joined Lycos Japan, Inc. (currently Rakuten Group, Inc.)</p> <p>Nov. 1999 Joined Livedoor Co., Ltd. (currently NHN Techorus Corp.)</p> <p>June 2000 Joined Cprod, Inc., Senior Manager and Member of the Board and COO</p> <p>Jan. 2004 Established TripletGate, Inc. (currently the Company), Member of the Board</p> <p>Dec. 2010 COO and Member of the Board, and Head of Sales and Marketing Group</p> <p>Nov. 2012 President of Wireless Marketing Lab, Inc.</p> <p>Mar. 2014 Resigned as COO and Member of the Board of the Company</p> <p>Mar. 2015 CAO and Member of the Board</p> <p>Mar. 2016 Outside Member of the Board of Fon Japan Co., Ltd.</p> <p>Sept. 2016 Auditor of LTE-X Co., Ltd. (currently closip Inc.)</p> <p>Mar. 2018 Member of the Board</p> <p>Oct. 2018 CFO and Member of the Board, and CAO of the Company</p> <p>Mar. 2020 CAO and Member of the Board</p> <p>Mar. 2022 CFO and Member of the Board, and CAO (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p style="text-align: center;">-</p>	214,169 shares
<p>Reasons for nomination as a candidate for Member of the Board</p> <p>Minoru Harada has participated in management of the Group as a co-founder since the Company was established in January 2004, and has contributed to the dramatic growth of the wireless communications business that the Group has been developing. The Company judges that his management performance and high level of insight and skill in our business are and will be necessary for improvement of the corporate value and sustaining growth of the Group. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board.</p>			

Candidate no.	Name (Date of birth)	Career summary, position and responsibility in the Company	Number of the Company's shares owned
3	Toru Narita (January 30, 1975) Reelection Tenure 3 years Attendance at Board Meetings 14/14	Apr. 1998 Joined DDI Pocket Inc. (currently SoftBank Corp.) Oct. 2010 Joined TripletGate, Inc. (currently the Company) Nov. 2012 Member of the Board of Wireless Marketing Lab, Inc. Oct. 2014 Head of Sales Department of the Company Mar. 2015 Corporate Officer and Head of Sales Department Mar. 2020 Member of the Board, Corporate Officer and Head of Sales Department Mar. 2022 Member of the Board, Corporate Officer and Head of Sales Department and Head of New Business Department (current position) [Significant concurrent positions outside the Company] -	8,000 shares
<p>Reasons for nomination as a candidate for Member of the Board</p> <p>Toru Narita joined the Company in October 2010. Ever since, he has led the sales for 13 years and contributed to the dramatic growth of the wireless communications business that the Group has been developing. The Company judges that his sales performance and high level of insight and leadership in the communications business are and will be necessary for the improvement of the corporate value and sustaining growth of the Group. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. "Number of the Company's shares owned" is current as of December 31, 2022.
 3. The Company has entered into a directors and officers liability insurance (D&O insurance) policy, with all of its Members of the Board included in the policy as insured persons, covering liability of Members of the Board arising in the performance of their duties and from damage claims received pertaining to the pursuit of said liability. Accordingly, if a respective candidate assumes office as a Member of the Board, he or she will be included as an insured person under the insurance policy. The Company intends to renew the insurance policy in May 2023.
 4. Wireless Marketing Lab, Inc., which had been a consolidated subsidiary, was merged into the Company effective January 1, 2023.

Proposal No. 2 Election of One Member of the Board Who Is an Audit and Supervisory Committee Member

The terms of office of Marie Eguchi, who is an Audit and Supervisory Committee Member, will expire at the conclusion of this meeting. Therefore, the Company proposes the election of one Member of the Board who is an Audit and Supervisory Committee Member.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for the role of Member of the Board who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, position and responsibility in the Company	Number of the Company's shares owned
<p>Marie Eguchi (Current surname: Sakaguchi) (September 28, 1985)</p> <p>Reelection</p> <p>Tenure 2 years</p> <p>Attendance at Board Meetings 14/14</p> <p>Attendance at Audit and Supervisory Committee Meetings 13/13</p>	<p>Dec. 2011 Registered as an attorney at law</p> <p>Jan. 2012 Joined Atsumi & Sakai</p> <p>July. 2014 Joined Iwaida Partners (current position)</p> <p>Mar. 2021 Outside Member of the Board of the Company [Audit and Supervisory Committee Member] (current position)</p> <p>Nov. 2022 Outside Director [Audit and Supervisory Committee Member] of Saizeriya Co., Ltd. (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Attorney at law of Iwaida Partners, and Outside Director (Audit and Supervisory Committee Member) of Saizeriya Co., Ltd.</p>	<p>- shares</p>

Reasons for nomination as a candidate for outside Member of the Board and overview of expected role

Marie Eguchi has used her wealth of experience and broad range of knowledge as an attorney at law who is familiar with corporate legal affairs to fulfill her role as outside Member of the Board of the Company in ways such as providing opinions from an independent standpoint. She has knowledge and experience particularly in the field of corporate governance, and the Company expects she will contribute to maintaining and heightening the transparency and soundness of management through her advice from a diverse perspective, including the appropriateness of decision making of the Company. Therefore, the Company proposes her election as a candidate to serve as outside Member of the Board. She has never been directly involved in the management of a company. However, the Company judges she will appropriately fulfill her duties as an outside Member of the Board based on the above reasons.

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Marie Eguchi is a candidate for outside Member of the Board.
 3. The name of Marie Eguchi in the family register is Marie Sakaguchi.
 4. The Company has entered into an agreement with the candidate to limit their liability under Article 423, paragraph (1) of the Companies Act pursuant to the provisions of Article 427, paragraph (1) of the same Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the amount provided for under Article 425, paragraph (1) of the Companies Act. If the reelection of the candidate is approved, the Company plans to renew this agreement with her.
 5. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Marie Eguchi has been appointed as an independent officer as provided for by the aforementioned exchange. If her reelection is approved, the Company plans for her appointment as an independent officer to continue.
 6. The Company has entered into a directors and officers liability insurance (D&O insurance) policy, with all of its Members of the Board included in the policy as insured persons, covering liability of Members of the Board arising in the performance of their duties and from damage claims received pertaining to the pursuit of said liability. Accordingly, if the candidate assumes office as a Member of the Board, she will be included as an insured person under the insurance policy. The Company intends to renew the insurance policy in May 2023.

Reference Primary skills, experience, etc. of Members of the Board

Name	Position in the Company	Primary skills, experience, etc.						
		Corporate management	Industry experience	Sales/Marketing	Technology	Finance/Accounting	Internal controls/Governance	Law
Nobuhiro Hama	Representative Member of the Board and CEO	○	○	○	○			
Minoru Harada	CFO and Member of the Board, and CAO	○	○			○		
Toru Narita	Member of the Board, Corporate Officer and Head of Sales Department and Head of New Business Department		○	○				
Yasuhiro Nishi	Outside Member of the Board (Audit and Supervisory Committee Member)	○				○		
Tatsuo Watanabe	Outside Member of the Board (Audit and Supervisory Committee Member)	○			○			
Marie Eguchi	Outside Member of the Board (Audit and Supervisory Committee Member)						○	○

Information regarding the composition of the Board

Outside Members of the Board: 50.0% (Three of six Members of the Board)

Female Members of the Board: 16.6% (One of six Members of the Board)

Proposal No. 3 Election of Financial Auditor

Ernst & Young ShinNihon LLC, the Company's Financial Auditor, will retire from its position at the conclusion of this General Meeting of Shareholders due to the expiration of its term of office. Therefore, the Company proposes the election of new Financial Auditor.

In addition, this proposal is made based on the decision of the Audit and Supervisory Committee.

The Audit and Supervisory Committee nominated Fugen Audit Corporation as a candidate for the position of Financial Auditor because the Committee comprehensively considered the expertise, independence, quality control system, and level of audit fees required of Financial Auditor, and as a result determined that the firm was qualified to serve as the Company's Financial Auditor.

The candidate for Financial Auditor and the address of the main office and the history of the candidate are as follows.

(As of December 31, 2022)

Name	Fugen Audit Corporation
Address of main office	1-23 Kandanishiki-cho, Chiyoda-ku, Tokyo
History	Established in March 2008
Summary	Chief Senior Partner: Masahiro Araki Number of senior partners and partners: 6 Number of companies involved in audit: 18