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Securities code: 6619  
April 3, 2024  
(Measures for electronic provision started on: April 2, 2024)

**To Shareholders with Voting Rights:**

Choi Won-kun  
President and CEO  
W-SCOPE Corporation  
1-22-6, Higashi-Gotanda, Shinagawa-ku, Tokyo,  
JAPAN

### **Notice of the 19th Annual Shareholders' Meeting**

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

We extend our heartfelt sympathy to those who have been affected by the 2024 Noto Peninsula Earthquake and pray for a swift recovery.

We hereby inform you that the 19th Annual Shareholders' Meeting of W-SCOPE Corporation (the "Company") will be held for the purposes as described below.

In convening the meeting, the Company has taken the measures for electronic provision. Matters subject to measures for electronic provision are posted on the Company's website presented below as "Notice of the 19th Annual Shareholders' Meeting."

- The Company's website: <https://w-scope.co.jp/en/ir/>

In addition to the above website, they are also posted on the website presented below.

- TSE website (Listed Company Search):

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

Please access the above website, enter the name of the Company or its securities code, press "Search," select "Basic information," and then select "Documents for public inspection/PR information" to see the information.

- Net de Shoshu (Online Notice of Convocation): <https://s.srdb.jp/6619/>

**If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc.** Please review the Reference Documents for the Shareholders' Meeting included in the matters subject to measures for electronic provision and either indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it, or enter your vote for or against the proposal using the website for exercising voting rights designated by the Company (<https://soukai.mizuho-tb.co.jp/>), by the close of business hours (5:30 p.m.) on Wednesday, **April 24, 2024**, Japan time.

**1. Date and Time:** Thursday, April 25, 2024 at 10:00 a.m. Japan time

**2. Place:** Room "Maiogi" at Hotel Gajoen Tokyo  
1-8-1 Shimomeguro, Meguro-ku, Tokyo, Japan

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 19th Fiscal Year (January 1, 2023 - January 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 19th Fiscal Year (January 1, 2023 - January 31, 2024)

**Proposals to be resolved:**

**Proposal 1:** Election of Four (4) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

**Proposal 2:** Election of Three (3) Directors Who Are Audit and Supervisory Committee Members

#### **4. Predetermined Terms of the Convening:**

Please refer to the “Method of exercising voting rights” on page 3.

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. To conserve resources, please bring this booklet with you.
- Please note that no souvenirs will be provided to the attendees of Shareholders’ Meeting. We would appreciate your understanding.
- Please note that in the case that revisions need to be made to the matters subject to measures for electronic provision, details of the revisions will be posted on the websites they are on.
- Pursuant to laws and regulations and Article 15 of the Articles of Incorporation of the Company, the following matters are not included in the documents sent to the shareholders who requested delivery of a paper copy of the documents. As such, said documents are part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor for preparation of their Audit Report.
  - Matters relating to the Company’s Shares
  - Matters relating to Subscription Rights to Shares, etc.
  - Status of the Accounting Auditor
  - Systems and Policies of the Company
  - Basic Policy on the Company’s Ownership Control
  - Policy on Decisions concerning the Distribution of Dividends from Surplus, etc.
  - Consolidated Statements of Changes in Net Assets
  - Notes to Consolidated Financial Statements
  - Non-consolidated Statements of Changes in Net Assets
  - Notes to Non-consolidated Financial Statements
  - Accounting Auditor’s Report on the Audit of Consolidated Financial Statements
  - Audit Report of the Accounting Auditor
  - Audit Report of the Audit and Supervisory Committee

## Method of exercising voting rights

Voting rights at the Shareholders' Meeting are important rights of shareholders.

Please enter your vote for or against the proposal after reviewing the Reference Documents for the Shareholders' Meeting (page 4 to page 11).

### For shareholders attending in person



Please submit the enclosed Voting Rights Exercise Form at the reception desk.

Please note that persons other than shareholders with voting rights, such as proxies who are not shareholders and accompanying persons, may not enter the venue. Also, to conserve resources, please bring this booklet with you.

### Exercise of voting rights in writing



Please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it to us no later than the deadline for exercising voting rights. If there is no indication of a vote for or against a proposal on the Voting Right Exercise Form, it shall be treated as an indication of a vote for the proposal.

**Deadline for exercising voting rights** April 24, 2024 (Wednesday) at 5:30 p.m.

### Exercise of voting rights via the Internet



Please access the website for exercising voting rights designated by the Company (<https://soukai.mizuho-tb.co.jp/>) from your personal computer or smartphone and enter your vote for or against the proposal following the instruction on the screen using the "login ID" and "temporary password" shown on the enclosed Voting Rights Exercise Form.

**Deadline for exercising voting rights** April 24, 2024 (Wednesday) at 5:30 p.m.

#### (1) In case of duplicated exercise of voting rights both in writing and via the Internet

If voting rights are exercised both in writing and via the Internet, the voting right exercised via the Internet shall be deemed valid.

#### (2) In case of duplicated exercise of voting rights via the Internet

If voting rights are exercised more than once via the Internet, the last voting right exercised shall be deemed valid.

#### (3) In case there is no indication of a vote for or against the proposal on the Voting Right Exercise Form

If there is no indication of a vote for or against a proposal on the Voting Right Exercise Form, it shall be treated as an indication of a vote for the proposal.

## Reference Documents for the Shareholders' Meeting

### Proposals and References

**Proposal 1:** Election of Four (4) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all current Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the election of four (4) Directors (excluding Directors who are Audit and Supervisory Committee Members) is proposed.

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

No.		Positions	Name	(Date of birth)	Number of attendance/Board of Directors meetings
1	Candidate for re-election	President and CEO	Choi Won-kun	(May 30, 1963)	100% (18 out of 18 meetings)
2	Candidate for re-election	Director	Ouchi Hideo	(July 10, 1961)	100% (18 out of 18 meetings)
3	Candidate for re-election	Director	Jun Yeong-ok	(May 21, 1954)	100% (18 out of 18 meetings)
4	Candidate for re-election Candidate for Outside Director	Director	Lee Junbom	(March 21, 1972)	100% (18 out of 18 meetings)

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
1	<p>Choi Won-kun (May 30, 1963)</p> <p>[Candidate for re-election]</p>	<p>June 1990      Joined Samsung Electronics Co., Ltd.</p> <p>May 2000      Director and Vice President of WIDE Corporation (South Korea)</p> <p>October 2005    President and CEO of the Company (to present)</p> <p>                    Representative Director of W-ABLE CO., LTD. (currently W-SCOPE KOREA CO., LTD.)</p> <p>January 2011    Director and President of W-SCOPE HONGKONG CO., LIMITED</p> <p>October 2016    Representative Director of W-SCOPE CHUNGJU PLANT CO., LTD. (to present)</p> <p>May 2022        Director of W-SCOPE HUNGARY PLANT Ltd. (to present)</p> <p>[Significant concurrent positions]</p> <p>                    Representative Director of W-SCOPE CHUNGJU PLANT CO., LTD.</p> <p>                    Director of W-SCOPE HUNGARY PLANT Ltd.</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review]</p> <p>                    100% (18 out of 18 meetings)</p> <p>[Reason for nomination as a candidate for Director]</p> <p>                    Mr. Choi Won-kun is the founder of the Company and has directed the management of the entire Group as President and CEO since the Company's establishment. The Group is currently building plants and growing the scale of its business. He is nominated as a candidate for Director because it is essential that he will demonstrate strong leadership over the entire Group in order to spearhead the development and implementation of management strategies and lead the Group to continue to grow going forward.</p>	4,911,339
2	<p>Ouchi Hideo (July 10, 1961)</p> <p>[Candidate for re-election]</p>	<p>April 1985      Joined SUMISHO MACHINERY TRADE CORPORATION</p> <p>June 2002      Transferred to SUMITRONICS CORPORATION</p> <p>April 2005      Joined PMC TECHNICA CO., LTD.</p> <p>March 2006     Joined the Company, General Manager of Sales and Marketing</p> <p>March 2008     Director of the Company (to present)</p> <p>March 2017     General Manager of Strategic Planning HQ of the Company</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review]</p> <p>                    100% (18 out of 18 meetings)</p> <p>[Reason for nomination as a candidate for Director]</p> <p>                    Mr. Ouchi Hideo is a founding member of the Company and has a wealth of experience and knowledge. He has built business bases in Japan and overseas to date, made various decisions regarding the management of the Company, and contributed significantly to the growth of the Group. He also has extensive overseas business experience. He is nominated as a candidate for Director because the Company believes that he is capable of drawing on his past experience to assist the President and CEO and contribute to the global expansion of the business going forward as well.</p>	5,486

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
3	<p>Jun Yeong-ok (May 21, 1954)</p> <p>[Candidate for re-election]</p>	<p>January 1979      Joined Samsung Group Worked at Samsung SDI Co., Ltd.</p> <p>September 1991      Worked at Business Administration Team, Secretarial Office of Samsung Co., Ltd.</p> <p>July 1994      Worked at Malaysian subsidiary of Samsung SDI Co., Ltd.</p> <p>January 1999      Managing Director, Malaysian subsidiary of Samsung SDI Co., Ltd.</p> <p>July 2001      Worked at Samsung SDI Co., Ltd.</p> <p>March 2002      Senior Managing Director and General Manager, Planning and Coordination Office of Taekwang Industrial Co., Ltd. (South Korea)</p> <p>March 2011      Auditor of W-SCOPE KOREA CO., LTD.</p> <p>March 2022      Director of the Company (to present) Representative Director of W-SCOPE KOREA CO., LTD. (to present)</p> <p>[Significant concurrent positions] Representative Director of W-SCOPE KOREA CO., LTD.</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review] 100% (18 out of 18 meetings)</p> <p>[Reason for nomination as a candidate for Director and expected roles] Mr. Jun Yeong-ok worked many years for a leading electronics manufacturer in South Korea, has a wealth of overseas experience, is proficient in English, and also has experience as a corporate manager. He has supported the growth of the Group as Auditor of the Company's subsidiary W-SCOPE KOREA CO., LTD. from March 2011 and as its Representative Director since March 2022 He is nominated as a candidate for Director because the Company believes that his past experience and knowledge are necessary for the management of the Company in continuing to develop its business globally going forward.</p>	0
4	<p>Lee Junbom (March 21, 1972)</p> <p>[Candidate for re-election]</p> <p>[Candidate for Outside Director]</p> <p>[Years serving as an Outside Director] 2 years</p>	<p>January 1995      Joined Century Audit Corporation (currently KPMG AZSA LLC)</p> <p>June 1998      Registered as a certified public accountant (CPA)</p> <p>April 2002      Joined Partners Inc. Established Junbom Lee Certified Public Accountant Office (to present)</p> <p>September 2004      Established J.K. Consulting Co., Ltd. (to present)</p> <p>September 2005      Registered as a tax accountant</p> <p>November 2007      Outside Auditor of the Company</p> <p>March 2022      Outside Director of the Company (to present)</p> <p>[Significant concurrent positions] Representative Director of J.K. Consulting Co., Ltd. CPA and tax accountant at Junbom Lee Certified Public Accountant Office</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review] 100% (18 out of 18 meetings)</p> <p>[Reason for nomination as a candidate for Outside Director and expected roles] Mr. Lee Junbom is proficient in Korean, qualified as a CPA, and has supported the growth of the Company. He has also offered impartial and pertinent opinions on management in the aspects of finance and accounting from a professional and sophisticated perspective. He is nominated as a candidate for Outside Director because the Company believes that he is capable of continuing to contribute to the strengthening of corporate governance and thus necessary for the sound growth of the Company.</p>	7,577

(Notes)

1. There is no special interest between each candidate for Director and the Company.
2. The numbers of shares of the Company held by the candidates for Director above are the figures as of February 29, 2024.
3. The Company appointed Mr. Lee Junbom (Candidate No. 4) as an independent officer in accordance with the standard established by the Tokyo Stock Exchange and notified the Exchange.
4. In accordance with the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Lee Junbom to limit his liability for damages stipulated in Article 423, paragraph 1 of the same Act, and the liability for damages under the agreement is limited to either an amount of ¥5 million or more specified in advance or the amount specified in laws and regulations, whichever is higher.
5. The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance policy covers liability for damages, settlement, legal fees, and other costs and expenses for the insured. Each candidate will be included as the insured under the insurance policy. In addition, the Company plans to renew the policy with the same benefits at the next renewal.

**Proposal 2:** Election of Three (3) Directors Who Are Audit and Supervisory Board Members

The terms of office of all current Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the election of three (3) Directors who are Audit and Supervisory Committee Members is proposed. This proposal has been approved by the Audit and Supervisory Committee. The candidates for Directors who are Audit and Supervisory Committee Members are as follows.

No.	Positions	Name	(Date of birth)	Number of attendance/Board of Directors meetings
1	New candidate — Candidate for Outside Director	Suyama Atsuko	(May 18, 1974)	—% (— out of — meetings)
2	Candidate for re-election Director who is an Audit and Supervisory Committee Member Candidate for Outside Director	Tatsuta Yuri	(July 10, 1968)	100% (18 out of 18 meetings)
3	Candidate for re-election Director who is an Audit and Supervisory Committee Member Candidate for Outside Director	Masuda Yoji	(October 6, 1978)	100% (18 out of 18 meetings)



No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
1	Suyama Atsuko (May 18, 1974)  [New candidate] [Candidate for Outside Director]  [Years serving as an Outside Director]  —	<p>April 1997      Joined The Sanwa Bank, Ltd. (currently MUFG Bank, Ltd.)</p> <p>October 2001    Joined Tohmatsu &amp; Co. (currently Deloitte Touche Tohmatsu LLC)</p> <p>May 2010        Joined American Life Insurance Company (currently MetLife, Inc.)</p> <p>June 2015        Joined Deloitte Touche Tohmatsu LLC</p> <p>May 2020        Opened Suyama Certified Public Accountant Office (to present)</p> <p>June 2021        Corporate Auditor, UBiENCE Inc. (to present)</p> <p>May 2022        Established Fraisier Consulting LLC (to present)</p> <p>[Significant concurrent positions] CPA at Suyama Certified Public Accountant Office</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review] —% (— out of — meetings)</p> <p>[Reason for nomination as a candidate for Outside Director and expected roles] Ms. Suyama Atsuko has practical experience in preparing financial statements and controlling budgets primarily at financial institutions and is also qualified as a CPA. She is nominated as a candidate for Outside Director because the Company believes that she is capable of contributing to the strengthening of internal management systems particularly with respect to internal controls and other matters related to governance as an Audit and Supervisory Committee Member from a professional and sophisticated perspective on finance and accounting.</p>	0
2	Tatsuta Yuri (July 10, 1968)  [Candidate for re- election]  [Candidate for Outside Director]  [Years serving as an Outside Director who is an Audit and Supervisory Committee Member]  2 years	<p>October 1994    Joined Ohara Academy (Instructor of Audit, CPA Course)</p> <p>October 1995    Joined Showa Ota &amp; Co. (currently Ernst &amp; Young ShinNihon LLC)</p> <p>October 1997    Joined Tax Accountant Corporation Research Institute for Practical Accounting</p> <p>July 2014        Established Tatsuta Tax and Accounting Office (to present)</p> <p>June 2017        Outside Director of LAULEA Co., Ltd. (to present)</p> <p>March 2020      Audit Committee Member and Director of Japan Systems Co., Ltd.</p> <p>January 2021    Established punctum Inc., Representative Director (to present)</p> <p>December 2021   Outside Auditor of D.I.SYSTEM CO., Ltd. (to present)</p> <p>March 2022      Outside Director who is an Audit and Supervisory Committee Member of the Company (to present)</p> <p>[Significant concurrent positions] CPA and tax accountant at Tatsuta Tax and Accounting Office Representative Director of punctum Inc.</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review] 100% (18 out of 18 meetings)</p> <p>[Reason for nomination as a candidate for Outside Director and expected roles] Ms. Tatsuta Yuri is a CPA with audit experience at a large audit corporation, involvement in corporate consolidated accounting operations improvement and IFRS introduction projects, and has experience as an outside director. She is nominated as a candidate for Outside Director because the Company believes that she is capable of contributing to the strengthening of governance as an Audit and Supervisory Committee Member from a professional and sophisticated perspective on finance and accounting.</p>	0

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
3	Masuda Yoji (October 6, 1978)  [Candidate for re-election]  [Candidate for Outside Director]  [Years serving as an Outside Director who is an Audit and Supervisory Committee Member]  2 years	<p>October 2005 Completed the requisite judicial training courses for legal apprentices by the Supreme Court of Japan Joined Fukasawa Sogo Law Offices</p> <p>October 2018 Auditor of Tokyo University of Science Innovation Capital (TUSIC) (to present)</p> <p>February 2020 Joined Tokyo Excel Law Firm (to present)</p> <p>August 2020 Auditor of the Company</p> <p>June 2021 Auditor of Hajime Construction Co., Ltd. (to present) Auditor of Tokyo University of Science (to present)</p> <p>March 2022 Outside Director who is an Audit and Supervisory Committee Member of the Company (to present)</p> <p>[Significant concurrent positions] Tokyo Excel Law Firm Auditor of Tokyo University of Science Innovation Capital (TUSIC) Auditor of Hajime Construction Co., Ltd. Auditor of Tokyo University of Science</p> <p>[Attendance at Board of Directors meetings for the fiscal year under review] 100% (18 out of 18 meetings)</p> <p>[Reason for nomination as a candidate for Outside Director and expected roles] Mr. Masuda Yoji is nominated as a candidate for Outside Director because the Company believes that he is capable of contributing to the strengthening of governance and compliance as an Audit and Supervisory Committee Member from a professional and highly advanced perspective of law, based on his experience as an attorney engaging in corporate legal affairs as well as his experience as an auditor.</p>	0

(Notes)

1. There is no special interest between each candidate for Director and the Company.
2. The numbers of shares of the Company held by the candidates for Director above are the figures as of February 29, 2024.
3. The Company appointed Ms. Tatsuta Yuri and Mr. Masuda Yoji as independent officers in accordance with the standard established by the Tokyo Stock Exchange and notified the Exchange. If Ms. Suyama Atsuko is elected as Outside Directors, the Company will appoint them as independent officers in accordance with the standard established by the Tokyo Stock Exchange and notify the Exchange.
4. In accordance with the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into agreements with Ms. Tatsuta Yuri and Mr. Masuda Yoji to limit their liability for damages stipulated in Article 423, paragraph 1 of the same Act, and the liability for damages under the agreements is limited to the amount specified in laws and regulations. If Ms. Suyama Atsuko, Ms. Tatsuta Yuri, and Mr. Masuda Yoji are elected as Outside Directors, the Company will, in accordance with the provisions of Article 427, paragraph 1 of the Companies Act, enter into agreements with them to limit their liability for damages stipulated in Article 423, paragraph 1 of the same Act. The liability for damages under the agreements shall be limited to either an amount of ¥5 million or more specified in advance or the amount specified in laws and regulations, whichever is higher.
5. The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance policy covers liability for damages, settlement, legal fees, and other costs and expenses for the insured. If each candidate assumes the office of Director, he/she will be included as the insured under the insurance policy, and the policy will be renewed with the same benefits during his/her tenure.

<Reference>

The matrix below shows key expertise and knowledge the Company expects from its Directors if elected as proposed in Proposal 1 and Proposal 2.

Position, etc.	Name	Committee	Independence	Corporate management	Legal affairs and compliance	Finance and accounting	Environment and society	Internal control	International perspective
President and CEO	Choi Won-kun			•	•	•	•		•
Director	Ouchi Hideo			•		•	•		•
Director	Jun Yeong-ok			•	•		•		•
Outside Director (CPA)	Lee Junbom		•			•		•	•
Outside Director (CPA)	Suyama Atsuko	Audit	•			•		•	•
Outside Director (CPA)	Tatsuta Yuri	Audit	•			•		•	
Outside Director (Attorney)	Masuda Yoji	Audit	•		•			•	