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Securities Code: 7196

April 12, 2023

Start date of measures for electronic provision:

April 4, 2023

To our shareholders:

Seigo Miyaji
Representative Director and President
Casa Inc.
2-6-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo

Notice of the 10th Annual General Meeting of Shareholders

We are pleased to announce the 10th Annual General Meeting of Shareholders of Casa 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 the general meeting of shareholders, etc. (matters 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 any of the websites by using the internet addresses shown below to review the information.

[The Company’s website]

<https://casa-inc.co.jp/ir/> (in Japanese)

(From the above website, select “Stock Information,” and then “10th Annual General Meeting of Shareholders.”)

[Website on which the Reference Documents for the General Meeting of Shareholders are posted]

<https://d.sokai.jp/7196/teiji/> (in Japanese)

[Tokyo Stock Exchange website (Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Access the TSE website by using the internet address shown above, enter “Casa” in “Issue name (company name)” or the Company’s securities code “7196” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend the meeting in person, you may exercise your voting rights via the internet, etc. or in writing. Please review the Reference Documents for the General Meeting of Shareholders, which are shown below, and exercise your voting rights by 6:00 p.m. on Wednesday, April 26, 2023.

1. Date and Time: Thursday, April 27, 2023, at 10:00 a.m. (JST) (Reception will open at 9:15 a.m.)

2. Venue: Conference Center, Bellesalle Shinjuku Grand,
5F Sumitomo Fudosan Shinjuku Grand Tower
8-17-1, Nishi-Shinjuku, Shinjuku-ku, Tokyo

3. Purpose of the Meeting:

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 10th fiscal year (from February 1, 2022 to January 31, 2023), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 10th fiscal year (from February 1, 2022 to January 31, 2023)

Matters to be resolved:

- Proposal No. 1** Appropriation of Surplus
Proposal No. 2 Election of Five Directors

- For those attending the meeting on the day, please submit the voting form sent with this notice at the reception desk.
- If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the aforementioned websites.
- For this general meeting of shareholders, paper-based documents stating matters for which measures for providing information in electronic format are to be taken will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.

However, in accordance with the provisions of relevant laws and regulations and Article 17 of the Articles of Incorporation, the following items are not included in those documents.

- (1) Notes to Consolidated Financial Statements
- (2) Notes to Non-consolidated Financial Statements

Note: The matters listed above are available in Japanese only.

Consequently, the documents consist of part of the Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Financial Auditor or the Audit & Supervisory Board Members in preparing the financial audit report or audit report.

- We do not prepare gifts for shareholders who will attend the General Meeting of Shareholders. We greatly appreciate your understanding.
- The Japanese government's Basic Policies for Novel Coronavirus Disease Control were revised, and since March 13, 2023, the basic policy has been that the wearing of masks will be left up to the individual's judgment. For those attending the meeting in person, please consider your health, etc. on the day of the meeting and decide whether to bring and wear a mask.
- To prevent the spread of infection, we will take your temperature at the reception area, and people who are found to have fevers and people who appear to be unwell may be guided to a specific seating area within the venue. We would like to ask for your cooperation regarding these measures.
- The number of chairs available at the venue is limited because they will be arranged with a certain amount of space between them. As a result, it is possible that not everyone who comes to the meeting will be able to enter the venue. We appreciate your understanding.
- Staff members at the General Meeting of Shareholders will also be wearing masks and have their health checked as in the previous years.

Information About Business Briefing Session

The Company is holding a Business Briefing Session after this General Meeting of Shareholders at the same venue. We would like to explain our recent management status and future outlook as well as answer your inquiries.

Note that, if any matters arise regarding the Business Briefing Session or changes in the way this General Meeting of Shareholders will be run, you will be informed on the Company's website (URL: <https://casa-inc.co.jp/ir/>) (in Japanese).

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company places the improvement of corporate value through business expansion as the most important policy, and regards the return of profits to shareholders as an important management issue.

The Company has given consideration to matters including the business performance, the financial status of the current fiscal year and future business development and other factors, and it proposes to pay year-end dividends for the current fiscal year as follows:

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property and their aggregate amount
¥30.00 per common share of the Company
Total dividends: ¥300,160,620
- (3) Effective date of dividends of surplus
April 28, 2023

Proposal No. 2 Election of Five Directors

The terms of office of five Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of five Directors.

The candidates for Director are as follows:

Candidate No.	Name	Position in the Company	
1	Seigo Miyaji	Representative Director and President	Reelection
2	Yutaka Matsumoto	Director and General Manager of Sales Department	Reelection
3	Ichiro Kashima	Director and General Manager of Customer Management Department	Reelection
4	Aiichiro Uchikomi	Outside Director	Reelection Outside Independent
5	Kazuhiro Shimada	Outside Director	Reelection Outside Independent

Reelection	Candidate for Director to be reelected
Outside	Candidate for outside Director
Independent	Independent officer as defined by the securities exchange

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	Seigo Miyaji (March 14, 1972) Reelection Attendance at Board of Directors meetings 19/19	Apr. 2004 Joined Re-plus Inc. Oct. 2008 Representative Director and President of RentGo Guarantee Inc. (former Casa Inc.) Feb. 2009 Representative Director of HDA Corporation Mar. 2009 Representative Director of Nippon Hosho System Co., Ltd. Oct. 2009 Representative Director of T-ship Co., Ltd. Nov. 2009 Representative Director of Leasing Guarantee Organization Feb. 2014 Representative Director and President of the Company (current position)	730,300 shares
	Reasons for nomination as candidate for Director Seigo Miyaji possesses abundant management experience and knowledge as a manager, and he has exercised leadership to make organizational reforms, create new businesses, and otherwise strengthen the business base since 2008 as the Representative Director and President of the Company. Therefore, the Company continues to nominate him as a candidate for Director for the further growth and development of the Company.		
2	Yutaka Matsumoto (April 9, 1969) Reelection Attendance at Board of Directors meetings 19/19	Apr. 1991 Joined Towa Real Estate Development Co., Ltd. Jan. 1997 Joined Nike Japan, Inc. June 2014 Joined New Balance Japan, Inc. Senior Manager Dec. 2018 Executive Officer, General Manager, and in charge of Sales Department of the Company Apr. 2019 Director and General Manager of Sales Department (current position)	3,200 shares
	Reasons for nomination as candidate for Director Yutaka Matsumoto possesses abundant experience and know-how in the area of sales, and has exercised strong leadership carrying out sales strategies. Therefore, the Company continues to nominate him as a candidate for Director for the further growth and development of the Company.		
3	Ichiro Kashima (May 22, 1974) Reelection Attendance at Board of Directors meetings 16/16	Apr. 1999 Joined Sunx Co., Ltd. Apr. 2005 Joined WIDE CO., LTD. June 2007 Joined Re-plus Inc. Oct. 2008 Joined RentGo Guarantee Inc. (former Casa Inc.) June 2019 Executive Officer and General Manager of Customer Management Department of the Company Apr. 2022 Director and General Manager of Customer Management Department (current position)	11,300 shares
	Reasons for nomination as candidate for Director Ichiro Kashima possesses abundant experience and insight in the customer management department and he has extensive know-how in the area of receivables management. He has contributed to controlling credit risk and curtailing indemnification claims as the person in charge of the customer management department. Therefore, the Company continues to nominate him as a candidate for Director for the further growth and development of the Company.		
4	Aiichiro Uchikomi (April 14, 1952) Reelection Outside Independent Attendance at Board of Directors meetings 19/19	Apr. 1976 Joined The Mitsubishi Bank, Limited (currently MUFG Bank, Ltd.) Feb. 2006 Corporate Executive Vice President of RICOH LEASING COMPANY, LTD. June 2006 Director and Corporate Executive Vice President Apr. 2014 Director, Deputy President and Corporate Vice President June 2014 Director of Aurora Servicing Co., Ltd June 2015 Corporate Auditor of INES Corporation July 2016 Outside Director of the Company (current position)	0 shares
	Reasons for nomination as candidate for outside Director and overview of expected roles Aiichiro Uchikomi possesses wide-ranging insight regarding finance and accounting cultivated in a financial institution, and possesses abundant experience and knowledge as a corporate manager. Therefore, the Company continues to nominate him as a candidate for outside Director as it expects him to utilize this experience and provide useful advice from a high-level and broad perspective for the further growth and development of the Company.		

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	Kazuhiro Shimada (April 23, 1945) Reelection Outside Independent Attendance at Board of Directors meetings 19/19	Apr. 1964 Joined Bank of Japan Aug. 1983 Joined ACOM CO., LTD. June 2006 Senior Managing Director Dec. 2008 Representative Director and President of Japan Credit Information Reference Center Corp. June 2015 Advisor Apr. 2017 Outside Director of the Company (current position)	0 shares
Reasons for nomination as candidate for outside Director and overview of expected roles Kazuhiro Shimada possesses wide-ranging insight regarding finance and receivables management cultivated in a financial institution, and possesses abundant experience and knowledge as a corporate manager. Therefore, the Company continues to nominate him as a candidate for outside Director as it expects him to utilize this experience and provide useful advice from a high-level and broad perspective for the further growth and development of the Company.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Aiichiro Uchikomi and Kazuhiro Shimada are candidates for outside Director. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Aiichiro Uchikomi and Kazuhiro Shimada have been designated as independent officers as provided for by the aforementioned exchange. If the reelection of Mr. Uchikomi and Mr. Shimada is approved, the Company plans for their designation as independent officers to continue.
 3. The number of years since the candidates for outside directors assumed as outside Director of the Company:
At the conclusion of this meeting, Aiichiro Uchikomi's tenure since assuming office as outside Director will have been six years and nine months.
At the conclusion of this meeting, Kazuhiro Shimada's tenure since assuming office as outside Director will have been six years.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Aiichiro Uchikomi and Kazuhiro Shimada to limit their liability for damages under Article 423, paragraph (1) of said Act. If their reelection is approved as originally proposed, the Company plans to renew these agreements. The maximum amount of liability for damages under these agreements is the amount provided for under laws and regulations.
 5. The Company has taken out a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. The policy covers damages, such as compensation for damage, settlement money and legal costs, arising when an insured receives a claim for compensation for harm or loss from breach of duty based on their position, act in breach of trust, negligence of duty, etc. The candidate who is currently Director is included as an insured in the policy. If each of the candidates for Director is elected, each of them will be included as an insured in the policy. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.

(Reference)

Management Structure and Skills Matrix After Approval of Proposal No. 2

Name	Position	Outside	Experience and expertise					
			Corporate management	Financial accounting	Legal/ compliance	Internal control/risk management	IT/ technology	Sales/ marketing
Seigo Miyaji	Representative Director and President		○				○	○
Yutaka Matsumoto	Director and General Manager of Sales Department							○
Ichiro Kashima	Director and General Manager of Customer Management Department				○	○		
Aiichiro Uchikomi	Director	●	○	○			○	
Kazuhiro Shimada	Director	●	○	○			○	
Yoshi Ebisawa	Standing Audit & Supervisory Board Member				○	○		
Ryoichi Miyazaki	Audit & Supervisory Board Member	●	○	○				
Satoshi Hirota	Audit & Supervisory Board Member	●			○	○		

Experience/expertise forming reason for selection

Item	Reason for selection
Corporate management	We require Directors, etc. who possess the capability and corporate management experience to demonstrate foresight regarding the uncertain future and make appropriate, speedy and resolute decisions in the significantly changing business environment and in order to formulate sustainable growth strategies and achieve growth for the Company in the medium to long term.
Financial accounting	We require Directors, etc. who possess sound knowledge and experience in the fields of finance and accounting in order to prepare accurate financial reports and construct a solid financial base, promote growth investment aimed at the sustainable enhancement of corporate value, and formulate financial strategies to achieve robust returns to shareholders.
Legal/compliance	We require Directors, etc. who possess the knowledge and experience in legal compliance necessary for a listed company and for the field of business the Company operates in, which has a strong social nature.
Internal control/risk management	Fundamental to the sustainable enhancement of corporate value is the establishment of appropriate internal control, and we require Directors, etc. who possess sound knowledge and experience in the fields of corporate governance and risk management in order to improve effectiveness of management oversight in the Board of Directors.
IT/technology	We require Directors, etc. who possess insight into technological development in order to promote improved business efficiency through technological advancement, provide advanced-level services to stakeholders, and realize even more stable operation of security measures and systems.
Sales/marketing	We require Directors, etc. who possess insight and experience in sales and marketing in order to expand the business base centered on the property management market and provide highly convenient products to the self-managing landlord market and to tenants.