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.

Securities Code: 9419 March 4, 2024

To our shareholders:

Nobuhiro Hama Representative Member of the Board and CEO **WirelessGate, Inc.** 2-2-20 Higashi Shinagawa, Shinagawa-ku, Tokyo

# Notice of the 20th Annual General Meeting of Shareholders

We are pleased to announce the 20th Annual General Meeting of Shareholders of WirelessGate, Inc. (the "Company"), which will be held as indicated below.

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of Reference Documents for General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on each of the following websites. Please access one of these websites using the internet address shown below to review the information.

[The Company's website]

https://www.wirelessgate.co.jp/ (in Japanese only)

Please access the aforementioned website and select in order "IR Information," "IR Library," and "General Meeting of Shareholders/Information for Shareholders" from the menu.

[Website of Sumitomo Mitsui Trust Bank, Limited (General Meeting of Shareholders Portal®)] https://www.soukai-portal.net (in Japanese only) Please enter your ID and password.

[Website with informational materials for General Meeting of Shareholders] https://d.sokai.jp/9419/teiji/ (in Japanese only)

[Website of Tokyo Stock Exchange, Inc. (Listed Company Search)] https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese only)

Please access the website of Tokyo Stock Exchange, Inc., enter "WirelessGate" in the "Issue name (company name)" field or our securities code "9419" in the "Code" field, select "Basic Information" and "Documents for public inspection/PR information" in that order, and check "Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting" in the "Filed information available for public inspection" section.

Instead of attending the meeting in person, you may exercise your voting rights through one of the methods below. Please examine the Reference Documents for General Meeting of Shareholders and exercise your voting rights.

### [Voting by mail]

Please indicate your approval or disapproval of the proposals on the voting form sent out with this convocation notice, and return it so that your vote is received by Monday, March 25, 2024, at 5:30 p.m. (JST).

# [Voting via the internet, etc.]

Please access the designated voting website of the Company (https://www.web54.net) (in Japanese only), and cast your vote to approve or disapprove of each proposal no later than Monday, March 25, 2024, at 5:30 p.m. (JST).

1. Date and Time: Tuesday, March 26, 2024, at 10:00 a.m. (JST) (Reception will open at 9:30 a.m.)

2. Venue: "La Rose II," 5th Floor, Dai-ichi Hotel Tokyo

1-2-6 Shimbashi, Minato-ku, Tokyo

\*Please note that, while the hotel is the same as last year, the floor and venue are different.

### 3. Purpose of the Meeting

#### Matters to be reported:

Business report and financial statements for the 20th fiscal year (from January 1, 2023 to December 31, 2023), and results of audit of financial statements by Financial Auditor and the Audit and Supervisory Committee

#### Matters to be resolved:

**Proposal No. 1** Election of Two Members of the Board (Excluding Members of the Board Who Are Audit

and Supervisory Committee Members)

Proposal No. 2 Election of Two Members of the Board Who Are Audit and Supervisory Committee

Members

Proposal No. 3 Election of One Substitute Member of the Board Who Is an Audit and Supervisory

Committee Member

- When you attend the meeting in person, please submit the voting form to the reception.

- In the case you choose to exercise your voting rights in writing (by mail), if there is no indication of your approval or disapproval of a proposal on the voting form, it will be treated as a vote to approve the proposal.
- If you will vote through a proxy, your vote may be cast by a proxy who is another shareholder with voting rights and who will attend the General Meeting of Shareholders. Please submit a letter of proxy with your voting form to the reception.
- If revisions to the items for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.
- Shareholders who have requested the delivery of paper-based documents will also receive a document stating the items for which measures for providing information in electronic format are to be taken, however such document will exclude the following items as provided for by the provisions of laws and regulations and Article 16 of the Articles of Incorporation of the Company.
  - (i) "Systems to Ensure Appropriate Business Operations and Operational Status of Such Systems" and "Basic Policy on Company Control" of the business report
  - (ii) "Statement of changes in equity" and "notes to financial statements" of financial statements

The business report and financial statements attached to such document constitute one part and not all of the documents audited by Financial Auditor in preparation of the financial audit report or by the Audit and Supervisory Committee in the preparation of the audit report.

## **Reference Documents for General Meeting of Shareholders**

**Proposal No. 1** Election of Two Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members)

The terms of office of all three Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) will expire at the conclusion of this meeting. In addition, Nobuhiro Hama, Member of the Board, will retire from his position at the conclusion of this meeting.

Therefore, the Company proposes the election of two Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members). The Audit and Supervisory Committee has judged that all the candidates are eligible as Members of the Board after evaluating their performance of duties during the current fiscal year.

The candidates for the role of Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) are as follows:

Candidate no.	Name	Position and responsibility in the Company	
1	Toru Narita	COO and Member of the Board, Corporate Officer and Head of Sales Department and Head of New Business Department	Reelection
2	Minoru Harada	CFO and Member of the Board, and CAO	Reelection

Reelection Reelection candidates for Members of the Board

Apr. 1998 Joined DDI Pocket Inc. (currently SoftBank Corp.)  Oct. 2010 Joined TripletGate, Inc. (currently the Company)  Oct. 2014 Head of Sales Department of the Company  Mar. 2015 Corporate Officer and Head of Sales  Department  Mar. 2020 Member of the Board, Corporate Officer and Head of Sales Department  Apr. 2021 Member of the Board, Corporate Officer and Head of Sales Department  Apr. 2021 Member of the Board, Corporate Officer and Head of Sales Department  Oct. 2023 COO and Member of the Board, Corporate Officer and Head of New Business Department (current position)  [Significant concurrent positions outside the Company]	Candidate no.	Name (Date of birth)	Career summary, position and responsibility in the Company		Number of the Company's shares owned
-	1	(January 30, 1975)  Reelection  Tenure 4 years Attendance at Board Meetings	Oct. 2010 Oct. 2014 Mar. 2015 Mar. 2020 Apr. 2021 Oct. 2023	Corp.) Joined TripletGate, Inc. (currently the Company) Head of Sales Department of the Company Corporate Officer and Head of Sales Department Member of the Board, Corporate Officer and Head of Sales Department Member of the Board, Corporate Officer and Head of Sales Department and Head of New Business Department COO and Member of the Board, Corporate Officer and Head of Sales Department and Head of New Business Department (current position)	8,000 shares

#### Reasons for nomination as a candidate for Member of the Board

Toru Narita joined the Company in October 2010. Ever since, he has led the sales department and contributed to the dramatic growth of the wireless communications business that the Company has been developing. The Company judges that his sales performance and high level of insight and leadership in the communications business are and will be necessary for the improvement of the corporate value and sustaining growth of the Company. Therefore, the Company nominates him as a candidate to continue serving as a Member of the Board.

Candidate no.	Name (Date of birth)	Career sum	Number of the Company's shares owned	
2	Minoru Harada (July 19, 1965)  Reelection  Tenure (total) 19 years Attendance at Board Meetings 15/15	Apr. 1990  Jan. 1997  Oct. 1998  Nov. 1999  June 2000  Jan. 2004  Dec. 2010  Mar. 2014  Mar. 2015  Mar. 2016  Sept. 2016  Mar. 2018  Oct. 2018  Mar. 2020  Mar. 2022  [Significant cells]	Joined Manufacturers Hanover Bank (currently JPMorgan Chase Bank, N.A.) Joined NEC Planning Research, Ltd. (currently NEC Management Partner, Ltd.) Joined Lycos Japan, Inc. (currently Rakuten Group, Inc.) Joined Livedoor Co., Ltd. (currently NHN Techorus Corp.) Senior Manager and Member of the Board and COO of Cprod, Inc. Established TripletGate, Inc. (currently the Company), Member of the Board COO and Member of the Board COO and Member of the Board of Sales and Marketing Group Resigned as COO and Member of the Board of the Company CAO and Member of the Board Outside Member of the Board Outside Member of the Board of Fon Japan Co., Ltd. Auditor of LTE-X Co., Ltd. (currently closip Inc.) Member of the Board CFO and Member of the Board, and CAO of the Company CAO and Member of the Board CFO and Member of the Board	214,169 shares
	January 2004, and has contribute	n management d to the dramat	ember of the Board of the Company as a co-founder since the Company ic growth of the wireless communications business this management performance and high level of insig	that the Company

Notes:

- 1. There is no special interest between any of the candidates and the Company.
- 2. "Number of the Company's shares owned" is current as of December 31, 2023.
- 3. The Company has entered into a directors and officers liability insurance (D&O insurance) policy, with all of its Members of the Board included in the policy as insured persons, covering liability of Members of the Board arising in the performance of their duties and from damage claims received pertaining to the pursuit of said liability. Accordingly, if a respective candidate assumes office as a Member of the Board, he or she will be included as an insured person under the insurance policy. The Company intends to renew the insurance policy in May 2024.

business are and will be necessary for the improvement of the corporate value and sustaining growth of the Company.

Therefore, the Company nominates him as a candidate to continue serving as a Member of the Board.

# **Proposal No. 2** Election of Two Members of the Board Who Are Audit and Supervisory Committee Members

The terms of office of Yasuhiro Nishi and Tatsuo Watanabe, two of the Members of the Board who are Audit and Supervisory Committee Members, will expire at the conclusion of this meeting. Therefore, the Company proposes the election of two Members of the Board who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidates for the role of Member of the Board who is an Audit and Supervisory Committee Member are as follows:

Candidate no.	Name	Position and responsibility in the Company	
1	Yasuhiro Nishi	Outside Member of the Board (Audit and Supervisory Committee Member)	Reelection Outside Independent
2	Tatsuo Watanabe	Outside Member of the Board (Audit and Supervisory Committee Member)	Reelection Outside Independent

Reelection Reelection candidates for Members of the Board

Outside Candidates for outside Member of the Board

Independent Candidates for independent officers

Candidate no.	Name (Date of birth)	Career sumr	Number of the Company's shares owned	
1	Yasuhiro Nishi (May 8, 1959)  Reelection Outside Independent  Tenure 8 years  Attendance at Board Meetings 15/15  Attendance at Audit and Supervisory Committee Meetings 13/13		Joined The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)  CFO and Member of the Board of Internet Initiative Japan Inc.  Member of the Board and General Manager of Administrative Management Department of AUCNET INC.  CFO, Vice President and Member of the Board of VeriSign Japan K.K. (currently DigiCert Japan G.K.)  CFO and Corporate Officer of Japan Display Inc.  Board member of TAK-Circulator Corporation (currently MySkin Corporation)  Outside Member of the Board of the Company [Audit and Supervisory Committee Member] (current position)  Chief Executive Officer of TAK-Circulator Corporation (currently MySkin Corporation)  (current position)  Chief Executive Officer  Board member (current position)  oncurrent positions outside the Company]  of Officer of MySkin Corporation	- shares

### Reasons for nomination as a candidate for outside Member of the Board and overview of expected role

In his career up until now, Yasuhiro Nishi has served as an officer of several listed companies and has abundant experience and broad insight as a corporate manager. He provides advice on the overall management of the Company and supervises business execution from a practical and multifaceted perspective. Based on such experience and knowledge as a manager, the Company expects that he will provide advice and supervision to promote the Company's sustaining growth and enhance its corporate value over the medium to long term, and as a member of the Nomination and Compensation Committee, he will be involved in the selection of the Company's officers and decisions on their compensation from an objective and neutral standpoint. Therefore, the Company nominates him as a candidate to continue serving as an outside Member of the Board.

	(Date of birth)	Career sum	Company's shares owned			
2	Tatsuo Watanabe (June 11, 1964)  Reelection Outside Independent  Tenure (total) 11 years Attendance at Board Meetings 15/15 Attendance at Audit and Supervisory Committee Meetings 13/13	Outside Direct of All About, Auditor of int Outside Mem Outside Direct	Joined Sumitomo Life Insurance Company Member of the Board of Site Design K.K. Full-Time Auditor of All About, Inc. Auditor of SD Holdings Co., Ltd. Auditor of Design Exchange Co., Ltd. Member of the Board of Wavelock Holdings Co., Ltd. Outside Member of the Board of the Company Outside Member of the Board [Audit and Supervisory Committee Member] (current position) Auditor of internet infinity Inc. (current position) Outside Member of the Board of ORJ INC. (current position) Outside Director of CAC Holdings Corporation (current position) Outside Director (Audit and Supervisory Committee Member) of All About, Inc. (current position) External Director (Audit and Supervisory Committee Member) of CELM Inc. (current position) concurrent positions outside the Company] ctor (Audit and Supervisory Committee Member) Inc. ternet infinity Inc. there of the Board of ORJ INC. ctor of CAC Holdings Corporation ctor (Audit and Supervisory Committee Member)	- shares		
	of CELM Inc.  Reasons for nomination as a candidate for outside Member of the Board and overview of expected role  Tatsuo Watanabe has abundant experience and broad insight as an officer of various listed companies and provides advice on the overall management of the Company and supervision of business execution from a practical and					

Tatsuo Watanabe has abundant experience and broad insight as an officer of various listed companies and provides advice on the overall management of the Company and supervision of business execution from a practical and multifaceted perspective. Based on his high-level insight and knowledge, the Company expects that he will provide advice and supervision to promote the Company's sustaining growth and enhance its corporate value over the medium to long term, and as a member of the Nomination and Compensation Committee, he will be involved in the selection of the Company's officers and decisions on their compensation from an objective and neutral standpoint. Therefore, the Company nominates him as a candidate to continue serving as an outside Member of the Board.

Notes:

- 1. There is no special interest between any of the candidates and the Company.
- 2. Yasuhiro Nishi and Tatsuo Watanabe are candidates for outside Member of the Board.
- 3. Yasuhiro Nishi is currently an outside Member of the Board of the Company who is an Audit and Supervisory Committee Member, and at the conclusion of this meeting, his tenure will have been eight years.
- 4. Tatsuo Watanabe is currently an outside Member of the Board of the Company who is an Audit and Supervisory Committee Member, and at the conclusion of this meeting, his tenure as outside Member of the Board will have been a total of 11 years including his period of service prior to the transition to a company with an Audit and Supervisory Committee.
- 5. The Company has entered into an agreement with each of the candidates to limit their liability under Article 423, paragraph (1) of the Companies Act pursuant to the provisions of Article 427, paragraph (1) of the same Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the amount provided for under Article 425, paragraph (1) of the Companies Act. If the reelection of each of the candidates is approved, the Company plans to renew this agreement with each of them.
- 6. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Yasuhiro Nishi and Tatsuo Watanabe have been appointed as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their appointment as independent officers to continue.
- 7. The Company has entered into a directors and officers liability insurance (D&O insurance) policy, with all of its Members of the Board included in the policy as insured persons, covering liability of Members of the Board arising in the performance of their duties and from damage claims received pertaining to the pursuit of said liability. Accordingly, if the

candidates assume office as Members of the Board, they will be included as insured persons under the insurance policy. The Company intends to renew the insurance policy in May 2024.

Reference Primary skills, experience, etc. of Members of the Board after this General Meeting of Shareholders

	P. 111 1 1	Primary skills, experience, etc.						
Name	Position in the Company	Corporate management	Industry experience	Sales/ Marketing	Technology	Finance/ Accounting	Internal controls/ Governance	Legal/ Compliance
	COO and Member of							
	the Board, Corporate							
	Officer and							
Toru Narita	Head of Sales	0	0	0				
	Department and Head							
	of New Business							
	Department							
Minoru Harada	CFO and Member of	0	$\circ$			$\circ$		
Ivillioru Harada	the Board, and CAO					)		
	Outside Member of the							
Yasuhiro Nishi	Board	0				$\circ$		
Tasuillio Nisili	(Audit and Supervisory							
	Committee Member)							
	Outside Member of the							
Tatsuo Watanabe	Board	$\circ$						
Tatsuo watanabe	(Audit and Supervisory							
	Committee Member)							
	Outside Member of the							
Marie Eguchi	Board							
Maile Egueili	(Audit and Supervisory							
	Committee Member)							

Information regarding the composition of the Board

Outside Members of the Board: 60.0% (Three of five Members of the Board) Female Members of the Board: 20.0% (One of five Members of the Board)

# **Proposal No. 3** Election of One Substitute Member of the Board Who Is an Audit and Supervisory Committee Member

Since the election of the current substitute Member of the Board who is an Audit and Supervisory Committee Member is effective until the commencement of this General Meeting of Shareholders, the Company proposes the election of one substitute Member of the Board who is an Audit and Supervisory Committee Member again to fill a vacant position should the number of Members of the Board who are Audit and Supervisory Committee Members fall below the number required by laws and regulations.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for the role of substitute Member of the Board who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Care	er summary, position and responsibility in the Company	Number of the Company's shares owned			
	Oct. 1995	Joined Showa Ota & Co. (currently Ernst & Young				
		ShinNihon LLC)				
	July 2000	Joined Daiwa Securities SB Capital Markets Co. Ltd.				
		(current Daiwa Securities Co. Ltd.)				
	Apr. 2004	Established Aoki Certified Public Accountant Office,				
		President (current position)				
	June 2010	Outside Audit and Supervisory Board Member of Drecom				
		Co., Ltd.				
	Nov. 2013	Full-Time Audit & Supervisory Board Member of Geniee,				
		Inc.				
Rie Aoki	June 2015	Member of the Board (Audit and Supervisory Committee				
(October 9, 1970)		Member) of Drecom Co., Ltd. (current position)				
	Feb. 2018	Outside Audit & Supervisory Board Member of Ricksoft	- shares			
Reelection		Co., Ltd.	- shares			
	May 2019	Member of the Board (Audit and Supervisory Committee				
Tenure - years		Member) (current position)				
	Jan. 2021	Outside Audit & Supervisory Board Member of GO TODAY				
		SHAiRE SALON Co., Ltd. (current position)				
	[Significant of	concurrent positions outside the Company]				
	President of	Aoki Certified Public Accountant Office				
	Member of th	ne Board (Audit and Supervisory Committee Member) of				
	Drecom Co.,	Ltd.				
	Member of the	Member of the Board (Audit and Supervisory Committee Member) of				
	Ricksoft Co.,					
		t & Supervisory Board Member of GO TODAY SHAiRE				
	SALON Co.,					

# Reasons for nomination as a candidate for substitute outside Member of the Board who is an Audit and Supervisory Committee Member and overview of expected role

Rie Aoki has expert knowledge and experience as a certified public accountant. Based on her knowledge, the Company expects that she will provide advice and supervision to strengthen the corporate governance of the Company, promote the Company's sustaining growth, and enhance its corporate value over the medium to long term. Therefore, the Company has nominated her as a candidate for substitute outside Member of the Board who is an Audit and Supervisory Committee Member.

Notes:

- 1. There is no special interest between the candidate and the Company.
- 2. Rie Aoki is a candidate for substitute outside Member of the Board.
- 3. If Rie Aoki assumes the position of Member of the Board who is an Audit and Supervisory Committee Member, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company plans to enter into an agreement with her to limit her liability under Article 423, paragraph (1) of the same Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the amount provided for under Article 425, paragraph (1) of the Companies Act.
- 4. If the election of Rie Aoki is approved and she assumes the position of Member of the Board who is an Audit and Supervisory Committee Member, the Company plans to designate her as an independent officer as provided for by Tokyo Stock Exchange, Inc.
- 5. The Company has entered into a directors and officers liability insurance (D&O insurance) policy, with all of its Members of the Board included in the policy as insured persons, covering liability of Members of the Board arising in the performance of their duties and from damage claims received pertaining to the pursuit of said liability. Accordingly, if the