

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damage arising from the translation.

Securities code: 8596

June 7, 2023

(Date of commencement of measures for  
electronic provision: June 7, 2023)

## To Shareholders with Voting Rights:

Seiji Isoyama  
President and CEO  
KYUSHU LEASING SERVICE CO., LTD.  
4-3-18 Hakata Ekimae, Hakata-ku, Fukuoka, Japan

## NOTICE OF THE 49TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

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

Please be informed that the 49th Annual General Meeting of Shareholders of KYUSHU LEASING SERVICE CO., LTD. (the “Company”) will be held for the purposes as described below.

The Company has taken measures for electronic provision measures in convening this General Meeting of Shareholders, and posted the matters subject to measures for electronic provision on the following websites on the Internet. Please access any of the following websites for confirmation.

Website of the Company NOTICE OF THE GENERAL MEETING OF SHAREHOLDERS website	<a href="https://www.k-lease.co.jp/ja/ir/stock/meeting.html">https://www.k-lease.co.jp/ja/ir/stock/meeting.html</a> (available in Japanese)
Website of Tokyo Stock Exchange (TSE) TSE Listed Company Search	<a href="https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show">https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show</a> (available in English)

On the TSE website, search for the Company by inputting the Company name or securities code “8596,” and select “Basic information” and then “Documents for public inspection/PR information.”

If you are unable to attend the meeting, you can exercise your voting rights via the Internet etc. or in writing. Please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to measures for electronic provision, and exercise your voting rights by no later than 5:15 p.m. on Wednesday, June 28, 2023, Japan time.

- 1. Date and Time:** Thursday, June 29, 2023 at 10:00 a.m. Japan time  
(Reception will open at 9:30 a.m. Japan time)
- 2. Place:** The Grand Ballroom (3F) at Grand Hyatt Fukuoka located at 1-2-82 Sumiyoshi, Hakata-ku, Fukuoka, Japan
- 3. Meeting Agenda:**
  - Matters to be reported:**
    1. Business Report and Consolidated Financial Statements for the Company’s 49th Fiscal Year (April 1, 2022 - March 31, 2023) and results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
    2. Non-consolidated Financial Statements for the Company’s 49th Fiscal Year (April 1, 2022 - March 31, 2023)

### Proposals to be resolved:

**Proposal 1:** Election of Eight (8) Directors

**Proposal 2:** Election of Three (3) Audit & Supervisory Board Members

Request: When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

• Any revisions to the matters subject to measures for electronic provision will be notified by mail or posting them on each of the websites on which such matters are posted.


## Reference Documents for the General Meeting of Shareholders



### Proposal 1: Election of Eight (8) Directors



The terms of office of all eight (8) Directors currently in office will expire at the conclusion of this year's General Meeting of Shareholders. Accordingly, the election of eight (8) Directors is proposed.



The candidates are as follows:

No.	Name	Current positions and responsibilities at the Company and significant concurrent positions	Attendance at the Board of Directors meetings
1	Seiji Isoyama [Reappointment] [Male]	President and CEO Company-wide Supervision NHK Governor, NHK (Japan Broadcasting Corporation)	100% (17/17)
2	Ryosuke Higaki [Reappointment] [Male]	Director and Senior Managing Executive Officer In charge of General Planning Department In charge of Human Resources Department In charge of General Affairs Department In charge of Accounting Department In charge of Audit Department	100% (17/17)
3	Takashi Ishihara [Reappointment] [Male]	Director and Managing Executive Officer General Manager, Group Strategy Department In charge of Review Department In charge of Legal Administration Department In charge of Finance Department	100% (17/17)
4	Takeo Kurose [Reappointment] [Male]	Director and Managing Executive Officer In charge of Lease Sales Department In charge of Automobile Sales Department In charge of IT Planning Department In charge of Administrative Department In charge of Sales Office Supervision	100% (17/17)
5	Kohei Nonaka [Reappointment] [Male]	Director and Senior Executive Officer In charge of Finance Sales Department In charge of Sales Supervision Department	100% (17/17)
6	Hirotooshi Manabe [Reappointment] [Outside] [Independent] [Male]	Director President and Representative Director, Hakuunsha Holdings Co., Ltd. Chairman and Representative Director, Hakuunsha Co., Ltd. President, Fukuoka Prefecture Trucking Association Vice President, Japan Trucking Association Vice Chairman, The Fukuoka Chamber of Commerce & Industry	100% (17/17)
7	Seiji Yazaki [Reappointment] [Outside] [Independent] [Male]	Director	100% (17/17)
8	Akiko Kato [New appointment] [Outside] [Independent] [Female]	Executive Director, Secretary-General, Japan Future Leaders School Partner Chair, AFS Intercultural Programs, Japan Program Advisor, The Kyushu-Asia Institute of Leadership	-

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	 Seiji Isoyama (June 22, 1951)  [Reappointment]	April 1975    Joined NISHI-NIPPON SOGO BANK (currently THE NISHI-NIPPON CITY BANK, LTD.) June 2004    Director; Deputy Head of Fukuoka Regional Headquarters; General Manager of Head Office June 2007    Managing Director; Head of Fukuoka Regional Headquarters June 2009    Executive Director; Head of Fukuoka Regional Headquarters June 2010    Representative Executive Director (Representative Director); Regional Headquarters Management; Head of Fukuoka Regional Headquarters June 2011    Representative Executive Director (Representative Director); Regional Headquarters Management; Head of Fukuoka Regional Headquarters June 2013    Deputy President (Representative Director); Regional Headquarters Management September 2015    Chairman, The Fukuoka Chamber of Commerce & Industry October 2016    Deputy President (Representative Director); In charge of the Internal Audit Division, Nishi-Nippon Financial Holdings, Inc. June 2018    Chairman, the Company June 2019    President and CEO (incumbent) December 2019    NHK Governor, NHK (Japan Broadcasting Corporation) (incumbent)	22,600
Reason for nomination as candidate for Director He has extensive experience, broad insight, and personal connections developed over many years in bank management and as the Chairman of the Fukuoka Chamber of Commerce & Industry. Since his election as a Director of the Company in June 2018, he has demonstrated his abilities in overall management as the Chairman, and as the President and CEO from June 2019. The Company proposes his reelection in order to continue to utilize his ability and experience in the management of the Company.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	 Ryosuke Higaki (January 1, 1961)  [Reappointment]	April 1984    Joined the Company August 2005    Executive Officer; Deputy General Manager, Sales Division June 2011    Director; Deputy General Manager, Sales Division; In charge of Fee Business Unit; In charge of Corporate Strategy Department June 2013    Director; General Manager, Operations Division; General Manager, Review Administration Division; In charge of Relevant Business Unit June 2015    Managing Director; General Manager, Operations Division; General Manager, Review Administration Division June 2018    Director and Senior Managing Executive Officer; General Manager, Operations Division; General Manager, Review Administration Division; General Manager, Relevant Business Unit; In charge of Corporate Administration Department June 2022    Director and Senior Managing Executive Officer; In charge of General Planning Department; In charge of Human Resources Department; In charge of General Affairs Department; In charge of Accounting Department; In charge of Audit Department (incumbent)	21,100
	Reason for nomination as candidate for Director Since joining the Company in 1984, he has accumulated extensive achievements and experience as a division supervisor and officer in charge in various departments, including sales, administration, finance, and management planning, and is currently demonstrating his abilities as the officer in charge of the administration and audit departments. The Company proposes his reelection in order to continue to utilize his ability, experience, etc., in the management of the Company.		
3	 Takashi Ishihara (March 3, 1959)  [Reappointment]	April 1982    Joined NISHI-NIPPON SOGO BANK (currently THE NISHI-NIPPON CITY BANK, LTD.) June 2003    General Manager of Meinohama Branch May 2009    General Manager of Miyazaki Branch; Head of Minami-Kyushu Block June 2013    Executive Officer; General Manager of Miyazaki Branch; Head of Minami-Kyushu Block May 2014    Executive Officer; General Manager of the Regional Relationship Management Division June 2016    Senior Executive Officer; General Manager of the Regional Relationship Management Division April 2020    General Manager, Alliance Sales Department, the Company June 2020    Director and Managing Executive Officer; In charge of Alliance Sales Department; In charge of Sales Development Department; In charge of Sales Planning Department August 2022    Director and Managing Executive Officer; In charge of Alliance Sales Department; In charge of Finance Department; In charge of Review Department; In charge of Legal Administration Department April 2023    Director and Managing Executive Officer; General Manager, Group Strategy Department; In charge of Review Department; In charge of Legal Administration Department; In charge of Finance Department (incumbent)	10,000
	Reason for nomination as candidate for Director He has extensive experience and broad insight related to corporate sales at a bank. Since his election as a Director of the Company in June 2020, he has demonstrated his abilities as the officer in charge of various departments including group strategy, finance, review, and legal administration. The Company proposes his reelection in order to continue to utilize his ability, experience, etc., in the management of the Company.		

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held		
4	 Takeo Kurose (October 8, 1963) [Reappointment]	April 1986 June 2008	Joined the Company Executive Officer; General Manager, Lease Business Unit, Sales Division; General Manager, Head Office Sales Department	18,100	
		June 2011	Director; Deputy General Manager, Sales Division; General Manager, Lease Business Unit; In charge of Solution Business Unit		
		June 2012	Director; General Manager, Sales Division; General Manager, Lease Business Unit; General Manager, Head Office Sales Department; In charge of New Business Unit		
		October 2014	Director; General Manager, Sales Division I; General Manager, Lease Sales Department; General Manager, Relevant Business Unit		
		April 2017	Director; General Manager, Review Administration Division; In charge of General Planning Department		
		June 2018	Director and Managing Executive Officer; General Manager, Sales Division I; General Manager, Lease Sales Department		
		June 2022	Director and Managing Executive Officer; In charge of Lease Sales Department; In charge of Automobile Sales Department; In charge of IT Planning Department; In charge of Administrative Department; In charge of Sales Office Supervision (incumbent)		
		Reason for nomination as candidate for Director Since joining the Company in 1986, he has accumulated extensive achievements and experience as a division supervisor and officer in charge in various departments, including sales, finance, management planning, and reviews, and is currently demonstrating his abilities as the officer in charge of the lease, IT planning, and administrative departments, among others. The Company proposes his reelection in order to continue to utilize his ability, experience, etc., in the management of the Company.			
5	 Kohei Nonaka (March 5, 1967) [Reappointment]	April 1990 June 2013 June 2016	Joined the Company Executive Officer; General Manager, Finance Sales Department Senior Executive Officer; General Manager, Finance Sales Department	20,400	
		June 2017	Director; General Manager, Sales Division II; General Manager, Finance Sales Department		
		June 2018	Director and Senior Executive Officer; General Manager, Sales Division II		
		August 2022	Director and Senior Executive Officer; In charge of Finance Sales Department; In charge of Sales Planning Department; In charge of Sales Development Department; General Manager, Relevant Business Unit		
		April 2023	Director and Senior Executive Officer; In charge of Finance Sales Department; In charge of Sales Supervision Department (incumbent)		
		Reason for nomination as candidate for Director Since joining the Company in 1990, he has accumulated extensive achievements and experience as a division supervisor and officer in charge in the departments including sales, finance, and management planning, and is currently demonstrating his abilities as the officer in charge of the sales department. The Company proposes his reelection in order to continue to utilize his ability, experience, etc., in the management of the Company.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	 Hirotooshi Manabe (October 11, 1950)  [Reappointment] [Outside] [Independent]	April 1974    Joined SUMITOMO CORPORATION March 1976    Joined Hakuunsha Co., Ltd. February 1978    Director February 1984    Managing Director February 1992    Senior Managing Director February 1996    President and Representative Director February 2014    Chairman and Representative Director (incumbent) June 2015    Director, the Company (incumbent) President, Fukuoka Prefecture Trucking Association (incumbent) Vice President, Japan Trucking Association (incumbent) November 2020    Vice Chairman, The Fukuoka Chamber of Commerce & Industry (incumbent) President and Representative Director, Hakuunsha Holdings Co., Ltd. (incumbent)	11,200
Reason for nomination as candidate for Outside Director and outline of expected roles He has extensive experience and broad insight developed over many years in corporate management. In addition, at the Company, since his appointment as Director, he has also provided the questions and suggestions necessary to ensure the appropriateness of deliberations concerning proposals as an Outside Director, and has fulfilled the management oversight function. The Company proposes his reelection with the expectation that he will continue to contribute to strengthening functions related to the supervision of business execution and provide advice from a broad management perspective.			
7	 Seiji Yazaki (January 25, 1951)  [Reappointment] [Outside] [Independent]	April 1974    Joined ROYAL Co., Ltd. (currently ROYAL HOLDINGS Co., Ltd.) February 2002    Executive Officer; General Manager, Specialty Restaurant Division July 2005    President and Representative Director, ROYAL AIRPORT RESTAURANT Co., Ltd. (currently ROYAL CONTRACT SERVICE CO., Ltd.) November 2008    Highway Company President, ROYAL HOLDINGS Co., Ltd. March 2010    Director; Highway Company President January 2011    Director, ROYAL HOLDINGS Co., Ltd.; President and Representative Director, ROYAL HOST Co., Ltd. March 2011    Managing Director, ROYAL HOLDINGS Co., Ltd. March 2013    Senior Managing Director June 2018    Director, the Company (incumbent)	200
Reason for nomination as candidate for Outside Director and outline of expected roles He has extensive experience in corporate management and broad insight. In addition, at the Company, since his appointment as Director, he has also provided the questions and suggestions necessary to ensure the appropriateness of deliberations concerning proposals as an Outside Director, and has fulfilled the management oversight function. The Company proposes his reelection with the expectation that he will continue to contribute to strengthening functions related to the supervision of business execution and provide advice from a broad management perspective.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
8	 <p>Akiko Kato (May 10, 1959)</p> <p>[New appointment] [Outside] [Independent]</p>	<p>April 1982     Joined The Mainichi Newspapers Co., Ltd.</p> <p>April 1996     Correspondent, Hong Kong Branch</p> <p>October 2001    Researcher, Global Security Research Institute, Keio University</p> <p>July 2004       Secretary-General, Japan Future Leaders School</p> <p>April 2006       Visiting Researcher, Waseda University Institute of Public Policy and Researcher, Institute for Indian Economic Studies</p> <p>April 2010       Executive Director, Secretary-General, Japan Future Leaders School (incumbent)</p> <p>April 2011       Program Advisor, The Kyushu-Asia Institute of Leadership(incumbent)</p> <p>June 2013       Advisor, Asia Strategy Office, RKB MAINICHI BROADCASTING CORPORATION</p> <p>July 2016       Partner Chair, AFS Intercultural Programs, Japan (incumbent)</p>	0
<p>Reason for nomination as candidate for Outside Director and outline of expected roles</p> <p>She has extensive experience as a newspaper journalist and global researcher, as well as in human resource development, and also possesses broad insight backed by such experience. The Company expects that she will contribute to the supervisory function over business execution from an objective viewpoint, and therefore proposes her election. Although she has no past experience in being directly involved in corporate management, for the reasons above, the Company believes that she is capable of appropriately performing her duties as Outside Director.</p>			

(Notes)

1. There are no special interests between the candidates for Director and the Company.
2. Messrs. Hirotooshi Manabe and Seiji Yazaki and Ms. Akiko Kato are candidates for Outside Director.
3. Messrs. Hirotooshi Manabe and Seiji Yazaki are currently Outside Directors of the Company, and will have served as Outside Director for eight years and five years, respectively, at the conclusion of this year's General Meeting of Shareholders.
4. The Company has designated Messrs. Hirotooshi Manabe and Seiji Yazaki as Independent Directors prescribed by Tokyo Stock Exchange, Inc. and Securities Membership Corporation Fukuoka Stock Exchange and submitted notifications of the designation to these exchanges, and in the event that each candidate is elected as Director, the Company plans to continuously submit notifications of their designation as Independent Director.
5. The Company plans to designate Ms. Akiko Kato as Independent Director prescribed by Tokyo Stock Exchange, Inc. and Securities Membership Corporation Fukuoka Stock Exchange and submit a notification of the designation to these exchanges.
6. The name of Ms. Akiko Kato on the family register is Akiko Fujii.
7. The Company has entered into a directors and officers liability insurance contract with all officers as the insured to ensure that officers can fully perform their expected roles in the course of performance of their duties. If this proposal is approved as originally proposed and each candidate assumes the office of Director, they will be the insured under the said insurance contract. Under the said insurance contract, damage that may be caused as a result of the insured officers, etc. assuming liability regarding the execution of their duties or receiving claims pertaining to the pursuit of such liability shall be covered. Provided, however, that there are certain exemptions; for example, damage caused as a result of any conduct committed while knowing that the conduct is in violation of laws and regulations shall not be covered. Also, the said insurance contract will be renewed during the term of office of each candidate.

**Proposal 2:** Election of Three (3) Audit & Supervisory Board Members



The terms of office of all three (3) Audit & Supervisory Board Members currently in office will expire at the conclusion of this year's General Meeting of Shareholders. Accordingly, the election of three (3) Audit & Supervisory Board Members is proposed.


The Audit & Supervisory Board has given its approval to this proposal.

The candidates are as follows:

No.	Name	Current positions at the Company and significant concurrent positions	Attendance at the Board of Directors meetings	Attendance at the Audit & Supervisory Board meetings
1	Masayuki Itahashi [New appointment] [Male]	Managing Executive Officer General Manager, Review Department	-	-
2	Yukitaka Ohara [Reappointment] [Outside] [Male]	Audit & Supervisory Board Member Senior Executive Officer, Fukuoka Jisho Co., Ltd. Vice President Board of Directors, Fukuoka Realty Co., Ltd.	94% (16/17)	100% (15/15)
3	Takashige Honda [New appointment] [Outside] [Male]	Director and Executive Officer, Nishi-Nippon Financial Holdings, Inc. Director and Managing Executive Officer, THE NISHI-NIPPON CITY BANK, LTD. Audit & Supervisory Board Member, Showa Manufacturing Co., Ltd. Director, THE BANK OF NAGASAKI, LTD.	-	-



No.	Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of shares of the Company held
1	 Masayuki Itahashi (June 28, 1962)  [New appointment]	April 1986    Joined the Company April 2007    General Manager, Kurume Branch July 2011    General Manager, Corporate Strategy Department June 2013    Executive Officer; General Manager, General Planning Department June 2015    Senior Executive Officer; General Manager, General Planning Department June 2019    Director and Senior Executive Officer; In charge of General Planning Department; General Manager, Human Resources & General Affairs Department June 2020    Director and Senior Executive Officer; General Manager, Human Resources & General Affairs Department June 2021    Managing Executive Officer; General Manager, Review Department (incumbent)	21,100
Reason for nomination as candidate for Audit & Supervisory Board Member He has accumulated achievements in operations mainly of the finance and corporate planning departments since joining the Company in 1986. He is currently the person in charge of the review department, and possesses considerable capabilities, experience, etc. in finance and accounting. Accordingly, the Company believes that he is capable of performing duties as Audit & Supervisory Board Member appropriately and therefore proposes his election.			
2	 Yunitaka Ohara (November 20, 1973)  [Reappointment] [Outside]	April 1997    Joined Industrial Bank of Japan, Ltd. (currently Mizuho Financial Group, Inc.) January 2004    Joined Fukuoka Realty Co., Ltd. February 2015    Seconded to Fukuoka Jisho Co., Ltd. June 2017    Executive Officer June 2020    Senior Executive Officer (incumbent) June 2021    Audit & Supervisory Board Member, the Company (incumbent) Vice President Board of Directors, Fukuoka Realty Co., Ltd. (incumbent)	0
Reason for nomination as candidate for Outside Audit & Supervisory Board Member He has broad operational achievements, including as a person in charge of the investment and planning departments at an operating company, as well as experience as an Executive Officer. Accordingly, the Company believes that he is capable of demonstrating appropriate audit and supervisory functions from an objective and fair viewpoint and therefore proposes his reelection.			

No.	Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of shares of the Company held
3	 Takashige Honda (December 23, 1965) [New appointment] [Outside]	April 1988      Joined THE NISHI-NIPPON BANK, LTD. (currently THE NISHI-NIPPON CITY BANK, LTD.) June 2016      Executive Officer June 2018      Managing Executive Officer June 2020      Director and Managing Executive Officer (incumbent) Executive Officer, Nishi-Nippon Financial Holdings, Inc. June 2021      Director and Executive Officer (incumbent) Audit & Supervisory Board Member, Showa Manufacturing Co., Ltd. (incumbent) Director, THE BANK OF NAGASAKI, LTD. (incumbent)	0
Reason for nomination as candidate for Outside Audit & Supervisory Board Member The Company believes that he is capable of demonstrating appropriate audit and supervisory functions from an objective and fair viewpoint, leveraging his broad work experience and extensive knowledge accumulated over many years as Director and Executive Officer of banks, and therefore proposes his election.			

(Notes)

1. There are no special interests between the candidates for Audit & Supervisory Board Member and the Company.
2. Messrs. Yukitaka Ohara and Takashige Honda are candidates for Outside Audit & Supervisory Board Member.
3. Mr. Yukitaka Ohara is currently an Outside Audit & Supervisory Board Member of the Company, and will have served as Outside Audit & Supervisory Board Member for two years at the conclusion of this year's General Meeting of Shareholders.
4. The Company has entered into a directors and officers liability insurance contract with all officers as the insured to ensure that officers can fully perform their expected roles in the course of performance of their duties. If this proposal is approved as originally proposed and each candidate assumes the office of Audit & Supervisory Board Member, they will be the insured under the said insurance contract. Under the said insurance contract, damage that may be caused as a result of the insured officers, etc. assuming liability regarding the execution of their duties or receiving claims pertaining to the pursuit of such liability shall be covered. Provided, however, that there are certain exemptions; for example, damage caused as a result of any conduct committed while knowing that the conduct is in violation of laws and regulations shall not be covered. Also, the said insurance contract will be renewed during the term of office of each candidate.

## [Reference] Skill Matrix

The areas particularly expected of each Director and Audit & Supervisory Board Member of the Company considering the expertise and experience are as follows.

Name	Position	Independent Officer	Corporate management	Loan & Lease	Real estate	Finance & Accounting	Legal & Risk management	ESG & SDGs
Seiji Isoyama	President and CEO		○	○	○	○	○	○
Ryosuke Higaki	Director and Senior Managing Executive Officer		○	○	○		○	
Takashi Ishihara	Director and Managing Executive Officer		○	○	○	○	○	
Takeo Kurose	Director and Managing Executive Officer		○	○	○			○
Kohei Nonaka	Director and Senior Executive Officer			○	○			○
Hirotohi Manabe	Outside Director	○	○		○			○
Seiji Yazaki	Outside Director	○	○			○		○
Akiko Kato	Outside Director	○		○				○
Masayuki Itahashi	Audit & Supervisory Board Member			○		○	○	
Yukitaka Ohara	Outside Audit & Supervisory Board Member		○		○	○		
Takashige Honda	Outside Audit & Supervisory Board Member			○		○	○	

\* The above list does not represent all the knowledge and experience possessed by each Director and Audit & Supervisory Board Member.