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(Stock Exchange Code 4326)

December 7, 2023

(Commencement of measures for electronic provision: November 30, 2023)

To Shareholders with Voting Rights:

Noriaki Ishizuka
President and Representative Director
INTAGE HOLDINGS Inc.
Intage Akihabara Building
3 Kanda-neribeicho, Chiyoda-ku,
Tokyo, Japan

**NOTICE OF CONVOCATION OF
AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

An Extraordinary General Meeting of Shareholders of INTAGE HOLDINGS Inc. (the “Company”) will be held for the purposes as described below.

In convening the Extraordinary General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. (matters subject to measures for electronic provision) in electronic format, and posted this information as “NOTICE OF CONVOCATION OF AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS” on the following Company’s website.

- The Company’s website: <https://www.intageholdings.co.jp/english/ir/news/>

In addition to the website above, these matters are also posted on the website shown below.

- Tokyo Stock Exchange website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>
Please access the Tokyo Stock Exchange website above, search for the Company by entering the Company’s name “INTAGE HOLDINGS Inc.” in the “Issue name” (company name) field or the stock exchange code “4326” in the “Code” field, continue selecting “Basic information” and “Documents for public inspection/PR information” and choose “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under “Filed information available for public inspection” to see the matters.

If you are unable to attend the meeting in person, you can exercise your voting rights via the Internet or by mailing the Voting Rights Exercise Form. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by no later than 5:30 p.m. on Thursday, December 21, 2023, Japan time.

Date and Time: Friday, December 22, 2023 at 1:00 p.m. Japan time
(Reception will open at 12:15 p.m. Japan time)

Place: Lounge, 12F, Intage Akihabara Building
3 Kanda-neribeicho, Chiyoda-ku, Tokyo, 101-0022, Japan

Meeting Agenda:

Proposals to be resolved:

Proposal No. 1: Election of One (1) Director (excluding Directors serving as Audit & Supervisory Committee Members)

Proposal No. 2: Election of One (1) Director serving as an Audit & Supervisory Committee Member

(Notice)

- 1) In the event of revisions to the matters subject to measures for electronic provision or the paper copies that contain the matters subject to measures for electronic provision, details of the revisions will be posted on the Company's website and the Tokyo Stock Exchange website shown above.
- 2) No shareholder reception is scheduled after the Extraordinary General Meeting of Shareholders. In addition, souvenirs will not be available for shareholders attending the Extraordinary General Meeting of Shareholders. Your kind understanding would be appreciated.

Exercise of Voting Rights

- 1) If your voting rights are exercised via both the Internet and mail, the one via the Internet shall be treated as effective.
- 2) If your voting rights are exercised more than once via the Internet, the last vote shall be treated as effective.
- 3) If neither approval nor disapproval of a proposal is indicated on a returned Voting Rights Exercise Form, it shall be deemed as an indication of approval.
- 4) Shareholders who intend a split exercise of voting rights are kindly asked to notify the Company to that effect and of the reason therefor by no later than three (3) days before the date of the Extraordinary General Meeting of Shareholders.

Exercise of Voting Rights by Proxy

Shareholders may exercise their voting rights by appointing one other shareholder with voting rights of the Company as their proxy in accordance with Article 20 of the Articles of Incorporation of the Company. In this case, the shareholder or the proxy shall be required to submit a letter of proxy to the Company.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Election of One (1) Director (excluding Directors serving as Audit & Supervisory Committee Members)

In order to further strengthen the system for making appropriate decisions on the management of the Company, the Company proposes to increase the number of Directors (excluding Directors serving as Audit & Supervisory Committee Members) by one (1) and elect one (1) Director (excluding Directors serving as Audit & Supervisory Committee Members). This Proposal is placed on the agenda pursuant to a business and capital alliance agreement made as of September 6, 2023, by and between the Company and NTT DOCOMO, INC.

The Audit & Supervisory Committee judged that the candidate in this Proposal is suited to serve as a Director of the Company.

The candidate for Director (excluding Directors serving as Audit & Supervisory Committee Members) is as follows:

Hideki Ishibashi

Born on
December 18, 1970
52 years old

New
appointment

Number of shares of the Company held	0 shares
Term of office	—
Current positions and responsibilities	Not applicable

Past experience

April 1993	Joined DENTSU INC.
April 2011	Full-time Manager, Business Section II, Platform Business Department, DENTSU INC.
July 2014	Seconded to NTT DOCOMO, INC. Strategy General Manager, Promotion Division, NTT DOCOMO, INC.
April 2017	Returned to DENTSU INC. Assistant Director and General Manager, Project Promotion Section, Business Planning Department, DENTSU INC.
July 2018	Director, Dentsu Innovation Initiative, DENTSU INC.
December 2021	Joined NTT DOCOMO, INC. Deputy General Manager, Marketing Media Division; Deputy General Manager, Wallet Business Division; Deputy General Manager, Partner Business Promotion Division, NTT DOCOMO, INC.
July 2022	General Manager, Marketing Innovation Division, NTT DOCOMO, INC. (current position) Director, DOCOMO InsightMarketing, INC. (current position)

Significant concurrent positions

General Manager, Marketing Innovation Division, NTT DOCOMO, INC.
Director, DOCOMO InsightMarketing, INC.

Reasons for selecting Mr. Hideki Ishibashi as a candidate for Director

As a person in charge of the marketing innovation business of NTT DOCOMO, INC., Mr. Hideki Ishibashi has a wealth of experience and knowledge regarding the advertising and marketing communications fields. For these reasons, the Company, in an endeavor to further strengthen the Group's management foundation and enhance corporate value, has determined that he is an appropriate person to supervise the execution of business. The Company therefore selected him as a candidate for Director.

- (Notes)
1. There are no special conflicts of interest between the candidate and the Company.
 2. Number of shares of the Company held by the candidate is as of November 10, 2023.
 3. Mr. Hideki Ishibashi serves concurrently as the General Manager of the Marketing Innovation Division of NTT DOCOMO, INC., the parent company of the Company. In the past ten (10) years, he was Strategy General Manager of the Promotion Division, Deputy General Manager of the Marketing Media Division, Deputy General Manager of the Wallet Business Division, and Deputy General Manager of the Partner Business Promotion Division at NTT DOCOMO, INC., the parent company of the Company.
 4. If the election of Mr. Hideki Ishibashi is approved as originally proposed, the Company intends to enter into an agreement with him as a Non-Executive Director for the purpose of limiting his liability for compensation for damages stipulated in Article 423, Paragraph 1 of the Companies Act, in accordance with the provisions of Article 427, Paragraph 1 of the same Act. The maximum liability limit under the agreement will be set to the amount stipulated by laws and regulations.
 5. The Company has concluded a directors and officers liability insurance contract with an insurance company, as

stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event of a claim for damages by a shareholder or a third party arising from acts or omission in the course of duties of the insured as a director or an officer of the company during the term of the policy, the policy shall compensate for damages to be borne by the insured (legal damages and litigation expenses). Even in the event that a claim for damages is not actually made, the policy shall also compensate for expenses incurred by the insured to respond to situations in which a claim for damages may be made. However, the policy includes certain exemption clauses such as no compensation being given for damages attributable to acts in violation of laws or regulations that were carried out with knowledge of their illegality. The Company bears the entire premium. If Mr. Hideki Ishibashi is approved as originally proposed, he will be included in the insured under the said insurance policy. The insurance policy will be renewed with the similar terms and conditions during his term of office.

Proposal No. 2: Election of One (1) Director serving as an Audit & Supervisory Committee Member

In order to further strengthen audit and supervision functions for the management of the Company, the Company proposes to increase the number of Directors serving as Audit & Supervisory Committee Members by one (1) and elect one (1) Director serving as an Audit & Supervisory Committee Member. This Proposal is placed on the agenda pursuant to a business and capital alliance agreement made as of September 6, 2023, by and between the Company and NTT DOCOMO, INC.

The Audit & Supervisory Committee has given its approval to this Proposal.

The candidate for Director serving as an Audit & Supervisory Committee Member is as follows:

Satoshi Nagai

Born on
March 16, 1972
51 years old

New
appointment

Number of shares of the Company held	0 shares
Term of office	—
Current positions and responsibilities	Not applicable

Past experience

April 1995	Joined NTT Hokkaido Mobile Communication Network, Inc. (currently NTT DOCOMO, INC.)
July 2018	Agent Sales Office General Manager, NTT DOCOMO, INC.
July 2019	Business Planning General Manager, Group Business Promotion Division, NTT DOCOMO, INC. (current position)

Significant concurrent positions

Business Planning General Manager, Group Business Promotion Division, NTT DOCOMO, INC.

Reasons for selecting Mr. Satoshi Nagai as a candidate for Director serving as Audit & Supervisory Committee Member

Mr. Satoshi Nagai, who is mainly in charge of the Group Business Promotion Office of NTT DOCOMO, INC., has a wealth of experience and knowledge regarding all aspects of business management of related companies. For these reasons, the Company, in an endeavor to further strengthen the Group's management foundation and enhance corporate value, has determined that he is an appropriate person to supervise the execution of business, as well as conduct other duties. The Company therefore selected him as a candidate for Director serving as an Audit & Supervisory Committee Member.

- (Notes)
1. There are no special conflicts of interest between the candidate and the Company.
 2. Number of shares of the Company held by the candidate is as of November 10, 2023.
 3. Mr. Satoshi Nagai serves concurrently as the Business Planning General Manager of the Group Business Promotion Division of NTT DOCOMO, INC., the parent company of the Company. In the past ten (10) years, he was Hokkaido Branch Sales Division Manager, Marketing Division Manager, and Agent Sales Office General Manager of NTT DOCOMO, INC., the parent company of the Company.
 4. If the election of Mr. Satoshi Nagai is approved as originally proposed, the Company intends to enter into an agreement with him for the purpose of limiting his liability for compensation for damages stipulated in Article 423, Paragraph 1 of the Companies Act, in accordance with the provisions of Article 427, Paragraph 1 of the same Act. The maximum liability limit under the agreement will be set to the amount stipulated by laws and regulations.
 5. The Company has concluded a directors and officers liability insurance contract with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event of a claim for damages by a shareholder or a third party arising from acts or omission in the course of duties of the insured as a director or an officer of the company during the term of the policy, the policy shall compensate for damages to be borne by the insured (legal damages and litigation expenses). Even in the event that a claim for damages is not actually made, the policy shall also compensate for expenses incurred by the insured to respond to situations in which a claim for damages may be made. However, the policy includes certain exemption clauses such as no compensation being given for damages attributable to acts in violation of laws or regulations that were carried out with knowledge of their illegality. The Company bears the entire premium. If Mr. Satoshi Nagai is approved as originally proposed, he will be included in the insured under the said insurance policy. The insurance policy will be renewed with the similar terms and conditions during his term of office.