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October 26, 2023

To whom it may concern,

Company name: Valuence Holdings Inc.
 Representative: Shinsuke Sakimoto, Representative Director
 (Securities Code: 9270; TSE Growth Market)
 Contact: Shinichiro Sato, Director and CFO
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Announcement Concerning Proposals for the 12th Ordinary General Meeting of Shareholders

Valuence Holdings Inc. (the “Company”) announces that the Company passed a resolution concerning proposals to be submitted to the 12th Ordinary General Meeting of Shareholders scheduled for November 27, 2023 at a Board of Directors meeting held today. Please refer to the details below.

1. Proposals for the Ordinary General Meeting of Shareholders
 - Proposal No. 1 Partial amendment to the Articles of Incorporation
 - Proposal No. 2 Election of eight Directors (excluding Directors who are the Audit and Supervisory Committee Members)
 - Proposal No. 3 Election of three Directors who are the Audit and Supervisory Committee Members

2. Summary of each proposal

Proposal No. 1: Partial amendment to the Articles of Incorporation

I. Reasons for proposal

Addition of business purposes

To prepare for the expansion of businesses and future business development of the Company and its subsidiaries, the Company proposes to add purposes in Article 2 (Purposes) of the current Articles of Incorporation and shift down the item numbers following the addition of new items.

II. Amendment details

The following are the proposed revisions to the Company’s Articles of Incorporation.

(Underlined text indicates text to be changed)

Current Articles of Incorporation	Proposed Amendment
Chapter 1 General Provisions	Chapter 1 General Provisions
Article 1 <Text omitted> (Purposes)	Article 1 <As currently adopted> (Purposes)
Article 2 The purpose of the Company shall be to engage in supervision and management of the business activities of the companies in question through the holding of shares and/or equity in companies that conduct the following businesses and overseas companies that conduct equivalent businesses.	Article 2 <As currently adopted>

Current Articles of Incorporation	Proposed Amendment
<p>1.~ 9. <Text omitted > <New text> <New text> <New text> <New text></p> <p><u>10.</u> Maintenance, protection, and management of intellectual property rights (copyrights, patent rights, trademark rights, utility model rights, design rights, etc.)</p> <p><u>11.</u> Internet media business</p> <p><u>12.</u> Internet advertising business</p> <p><u>13.</u> Planning, development, and sales of internet-related businesses and products</p> <p><u>14.</u> IT systems construction and consulting business</p> <p><u>15.</u> Systems development and sales websites related to electronic commerce, systems planning, operations, management, production, sales, and consulting</p> <p><u>16.</u> Planning, development, production, sales, operation, and management of blockchain-related systems</p> <p><u>17.</u> Investment and incubation of venture capital and start-up companies</p> <p><u>18.</u> Planning, production, sales, and consulting related to packaging, catalogs, flyers, direct mail, posters, etc.</p> <p><u>19.</u> All business incidental to each of the above items</p> <p>Article 3 through Article 35 <Text omitted></p>	<p>1.~ 9. <As currently adopted></p> <p><u>10.</u> Operation of dance schools and rental studios</p> <p><u>11.</u> Training and management of athletes</p> <p><u>12.</u> Production, purchase and sale of flowers, fruits and vegetables, seeds, saplings, bulbs and other plants</p> <p><u>13.</u> Business and consulting business related to flowers, horticulture and landscaping</p> <p><u>14.</u> Maintenance, protection, and management of intellectual property rights (copyrights, patent rights, trademark rights, utility model rights, design rights, etc.)</p> <p><u>15.</u> Internet media business</p> <p><u>16.</u> Internet advertising business</p> <p><u>17.</u> Planning, development, and sales of internet-related businesses and products</p> <p><u>18.</u> IT systems construction and consulting business</p> <p><u>19.</u> Systems development and sales websites related to electronic commerce, systems planning, operations, management, production, sales, and consulting</p> <p><u>20.</u> Planning, development, production, sales, operation, and management of blockchain-related systems</p> <p><u>21.</u> Investment and incubation of venture capital and start-up companies</p> <p><u>22.</u> Planning, production, sales, and consulting related to packaging, catalogs, flyers, direct mail, posters, etc.</p> <p><u>23.</u> All business incidental to each of the above items</p> <p>Article 3 through Article 35 <As currently adopted></p>

III. Schedule (pending)

Date of the general meeting of shareholders for the amendments to the Articles of Incorporation:

November 27, 2023

Effective date of the amendments to the Articles of Incorporation:

November 27, 2023

Proposal No. 2: Election of eight Directors (excluding Directors who are the Audit and Supervisory Committee Members)

The terms of office of all seven Directors (excluding Directors who are the Audit and Supervisory Committee Members; hereinafter, the same applies in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, in order to further strengthen the management structure, the Company proposes to elect of eight Directors, increasing the number of Outside Directors by one.

Furthermore, Candidates for the Board of Directors are resolved by the Board of Directors upon receipt of reports from the Nomination and Compensation Committee, an advisory body to the Board of Directors. In addition, with respect to this proposal, our Audit and Supervisory Committee has determined that all candidates for director are qualified.

The candidates for Directors are as described below.

Name	Type of appointment	Current position
Shinsuke Sakimoto	Reappointment	Representative Director of the Company
Susumu Muguruma	Reappointment	Director of the Company
Shinichiro Sato	Reappointment	Director of the Company and Office Manager of President's Office
Ryoji Fukaya	Reappointment	Director of the Company and General Manager of Information Security Head Office
Hiroki Tomiyama	Reappointment	Outside Director of the Company
Yoshihiko Takubo	Reappointment	Outside Director of the Company
Kenji Fuma	Reappointment	Outside Director of the Company
Ibun Hirahara	New appointment	-

*1. Hiroki Tomiyama, Yoshihiko Takubo, Kenji Fuma and Ibun Hirahara are candidates to serve as outside Directors of the Company pursuant to Article 2, Paragraph 15 of the Companies Act.

*2. The Company has notified the Tokyo Stock Exchange of the appointment of Hiroki Tomiyama and Yoshihiko Takubo as Independent Officers in accordance with the provisions of the Tokyo Stock Exchange. If they are elected, they will continue to be Independent Officers. If Ibun Hirahara is elected, the Company plans to notify the Tokyo Stock Exchange of her appointment as an Independent Officer.

Proposal No. 3: Election of three Directors who are the Audit and Supervisory Committee Members

The term of office of three Directors who are the Audit and Supervisory Committee Members Masahide Kamachi, Takashi Goto, and Emi Omura will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes to elect of three Directors who are the Audit and Supervisory Committee Members.

Furthermore, Candidates for the Board of Directors who are the Audit and Supervisory Committee Members are resolved by the Board of Directors upon receipt of reports from the Nomination and Compensation Committee, an advisory body to the Board of Directors. In addition, the consent of the Audit and Supervisory Committee has been obtained in regard to this proposal.

The candidate for Directors who are the Audit and Supervisory Committee Members are as described below.

Name	Type of appointment	Current position
Masahide Kamachi	Reappointment	Outside Director of the Company (Audit & Supervisory Committee Member)
Takashi Goto	Reappointment	Outside Director of the Company (Audit & Supervisory Committee Member)
Emi Omura	Reappointment	Outside Director of the Company (Audit & Supervisory Committee Member)

*1. Masahide Kamachi, Takashi Goto, and Emi Omura are candidates to serve as Outside Directors of the Company pursuant to Article 2, Paragraph 15 of the Companies Act.

*2. The Company has notified the Tokyo Stock Exchange of the appointment of Masahide Kamachi, Takashi Goto, and Emi Omura as Independent Officers in accordance with the provisions of the Tokyo Stock Exchange. If they are elected, they will continue to be Independent Officers.