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June 7, 2023

(Start date of electronic provision of materials: June 6, 2023)

To Shareholders with Voting Rights:

Jiro Hachiya
President and Representative Director
FaithNetwork Co., Ltd.
3-2-1 Sendagaya, Shibuya-ku, Tokyo,
Japan

NOTICE FOR THE 22ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

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

The 22nd Ordinary General Meeting of Shareholders of FaithNetwork Co., Ltd. (the “Company”) will be held for the purposes as described below.

When convening this Ordinary General Meeting of Shareholders, the Company has taken measures for electronic provision of materials and has posted the matters to be provided electronically as the “Notice for the 22nd Ordinary General Meeting of Shareholders” on the following website at the link below.

Our website: <https://faithnetwork.co.jp/en/ir/irlibrary/?yr=2020&tp=5>

In addition to the above website, the matters to be provided electronically are also available on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (Listed Company Search), enter and search for the issue name (company name) or securities code, and select “Basic information” and “Documents for public inspection/PR information” in that order to confirm the information.

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

In addition to the above, the information is also posted on the following website.

Netto de Shoshu: <https://s.srdb.jp/3489/>

If you are not attending the meeting, please review the Reference Documents for the General Meeting of Shareholders posted under the matters to be provided electronically, and exercise your voting rights either via the Internet or in writing by 6 p.m. (JST) on Tuesday, June 27, 2023, referring to the “Guide to the Exercise of Voting Rights” on page 3.

- 1. Date and Time:** Wednesday, June 28, 2023 at 10 a.m. (reception starts at 9:30 a.m.)
- 2. Place:** Banquet Hall Tensho, 4th floor of TOGO-KINENKAN
1-5-3 Jingumae, Shibuya-ku, Tokyo, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:** The Business Report and Non-consolidated Financial Statements for the Company’s 22nd Term (April 1, 2022 - March 31, 2023)
 - Matters to be resolved:**
 - Proposal No. 1:** Election of Three (3) Directors Who are not Audit and Supervisory Committee Members
 - Proposal No. 2:** Election of Three (3) Directors Who are Audit and Supervisory Committee Members
 - Proposal No. 3:** Election of One (1) Director Who is a Substitute Audit and Supervisory Committee Member

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception.
 - The following items are not included in the paper copy to be sent to shareholders who have requested it, in accordance with laws and regulations and Article 18 of the Company's Articles of Incorporation. Accordingly, the paper copy comprises part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing the Audit Report.
 - Status of the Accounting Auditor in the Business Report
 - Structure and Policy of the Company in the Business Report
 - Statements of Changes in Net Assets
 - Notes to Non-consolidated Financial Statements
 - In the event of any revisions to items in the measures for electronic provision, details of such revisions will be posted on each of the websites where such items are posted.
 - No souvenirs will be provided to shareholders attending the General Meeting of Shareholders. Your understanding would be much appreciated.

Guide to the Exercise of Voting Rights

Voting rights may be exercised in the following three ways.

When exercising your voting rights via the Internet

Follow the instructions on page 4 to log in to the website for exercising voting rights from your smartphone or personal computer, and enter your approval or disapproval of each proposal.

Exercise Deadline:

Entries completed by 6 p.m. on Tuesday, June 27, 2023

When exercising your voting rights in writing (by mail)

Indicate your approval or disapproval of each proposal on the enclosed Voting Rights Exercise Form and mail it without affixing a stamp. If there is no indication for or against each proposal on the Voting Rights Exercise Form, the vote will be deemed to be for a proposal.

Exercise Deadline:

Form received by 6 p.m. on Tuesday, June 27, 2023

When attending the General Meeting of Shareholders

Submit the enclosed Voting Rights Exercise Form at the reception.

Date and Time:

Wednesday, June 28, 2023 at 10 a.m. (reception starts at 9:30 a.m.)

* If you exercise your voting rights both via the Internet and in writing (by mail), the content of your vote via the Internet will be deemed valid.

* If you exercise your voting rights multiple times via the Internet, the last exercise will be deemed valid.

Guide to the Exercise of Voting Rights via the Internet

Scanning the QR code (“Smart Vote”)

You can log into the website for exercising voting rights without entering the voting code or password.

1. Scan the QR code located on the bottom-right of the voting form.
* QR code is a registered trademark of DENSO WAVE INCORPORATED.
2. Then follow the instructions on the screen and indicate your approval or disapproval.

The exercise of voting right by “Smart Vote” is available only once.

If you would like to change your vote after exercising your voting rights, please access the website for PC and login by entering the voting code and password printed on Voting Rights Exercise Form, and exercise your voting rights again.

* You can access the website for PC by scanning the QR code again.

Entering the voting code and password

Website for exercising voting rights:
<https://www.web54.net>

1. Access the website for exercising voting rights.
2. Enter the voting code printed on Voting Rights Exercise Form.
3. Enter the password printed on Voting Rights Exercise Form.
4. Then follow the instructions on the screen and indicate your approval or disapproval.

Please contact the Internet Help Dial on the right if you have any questions on how to exercise your voting rights via the Internet using a personal computer or smartphone.

Stock Transfer Agency Web Support Hotline
Sumitomo Mitsui Trust Bank, Limited.
0120 (652) 031 (toll free in Japan)
(Business hours: 9:00 a.m. to 9:00 p.m. (JST))

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Items

Proposal No. 1: Election of Three (3) Directors Who are not Audit and Supervisory Committee Members

The term of office of all three (3) Directors who are not Audit and Supervisory Committee Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of three (3) Directors who are not Audit and Supervisory Committee Members is proposed.

The candidates for Directors who are not Audit and Supervisory Committee Members are as follows:

No.	Name		Age	Current positions and responsibilities at the Company	Number of years served as Director	Attendance at the Board of Directors meetings
1	Jiro Hachiya	<u>Reappointment</u>	53	President and Representative Director Supervisor of Real Estate Division and Specified Joint Real Estate Venture	21 years	100% (19 / 19)
2	Takayuki Yamamoto	<u>Reappointment</u>	53	Managing Director Supervisor of Construction Division, Design Division, Business Development, PR Planning, and FAITH Asset Management Co., Ltd.	9 years	100% (19 / 19)
3	Yosuke Ishimaru	<u>Reappointment</u>	40	Director Supervisor of Corporate Administration Division (Accounting, Finance, General Affairs and Human Resources, and Legal) and Faith Properties G.K.	4 years	100% (19 / 19)

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Jiro Hachiya (Oct. 2, 1969)	<p>Apr. 1988 Joined THE SETAGAYA SHINKIN BANK Oct. 2001 Established the Company Assumed the office as President and Representative Director (to present)</p> <p>Jun. 2004 Representative Director, Crosscurrent LLC Sept. 2004 Representative Director, Five Sense LLC Oct. 2018 Assumed office as Representative Director, Grand Funding Co., Ltd. (currently FAITH Asset Management Co., Ltd.) Jan. 2021 Director, FAITH Asset Management Co., Ltd. (to present)</p> <p>[Reason for nomination as a candidate for Director] Since the establishment of the Company in October 2001, Mr. Jiro Hachiya has devoted himself to the development of the Company's business as Representative Director, steering the Company to a phenomenal growth. The Company has nominated him as a candidate for Director, judging that his strong leadership is necessary for the further growth and development of the Company.</p>	456,860
2	Takayuki Yamamoto (May 19, 1970)	<p>Apr. 1993 Joined OHKI Corporation Feb. 1997 Registered as first-class architect Apr. 2001 Joined Kay Minato Architects Sept. 2004 Joined W Holding Co., Ltd. Oct. 2010 Joined the Company Sept. 2013 Assumed office as Director Jan. 2019 Assumed office as Executive Officer Jun. 2021 Assumed office as Managing Executive Officer Jun. 2022 Assumed office as Managing Director (to present)</p> <p>[Reason for nomination as a candidate for Director] Mr. Takayuki Yamamoto has expertise as a first-class architect. Since joining the Company, he has been involved in the entire real estate and construction projects developed by the Company. The Company has nominated him as a candidate for Director, judging that he will continue to utilize his knowledge in the Company's management.</p>	83,716
3	Yosuke Ishimaru (Nov. 1, 1982)	<p>Aug. 2005 Joined Yoshitomi Partners Accounting Office Nov. 2007 Joined Azabu Partners Tax Accountant Corporation Nov. 2014 Seconded to the Company Jul. 2015 Assumed office as Deputy General Manager, Business Administration Division Feb. 2018 Joined the Company Oct. 2018 Assumed office as Executive Officer (to present) Jun. 2019 Assumed office as Director (to present)</p> <p>[Reason for nomination as a candidate for Director] Mr. Yosuke Ishimaru has experience in accounting, tax, and management consulting at a tax accountant firm. He has been involved in the establishment of a corporate administration division since 2014, and has been involved in the Company's management through the said division since he joined the Company in 2018. The Company has nominated him as a candidate for Director, judging that he will continue to utilize his knowledge in the Company's management.</p>	63,716

Notes: 1. There are no special interests between the candidates for Directors who are not Audit and Supervisory Committee Members and the Company.

2. The Company has concluded a directors and officers liability insurance policy provided for in Paragraph 1, Article 430-3 of the Companies Act with an insurance company. In the event of a claim for damages submitted by a shareholder or a third party, etc., the said insurance policy shall compensate for damages including compensation for damages and contentious expenses to be borne by the insured. The above candidates will be included as the insured under the said insurance policy.

Proposal No. 2: Election of Three (3) Directors Who are Audit and Supervisory Committee Members

The term of office of all four (4) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of three (3) Directors who are Audit and Supervisory Committee Members is proposed.

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

With respect to this proposal, the Company has submitted it at the request of the Audit and Supervisory Committee pursuant to Paragraph 2, Article 344-2 of the Companies Act and these candidates have been nominated by the Audit and Supervisory Committee.

No.	Name		Age	Current positions and responsibilities at the Company	Number of years served as Director	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Hiroyuki Kusahara	Reappointment	67	Director Full-time Audit and Supervisory Committee Member	2 years	100% (19 / 19)	100% (26 / 26)
2	Yuji Katsuki	Reappointment Outside Independent	65	Outside Director Audit and Supervisory Committee Member	6 years	100% (19 / 19)	100% (26 / 26)
3	Yukio Ishibashi	Reappointment Outside Independent	40	Outside Director Audit and Supervisory Committee Member	2 years	100% (19 / 19)	100% (26 / 26)

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Hiroyuki Kusahara (May 25, 1956)	<p>Apr. 1979 Joined Nippon Housing Loan Company Sept. 1996 Joined Toyo Advertising Co., Ltd. (currently T&T Advertising Co., Ltd.) Jun. 2009 Assumed office as Auditor Oct. 2015 Joined the Company Jun. 2016 Assumed office as Auditor Jun. 2021 Assumed office as Director (Audit and Supervisory Committee Member) (to present)</p> <p>[Reason for nomination as a candidate for Director who is an Audit and Supervisory Committee Member] Mr. Hiroyuki Kusahara has extensive work experience and professional expertise as Full-time Auditor. The Company has nominated him as a candidate for Director who is an Audit and Supervisory Committee Member, judging that he will continue to make use of such experience and expertise in auditing the Company.</p>	1,200
2	Yuji Katsuki (Feb. 4, 1958)	<p>Oct. 1987 Passed the bar examination Apr. 1990 Registered as attorney at law with the Tokyo Bar Association Joined Ozawa & Akiyama (to present) Jun. 2008 Audit & Supervisory Board Member, NIPPON ANTENNA Co., Ltd. (to present) Jun. 2016 Assumed office as Auditor, the Company Jun. 2017 Assumed office as Director Jun. 2021 Assumed office as Director (Audit and Supervisory Committee Member) (to present)</p> <p>[Reason for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and expected roles] Mr. Yuji Katsuki has specialized knowledge and expertise as an attorney at law, and has contributed to the soundness and transparency of the Company's decision-making as Outside Director. The Company has nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member, expecting that he will help strengthen the function to supervise the execution of duties by Directors, drawing on his experience. Although he has never been involved in corporate management other than having served as an outside director or an outside auditor, the Company believes that he can appropriately perform the duties as an Outside Director who is an Audit and Supervisory Committee Member based on the aforementioned reasons.</p>	-
3	Yukio Ishibashi (Sept. 26, 1982)	<p>Apr. 2003 Joined ChuoAoyama Audit Corporation Apr. 2006 Registered as Certified Public Accountant Aug. 2007 Registered as Certified Public Tax Accountant Aug. 2007 Representative, I&I Partners (to present) Sept. 2007 Director, Spopre Co., Ltd. (currently NOMARK Co., Ltd.) (to present) Feb. 2009 Representative Director, I&I Partners, Inc. (to present) Jan. 2017 Auditor, tiem factory Inc. (to present) Jun. 2017 Assumed office as Auditor, the Company Mar. 2021 Assumed office as Auditor, VRC Inc. (to present) Jun. 2021 Assumed office as Director (Audit and Supervisory Committee Member), the Company (to present)</p>	-

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
		<p>[Reason for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and expected roles] Mr. Yukio Ishibashi has been engaged in the audit of the Company since he assumed the position of Outside Auditor of the Company in June 2017, based on his professional expertise and experience as Certified Public Accountant and Certified Public Tax Accountant. The Company has nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member, expecting that he will help strengthen the function to supervise the execution of duties by Directors, drawing on such knowledge and expertise. In addition, he has experience of directly being involved in corporate management. Therefore, the Company believes that he can appropriately perform his duties as an Outside Director who is an Audit and Supervisory Committee Member.</p>	

- Notes:
1. There are no special interests between the candidates for Directors who are Audit and Supervisory Committee Members and the Company.
 2. Mr. Yuji Katsuki and Mr. Yukio Ishibashi are candidates for Outside Directors.
 3. The Company has designated Mr. Yuji Katsuki and Mr. Yukio Ishibashi as independent directors as provided for in the regulations of Tokyo Stock Exchange, and has notified the exchange to that effect.
 4. Mr. Yuji Katsuki currently serves as an Outside Director who is an Audit and Supervisory Committee Member of the Company. His term of office as an Outside Director will be six (6) years at the conclusion of this Ordinary General Meeting of Shareholders. His term of office as an Outside Director who is an Audit and Supervisory Committee Member will be two (2) years at the conclusion of this Ordinary General Meeting of Shareholders.
 5. Mr. Yukio Ishibashi currently serves as an Outside Director who is an Audit and Supervisory Committee Member of the Company. His term of office as an Outside Director who is an Audit and Supervisory Committee Member will be two (2) years at the conclusion of this Ordinary General Meeting of Shareholders. Prior to his assumption of office as an Outside Director of the Company, he was an Outside Auditor of the Company for four (4) years.
 6. The Company stipulates in its Articles of Incorporation that it can enter into agreements with Outside Directors (excluding Executive Directors) to limit their liability under Paragraph 1, Article 423 of the Companies Act to 1 million yen or the minimum amount of liability stipulated by laws and regulations, whichever is higher. If Mr. Hiroyuki Kusahara, Mr. Yuji Katsuki and Mr. Yukio Ishibashi assume office as Director, the Company intends to continue the above liability limitation agreement with them.
 7. The Company has concluded a directors and officers liability insurance policy provided for in Paragraph 1, Article 430-3 of the Companies Act with an insurance company. In the event of a claim for damages submitted by a shareholder or a third party, etc., the said insurance policy shall compensate for damages including compensation for damages and contentious expenses to be borne by the insured. The above candidates will be included as the insured under the said insurance policy.

(Reference) Skill Matrix of Directors and Directors who are Audit and Supervisory Committee Members
(If each candidate for Director is elected at this Ordinary General Meeting of Shareholders)

Name	Position/Title (Scheduled)	Business management	Real estate	Construction	Finance	Accounting/ Taxation	Legal affairs/ Risk management	Independence/ Objectivity
Jiro Hachiya	President and Representative Director	○	○		○			
Takayuki Yamamoto	Managing Director	○	○	○				
Yosuke Ishimaru	Director Executive Officer	○				○	○	
Hiroyuki Kusahara	Director Full-time Audit and Supervisory Committee Member				○			○
Yuji Katsuki	Outside Director Audit and Supervisory Committee Member						○	○
Yukio Ishibashi	Outside Director Audit and Supervisory Committee Member	○				○		○

Note: This table does not represent all the skills possessed by each Director or Director who is an Audit and Supervisory Committee Member.

Proposal No. 3: Election of One (1) Director Who is a Substitute Audit and Supervisory Committee Member

In preparation for a shortage in the number of Directors who are Audit and Supervisory Committee Members as stipulated in laws and regulations, the election of one (1) Director who is a Substitute Audit and Supervisory Committee Member is proposed.

The candidate for Director who is a Substitute Audit and Supervisory Committee Member is as follows.

With respect to this proposal, the Company has submitted it at the request of the Audit and Supervisory Committee pursuant to Paragraph 2, Article 344-2 of the Companies Act and this candidate has been nominated by the Audit and Supervisory Committee.

Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
Takiko Kobayashi (Sept. 26, 1975)	Nov. 2004 Passed the bar examination Oct. 2006 Registered as attorney at law with the Tokyo Bar Association Joined Ozawa & Akiyama (to present)	-

- Notes:
1. There are no special interests between the candidate and the Company.
 2. Ms. Takiko Kobayashi is a candidate for Outside Director who is a Substitute Audit and Supervisory Committee Member. The reason for electing her as a Substitute Outside Director is that we expect her to use specialized knowledge and expertise as an attorney at law to help strengthen the Company's supervisory system. Although she has never been involved in corporate management, the Company believes that she can appropriately perform the duties as an Outside Director who is a Substitute Audit and Supervisory Committee Member based on the aforementioned reasons.
 3. Ms. Takiko Kobayashi satisfies the requirements for independent director as stipulated by the regulations of Tokyo Stock Exchange. If she assumes office as Outside Director who is an Audit and Supervisory Committee Member, the Company intends to register her as an independent director with the Exchange.
 4. The Company stipulates in its Articles of Incorporation that it can enter into agreements with Outside Directors (excluding Executive Directors) to limit their liability under Paragraph 1, Article 423 of the Companies Act to 1 million yen or the minimum amount of liability stipulated by laws and regulations, whichever is higher. If Ms. Takiko Kobayashi assumes office as Director who is an Audit and Supervisory Committee Member, the Company intends to enter into the above liability limitation agreement with her.
 5. The Company has concluded a directors and officers liability insurance policy provided for in Paragraph 1, Article 430-3 of the Companies Act with an insurance company. In the event of a claim for damages submitted by a shareholder or a third party, etc., the said insurance policy shall compensate for damages including compensation for damages and contentious expenses to be borne by the insured. If Ms. Takiko Kobayashi assumes office as Outside Director who is an Audit and Supervisory Committee Member, she will be included as an insured person under this insurance policy.