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Securities code: 4923

June 1, 2023

(Start date of measures for electronic provision: May 29, 2023)

**To Shareholders with Voting Rights:**

Hiroteru Oda  
Representative Director and  
President  
COTA CO., LTD.  
77 Tai-Shinarami, Kumiyama-cho,  
Kuse-gun, Kyoto, Japan

**NOTICE OF  
THE 44TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 44th Annual General Meeting of Shareholders of COTA CO., LTD. (the “Company”) will be held as described below.

In convening this general meeting of shareholders, the Company has taken measures for electronic provision of information contained in the reference documents for the general meeting of shareholders (matters subject to measures for electronic provision), and posted the information on the following website.

The Company’s website: <https://www.cota.co.jp/ir/soukai.html>

The matters subject to electronic provision are also posted on the website shown below, in addition to the website above.

Tokyo Stock Exchange website:

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

Please access the TSE website above, enter the Company name “COTA CO.,LTD.” or the Company’s securities code “4923,” and perform a search. Select “Basic information” followed by “Documents for public inspection/PR information” to read the relevant information.

If you do not attend the meeting in person, you can exercise your voting rights via the internet or in writing. Please review the following Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. (JST) on Thursday, June 22, 2023.

- 1. Date and Time:** Friday, June 23, 2023 at 10:00 a.m. Japan time  
(Reception starts at 9:00 a.m.)
- 2. Place:** Genji Ballroom (3rd floor), HOTEL GRANVIA KYOTO  
Shiokoji-sagaru, Karasuma-dori, Shimogyo-ku, Kyoto, Japan (inside the JR  
Kyoto Station Building Complex)

### 3. Meeting Agenda:

**Matters to be reported:** The Business Report and Non-consolidated Financial Statements for the Company's 44th Fiscal Year (April 1, 2022 - March 31, 2023)

#### **Proposals to be resolved:**

**Proposal:** Appropriation of Surplus

### 4. Matters decided in convening the Meeting:

- (1) If you indicate neither approval nor disapproval of the proposal in the Voting Rights Exercise Form, it shall be treated as an indication of approval.
- (2) If a shareholder desires to attend the meeting by proxy, the proxy shall be one person who must be another shareholder of the Company with voting rights. Please note that in such cases, a written document verifying the proxy's power of representation must be submitted along with the shareholder's Voting Rights Exercise Form.

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- ◎ If you attend the meeting in person, please submit the Voting Rights Exercise Form at the reception desk.
  - ◎ Attendees are encouraged to arrive early, as the reception desk will be crowded just before the start of the meeting.
  - ◎ The documents that have been delivered to shareholders also serve as documents including matters subject to measures for electronic provision to be delivered upon request for the delivery of such documents. Please note that the following item is excluded pursuant to the provisions of relevant laws and regulations and Article 15 of the Company's Articles of Incorporation. Accordingly, the documents include a part of the documents audited by Audit & Supervisory Board Members and the Accounting Auditor in preparing their audit reports.
    - Notes to Non-consolidated Financial Statements
  - ◎ If there is any revision to the matters subject to measures for electronic provision, the details of the revision will be posted on the Company's website and the website of the Tokyo Stock Exchange.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### **Proposal:** Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

#### Matters concerning year-end dividends

Our basic policy is to continue to pay stable dividends prioritizing the return of profits to shareholders, comprehensively taking into account factors such as the Company's business performance, enhancement of internal reserves, and dividend payout ratio, while aiming to sustainably increase our corporate value and further strengthen our corporate structure.

The Company proposes to pay a year-end dividend of ¥20.00 per share for the fiscal year under review.

- (1) Type of dividend property  
Cash
- (2) Allotment of dividend property and the total amount thereof  
¥20.00 per share of the Company's common stock  
Total amount: ¥466,909,820
- (3) Effective date of dividends of surplus  
June 26, 2023