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Securities code: 7769

June 5, 2023

(Start date of measures for electronic provision: May 30, 2023)

**To Shareholders with Voting Rights:**

Takeo Yumoto  
President and Representative  
Director  
RHYTHM CO., LTD.  
299-12, Kitabukurocho 1-chome,  
Omiya-ku, Saitama-shi, Saitama,  
Japan

**NOTICE OF  
THE 3rd ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby inform you that the 3rd Annual General Meeting of Shareholders of RHYTHM CO., LTD. (the “Company”) will be held as described below. You are cordially invited to attend the meeting.

For the convocation of this General Meeting of Shareholders, the Company has taken measures for electronic provision. The information contained in the Reference Documents for the General Meeting of Shareholders (matters for electronic provision) is posted on the websites indicated in “4. Websites where Matters for Electronic Provision are Posted” (Japanese only). Please access and verify this information.

If you are unable to attend the meeting in person, you may exercise your voting rights via the Internet, etc., or in writing. We respectfully request that you exercise your voting rights by either of these methods. The details of each agenda item can be found in the Reference Documents for the General Meeting of Shareholders posted on the websites mentioned in “4. Websites where Matters for Electronic Provision are Posted” (Japanese only). Please review these documents and, following the instructions below, exercise your voting rights by 5:45 PM on Tuesday, June 20, 2023, Japan time.

**1. Date and Time:** Wednesday, June 21, 2023 at 10:00 a.m. Japan time  
(Reception will open at 9:00 a.m. Japan Time.)

**2. Place:** Sakura Hall, 3F, THE MARK GRAND HOTEL,  
3-2 Shintoshin, Chuo-ku, Saitama-shi, Saitama

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company’s 3rd Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company’s 3rd Fiscal Year (April 1, 2022 - March 31, 2023)

**Proposals to be resolved:**

**Proposal 1:** Appropriation of Surplus

**Proposal 2:** Election of Four (4) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

## Reference Documents for the General Meeting of Shareholders

### Proposal 1: Appropriation of Surplus

The Company proposes to pay year-end dividends for the fiscal year as described below, in consideration of performance for the fiscal year, future business development and other factors in accordance with the Company's basic dividend policy.

- (1) Type of dividend assets  
Cash
- (2) Allocation of dividend assets to the shareholders and total amount of dividends  
Amount per share of common stock: ¥48.50  
Total amount of dividends: ¥400,467,653
- (3) Effective date of dividends of surplus  
June 22, 2023

**Proposal 2:** Election of Four (4) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. Therefore, to optimize the composition of the Board of Directors, the Company proposes to reduce the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) by one (1) and hereby requests the election of four (4) Directors (excluding Directors who are Audit and Supervisory Committee Members).

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Hiromi Hirata (May 12, 1955) Male  [Reappointment]	<p>March 1978      Joined KYOSHIN KOGYO CO., LTD. (later renamed RHYTHM KYOSHIN CO., LTD.; current RHYTHM CO., LTD.)</p> <p>June 2006      Managing Director, KYOSHIN KOGYO CO., LTD.</p> <p>June 2009      Vice President and Representative Director, KYOSHIN KOGYO CO., LTD.</p> <p>June 2010      President and Representative Director, KYOSHIN KOGYO CO., LTD.</p> <p>August 2011    President, Representative Director, and Chief Executive Officer, KYOSHIN KOGYO CO., LTD.</p> <p>June 2013      President and Representative Director, RHYTHM KYOSHIN CO., LTD.</p> <p>June 2013      Director in charge of the Connected Terminal Division, the Company</p> <p>June 2016      Director and Managing Executive Officer in charge of the Connected Terminal Division, the Company</p> <p>April 2019      President and Representative Director, the Company</p> <p>April 2023      Chairman and Director, the Company (to the present)</p>	59,707
<p>[Reason for nomination as candidate for Director and expected roles]</p> <p>Since the integration of KYOSHIN KOGYO CO., LTD. into the Group in 2011, Mr. Hiromi Hirata has dedicated himself to the business management and integration of the Group. In addition, he possesses abundant experience and expertise in corporate management, having led the growth of the current RHYTHM CO., LTD. after serving as Representative Director of RHYTHM KYOSHIN CO., LTD., Executive Officer in charge of the Company's Connected Terminal Division, and then as President and Representative Director from April 2019 to March 2023.</p> <p>The Company has judged that he remains an appropriate person to further enhance the Group's corporate value and strengthen the supervisory function of the Board of Directors, and hereby requests his reelection as a Director.</p> <p>[Attendance at the Board of Directors meetings] 16 out of 16 meetings (100.0%)</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	<p>Takeo Yumoto (February 6, 1955) Male</p> <p>[Reappointment]</p>	<p>April 1973      Joined the Company</p> <p>June 2004      Director, the Company</p> <p>April 2009      President and Representative Director, RHYTHM INDUSTRIAL (H.K.) LTD.</p> <p>January 2011    President and Representative Director, RHYTHM INDUSTRIAL (DONG GUAN) LTD.</p> <p>June 2012      President and Representative Director, Tohoku Rhythm CO., LTD. (current RHYTHM CO., LTD.)</p> <p>June 2013      Director in charge of the Precision Division, the Company</p> <p>June 2019      Director and Managing Executive Officer in charge of the Precision Division, the Company</p> <p>October 2020    Director and Senior Executive Officer, and General Manager of Production Headquarters, the Company</p> <p>April 2022      Executive Vice President and Director, and General Manager of Production Headquarters, the Company</p> <p>April 2023      President and Representative Director, the Company (to the present)</p>	13,900
<p>[Reason for nomination as candidate for Director and expected roles]</p> <p>Mr. Takeo Yumoto possesses abundant experience and expertise in corporate management. After engaging in management as the Representative Director of a Tohoku Rhythm CO., LTD., he served as the Director in charge of the Precision Division from 2013 and led the Company's manufacturing overall as the Director in charge of Production Headquarters management since 2020. Following a stint as an Executive Vice President and Director, he currently demonstrates his leadership and acumen in the overall management of the Group as President and Representative Director.</p> <p>The Company has judged that he remains an appropriate person to further enhance the Group's corporate value and strengthen the supervisory function of the Board of Directors, and hereby requests his reelection as a Director.</p> <p>[Attendance at the Board of Directors meetings] 15 out of 16 meetings (93.8%)</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Katsuhiko Yamazaki (November 6, 1966) Male  [Reappointment]	March 1987      Joined KYOSHIN KOGYO CO., LTD. (later renamed RHYTHM KYOSHIN CO., LTD.; current RHYTHM CO., LTD.)	12,892
		June 2011      Director, KYOSHIN KOGYO CO., LTD.	
		August 2011    Managing Executive Officer, KYOSHIN KOGYO CO., LTD.	
		June 2012      Director and Managing Executive Officer, KYOSHIN KOGYO CO., LTD.	
		June 2013      Managing Director, RHYTHM KYOSHIN CO., LTD. (current RHYTHM CO., LTD.)	
		May 2017       Senior Managing Director, RHYTHM KYOSHIN CO., LTD.	
		April 2019      Executive Officer in charge of the Connected Terminal Division, the Company	
		May 2019       President and Representative Director, RHYTHM KYOSHIN CO., LTD.	
		July 2020       Director and Executive Officer in charge of the Connected Terminal Division, the Company	
		October 2020    Director and Managing Executive Officer, and General Manager of Corporate Administration Headquarters, the Company (to the present)	
<p>[Reason for nomination as candidate for Director and expected roles]</p> <p>Mr. Katsuhiko Yamazaki possesses abundant experience and expertise in corporate management. After serving as an Executive Officer in charge of the Connected Terminal Division and as the Representative Director of RHYTHM KYOSHIN CO., LTD., he currently uses his administrative capabilities in the overall management of the Corporate Administration Headquarters as a Director and Managing Executive Officer.</p> <p>The Company has judged that he remains an appropriate person to further enhance the Group's corporate value and strengthen the supervisory function of the Board of Directors, and hereby requests his reelection as a Director.</p> <p>[Attendance at the Board of Directors meetings] 16 out of 16 meetings (100.0%)</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Yasunori Munakata (September 1, 1961) Male  [Reappointment]	<p>July 2007      Joined Tohoku Rhythm CO., LTD. (current RHYTHM CO., LTD.)</p> <p>April 2013      General Manager of Plastic Processing Department, Tohoku Rhythm CO., LTD.</p> <p>May 2013      Director, RHYTHM PRECISION VIETNAM CO., LTD.</p> <p>May 2014      Managing Director, RHYTHM PRECISION VIETNAM CO., LTD.</p> <p>October 2020    Executive Officer, the Company, and President and Representative Director, RHYTHM PRECISION VIETNAM CO., LTD.</p> <p>June 2022      Director and Executive Officer, and General Manager of Production Headquarters, the Company (to the present)</p>	200
<p>[Reason for nomination as candidate for Director and expected roles]</p> <p>Mr. Yasunori Munakata possesses abundant experience and knowledge in corporate management. After serving in the manufacturing business of Tohoku Rhythm CO., LTD., he engaged in the management of RHYTHM PRECISION VIETNAM CO., LTD. After serving as an Executive Officer, he currently engages in the management of the Company as a Director, Executive Officer, and General Manager of the Production Headquarters.</p> <p>The Company has judged that he remains an appropriate person to further enhance the Group's corporate value and strengthen the supervisory function of the Board of Directors, and hereby requests his reelection as a Director.</p> <p>[Attendance at the Board of Directors meetings] 13 out of 13 meetings (100.0%)</p>			

- Notes:
1. There is no special interest between the candidates and the Company.
  2. The Company has entered into indemnity agreements with each candidate in accordance with Article 430-2, Paragraph 1 of the Companies Act, under which the Company shall indemnify them against the expenses stipulated in Item 1 and the losses stipulated in Item 2 of the same paragraph to the extent specified by laws and regulations. However, there are certain exclusions, such as in cases where a candidate seeks to gain an unfair advantage for himself or a third-party, is found to have performed his duties with the intention of causing damage to the Company, fails or delays in providing information or reporting to the Board of Directors, or is sued for damages due to malice or gross negligence in the performance of his duties. If the reelection of each candidate is approved, the Company intends to continue these indemnity agreements with each of them.
  3. The Company has concluded a directors and officers liability insurance contract with an insurance company. The contract covers the directors, corporate auditors, and executive officers of the Company and its group companies both in Japan and overseas. In the event of a claim for damages is brought by a shareholder, third party, or other party, the insurance contract shall compensate for damages including compensation for damages and legal expenses to be borne by the insured. The full cost of this insurance contract is borne by the Company. However, it does not apply to claims for damages arising from crimes or violations of laws, and other exemptions stipulated in the contract. Also, the Company plans to renew this insurance contract in August 2023.

Reference Composition of Directors After Proposal 2 Is Approved  
(Management Structure on and after June 21, 2023)

Directors' Skill Matrix

Post in the Company Name (gender/age)	Experience Area Which the Company Expects from Directors							
	Corporate Management	Business Strategy / Marketing	Manufacturing / Technology	Finance / Administration	Legal Affairs / Compliance	Global Business	IT / DX	Intertype Experience
Chairman and Director Hiromi Hirata (Male/68)	●	●	●		●			
President and Representative Director Takeo Yumoto (Male/68)	●	●	●			●		
Director and Managing Executive Officer Katsuhiko Yamazaki (Male/56)	●			●			●	
Director, Executive Officer Yasunori Munakata (Male/61)	●		●			●		
Director (Audit and Supervisory Committee Member / Full-time) Kiyotaka Sakai (Male/67)	●	●			●	●		
Director (Audit and Supervisory Committee Member / Independent) Kazuhiko Yamashita (Male/67)	●			●	●		●	●
Director (Audit and Supervisory Committee Member / Independent) Kinya Suzuki (Male/69)	●			●				●
Director (Audit and Supervisory Committee Member / Independent) Yasuhisa Okuno (Male/70)					●	●		●
Director (Audit and Supervisory Committee Member / Independent) Hitomi Uchida (Female/61)	●			●				●

\* The above ages of Directors are current as of June 21, 2023.