

Notice of the 18th Annual General Meeting of Shareholders

SIGMAXYZ Holdings Inc.

SIGMAXYZ Group’s Corporate Philosophy

Purpose

CREATE A BEAUTIFUL TOMORROW TOGETHER

The concept of social capital based on the 3 axes of “trust,” “standards of reciprocities,” and “bonds,” and the importance of them being widely permeated, are being reevaluated in countries around the world.

Further, we believe that these social relationship assets themselves are the identity that we have cultivated in Japan and the beauty of society.

We aim to contribute to the creation of such a beautiful society.

A society in which we respect each other beyond generations and personalities and everyone can live and thrive comfortably with hope in daily life.

The SIGMAXYZ Group cooperates with clients, partners, and various individuals and organizations to create value as Sherpas.

We start with taking one step at a time for a more beautiful tomorrow.

Vision

| | | |
|--------------------------|------------------------------------|-----------------------------------|
| LOVED by EVERYONE | With us... | |
| | You can meet friends. | You can grow and be more capable. |
| | You can expand your opportunities. | You can contribute to society. |
| | You can take on challenges. | You can enrich your life. |

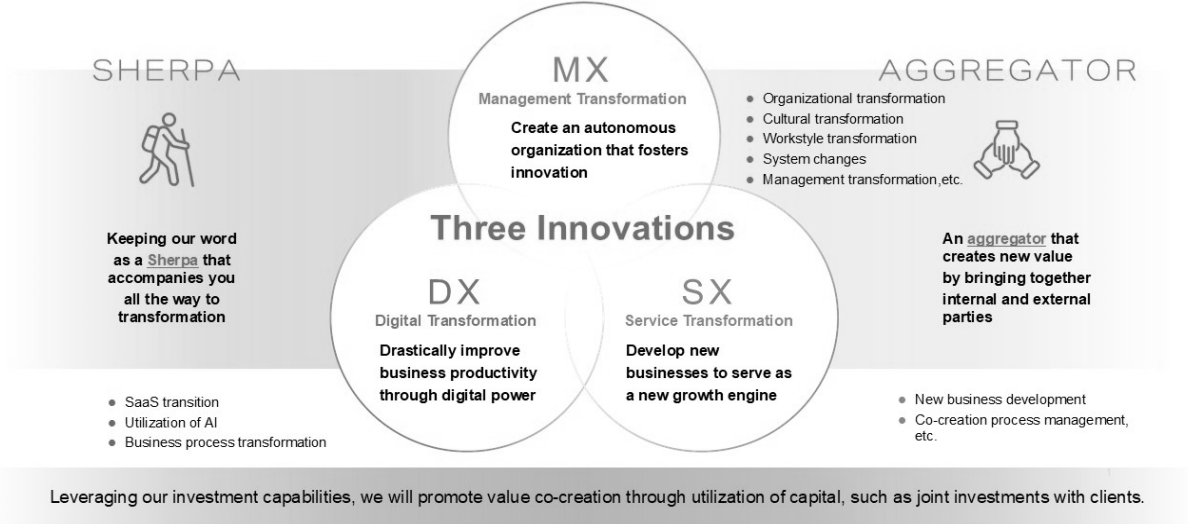
Mission

Promote transformation in companies and contribute to attaining the SDGs together with clients and partners.

Value

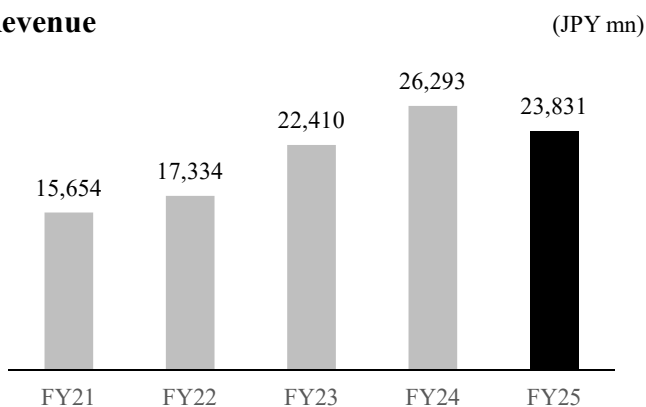
| Human Value | Business Value |
|--|---|
| <ul style="list-style-type: none"> • Openness & Trust • Sincerity • Hospitality • Sense of Beauty • Respect for Difference • Camaraderie | <ul style="list-style-type: none"> • Sharing Thoughts • Collaboration • Aggregation • Sherpa • Agility & Speed • Intellectual Fight |

Key Transformations Companies Must Address in the Digital Economy (“Three Innovations”) and the SIGMAXYZ Group Vision



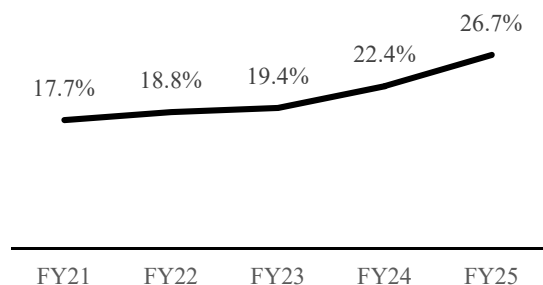
Consolidated Financial Highlights

Revenue

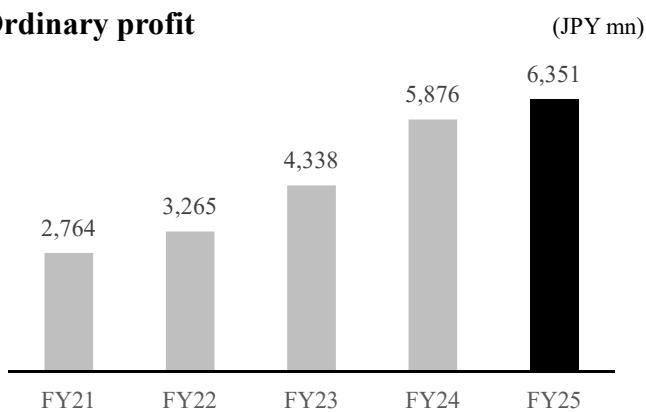


KPI

Ordinary profit margin

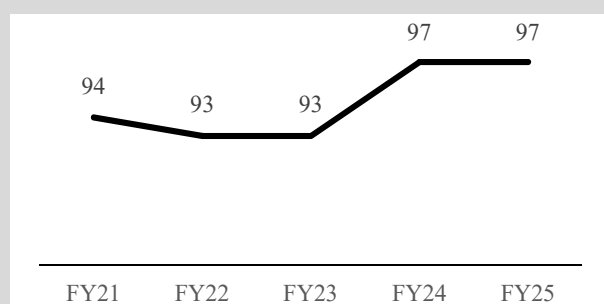


Ordinary profit

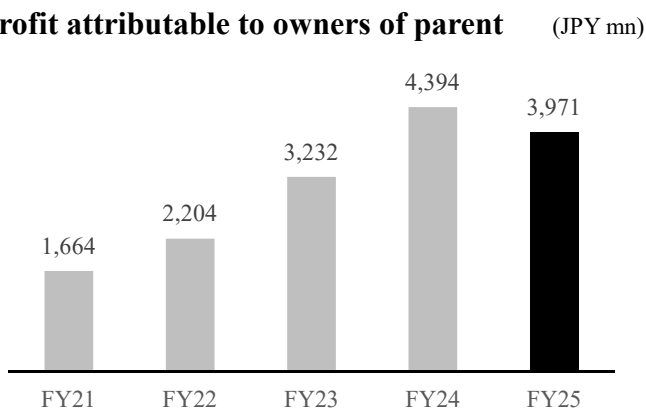


SIGMAXYZ

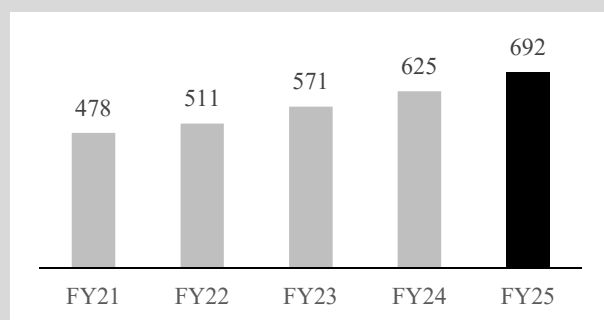
Project satisfaction (Net Satisfaction Index)



Profit attributable to owners of parent



Number of consultants



To Our Shareholders

Toward New Value Co-Creation with Clients as a “Sherpa for Strategy Realization”

I would like to express my sincere gratitude to our shareholders for their continued support for our company.

In the 18th fiscal year, consolidated revenue decreased by 9% year on year to ¥23.8 billion, while ordinary profit increased by 8% year on year to ¥6.3 billion, a record high. In addition, through the advancement of projects with over 170 clients, we co-created new value and were able to maintain an extremely high level of project satisfaction. Going forward, we will further deepen and expand our relationships with clients, overcome the business challenges identified in the fiscal year under review, and use them as a foundation for our next stage of growth.

Currently, the business environment is changing at an unprecedented pace due to advances in technology, including AI. In this era, we believe that clients’ expectations of consulting firms are shifting significantly from the provision of information, insight, and skills to accompanying clients in realizing their strategies by sharing risks in an uncertain environment, considering issues together, making decisions together, and driving and completing transformation. In the 19th fiscal year, we will further refine the “Sherpa” aspiration that we have upheld since our founding. To realize the “Blueprint in FY29 (Fiscal Year Ending March 2030)” set forth by the Group, we will take on three business themes: “strengthening our ability to cultivate deep relationships with client companies,” “evolving our business model,” and “enhancing capabilities and productivity,” and will steadily execute and evolve our value co-creation process.

We will continue to position our “human assets” as our most important management resource, grow as an organization by maximizing the capabilities and motivation of each individual, create deeper bonds with different companies, organizations, and individuals, and take on the challenge of creating new value together. We will maintain our high governance standards as a company listed on the Prime Market and continue to make strong progress toward fulfilling the SDGs and creating a beautiful tomorrow.

We would greatly appreciate your continued support.

Hiroshi Ota, President, Representative Director

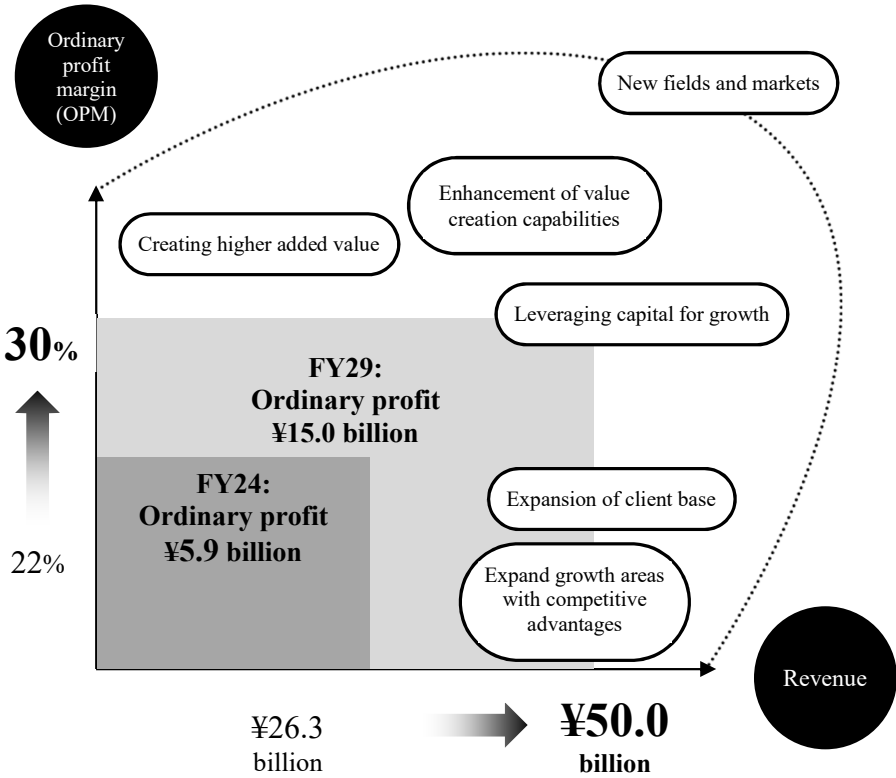
(Reference) Blueprint in FY29 (Fiscal Year Ending March 2030) * Announced in May 2025
 Becoming a company that creates value together with our clients and draws out the maximum value of human assets while making extensive use of technology

| (Fiscal year ending March 31, 2030) | |
|-------------------------------------|---------------|
| Blueprint | |
| Revenue | ¥50.0 billion |
| Ordinary profit | ¥15.0 billion |
| Ordinary profit margin | 30% |
| Number of consultants | 1,100 |

* “Blueprint” is how we want to grow in the medium and long term, and is shared with our shareholders and investors every few years.

Growth Strategy

- Growth centered on increasing value, expanding client base, and growing SaaS/AI areas
- Accelerate growth through capital-leveraged M&A and business alliances while enhancing internal capabilities



Cash Allocation / Shareholder Return Policy

- In order to continually carry out a balanced return of value to employees, shareholders, and society, we will invest in medium- and long-term sustained growth, and maintain an appropriate level of shareholder equity that enables risk tolerance.

| | | |
|---|---|--|
| <p style="text-align: center;">Growth Investment</p> | <p>Growth Investment</p> <ul style="list-style-type: none"> • Human asset acquisition and capability development • Productivity improvement (use of generative AI, etc.) • Business investment (M&A, joint ventures with clients, etc.) | <p style="text-align: center;">Approx. 1/3 of free cash flow</p> |
| <p style="text-align: center;">Shareholder Returns</p> | <p>Dividends Provide returns linked to performance while maintaining stable dividends.</p> | <p>Dividend payout ratio target 50% (Fiscal year ending March 31, 2030)</p> |
| | <p>Purchase of Treasury Shares Implement at appropriate times considering market conditions and capital efficiency, etc.</p> | <p>ROE target 35% (Fiscal year ending March 31, 2030)</p> |

For details of the “Blueprint in FY29 (Fiscal Year Ending March 2030),” please visit <https://www.sigmaxyz.com/en/ir/library.html>

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.

Stock Code: 6088
June 5, 2026

To our shareholders:

Hiroshi Ota
President, Representative Director
SIGMAXYZ Holdings Inc.
4-1-28 Toranomom, Minato-ku, Tokyo, Japan

Notice of the 18th Annual General Meeting of Shareholders

We hereby announce the 18th Annual General Meeting of Shareholders of SIGMAXYZ Holdings 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 the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on either of the following websites. Please access either of these websites by using the internet address shown below to review the information.

[Company’s website]

<https://www.sigmaxyz.com/ja/ir/shareholder/meeting.html> (in Japanese)

[Tokyo Stock Exchange website (Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the TSE website by using the internet address shown above, enter “SIGMAXYZ Holdings” in “Issue name (company name)” or the Company’s securities code “6088” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting].”)

Instead of exercising your voting rights at the venue on the day of the meeting, you may exercise your voting via the internet, etc. or in writing (postal mail). Please review the subsequent Reference Documents for the Annual General Meeting of Shareholders and exercise your voting rights no later than 6:00 p.m. on Tuesday, June 23, 2026 (JST).

To exercise your voting rights via the internet, etc.

Please access the Company’s designated website (<https://evote.tr.mufg.jp/>) (in Japanese) and enter the “login ID” and “password” found on the voting form. Follow the instructions on screen to indicate your approval or disapproval of the proposals by the deadline stated above.

When exercising your voting rights via the internet, etc., please review the “Instructions on Exercising Voting Rights via the Internet, etc.” below.

To exercise your voting rights in writing (by mail)

Please indicate your approval or disapproval of each proposal on the voting form and return it to the Company by postal mail so that it arrives before the above deadline.

1. Date and Time: Wednesday, June 24, 2026, at 10:00 a.m.

(Reception opens at 9:30 a.m.)

2. Venue: Trust City Conference Kamiyacho, 2nd Floor, Tokyo World Gate (Kamiyacho Trust Tower)

4-1-1 Toranomom, Minato-ku, Tokyo, Japan

3. Purpose of the Meeting:

Matters to be reported

1. Business Report, Consolidated Financial Statements for the 18th fiscal year (from April 1, 2025 to March 31, 2026), and audit results of the Consolidated Financial Statements by the Accounting Auditors and Audit & Supervisory Committee
2. Non-consolidated Financial Statements for the 18th fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved

Proposal No. 1: Election of Six Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

Proposal No. 2: Election of Three Directors Who Are Audit & Supervisory Committee Members

Proposal No. 3: Election of One Substitute Director Who Is an Audit & Supervisory Committee Member

Matters to be Determined for Convocation (Information on Exercising Voting Rights)

- (1) When exercising your voting rights in writing (by postal mail), if there is no indication of approval or disapproval of the proposal on the voting form, it will be treated as if there was an indication of approval.
- (2) If you exercise your voting rights more than once via the internet, etc., only the last vote shall be deemed effective.
- (3) If you exercise the voting rights both in writing (postal mail) and via the internet, etc., the contents of the voting rights exercised via the internet, etc. shall be deemed valid, irrespective of the date and time received.
- (4) Pursuant to the provisions of Article 17 of the Company's Articles of Incorporation, if exercising your voting rights by proxy, you may appoint one other shareholder of the Company with voting rights as a proxy for the meeting. However, please be aware that a document evidencing the proxy's authority to represent must be submitted to the Company. Please note that non-shareholders may not attend the Annual General Meeting of Shareholders.
- (5) If you plan to exercise your voting rights in a non-uniform way, please inform the Company of this intention with the reason at least three days prior to the date of the meeting.

- For those who will be in attendance, we would like to ask that you submit the voting rights form at the reception desk.
- If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the aforementioned websites on the internet.
- Shareholders who have requested delivery of paper-based documents will also receive a document stating the matters subject to measures for electronic provision, but this document excludes the following matters based on the provisions of laws and regulations as well as Article 15 of the Company's Articles of Incorporation.

Business Report

Status of the Corporate Group

1. Offices
2. Employees
3. Primary lenders

Status of the Company

1. Shares of the Company
2. The Company's share acquisition rights
3. Officers
 - (1) Directors
 - Significant concurrent positions outside the Company
 - Substantial knowledge of finance and accounting of the Audit & Supervisory Committee Members
 - (2) Outside Directors and outside Audit & Supervisory Committee Members
 - (3) Summary of details of limited liability agreement
4. Accounting Auditors
5. System to ensure appropriate execution of business operations and implementation thereof
6. Policy on determination of dividends of surplus and others

Consolidated Financial Statements

Consolidated Statement of Changes in Equity

Notes to the Consolidated Financial Statements

Non-consolidated Financial Statements

Non-consolidated Statement of Changes in Equity

Notes to the Non-consolidated Financial Statements

Accordingly, the Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements described in this document are part of the documents audited by the accounting auditor when preparing the accounting audit report and by the Audit & Supervisory Committee when preparing the audit report.

Instructions on How to Complete the Voting Form

Please indicate “approval” or “disapproval” for each proposal here.

Proposal Nos. 1 and 2:

- In case of “approval” for all candidates: please circle the word “Approval.”
- In case of “disapproval” for all candidates: please circle the word “Disapproval.”
- In case of “disapproval” for certain candidates: please circle the word “approval” and write the number(s) of the candidate(s) you are against.

Proposal No. 3:

- In case of “approval”: please circle the word “Approval.”
- In case of “disapproval”: please circle the word “Disapproval.”

* Example of the voting right exercise form (in Japanese only)

Please note that your voting via the internet, etc. shall prevail, if you exercise your voting rights both by postal mail and via the internet, etc. In addition, if you exercise your voting rights more than once via the internet, etc., only the last vote shall be deemed effective.

Instructions on Exercising Voting Rights via the Internet, etc.

Scanning QR code®

You can simply log in to the website for exercising voting rights without entering your login ID and password printed on the voting form.

1. Please scan the QR code® printed on the voting form.

* QR code is a trademark of DENSO WAVE INCORPORATED.

2. Hereafter, please enter your approval or disapproval by following the instructions on the screen.

Entering login ID and password

Access the website for exercising voting rights using a computer or smartphone, enter the “login ID” and “password” on the voting form, and then exercise your voting rights by following the instructions on screen.
Website for exercising voting rights: <https://evote.tr.mufg.jp/>

In case you need instructions on how to operate your PC/smartphone in order to exercise your voting rights via the internet, please contact the Help Desk, for which the details are provided below.

Stock Transfer Agency (Help Desk), Mitsubishi UFJ Trust and Banking Corporation
Phone: 0120-173-027 (hours: 9:00 a.m. to 9:00 p.m., JST; toll free within Japan)

Institutional investors may use the electronic voting platform operated by ICJ, Inc.

Reference Documents for the Annual General Meeting of Shareholders

Proposal No. 1: Election of Six Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all seven Directors (excluding Directors who are Audit & Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this meeting.

Therefore, the Company proposes the election of six Directors.

As for this proposal, the Audit & Supervisory Committee has judged that all the candidates for Director are qualified.

The candidates for Director are as follows:

[Reference] List of the candidates for Director

| Candidate No. | Name | Current position and responsibility in the Company | Candidate attributes |
|---------------|-----------------|---|--|
| 1 | Hiroshi Ota | President, Representative Director | Reelection |
| 2 | Sono Uchiyama | Director (Board Member) in charge of Communication & Capability | Reelection Female |
| 3 | Takuya Kawasaki | CFO, Corporate Officer in charge of Planning & Business Support | New |
| 4 | Mariko Eguchi | Independent Outside Director | Reelection Outside Independent Female |
| 5 | Komei Yamaguchi | Independent Outside Director | Reelection Outside Independent |
| 6 | Makiko Yoshida | Independent Outside Director | Reelection Outside Independent Female |


Reelection: Candidate for Director to be reelected


New: Candidate for Director to be newly elected


Outside: Candidate for outside Director

Independent: Independent Officer stipulated by the stock exchange


Female: Female candidate for Director


| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|--|--|---|--------------------------------------|
| 1 | <p>Hiroshi Ota</p>  <p>(October 20, 1969)</p> <p>Reelection</p> <p>Term of office: 4 years</p> <p>Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> | <p>Apr. 1993 Joined Japan Airlines Co., Ltd.</p> <p>Oct. 1998 Joined Pricewaterhouse Consultants Co., Ltd.</p> <p>Jan. 2006 Partner, IBM Business Consulting Services KK</p> <p>Apr. 2009 Partner, the Company</p> <p>Apr. 2015 Managing Director</p> <p>Apr. 2019 Senior Executive Officer</p> <p>Oct. 2021 Corporate Officer, the Company^(Note)</p> <p>Oct. 2021 Co-representative Director, SIGMAXYZ Inc.</p> <p>June 2022 Director (Board Member), the Company</p> <p>June 2023 President, Representative Director (current position)</p> <p>June 2023 President, Representative Director, SIGMAXYZ Inc. (current position)</p> <p>Note: In October 2021, the Company transitioned to a holding company system and changed its trade name to "SIGMAXYZ Holdings Inc." A subsidiary, which succeeded the consulting business through a company split, is using the Company's former trade name, "SIGMAXYZ Inc."</p> | 571,000 shares |
| <p>Reasons for nomination as candidate for Director</p> <p>Hiroshi Ota has many years of experience in the consulting industry, in particular as the head of IT consulting divisions, and since June 2023 he has served as President, Representative Director of the Company as well as President, Representative Director of SIGMAXYZ Inc., a Group company that provides consulting services, leading the further growth of the Company. The Company once again requests his election as Director so that he may facilitate collaboration among the Group and use his experience and insight in working to achieve sustainable growth of corporate value.</p> | | | |


| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|--|--|--|--------------------------------------|
| 2 | <p data-bbox="395 293 547 315">Sono Uchiyama</p>  <p data-bbox="379 712 563 734">(October 26, 1969)</p> <p data-bbox="419 768 523 835"> Reelection Female </p> <p data-bbox="395 869 547 913">Term of office: 5 years</p> <p data-bbox="355 947 587 1025">Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> | <p data-bbox="632 293 1185 338">Apr. 1993 Joined Pricewaterhouse Consultants Co., Ltd.</p> <p data-bbox="632 353 1185 398">Apr. 2002 Director of Communication and PR, IBM Business Consulting Services KK</p> <p data-bbox="632 414 1185 459">Apr. 2005 Director of Communication and Branding, Japan Telecom Co., Ltd.</p> <p data-bbox="632 474 1185 497">Apr. 2007 PR Manager, RHJ International Japan, Inc.</p> <p data-bbox="632 512 1185 591">May 2008 PR Manager, RHJ International Japan, Inc. Director of Communication Dept., the Company</p> <p data-bbox="632 607 1185 651">Apr. 2017 Director of Communication / Knowledge Management Dept., the Company</p> <p data-bbox="632 667 1185 712">Apr. 2020 Director of Communication & Capability Section</p> <p data-bbox="632 728 1185 806">June 2021 Director (Board Member), Director of Communication & Capability Section</p> <p data-bbox="632 822 1225 900">Apr. 2023 Director (Board Member) in charge of Communication & Capability (current position)</p> | 234,400 shares |
| <p data-bbox="323 1041 834 1064">Reasons for nomination as candidate for Director</p> <p data-bbox="323 1070 1406 1171">Sono Uchiyama has extensive experience and insight in management of the Company as Director (Board Member) in charge of Communication & Capability that is responsible for HR, recruiting, training, knowledge management, public relations, and IR. The Company once again requests her election as Director so that she may use her experience and insight, while working to achieve sustainable growth of corporate value.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|---------------|---|--|--------------------------------------|
| 3 | <p>Takuya Kawasawa</p>  <p>(November 8, 1965)</p> <p>New</p> <p>Term of office: - years</p> <p>Attendance at Board of Directors meetings: -</p> | <p>Apr. 1988 Joined Mitsubishi Corporation</p> <p>Apr. 1996 GM and Division Manager, Software Products Business Division, Sirius, Inc. (On secondment from Mitsubishi Corporation)</p> <p>Mar. 1997 Division Manager, Computer Networking Division, Palo Alto Branch (currently Silicon Valley Branch), Mitsubishi International Corporation</p> <p>Nov. 2002 GM and Division Manager, Solution Planning Division, IT Frontier Corporation (On secondment from Mitsubishi Corporation)</p> <p>July 2004 Manager, Business Planning and Development Department, Kansai Branch, Mitsubishi Corporation</p> <p>Oct. 2006 Deputy GM, Network Business Department, Mitsubishi Corporation</p> <p>June 2009 Director, Corporate Planning, the Company (On secondment from Mitsubishi Corporation)</p> <p>May 2011 General Manager, Consulting and SI Business Department, Mitsubishi Corporation</p> <p>Apr. 2012 SVP, Corporate Planning Division, IT Frontier Corporation (On secondment from Mitsubishi Corporation)</p> <p>Apr. 2013 General Manager, Consulting Business Department, Mitsubishi Corporation</p> <p>Apr. 2013 Director (Board Member), the Company (resigned in September 2013)</p> <p>Apr. 2014 General Manager, Digital Business Development Department, Mitsubishi Corporation</p> <p>Apr. 2017 General Manager, Secretariat to the AI and IoT Committee, Mitsubishi Corporation</p> <p>Mar. 2019 SVP and General Manager, Los Angeles Branch, Mitsubishi Corporation (Americas)</p> <p>Apr. 2021 President and CEO, MIC Business Solutions, Inc. (On secondment from Mitsubishi Corporation (Americas))</p> <p>July 2024 Corporate Officer, the Company</p> <p>Jan. 2025 Outside Director, CTC First Contact Corporation (current position)</p> <p>Apr. 2025 Corporate Officer in charge of Planning & Business Support</p> <p>Apr. 2025 Director (Board Member), SIGMAXYZ Inc. (current position)</p> <p>Apr. 2026 CFO, Corporate Officer in charge of Planning & Business Support (current position)</p> <p>Significant concurrent positions outside the Company</p> <p>Outside Director, CTC First Contact Corporation</p> | 6,000 shares |

| | |
|--|---|
| | <p>Reasons for nomination as candidate for Director</p> <p>Takuya Kawasaki has consistently engaged in duties related to corporate management in the fields of IT and consulting businesses, and has extensive experience and networks in these fields. After serving for two years from 2009 as Director of the Company's Corporate Planning (seconded from Mitsubishi Corporation) and supporting the Company during its founding period, he joined the Company in 2024. He currently contributes to the Company's business operations as CFO, Corporate Officer in charge of Planning & Business Support. The Company newly requests his election as Director so that he may use his experience, insight, and other qualities to achieve sustainable growth of corporate value.</p> |
|--|---|

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|---|---|---|--------------------------------------|
| 4 | <p data-bbox="395 304 544 331">Mariko Eguchi</p>  <p data-bbox="384 725 555 752">(March 13, 1966)</p> <p data-bbox="416 786 523 813">Reelection</p> <p data-bbox="427 824 512 851">Outside</p> <p data-bbox="411 862 528 889">Independent</p> <p data-bbox="432 900 507 927">Female</p> <p data-bbox="395 949 544 1003">Term of office: 1 year</p> <p data-bbox="357 1032 587 1111">Attendance at Board of Directors meetings: 100% (10/10 meetings)</p> | <p data-bbox="632 293 730 320">Apr. 1988</p> <p data-bbox="783 293 1150 347">Joined The Mitsubishi Bank, Limited (currently MUFG Bank, Ltd.)</p> <p data-bbox="632 360 730 387">Apr. 1999</p> <p data-bbox="783 360 1219 463">Joined Nikko Salomon Smith Barney Limited (currently Citigroup Global Markets Japan Inc.), Vice President, Investment Banking Department</p> <p data-bbox="632 477 730 504">Aug. 2006</p> <p data-bbox="783 477 1171 530">Joined UBS Investment Bank, Director, Investment Banking Department</p> <p data-bbox="632 544 730 571">May 2008</p> <p data-bbox="783 544 1171 598">Director, Corporate Communications & Branding, UBS Group</p> <p data-bbox="632 611 730 638">May 2019</p> <p data-bbox="783 611 1155 687">Head of Asia Pacific Corporate Communications, LaSalle Investment Management, Inc.</p> <p data-bbox="632 701 730 728">Feb. 2020</p> <p data-bbox="783 701 1219 804">Executive Officer responsible for Corporate Communications & Branding and Corporate Social Responsibility Office, Aflac Life Insurance Japan Ltd.</p> <p data-bbox="632 817 730 844">Nov. 2021</p> <p data-bbox="783 817 1203 898">Advisory Board Member for University of Tokyo, President's Office Future Society Initiatives (current position)</p> <p data-bbox="632 911 730 938">Jan. 2024</p> <p data-bbox="783 911 1171 938">Advisor, Aflac Life Insurance Japan Ltd.</p> <p data-bbox="632 952 735 978">June 2025</p> <p data-bbox="783 952 1139 1005">Independent Outside Director, the Company (current position)</p> <p data-bbox="632 1019 730 1046">June 2025</p> <p data-bbox="783 1019 1139 1072">Outside Director, TSUMURA & CO. (current position)</p> <p data-bbox="632 1086 1155 1140">Significant concurrent positions outside the Company Outside Director, TSUMURA & CO.</p> | 1,100 shares |
| <p data-bbox="328 1144 1203 1171">Reasons for nomination as candidate for outside Director and roles expected to fulfill</p> <p data-bbox="328 1171 1398 1305">Mariko Eguchi has dedicated herself to the financial industry and possesses abundant expertise and knowledge in investment banking, capital markets, corporate communication & branding and CSR initiatives. Consequently, she is deemed appropriate as an outside Director, thus the Company once again requests her election as an outside Director. After her selection, she is primarily expected to oversee management as Director from a wide perspective based on her experience and knowledge.</p> <p data-bbox="328 1323 788 1350">Supplementary explanation to independence</p> <p data-bbox="328 1350 1337 1404">None of the items of the "Independence Criteria for Outside Directors" apply to Ms. Eguchi, and she has sufficient independence.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|--|---|--|--------------------------------------|
| 5 | <p data-bbox="379 412 563 439">Komei Yamaguchi</p>  <p data-bbox="400 860 542 887">(June 7, 1967)</p> <p data-bbox="416 920 526 947">Rerelection</p> <p data-bbox="427 958 515 985">Outside</p> <p data-bbox="411 996 531 1023">Independent</p> <p data-bbox="395 1048 547 1104">Term of office: 4 years</p> <p data-bbox="355 1128 587 1211">Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> | <p data-bbox="632 293 730 320">Apr. 1990</p> <p data-bbox="783 293 967 320">Joined INTEC Inc.</p> <p data-bbox="632 327 730 353">Apr. 2010</p> <p data-bbox="783 327 1134 383">General Manager of Public Utilities Promotion Dept., INTEC Inc.</p> <p data-bbox="632 389 730 416">Apr. 2012</p> <p data-bbox="783 389 1190 445">General Manager of Public Utilities Sales Dept., INTEC Inc.</p> <p data-bbox="632 452 730 479">Oct. 2017</p> <p data-bbox="783 452 1190 535">General Manager of Public Utilities Sales Dept. and General Manager of Healthcare Sales Dept., INTEC Inc.</p> <p data-bbox="632 542 730 568">Apr. 2018</p> <p data-bbox="783 542 1206 651">General Manager of Metropolitan Social Infrastructure Headquarters and General Manager of Healthcare Sales Dept., INTEC Inc.</p> <p data-bbox="632 658 730 685">Oct. 2018</p> <p data-bbox="783 658 1177 719">General Manager of Metropolitan Social Infrastructure Headquarters, INTEC Inc.</p> <p data-bbox="632 725 730 752">Apr. 2019</p> <p data-bbox="783 725 1169 808">Executive Officer, General Manager of Social Infrastructure Business Division, INTEC Inc.</p> <p data-bbox="632 815 735 842">June 2022</p> <p data-bbox="783 815 1137 875">Independent Outside Director, the Company (current position)</p> <p data-bbox="632 882 730 909">Apr. 2023</p> <p data-bbox="783 882 1193 965">Managing Executive Officer, General Manager of Social Infrastructure Business Division, INTEC Inc.</p> <p data-bbox="632 972 730 999">June 2025</p> <p data-bbox="783 972 1177 1032">Outside Director, FM TOYAMA Broadcasting Co., Ltd. (current position)</p> <p data-bbox="632 1039 730 1066">Apr. 2026</p> <p data-bbox="783 1039 1217 1178">Managing Executive Officer, Deputy General Manager of Regional IT Solutions SBU 1, Division Head of Social Infrastructure Solutions Div., INTEC Inc. (current position)</p> <p data-bbox="632 1184 1222 1301">Significant concurrent positions outside the Company Managing Executive Officer, Deputy General Manager of Regional IT Solutions SBU 1, Division Head of Social Infrastructure Solutions Div., INTEC Inc.</p> | 0 shares |
| <p data-bbox="323 1346 1198 1373">Reasons for nomination as candidate for outside Director and roles expected to fulfill</p> <p data-bbox="323 1373 1398 1480">Komei Yamaguchi has consistently served in various capacities in the IT industry and has extensive experience and network in this field. He is expected mainly to oversee management as Director at the Company based on his extensive experience and knowledge as an IT expert. Consequently, he is deemed appropriate as an outside Director, thus the Company once again requests his election as an outside Director.</p> <p data-bbox="323 1503 783 1529">Supplementary explanation to independence</p> <p data-bbox="323 1529 1398 1637">Mr. Yamaguchi is Managing Executive Officer of INTEC Inc. INTEC Inc. is a shareholder owning 8.0% of the Company's shares and INTEC Inc.'s transactions with the Company and its subsidiaries do not exceed 1% of INTEC Inc.'s consolidated revenue in the most recent business year. None of the items of the "Independence Criteria for Outside Directors" apply to Mr. Yamaguchi, and he has sufficient independence.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|---------------|---|---|--------------------------------------|
| 6 | <p data-bbox="389 752 552 779">Makiko Yoshida</p>  <p data-bbox="363 1173 577 1200">(September 13, 1960)</p> <div data-bbox="411 1234 533 1368" style="border: 1px solid black; padding: 2px; text-align: center;"> <p>Reelection</p> <p>Outside</p> <p>Independent</p> <p>Female</p> </div> <p data-bbox="395 1397 545 1451">Term of office: 3 years</p> <p data-bbox="357 1480 584 1563">Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> | <p data-bbox="632 288 1222 371">Apr. 1984 Joined the Ministry of Posts and Telecommunications of Japanese Government</p> <p data-bbox="632 383 1222 488">July 2001 Director, Telecommunications User Policy Office, Telecommunications Bureau, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 499 1222 526">Feb. 2004 Deputy Mayor, Setagaya City</p> <p data-bbox="632 537 1222 642">July 2007 Director, International Policy Division, International Department, Telecommunications Bureau, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 654 1222 736">July 2010 Director, Budget and Accounts Division, Minister's Secretariat, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 748 1222 831">June 2013 Deputy Director-General (IT Policy), Minister's Secretariat, Ministry of Economy, Trade and Industry</p> <p data-bbox="632 842 1222 893">Nov. 2013 Executive Secretary to the Prime Minister, Cabinet Secretariat</p> <p data-bbox="632 904 1222 987">July 2015 Director-General of the Global ICT Strategy Bureau, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 999 1222 1081">June 2016 Director-General of Minister's Secretariat, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 1093 1222 1176">July 2017 Director-General, Information and Communication Bureau, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 1187 1222 1270">July 2019 Vice-Minister for Policy Coordination, Ministry of Internal Affairs and Communications</p> <p data-bbox="632 1281 1222 1364">Sept. 2020 Cabinet Public Relations Secretary, Cabinet Secretariat</p> <p data-bbox="632 1375 1222 1458">June 2022 President, The Association for Promotion of Public Local Information and Communication</p> <p data-bbox="632 1469 1222 1552">June 2022 Independent Director and Audit & Supervisory Committee Member, Tokai Tokyo Securities Co., Ltd. (current position)</p> <p data-bbox="632 1563 1222 1646">June 2022 Visiting Professor, Showa Women's University (current position)</p> <p data-bbox="632 1657 1222 1740">Sept. 2022 Senior Guest Researcher and Part-time Lecturer, Faculty of Science and Engineering, Waseda University (current position)</p> <p data-bbox="632 1751 1222 1834">June 2023 Independent Outside Director, the Company (current position)</p> <p data-bbox="632 1845 1222 1928">June 2024 Advisor, The Association for Promotion of Public Local Information and Communication (current position)</p> <p data-bbox="632 1939 1222 2022">Apr. 2025 Member of the Management Council, National Graduate Institute for Policy Studies (current position)</p> <p data-bbox="632 1939 1222 2022">Significant concurrent positions outside the Company Independent Director and Audit & Supervisory Committee Member, Tokai Tokyo Securities Co., Ltd.</p> | 1,100 shares |

| |
|--|
| <p>Reasons for nomination as candidate for outside Director and roles expected to fulfill</p> <p>Makiko Yoshida has expert knowledge in broad fields including broadcasting and information communication, having served as Director-General of the Information and Communications Bureau, Ministry of Internal Affairs and Communications, Vice-Minister for Policy Coordination, Ministry of Internal Affairs and Communications, and Cabinet Public Relations Secretary, Cabinet Secretariat. After her election, she is expected mainly to oversee management as Director at the Company, based on her extensive experience and knowledge as an expert in the broadcasting and information communication fields. Consequently, she is deemed appropriate as an outside Director, thus the Company once again requests her election as an outside Director.</p> <p>Supplementary explanation to independence</p> <p>None of the items of the “Independence Criteria for Outside Directors” apply to Ms. Yoshida, and she has sufficient independence.</p> |
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- Notes:
1. Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida are candidates for outside Director.
 2. Matters regarding candidates for outside Director
 - Tenure as outside Director of the Company
 - Mariko Eguchi has served as outside Director of the Company since June 2025 and her tenure as outside Director will have been one year at the conclusion of this meeting.
 - Komei Yamaguchi has served as outside Director of the Company since June 2022 and his tenure as outside Director will have been four years at the conclusion of this meeting.
 - Makiko Yoshida has served as outside Director of the Company since June 2023 and her tenure as outside Director will have been three years at the conclusion of this meeting.
 3. In accordance with laws and regulations and the Articles of Incorporation, the Company has entered into a limited liability agreement with Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida as follows. If Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida are reelected, the Company plans to enter into the same limited liability agreement with them.
 - After the conclusion of the agreement, provided that the officer acts in good faith and without gross negligence regarding his or her performance of duties, when liable to make a compensation payment for damages pursuant to Article 423 of the Companies Act, the officer's liability to the Company shall be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 4. There is no special interest between each candidate for Director and the Company.
 5. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida have been appointed as independent officers as provided for by the aforementioned exchange.
 6. Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida have sufficient independence based on the "Independence Criteria for Independent Outside Directors" (described below) established by the Company.
 7. The Company has entered into a directors and officers liability insurance policy provided in Article 430-3, paragraph (1) of the Companies Act with an insurance company to insure all of its Directors, bearing the entire insurance premium. The insurance policy covers legal damages, litigation expenses, etc. to be paid by the insured and, if each candidate assumes the office of Director, each candidate shall be included in the insured of the said insurance policy. The Company plans to renew the said insurance policy with the same contents during the term of office.
 8. Makiko Yoshida will assume the position of outside director of SKY Perfect JSAT Corporation subject to approval at the 19th Annual General Meeting of Shareholders of the same company to be held on June 19, 2026.
 9. Makiko Yoshida served in the positions of outside director of Fuji Media Holdings, Inc. and Fuji Television Network, Inc. from June 2024 through June 2025. During this period, at Fuji Television Network, an incident involving human rights violations against the company's employees occurred, and the investigation report by the third-party committee pointed out issues related to the response to the incident as well as the human rights and compliance risk management system. She was not aware of the facts until the incident came to light, but after recognizing the incident, she proposed the establishment of a Management Reform Subcommittee composed of outside directors of Fuji Media Holdings. As a member of this subcommittee, she worked on examining and proposing measures to restore the company's trust. Furthermore, she consistently fulfilled her responsibilities appropriately during her tenure, including ensuring strict adherence to laws and compliance.

[The Company's Rationale Regarding Independence for Outside Officers]

- The Company has formulated its own "Independence Criteria for Independent Outside Directors" (Note) in addition to the requirements provided by the Companies Act. An outside Director to whom none of the conditions in the criteria apply is judged to be sufficiently independent and reported as an independent officer to the Tokyo Stock Exchange, Inc.

(Note) "Independence Criteria for Independent Outside Directors"

- The Company's outside Directors to whom any of the following items apply shall be determined not to have independence:
 - (1) A major shareholder of the Company (i.e., a shareholder who holds 10% or more of voting rights) or any person who executes operations of such shareholder;
 - (2) A counterparty with whom the Company transacts in cases when said counterparty's transaction amount with the Company in the most recent business year exceeded 5% of the annual consolidated revenue of the Company and its subsidiaries, or any person who executes operations of said counterparty;
 - (3) A counterparty that transacts with the Company in cases when said counterparty's transaction amount with the Company and its subsidiaries in the most recent business year exceeded 5% of

said counterparty's annual consolidated revenue, or any person who executes operations of said counterparty;

- (4) A certified public accountant or employee, partner or staff member of an audit corporation serving as the Accounting Auditors of the Company;
- (5) Any person who executes operations of an organization that received a donation or subsidy from the Company and its subsidiaries of ¥10 million or more per year in the most recent business year;
- (6) An attorney at law, certified public accountant, certified tax accountant or any other consultant who received ¥10 million or more in the form of money or other financial benefits from the Company and its subsidiaries, other than remuneration as an officer of the Company;
- (7) A person who corresponded to any of the items from (1) to (6) above in the past three years;
- (8) A relative within the second degree of kinship of a person falling under any of items (1) to (7) above;
- (9) A relative within the second degree of kinship of a director who executes operations, etc. (when said entity is a corporation, any member thereof who is in charge of such duty is included) of the Company or its subsidiary; or
- (10) A relative within the second degree of kinship of a person who had served as a director who executed operations, etc. (when said entity is a corporation, any member thereof who is in charge of such duty is included) of the Company or its subsidiary in the last three years.

Proposal No. 2: Election of Three Directors Who Are Audit & Supervisory Committee Members

The terms of office of all three Directors who are Audit & Supervisory Committee Members will expire at the conclusion of this meeting.

Therefore, the Company proposes the election of three Directors who are Audit & Supervisory Committee Members.

As for this proposal, the consent of the Audit & Supervisory Committee has been obtained.

The candidates for Director who are Audit & Supervisory Committee Members are as follows:

[Reference] List of the candidates for Audit & Supervisory Committee Member

| Candidate No. | Name | Current position and responsibility in the Company | Candidate attributes |
|---------------|-------------------|--|--------------------------------------|
| 1 | Hiroshi Nakahara | Independent Outside Director (Audit & Supervisory Committee Member, Full-time) | Reelection Outside Independent |
| 2 | Mitsuhiro Amitani | Independent Outside Director (Audit & Supervisory Committee Member) | Reelection Outside Independent |
| 3 | Mitsuru Komiyama | Independent Outside Director (Audit & Supervisory Committee Member) | Reelection Outside Independent |


Reelection: Candidate for Director to be reelected


New: Candidate for Director to be newly elected


Outside: Candidate for outside Director

Independent: Independent Officer stipulated by the stock exchange

Female: Female candidate for Director

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 1 | <p data-bbox="384 309 558 338">Hiroshi Nakahara</p>  <p data-bbox="395 730 544 759">(July 24, 1958)</p> <div data-bbox="411 786 531 880" style="border: 1px solid black; padding: 2px; text-align: center;"> Reelection Outside Independent </div> <p data-bbox="352 907 587 960">Term of office: 2 years (7 years in total)</p> <p data-bbox="357 987 582 1070">Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> <p data-bbox="357 1097 582 1207">Attendance at Audit & Supervisory Committee meetings: 100% (15/15 meetings)</p> | <p data-bbox="632 286 1224 1133"> Apr. 1981 Joined Ministry of Finance July 2002 Counselor, the Supervision Bureau of Financial Services Agency July 2004 Director for Fiscal Investment and Loan Appropriation, the Financial Bureau of Ministry of Finance July 2005 Director, Government Financial Institutions Division of Minister's Secretariat July 2009 Deputy Director-General, the Budget Bureau June 2013 Director-General, Accounting Center and President of Policy Research Institute, Ministry of Finance July 2014 Director-General, the Financial Bureau July 2015 Commissioner, National Tax Agency (resigned in June 2016) June 2017 Outside Director, the Company (resigned in June 2022) Oct. 2017 Senior Director, Shinkin Central Bank June 2022 Representative Director and Deputy President, Shinkin Central Bank (resigned in June 2024) June 2024 Independent Outside Director (Audit & Supervisory Committee Member) (Full-time), the Company (current position) June 2024 Outside Audit & Supervisory Board Member, MIROKU JYOHO SERVICE CO., LTD. (current position) </p> <hr/> <p data-bbox="632 1144 1224 1234"> Significant concurrent positions outside the Company Outside Audit & Supervisory Board Member, MIROKU JYOHO SERVICE CO., LTD. </p> | 1,100 shares |
| <p data-bbox="323 1243 1406 1435"> Reasons for nomination as candidate for outside Director and roles expected to fulfill Hiroshi Nakahara has served as Commissioner of the National Tax Agency, Director-General of the Financial Bureau, Counselor of the Supervision Bureau of Financial Services Agency, Representative Director and Deputy President of Shinkin Central Bank, etc. The Company once again requests his election as he is expected to monitor the Company's management and provide appropriate advice and suggestions from an independent standpoint, making use of his deep knowledge and extensive experience in a broad range of fields including treasury, finance, and corporate management. </p> <p data-bbox="323 1451 1406 1525"> Supplementary explanation to independence None of the items of the "Independence Criteria for Outside Directors" apply to Mr. Nakahara, and he has sufficient independence. </p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|---|--|--|--------------------------------------|
| 2 | <p>Mitsuhiro Amitani</p>  <p>(June 2, 1956)</p> <p style="text-align: center;"> Reelection Outside Independent </p> <p>Term of office: 8 years</p> <p>Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> <p>Attendance at Audit & Supervisory Committee meetings: 100% (15/15 meetings)</p> | <p>Apr. 1985 Registered as an attorney at law Joined Hashidate Law Office</p> <p>Nov. 1989 Joined Wakita Law Office</p> <p>Mar. 1990 Attorney at law, Shimada, Seno, and Amitani Law Office (currently SAH & Co.) (current position)</p> <p>June 2006 Outside Audit & Supervisory Board Member, STANLEY ELECTRIC CO., LTD. (current position)</p> <p>May 2013 Outside Audit & Supervisory Board Member, HUB CO., LTD.</p> <p>June 2018 Outside Director, the Company</p> <p>June 2022 Independent Outside Director (Audit & Supervisory Committee Member) (current position)</p> <p>June 2025 Outside Director (Audit & Supervisory Committee Member), KU HOLDINGS CO., LTD. (current position)</p> <hr/> <p>Significant concurrent positions outside the Company</p> <p>Partner, SAH & Co.</p> <p>Outside Audit & Supervisory Board Member, STANLEY ELECTRIC CO., LTD.</p> <p>Outside Director (Audit & Supervisory Committee Member), KU HOLDINGS CO., LTD.</p> | 1,100 shares |
| <p>Reasons for nomination as candidate for outside Director and roles expected to fulfill Mitsuhiro Amitani is an attorney at law certified in Japan with expert knowledge in corporate legal affairs. The Company once again requests his election as he is expected to monitor the Company's management and provide appropriate advice and suggestions from an independent standpoint, making use of his extensive experience and deep knowledge as a legal expert.</p> <p>Supplementary explanation to independence None of the items of the "Independence Criteria for Outside Directors" apply to Mr. Amitani, and he has sufficient independence.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, positions and responsibility in the Company | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 3 | <p>Mitsuru Komiyama</p>  <p>(July 28, 1954)</p> <p>Reelection Outside Independent</p> <p>Term of office: 2 years</p> <p>Attendance at Board of Directors meetings: 100% (12/12 meetings)</p> <p>Attendance at Audit & Supervisory Committee meetings: 100% (15/15 meetings)</p> | <p>Aug. 1977 Joined Peat, Marwick, Mitchell & Co. (Tokyo)</p> <p>Mar. 1979 Registered as Certified Public Accountant in Japan</p> <p>Sept. 1983 Registered as U.S. Certified Public Accountant in the state of California</p> <p>Nov. 1984 Opened Komiyama & Co., CPAs</p> <p>Jan. 2007 Executive Representative Partner, Azabu Partners Tax & Accounting Co. (current position)</p> <p>July 2010 Deputy President, the Japanese Institute of Certified Public Accountants</p> <p>June 2015 Outside Director, NITTO KOHKI CO., LTD. (current position)</p> <p>June 2024 Independent Outside Director (Audit & Supervisory Committee Member), the Company (current position)</p> <hr/> <p>Significant concurrent positions outside the Company</p> <p>Executive Representative Partner, Azabu Partners Tax & Accounting Co.</p> <p>Outside Director, NITTO KOHKI CO., LTD.</p> | 1,100 shares |
| <p>Reasons for nomination as candidate for outside Director and roles expected to fulfill Mitsuru Komiyama holds qualifications as a certified public accountant and certified tax accountant, and thus has expert knowledge in tax and accounting. The Company once again requests his election as he is expected to monitor the Company's management and provide appropriate advice and suggestions from an independent standpoint, making use of his extensive experience and deep knowledge as a tax and accounting expert.</p> <p>Supplementary explanation to independence Mr. Komiyama is an executive of Azabu Partners Tax & Accounting Co. While the Company receives services from Azabu Partners Tax & Accounting Co., the amount of transactions between that firm and the Company and its subsidiaries does not exceed 1% of the firm's annual consolidated revenue in the most recent business year. None of the items of the "Independence Criteria for Outside Directors" apply to Mr. Komiyama, and he has sufficient independence.</p> | | | |

- Notes:
- Hiroshi Nakahara, Mitsuhiro Amitani and Mitsuru Komiyama are candidates for outside Director. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Hiroshi Nakahara, Mitsuhiro Amitani and Mitsuru Komiyama have been appointed as independent officers as provided for by the aforementioned exchange.
 - In accordance with laws and regulations and the Articles of Incorporation, the Company has entered into a limited liability agreement with Hiroshi Nakahara, Mitsuhiro Amitani, and Mitsuru Komiyama as follows. If Hiroshi Nakahara, Mitsuhiro Amitani, and Mitsuru Komiyama are reelected, the Company plans to enter into the same limited liability agreement with them.
 - After the conclusion of the agreement, provided that the officer acts in good faith and without gross negligence regarding his or her performance of duties, when liable to make a compensation payment for damages pursuant to Article 423 of the Companies Act, the officer's liability to the Company shall be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 - Hiroshi Nakahara and Mitsuru Komiyama are outside Directors who are Audit & Supervisory Committee Members, and their tenures will have been two years at the conclusion of this meeting. Hiroshi Nakahara has served as a non-executive officer of the Company (outside Director) for five years from June 2017 until June 2022. Mitsuhiro Amitani is an outside Director who is an Audit & Supervisory Committee Member. Mr. Amitani has served as outside Director of the Company since June 2018, and his tenure as outside Director will have been eight years at the conclusion of this meeting.
 - There is no special interest between each candidate for Director and the Company.

5. The Company has entered into a directors and officers liability insurance policy provided in Article 430-3, paragraph (1) of the Companies Act with an insurance company to insure all of its Directors, bearing the entire insurance premium. The insurance policy covers legal damages, litigation expenses, etc. to be paid by the insured and, if each candidate assumes the office of Director, each candidate shall be included in the insured of the said insurance policy. The Company plans to renew the said insurance policy with the same contents during the term of office.

Proposal No. 3: Election of One Substitute Director Who Is an Audit & Supervisory Committee Member

The Company proposes the election of one substitute Director who is an Audit & Supervisory Committee Member in preparation for a case of a shortfall in the number of Directors who are Audit & Supervisory Committee Members stipulated by laws and regulations. As for this proposal, the consent of the Audit & Supervisory Committee has been obtained.

The tenure of the substitute Director who is an Audit & Supervisory Committee Member would last until the expiration date of the tenure that of retired Director who is an Audit & Supervisory Committee Member’s. The candidate for substitute Director who is an Audit & Supervisory Committee Member is as follows:

| Name (Date of birth) | Career summary | Number of the Company’s shares owned |
|---|--|---|
| <p data-bbox="341 640 480 667">Jumpei Osada</p>  <p data-bbox="304 1077 517 1104">(December 25, 1980)</p> | <p data-bbox="632 640 730 667">Apr. 2006</p> <p data-bbox="783 640 1182 696">Entered the Legal Training and Research Institute of the Supreme Court of Japan</p> <p data-bbox="632 703 735 730">Sept. 2007</p> <p data-bbox="783 703 1166 786">Registered with the Dai-Ichi Tokyo Bar Association Joined TMI Associates</p> <p data-bbox="632 792 730 819">Mar. 2010</p> <p data-bbox="783 792 1114 819">Registered as Maritime Counselor</p> <p data-bbox="632 826 730 853">Jan. 2016</p> <p data-bbox="783 826 1193 853">Partner, TMI Associates (current position)</p> <p data-bbox="632 860 730 887">Apr. 2023</p> <p data-bbox="783 860 1166 920">Part-time Lecturer, Waseda Law School (International Carriage of Goods)</p> <p data-bbox="632 927 730 954">Jan. 2025</p> <p data-bbox="783 927 1206 987">Outside Director, KAMBARA KISEN Co., Ltd. (current position)</p> | <p data-bbox="1321 860 1401 887">0 shares</p> |

Reasons for nomination as candidate for substitute outside Director who is an Audit & Supervisory Committee Member and roles expected
 Jumpei Osada is an attorney at law certified in Japan with expert knowledge in corporate legal affairs. After his election, he is expected to monitor the Company’s management and provide appropriate advice and suggestions from an independent standpoint, making use of his extensive experience and knowledge as a legal expert.

Supplementary explanation to independence
 Mr. Osada is a Partner at TMI Associates. The law firm he concurrently serves is a business partner of the Company, and the amount of transactions with the Company in the most recent business year does not exceed 1% of its annual consolidated revenue. None of the items of the “Independence Criteria for Outside Directors” apply to Mr. Osada, and he has sufficient independence.

- Notes:
1. Jumpei Osada is a candidate for substitute outside Director.
 2. There is no special interest between the candidate for substitute outside Director who is an Audit & Supervisory Committee Member and the Company.
 3. If Jumpei Osada assumes the office of Director who is an Audit & Supervisory Committee Member, the Company plans to enter into a limited liability agreement with him in accordance with laws and regulations and the Articles of Incorporation.
 - After the conclusion of the agreement, provided that the officer acts in good faith and without gross negligence regarding his or her performance of duties, when liable to make a compensation payment for damages pursuant to Article 423 of the Companies Act, the officer’s liability to the Company shall be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 4. If Jumpei Osada assumes the office of Director who is an Audit & Supervisory Committee Member, the Company will submit notification that he has been appointed as an independent officer as provided for by the Tokyo Stock Exchange, Inc.
 5. The Company has entered into a directors and officers liability insurance policy provided in Article 430-3, paragraph (1) of the Companies Act with an insurance company to insure all of its Directors, bearing the entire insurance premium. The insurance policy covers the insured’s damages and legal expenses, etc. and, if Jumpei Osada assumes the office of Director who is an Audit & Supervisory Committee Member, he shall be included in the insured of the said insurance policy.

(Reference) Outline of Remuneration for Directors

Remuneration for the Company's Directors who execute operations consists of "monetary remuneration" and "share-based remuneration" in order to secure management personnel, improve performance in the medium to long term, and enhance corporate value. The purpose of the share-based remuneration plan is to provide the Company's Directors who execute operations with an incentive to continuously improve the Company's corporate value and to promote further shared value with the shareholders.

Remuneration for outside Directors is determined with consideration of their independent position unaffected by corporate performance. Starting from fiscal year ended March 31, 2026, we have been granting restricted share remuneration to outside Directors to provide them with incentives to prevent damage to the Company's corporate value and maintain its credibility through shared value with shareholders.

An outline of remuneration, etc. for Directors in fiscal year ending March 31, 2027 is as follows:

Outline of remuneration, etc. for Directors in fiscal year ending March 31, 2027 [Plan for after this General Meeting of Shareholders]

| | Director (excluding Directors who are Audit & Supervisory Committee Members and outside Directors) | Outside Director (excluding Audit & Supervisory Committee Members) | Total amount of remuneration Maximum number of shares | Supplement |
|--|---|---|---|---|
| Number of Directors | 3 | 3 | – | |
| Monetary remuneration | ○* | ○** (No more than ¥60 million per year) | No more than ¥500 million | |
| Share-based remuneration with restricted shares | ○* | ○** (No more than ¥10 million per year, no more than 10,000 shares) | No more than ¥400 million No more than 400,000 shares | |
| Performance-linked share- based remuneration plan (share issuance trust) | ○ | – | Within the amount calculated by multiplying ¥300 million by the number of years of the extended trust period | Dividends accrued on shares held by the trust will be distributed. No new additional trusts will be created. |

| | Directors who are Audit & Supervisory Committee Members | Total amount of remuneration Maximum number of shares | Supplement |
|--|---|--|------------|
| Number of Directors | 3 | – | |
| Monetary remuneration | ○** | No more than ¥100 million | |
| Share-based remuneration with restricted shares | ○** | No more than ¥10 million No more than 10,000 shares | |

* The total amount of remuneration for Directors for the following fiscal year is determined by combining monetary remuneration and share-based remuneration, taking into account the achievement rate of performance indicators such as the amount equal to consolidated revenue less project outsourcing expenses and outflow cost, consolidated ordinary profit, and the ratings from client surveys evaluating project satisfaction (NSI).

** Not linked to performance.

(Reference) Skill Matrix [Planned After This General Meeting of Shareholders]

Under our Purpose, “Create a Beautiful Tomorrow Together,” we are engaged in sustainability-oriented management in order to contribute to the achievement of SDGs. Our Directors and Audit & Supervisory Committee Members possess qualities to support the governance structure for realizing these goals. The details are as follows.

| Position | Name of Director | Corporate Management | SDGs/ESG | Technology | Investment, Market | Marketing | Finance, Accounting, Risk Management | Internal Control, Legal, Compliance | Organization, Human Assets, Communication |
|--|-------------------|----------------------|----------|------------|--------------------|-----------|--------------------------------------|-------------------------------------|---|
| President, Representative Director | Hiroshi Ota | ○ | ○ | ○ | | ○ | ○ | ○ | |
| CFO, Director (Board Member) | Takuya Kawasaki | ○ | ○ | ○ | ○ | ○ | ○ | ○ | |
| Director (Board Member) | Sono Uchiyama | ○ | ○ | | | ○ | | | ○ |
| Independent Outside Director | Mariko Eguchi | ○ | ○ | | ○ | ○ | | | ○ |
| Independent Outside Director | Komei Yamaguchi | ○ | ○ | ○ | | ○ | | | |
| Independent Outside Director | Makiko Yoshida | ○ | ○ | ○ | | | | ○ | ○ |
| Independent Outside Director (Audit & Supervisory Committee Member, Full-time) | Hiroshi Nakahara | ○ | ○ | | ○ | | ○ | ○ | ○ |
| Independent Outside Director (Audit & Supervisory Committee Member) | Mitsuhiro Amitani | | ○ | | | | | ○ | |
| Independent Outside Director (Audit & Supervisory Committee Member) | Mitsuru Komiyama | | ○ | | | | ○ | | |

The skills, etc. in which the inside Directors have insight and experience are indicated with “○,” and the skills, etc. for which contributions are particularly expected from outside Directors are indicated with “○.”

| Skill | Definition |
|---|---|
| Corporate Management | Corporate management experience and practical business strategy experience |
| SDGs/ESG | Understanding and knowledge of SDGs/ESG, including the environment, society, human rights, and governance |
| Technology | Expertise in technology |
| Investment, Market | Expertise in financial markets |
| Marketing | Expertise in branding, marketing, and sales |
| Finance, Accounting, Risk Management | Expertise in accounting duties, such as management accounting and financial accounting, and in risk management |
| Internal Control, Legal, Compliance | Expertise in internal control, laws, compliance, etc. |
| Organization, Human Assets, Communication | Expertise in the utilization of human assets, organizational revitalization, and internal and external communication, including IR and public relations |

(Attachment) Business Report (From April 1, 2025 to March 31, 2026)

I Status of the Corporate Group

1. Progress and results of the business

The Japanese economy is gradually recovering. In terms of future prospects, improvements in employment and personal income situations, along with the effects of various policies, are expected to support a gradual recovery. However, close monitoring is required regarding the impacts of the situation in the Middle East. Furthermore, attention is needed regarding the impacts caused by fluctuations in the financial and capital markets and the U.S. trade policies, as well as other uncertainties.

In such an environment, the Group is engaged in creating value in a wide range of industries and companies and creating new markets and businesses that solve social issues.

In the consulting services, we define the key transformations (Three Innovations) that companies must address in the digital economy. Acting as a “Sherpa for Strategy Realization” that consistently partners with clients from strategy formulation through execution to the realization of results, our professionals with diverse skills promote solving corporate issues, creating new value, and co-creating new businesses and industries through collaboration among companies.

In April 2025, SIGMAXYZ Inc. transferred all shares of its consolidated subsidiary SXF Inc., and it was excluded from the scope of consolidation of the Company starting from the first quarter ended June 30, 2025.

In May 2025, the Investment Business was discontinued, and in July, SIGMAXYZ Investment Inc. was absorbed into the Company through a merger. Along with this, the assets held by said company have been transferred to the Company.

With the discontinuation of the Investment Business, the Group’s reporting segments have been changed to a single segment, the “Consulting Business,” from the first quarter ended June 30, 2025.

The consolidated financial results and key business indicators for the fiscal year ended March 31, 2026 are as follows.

| | The 17th term (Fiscal year ended March 31, 2025) | The 18th term (Fiscal year ended March 31, 2026) | Comparison with the previous fiscal year | |
|--|--|--|---|----------------|
| | Amount (Millions of yen) | Amount (Millions of yen) | Amount (Millions of yen) | Rate of change |
| Revenue | 26,293 | 23,831 | (2,462) | (9.4)% |
| Operating profit | 5,638 | 6,064 | +425 | +7.6% |
| Ordinary profit | 5,876 | 6,351 | +474 | +8.1% |
| Profit attributable to owners of parent | 4,394 | 3,971 | (422) | (9.6)% |

The Group’s revenue for the fiscal year ended March 31, 2026 amounted to ¥23,831 million (down 9.4% year on year). Large-scale projects, such as the introduction of SaaS core systems, reached the go-live sequentially by the second quarter, leading to a significant reduction in outsourcing during the third and fourth quarters. The utilization rate of internal personnel decreased in the third quarter due to the go-live of large-scale projects, but it has recovered to the target level in the fourth quarter due to strengthened proposal activities.

During the current fiscal year, we have advanced projects and promoted value co-creation with over 170 clients, primarily in the transportation, finance, information communication, retail, trading, and construction industries. In July 2025, we completed the support for the largest domestic implementation of SAP S/4HANA® Cloud Public Edition for Nippon Yusen Kabushiki Kaisha. In March 2026, this implementation support was selected for Project of the Year, the top award in a program by SAP Japan that recognizes partner companies with outstanding achievements. In November 2025, we began a collaboration with Gen-AX Corp., a wholly owned subsidiary of SoftBank Corp., to improve productivity and quality in contact center operations using AI, which has contributed to creation of new projects and growth in revenue. In the financial industry, we

successfully completed support for Sumitomo Mitsui Trust Bank, Limited in adapting to the international standard for overseas payment systems (ISO 20022) and in a large-scale system overhaul. Furthermore, in the project for the absorption-type merger of a subsidiary of Yamaha Motor Co., Ltd. and the project for the standardization and visualization of processes aimed at transferring operations to the overseas bases of Mitsui O.S.K. Lines, Ltd. and MOL Drybulk Ltd., we demonstrated high expertise as a PMO and drove transformation.

Cost of revenue stood at ¥12,047 million (down 17.3% year on year), primarily due to a roughly 40% decrease in outsourcing expenses compared to the same period last year, and gross profit increased by ¥51 million to ¥11,783 million (up 0.4% year on year). Selling, general and administrative expenses were ¥5,718 million (down 6.1% year on year). As a result, operating profit increased by ¥425 million to ¥6,064 million (up 7.6% year on year), a record high.

Regarding non-operating income, we recorded mainly ¥110 million in dividend income from investment securities held and ¥118 million in gain on sale of investment securities. As a result, ordinary profit increased by ¥474 million to ¥6,351 million (up 8.1% year on year), a record high. Ordinary profit margin on revenue increased by 4.3 percentage points year on year to 26.7%.

Due to the transfer of all shares of SXF Inc. and SXD Inc., the Company recorded an extraordinary income (gain on sale of shares of subsidiaries and associates) of ¥79 million. Also, the Company has been proceeding with the revaluation and sale of investment securities transferred from SIGMAXYZ Investment Inc. As a result, ¥665 million of extraordinary losses was recorded. Consequently, profit before income taxes came to ¥5,773 million (down 0.8% year on year), and profit attributable to owners of parent came to ¥3,971 million (down 9.6% year on year). Also, comprehensive income attributable to owners of parent came to ¥3,766 million (down 10.3% year on year).

On the hiring front, we added 47 mid-career recruits and 81 new graduates in the current fiscal year. The training for new graduates has been completed successfully, and they have started working on their project delivery. The number of consultants was 692 as of the end of March 2026. Project satisfaction remained high at 97 points.

(Reference) Business Operation Structure

SIGMAXYZ Group's Business Operations Structure

During this fiscal year, the Group created value for industries and companies while creating new markets and businesses aimed at solving social issues. In the consulting services, we have defined the key three transformations that companies must address in the digital economy as “Digital Transformation” to transform the core business model and achieve significant performance improvements through a productivity revolution, “Service Transformation” to build a business model that will serve as a new growth engine in growth markets, and “Management Transformation” to build a management platform. We had professionals with diverse skills who worked to solve corporate issues, create new value, and co-create new businesses and industries through collaboration among companies.

During this fiscal year, the Company transferred all shares of Group companies SXF Inc. and SXD Inc. The Company also discontinued the Investment Business and absorbed SIGMAXYZ Investment Inc. into the holding company through a merger.

■ Consulting Services Business Operation System (as of April 2026)



(Reference) Case Study

In the fiscal year ended March 31, 2026, the Group worked to build deeper relationships with clients based on the concept of serving as a “Sherpa*,” and advanced projects and promoted value co-creation for more than 170 clients, mainly in transportation, finance, information and communications, retail, trading companies, and construction. This resulted in project satisfaction of 97, our highest level yet. The rate of repeat orders from our clients has continued to exceed 80% of revenue.

Below are several of the cases that we received client approval for disclosure.

* Mountain people dwelling in the Himalayan region who serve as professional guides for mountain climbing. They carry baggage from the foot of the mountain with climbers, share in their risks, and accompany them from the summit back to the foot of the mountain.

■ **Japan’s largest-scale installation of SAP S/4HANA® Cloud Public Edition (Nippon Yusen Kabushiki Kaisha)**

Nippon Yusen Kabushiki Kaisha migrated its core accounting system to SAP S/4HANA® Cloud Public Edition and renewed its internal system platform in order to achieve more sophisticated management through the use of AI. SIGMAXYZ supported this initiative while collaborating with SAP Japan Co., Ltd. and other partners. The new system has been operating stably since it went live in July 2025.

This project, covering Nippon Yusen Kabushiki Kaisha’s headquarters and approximately 350 group companies, became Japan’s largest-scale installation of the public edition of SAP S/4HANA Cloud and was selected as “Project of the Year,” the top award in a program through which SAP Japan selects partner companies that have achieved outstanding results.

■ **Support for the enhancement of system maintenance services using generative AI (INTEC Inc.)**

INTEC Inc. has developed an advanced system analysis methodology using generative AI and is working to enhance its system maintenance services. Since August 2024, SIGMAXYZ has supported this initiative based on its knowledge of generative AI and expertise in system integration.

INTEC’s system maintenance services are highly difficult duties that involve continuing modifications in line with business changes while ensuring stable operation of clients’ core systems. Because personnel in charge are required to have a broad range of skills, long-term human resource development and the maintenance of high-quality services had been challenges.

SIGMAXYZ supported the service from analysis of the current status through design of the optimal methodology, incorporation of generative AI technology, and application to actual projects.

■ **Support for addressing the international standard for overseas payment systems (ISO 20022) and large-scale system renewal (Sumitomo Mitsui Trust Bank, Limited)**

As the deadline for compliance with the SWIFT international standard (ISO 20022) in the financial industry approached in November 2025, Sumitomo Mitsui Trust Bank viewed this regulatory response not as a mere obligation but as an opportunity for transformation, and decided to undertake a large-scale system renewal aimed at medium- to long-term operational efficiency and overall optimization.

SIGMAXYZ provided consistent support for this project from concept formulation to completion of migration. As PMO, SIGMAXYZ reviewed the overall architecture and promoted standardization by consolidating distributed message functions into a relay system and introducing a unified format. In the execution phase, SIGMAXYZ led complex coordination of interests across more than 10 subprojects and a multi-vendor environment, quality control in the testing process, and the establishment of new business rules (change management). Furthermore, SIGMAXYZ established a comprehensive migration structure, including the formulation of contingency plans, and achieved a safe production switchover.

■ **GX promotion business development and ongoing growth support project (ITOCHU Techno-Solutions Corporation)**

ITOCHU Techno-Solutions Corporation identifies contributing to climate change response as one of its material issues and positions corporate GX promotion businesses as a growth area. Based on analysis and system development technologies accumulated since the 1990s in the fields of weather and renewable energy, in 2022 it systematized services such as GHG emissions visualization, renewable energy introduction support, and construction of related data platforms as service offerings and began external sales. In 2024, it released the GX Advisory Service Starter Pack, which enables current status assessment and issue diagnosis in a short period of time, and is working to expand its adoption.

Since 2021, SIGMAXYZ has consistently supported the concept formulation, design, and operation of this business. In addition to designing the service structure, building frameworks, formulating business plans, and establishing the promotion structure, SIGMAXYZ has worked closely on practical operations such as customer proposals and delivery support, contributing to the growth of this business and the realization of carbon neutrality in Japan.

■ **Support for process standardization and visualization for the purpose of transferring operations to overseas bases (Mitsui O.S.K. Lines, Ltd. / MOL Drybulk Ltd.)**

Under its Group management plan BLUE ACTION 2035, the Mitsui O.S.K. Lines Group worked to transfer vessel operation duties from its Tokyo base to its Manila base as part of optimizing the organization of MOL Drybulk Ltd., which operates the dry bulk shipping business. As PMO, SIGMAXYZ provided comprehensive support for the initiative, from policy formulation and planning to building consensus with stakeholders and promoting work.

In this project, SIGMAXYZ adopted the international standard BPMN (Business Process Model and Notation) and thoroughly standardized and visualized business processes between the two bases through a “Fit to Standard” approach. Furthermore, through the introduction of the SaaS-based BPM tool SAP Signavio, processes were managed centrally in digital form, establishing a foundation for continuous improvement and enhancing governance. In addition, through close collaboration with the transferee base, the project developed English-language standard operating procedures (SOPs) broken down into more than 500 tasks so that even new employees could use them independently.

2. Financing

The Company did not carry out any major fundraisings in the fiscal year under review.

3. Significant corporate restructuring, etc.

Effective April 1, 2025, the Company's subsidiary SIGMAXYZ Inc. transferred all shares of SXF Inc., which had been a consolidated subsidiary.

Effective July 1, 2025, SIGMAXYZ Investment Inc. was dissolved through an absorption merger in which the Company was the surviving company.

Effective October 1, 2025, the Company transferred all shares of SXD Inc., which had been a consolidated subsidiary.

4. Issues to be addressed by the Corporate Group

We will promote our business in order to achieve our "Blueprint" toward the fiscal year ending March 31, 2030, which is the Group's medium- to long-term growth vision.

Specifically, in the fiscal year ending March 31, 2027, we will take the following actions and steadily execute and evolve our value co-creation process.

(1) Strengthening our ability to cultivate client companies

- Deepening existing relationships
- Acquiring new relationships

(2) Evolving our business model

- Reorganization of our client portfolio
- Investment for offering development
- Promoting success fee-based proposals that do not rely on man-months or man-hours
- Strengthening strategic partnerships such as capital alliances

(3) Improving capabilities and productivity

- AI utilization and investments
- Enhance adaptability to change (Establish a specialized organization to promote internal transformation through AI utilization)
- Improve productivity and the value we provide

5. Property and profits or losses

(1) History of the Corporate Group's operating results and assets

| Particulars | | The 15th term | The 16th term | The 17th term | The 18th term (Fiscal year under review) |
|---|-------------------|---------------|---------------|---------------|---|
| Revenue | (Millions of yen) | 17,334 | 22,410 | 26,293 | 23,831 |
| Operating profit | (Millions of yen) | 3,235 | 4,232 | 5,638 | 6,064 |
| Ordinary profit | (Millions of yen) | 3,265 | 4,338 | 5,876 | 6,351 |
| Profit attributable to owners of parent | (Millions of yen) | 2,204 | 3,232 | 4,394 | 3,971 |
| Profit per share | (Yen) | 26.16 | 38.31 | 51.93 | 47.67 |
| Total assets | (Millions of yen) | 14,461 | 18,295 | 19,740 | 17,069 |
| Net assets | (Millions of yen) | 10,878 | 13,193 | 14,272 | 14,262 |

Notes: 1. The Company carried out a two-for-one split of its common stock with an effective date of December 1, 2024. The figure for "Profit per share" was calculated on the assumption that the stock split was conducted at the beginning of the 15th term.

2. Profit per share is calculated based on the average number of shares outstanding during the period excluding treasury stock.

(2) History of the Company's operating results and assets

| Particulars | | The 15th term | The 16th term | The 17th term | The 18th term (Fiscal year under review) |
|------------------|-------------------|---------------|---------------|---------------|---|
| Revenue | (Millions of yen) | 5,833 | 5,226 | 7,554 | 8,842 |
| Operating profit | (Millions of yen) | 2,565 | 1,738 | 3,871 | 5,265 |
| Ordinary profit | (Millions of yen) | 2,612 | 1,823 | 4,161 | 5,536 |
| Profit | (Millions of yen) | 1,870 | 1,702 | 3,144 | 4,455 |
| Profit per share | (Yen) | 22.20 | 20.18 | 37.16 | 53.47 |
| Total assets | (Millions of yen) | 12,258 | 12,791 | 12,816 | 12,741 |
| Net assets | (Millions of yen) | 9,796 | 10,813 | 10,772 | 11,209 |

Notes: 1. The Company carried out a two-for-one split of its common stock with an effective date of December 1, 2024. The figure for "Profit per share" was calculated on the assumption that the stock split was conducted at the beginning of the 15th term.

2. Profit per share is calculated based on the average number of shares outstanding during the period excluding treasury stock.

6. Primary business (as of March 31, 2026)

During this fiscal year, the Group created value for industries and companies while creating new markets and businesses aimed at solving social issues. In the consulting services, we have defined the key three transformations that companies must address in the digital economy as "Digital Transformation" to transform the core business model and achieve significant performance improvements through a productivity revolution, "Service Transformation" to build a business model that will serve as a new growth engine in growth markets, and "Management Transformation" to build a management platform. We had professionals with diverse skills who worked to solve corporate issues, create new value, and co-create new businesses and industries through collaboration among companies.

7. Parent company and important subsidiaries

(1) Parent company

No applicable matters to report.

(2) Important subsidiaries

| Company name | Share capital | Voting rights ratio | Primary business |
|---------------|---------------|---------------------|---------------------|
| SIGMAXYZ Inc. | ¥200 million | 100.0% | Consulting business |

- Notes: 1. SXF Inc. was excluded from important subsidiaries because all of its shares were transferred as of April 1, 2025.
2. SIGMAXYZ Investment Inc. was excluded from important subsidiaries because it was dissolved through an absorption merger in which the Company was the surviving company as of July 1, 2025.
3. SXD Inc. was excluded from important subsidiaries because all of its shares were transferred as of October 1, 2025.

II Status of the Company

Officers

(1) Directors (as of March 31, 2026)

| Name | Position | Responsibility |
|--------------------|--|---|
| Hiroshi Ota | President, Representative Director | |
| Shinya Tabata | CFO, Representative Director | |
| Shunichi Shibamura | Director (Board Member) | Director (Board Member) in charge of Corporate Development |
| Sono Uchiyama | Director (Board Member) | Director (Board Member) in charge of Communication & Capability |
| Mariko Eguchi | Director (Board Member) | |
| Komei Yamaguchi | Director (Board Member) | |
| Makiko Yoshida | Director (Board Member) | |
| Hiroshi Nakahara | Director (Audit & Supervisory Committee Member, Full-time) | |
| Mitsuhiro Amitani | Director (Audit & Supervisory Committee Member) | |
| Mitsuru Komiyama | Director (Audit & Supervisory Committee Member) | |

- Notes: 1. Directors Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida are outside Directors.
2. Directors Hiroshi Nakahara, Mitsuhiro Amitani, and Mitsuru Komiyama are outside Directors who are Audit & Supervisory Committee Members.
3. The Company has selected Hiroshi Nakahara as a full-time Audit & Supervisory Committee Member in order to improve the effectiveness of audits and reinforce auditing and supervising functions through enhanced information-gathering and adequate collaboration with its internal control and other sections.
4. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Mariko Eguchi, Komei Yamaguchi, and Makiko Yoshida, who are outside Directors, and Hiroshi Nakahara, Mitsuhiro Amitani, and Mitsuru Komiyama, who are Audit & Supervisory Committee Members, have been appointed as independent officers as provided for by the aforementioned exchange.
5. The Company has entered into a Directors and Officers (D&O) liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph (1) of the Companies Act. The scope of the insured under the said insurance contract includes directors and officers of the Company and its subsidiaries, and the insured does not bear the relevant premiums. Said insurance contract will cover the insured's damages and legal expenses.

(2) Director's remuneration, etc.

1. Policy and others on determining details of officer's remuneration, etc.

The Company has established a policy regarding the determination of amount of remuneration, etc. for officers and its calculation method and resolved its policy on details of individual remuneration, etc. for Directors (excluding those who are Audit & Supervisory Committee Members; the same applies hereinafter) as below at the Board of Directors meetings. Furthermore, the Board of Directors has deemed that this is in line with the policy on determining remuneration, etc. as it was decided after deliberations at the Nomination and Remuneration Committee concerning individual remuneration, etc. for Directors in the fiscal year under review.

- (i) Policy regarding the determination of amount of remuneration, etc. for each Director and its calculation method

The Company shall determine individual monetary remuneration through comprehensive consideration of a Director's position, responsibilities, its operating results and so forth with the aim of securing management personnel and enhancing its corporate value in the medium to long term.

- (ii) Policy on determining the details of performance indicators and the calculation method for working out the amount or number for performance-linked remuneration and so forth if there is any performance-linked remuneration, etc.

A trust set by the Company shall acquire the Company's shares, determine the number of points to be granted to each Director based on the following method, and allot the Company's shares equivalent to the points to Directors who execute operations. No new additional trust shall be established while the remuneration plan associated with restricted shares is in place.

- i) Indicators

- a. Consolidated revenue less project outsourcing expenses and outflow cost (weight: 50%)
- b. Consolidated ordinary profit (weight: 25%)
- c. Net Satisfaction Index (weight: 25%)

- ii) Calculation method

Standard number of points granted \times Performance achievement rate
Maximum points granted: Standard number of points granted \times 150%
There will be no allotment if the achievement rate is less than 75%.

- (iii) Policy on determination of the details of non-monetary remuneration and so forth and the amount or number, or the calculation method if there is any non-monetary remuneration, etc.

- i) Performance-linked share-based remuneration as defined in (ii) and ii) share-based remuneration with restricted shares, which can be determined through comprehensive consideration of a Director's position, responsibilities, company performance and so forth.

- (iv) Policy on determination of the ratio of (i), (ii), and (iii) about individual remuneration, etc. for Directors

- i) Directors who execute operations

It shall be composed of monetary remuneration, performance-linked share-based remuneration, and share-based remuneration with restricted shares. The ratio shall be determined in a balanced manner so it can contribute to the enhancement of corporate value while considering a Director's position, responsibilities, and company performance.

- ii) Outside Director

It shall be composed of monetary remuneration and share-based remuneration with restricted shares. The ratio shall be determined in a balanced manner so it can contribute to the enhancement of corporate value while considering a Director's responsibilities.

- (v) Policy on determination of the timing or conditions to grant the remuneration, etc.

Timing:

- i) Monetary remuneration

Every month

- ii) Share-based remuneration

- a. Performance-linked share-based remuneration: Points to be granted on June 20 every year
(No new additional trust shall be established while the remuneration plan for share-based remuneration with restricted shares is in place.)

- b. Share-based remuneration with restricted shares: To be resolved at Board of Directors meetings (Share-based remuneration with restricted shares: Within one month after the conclusion of the General Meeting of Shareholders)

Conditions:

To be determined within one month after the conclusion of the General Meeting of Shareholders

- (vi) Matters concerning delegation of determination of details of individual remuneration, etc. for Directors

Within the scope of the above policy and the remuneration limits established by resolution of the General Meeting of Shareholders, the Company delegates to the Nomination and Remuneration Committee the authority to determine the method of calculating remuneration, etc. and the authority to determine the amount of individual remuneration.

<Composition of the Nomination and Remuneration Committee>

| | |
|------------------|--|
| Committee chair | Hiroshi Nakahara, Independent Outside Director (Audit & Supervisory Committee Member) |
| Committee member | Hiroshi Ota, President, Representative Director |
| Committee member | Mitsuhiro Amitani, Independent Outside Director (Audit & Supervisory Committee Member) |

2. Total amount of the remuneration, etc. for the fiscal year under review

| Officer type | Total amount of the remuneration (Thousands of yen) | Total amount of remuneration by type (Thousands of yen) | | | Number of relevant officers |
|---|---|---|---|---|-----------------------------|
| | | Monetary remuneration | Performance-linked share-based remuneration | Share-based remuneration with restricted shares | |
| Directors (excluding Audit & Supervisory Committee Members) (of which, outside Directors) | 456,798 (38,069) | 275,232 (36,000) | 7,689 (-) | 173,876 (2,069) | 8 (4) |
| Director (Audit & Supervisory Committee Member) (of which, outside Directors) | 77,713 (77,713) | 74,610 (74,610) | - (-) | 3,103 (3,103) | 3 (3) |
| Total (of which, outside Directors) | 534,511 (115,782) | 349,842 (110,610) | 7,689 (-) | 176,979 (5,172) | 11 (7) |

- Notes: 1. Remuneration for Directors who execute operations consists of monetary remuneration and two types of share-based remuneration of a. performance-linked share-based remuneration and b. share-based remuneration with restricted shares, while remuneration for outside Directors consists of monetary remuneration and share-based remuneration with restricted shares.
2. Basic indicators for performance-linked remuneration are consolidated revenue less project outsourcing expenses and outflow cost, consolidated ordinary profit, and NSI (Net Satisfaction Index: Indexed scores from 0 to 100, with 100 being the best and 0 the lowest, based on the ratings from client surveys evaluating project satisfaction). Performance-linked remuneration is determined using the achievement rate of performance evaluation indicators calculated reflecting the achievement rate of the basic indicators at weights of 50%, 25%, and 25%, respectively. These indicators were selected since the Company believes they are effective for improving performance in the medium to long term and enhancing corporate value in its primary business, consulting services. That is because consolidated revenue less project outsourcing expenses and outflow cost is the most appropriate way to manage the money remaining in the Company after subtracting outflow cost from the revenue received from clients by each project; also, consolidated ordinary profit is an important indicator to see profits from an external perspective, and NSI, which is an evaluation indicator of client satisfaction, is an important indicator for continuing and expanding the services going forward.
3. Share-based remuneration for Directors who execute operations is calculated by multiplying the base number of shares by the achievement rate of performance evaluation indicators (there is no share-based remuneration if the achievement rate is less than 75%; the maximum rate is 150%).
4. Targets and actual results of the indicators for performance-linked remuneration for the fiscal year ended March 31, 2026 are as follows.
Consolidated revenue less project outsourcing expenses and outflow cost: Target ¥19,360 million / Actual result ¥19,852 million
Consolidated Ordinary profit: Target ¥5,100 million / Actual result ¥5,876 million
NSI: Target 90 / Actual result 97
5. The date of resolution at the General Meeting of Shareholders on the monetary remuneration for the Company's Directors was June 24, 2021. Then the amount of the monetary remuneration for Directors (excluding those who are Audit & Supervisory Committee Members) was resolved to be no more than ¥500 million per year (of which, no more than ¥60 million per year for outside Directors). The amount of remuneration for Directors (excluding those who are Audit & Supervisory Committee Members) does not include any employee salaries for Directors who serve concurrently as employees. As of the closure of this Annual General Meeting of Shareholders, the number of Directors (excluding those who are Audit & Supervisory Committee Members) is ten (of which, four are outside Directors).
6. The date of resolution at the General Meeting of Shareholders on monetary remuneration for Directors who are Audit & Supervisory Committee Members of the Company was June 24, 2025. The amount of monetary remuneration for Directors who are Audit & Supervisory Committee Members was resolved there to be no more than ¥100 million per year. As of the closure of this Annual General Meeting of Shareholders, the number of Directors who are Audit & Supervisory Committee Members is three (of which, three are outside Directors).
7. The date of resolution at the General Meeting of Shareholders on restricted share remuneration for Directors of the Company (excluding Directors who are Audit & Supervisory Committee Members; hereinafter referred to as "Eligible Directors") was June 24, 2025, and it was resolved that monetary remuneration claims of no more than ¥400 million per year (of which the amount of monetary remuneration claims to be granted to outside Directors shall be no more than ¥10 million per year) shall be provided as remuneration, etc. for the allotment of restricted shares to Eligible Directors. As of the conclusion of this Annual General Meeting of Shareholders, the number of Eligible Directors is seven (of which, three are outside Directors).
8. The date of resolution at the General Meeting of Shareholders on restricted share remuneration for Directors who are Audit & Supervisory Committee Members of the Company (hereinafter referred to as "Eligible Audit & Supervisory Committee Members") was June 24, 2025, and it was resolved that monetary remuneration claims of no more than ¥10 million per year shall be provided as remuneration, etc. for the allotment of restricted shares to Eligible Audit & Supervisory Committee Members. The number of Eligible Audit & Supervisory Committee Members as of the closure of this Annual General Meeting of Shareholders is three.
9. The Company's Board of Directors has the authority to decide policy related to deciding the amounts and calculation method of remuneration provided to the Company's Directors, and the details of that authority and the

scope of discretion are based on resolutions by the General Meeting of Shareholders and the Company's Articles of Incorporation. Within the scope of the above policy and the remuneration limits established by resolution of the General Meeting of Shareholders, in order to ensure objectivity and transparency, the Company delegates to the Nomination and Remuneration Committee (Committee chair: Hiroshi Nakahara, Audit & Supervisory Committee Member and Independent Outside Director; Committee members: Hiroshi Ota, President, Representative Director; and Mitsuhiro Amitani, Audit & Supervisory Committee Member and Independent Outside Director) the authority to determine the method of calculating remuneration, etc. and the amount of individual remuneration.

- Amounts in this report are rounded down to the specified unit.

Consolidated Financial Statements

Consolidated Balance Sheet (As of March 31, 2026)

(Thousands of yen)

| Item | Amount | Item | Amount |
|--|------------|---|-------------|
| Assets | | Liabilities | |
| Current assets | 8,429,295 | Current liabilities | 2,384,352 |
| Cash and deposits | 5,140,119 | Accounts payable - trade | 231,501 |
| Notes and accounts receivable - trade, and contract assets | 2,636,087 | Accounts payable - other | 855,913 |
| Securities | 300,000 | Income taxes payable | 702,943 |
| Other | 353,088 | Allowance for bonuses | 18,000 |
| Non-current assets | 8,640,133 | Provision for share awards | 251,806 |
| Property, plant and equipment | 828,506 | Other | 324,187 |
| Buildings | 522,090 | Non-current liabilities | 422,533 |
| Land | 162,699 | Lease liabilities | 10,503 |
| Other | 143,716 | Provision for share awards | 49,789 |
| Intangible assets | 292,993 | Provision for share awards for directors (and other officers) | 100,850 |
| Software | 284,451 | Asset retirement obligations | 189,175 |
| Software in progress | 4,985 | Other | 72,215 |
| Other | 3,556 | Total liabilities | 2,806,886 |
| Investments and other assets | 7,518,633 | Net assets | |
| Investment securities | 5,974,134 | Shareholders' equity | 14,434,875 |
| Deferred tax assets | 463,417 | Share capital | 3,000,000 |
| Other | 1,081,081 | Capital surplus | 1,250,000 |
| | | Retained earnings | 13,457,245 |
| | | Treasury shares | (3,272,370) |
| | | Accumulated other comprehensive income | (172,332) |
| | | Valuation difference on available-for-sale securities | (172,332) |
| | | Total net assets | 14,262,542 |
| Total assets | 17,069,429 | Total liabilities and net assets | 17,069,429 |

Consolidated Statement of Income (From April 1, 2025 to March 31, 2026)

(Thousands of yen)

| Item | Amount | |
|---|-----------|------------|
| Revenue | | 23,831,005 |
| Cost of revenue | | 12,047,655 |
| Gross profit | | 11,783,350 |
| Selling, general and administrative expenses | | 5,718,435 |
| Operating profit | | 6,064,914 |
| Non-operating income | | |
| Interest income | 13,432 | |
| Dividend income | 110,671 | |
| Gain on sale of investment securities | 118,064 | |
| Gain on investment securities | 34,788 | |
| Miscellaneous income | 31,882 | 308,840 |
| Non-operating expenses | | |
| Interest expenses | 424 | |
| Commission for purchase of treasury shares | 6,522 | |
| Non-deductible consumption tax, etc. | 6,672 | |
| Loss on investment securities | 8,461 | |
| Miscellaneous losses | 232 | 22,313 |
| Ordinary profit | | 6,351,441 |
| Extraordinary income | | |
| Gain on sale of shares of subsidiaries and associates | 79,457 | |
| Other | 10,030 | 89,488 |
| Extraordinary losses | | |
| Loss on valuation of investment securities | 649,993 | |
| Other | 17,072 | 667,065 |
| Profit before income taxes | | 5,773,864 |
| Income taxes - current | 1,478,644 | |
| Income taxes - deferred | 323,337 | 1,801,981 |
| Profit | | 3,971,882 |
| Profit attributable to owners of parent | | 3,971,882 |

Sustainability

Top Commitment

The Group believes that the value of a company is a synthesis of financial and non-financial value, and places importance on Sustainable Development Goals (SDGs) and Environmental, Social, and Governance (ESG) factors in promoting its business. In our “Basic Sustainability Policy” that was established in 2021, we define our aim to create a sustainable and beautiful society through embodying “Create a Beautiful Tomorrow Together,” and are pursuing a contribution to solving social issues through our business activities.

Furthermore, we position human assets as one of the most important management resources. The Group believes that value co-creators responsible for co-creating value represent the source of the Group’s business growth and ability to create a sustainable and beautiful society of tomorrow, and we are progressing with various initiatives.

We will continue to achieve high governance and all group employees will strive to solve social issues through value co-creation activities based on collaboration that combines diverse human assets, knowledge, capabilities, and technology.

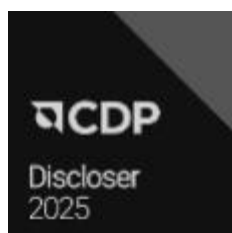
Hiroshi Ota, President, Representative Director

Human Assets Policy (Established in March 2023)

Employees are human assets, not human resource

The growth and value creation of employees is the source of the organization’s growth. In other words, employees are assets.

SIGMAXYZ Group aims to establish a work environment where diverse human assets can demonstrate their abilities with high motivation, and work on value creation in their own way, while growing sustainably.

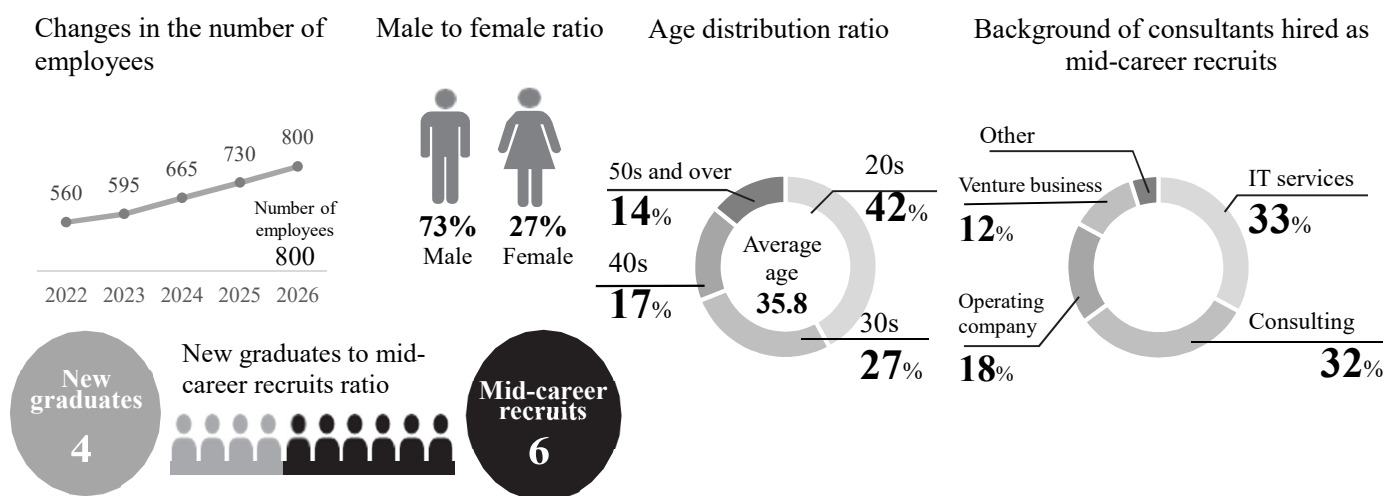


Creating an environment where human assets with diverse personalities can create value with vitality

SIGMAXYZ Group believes that value co-creators responsible for co-creating value represent the source of the Group’s business growth and ability to create a sustainable and beautiful society of tomorrow. Therefore, we have defined our work style as “Professional & Collaboration,” and pursue an environment where diverse human assets can demonstrate their abilities with high motivation, and work on value creation in their own way, while growing sustainably.

Specifically, we implement a variety of initiatives such as consultant skill development through capability development frameworks and learning programs, developing environments that support value co-creation such as digital and mobile workplaces and free-address offices, and enhancing benefits and health management programs. This environment allows human assets with diverse personalities to come together and work on efforts aimed at growth as professionals while maintaining life-work balance.

Changes in the number of employees and the details (as of the end of March 2026, consolidated)



| | Results for fiscal year ended March 31, 2024 | Results for fiscal year ended March 31, 2025 | Results for fiscal year ended March 31, 2026 |
|--|--|--|--|
| Proportion of women in management positions | 54 (21%) | 54 (21%) | 57 (21%) |
| Proportion of mid-career personnel recruited in management positions | 217 (82%) | 209 (80%) | 213 (79%) |
| Proportion of foreigners in management positions | 1 (0.4%) | 3 (1.3%) | 5 (2%) |
| Proportion of employees taking childcare leave, etc.* | 50% | 100% | 103% |
| Gender pay gap (SIGMAXYZ Inc. only)** | 79% | 77% | 76% |

* The proportion of employees taking childcare leave, etc. for the fiscal year ended March 31, 2024 temporarily decreased because many employees were taking maternity leave and the transition to childcare leave occurred in the following fiscal year or later. Meanwhile, in the fiscal year ended March 31, 2026, the rate exceeded 100% because it included employees who took childcare leave during the fiscal year for children born in the previous fiscal year.

** The criteria for determining class and pay are the same for both men and women.

Each of the indicators above is calculated based on the provisions of the Act on the Welfare of Workers Who Take Care of Children or Other Family Members Including Child Care and Family Care Leave and the Act on the Promotion of Women’s Active Engagement in Professional Life.

For details on our initiatives for human assets, visit <https://www.sigmaxyz.com/en/company/hc.html>

Environmental and Climate Change Initiatives

- In addition to our own initiatives, the Group contributes through collaboration with partners through business efforts such as promoting corporate transformation.

- Since 2021, in ITOCHU Techno-Solutions Corporation's GX promotion business development and ongoing growth support project, the Group has consistently supported the concept formulation, design, and operation of the business. In addition to designing the service structure, building frameworks, formulating business plans, and establishing the promotion structure, the Group accompanies practical operations such as customer proposals and delivery support, contributing to the growth of this business and the realization of carbon neutrality in Japan.



GX Business Creation and Entry Strategy

Author: SIGMAXYZ (Published by Nikkei BP)
Published in April 2025

- Energy analysts and consultants specializing in decarbonization proactively share information through book writing, journal contributions, media interviews, and seminar presentations.

- The entire SIGMAXYZ Group is promoting efforts to go paperless for internal communication. In addition, we have completely eliminated the provision of beverages bottled in plastics within our premises, have fully switched ceiling lighting to LED lighting, and have switched from clear plastic folders to paper folders. We have procured FIT Non-Fossil Certificates at our headquarters and distributed their environmental value according to the electricity usage of other offices, meaning all of our offices can be deemed as using electricity derived from renewable energy sources, and are otherwise working to reduce our environmental impact. Our environment-related KPIs are as follows.

| | Results for fiscal year ended March 31, 2024 | Results for fiscal year ended March 31, 2025 | Results for fiscal year ended March 31, 2026 | Targets for fiscal year ending March 31, 2051 |
|--|--|--|--|---|
| Greenhouse gas emissions (Scope 1 and 2)*1 | 61.09t | 26.79t | 38.86t | Net zero |

| | Results for fiscal year ended March 31, 2024 | Results for fiscal year ended March 31, 2025 | Results for fiscal year ended March 31, 2026 |
|-----------------------------|--|--|--|
| Electricity usage*1 | 160,260kWh | 226,238kWh | 231,754kWh |
| Renewable energy procured*2 | 83,333kWh | 302,107kWh | 180,000kWh |
| Paper usage*3 | 1,300Kg | 1,380Kg | 1,520Kg |
| Waste*3 | 6,021Kg | 6,188Kg | 6,083Kg |
| Amount recycled | 2,880Kg*4 | 2,890Kg*4 | 2,810Kg*1 |

*1 Headquarters, Harajuku office, and Kamiyacho Training Center

*2 FIT Non-Fossil Certificates

*3 Headquarters only

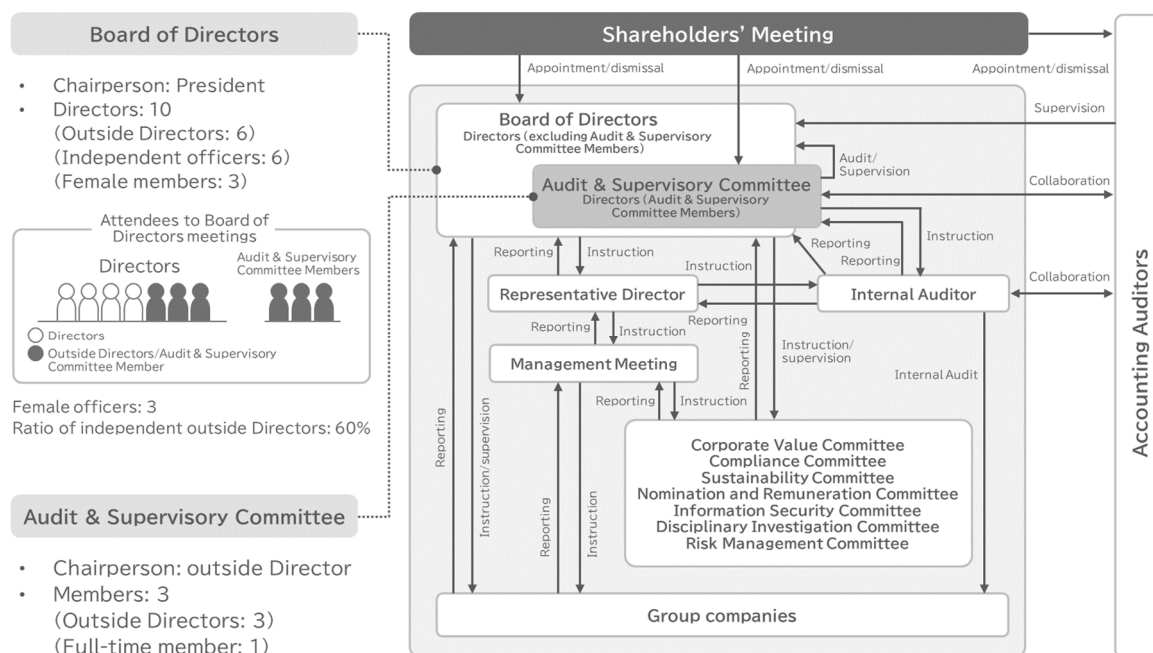
*4 Headquarters and Harajuku office

For details about our sustainability and environmental and climate change initiatives, please visit <https://www.sigmaxyz.com/en/company/sdgsesg.html>

Corporate Governance System

We have adopted the following system based on the belief that, in order to further enhance our corporate governance framework, having an Audit & Supervisory Committee consisting of Directors who are Audit & Supervisory Committee Members including several independent outside Directors should further strengthen the supervisory function of the Board of Directors, secure management transparency, and enhance efficiency.

■ Diagram of the corporate governance system (as of April 2026)



| | Results for fiscal year ended March 31, 2024 | Results for fiscal year ended March 31, 2025 | Results for fiscal year ended March 31, 2026 |
|---|--|--|--|
| Number of Directors | 12 | 10 | 10 |
| Number of Outside Directors | 7 | 6 | 6 |
| Number of Independent Officers | 7 | 6 | 6 |
| Number of Female Directors | 3 | 3 | 3 |
| Number of Audit & Supervisory Committee Members | 3 | 3 | 3 |

How to Confirm General Meeting of Shareholders' Content / Information about Accepting Questions in Advance

The General Meeting of Shareholders' documents are provided via posting to websites following the implementation of the electronic provision system under the revised Companies Act. Please access the link in this notice to confirm the details.



Easily view the convocation notice or exercise your voting rights from a computer or smartphone
The main content can be viewed on a computer or smartphone.
<https://p.sokai.jp/6088/> (in Japanese)



Information about accepting questions in advance

Regarding matters to be reported and matters to be resolved at the 18th Annual General Meeting of Shareholders, we will accept questions and comments in advance from our shareholders via the inquiry form on the Company's website. Please note that there is a limit of two questions and comments per person.
We will post answers on the Company's website regarding questions and comments that were sent by many shareholders.

Reception period:
Wednesday, June 3,
2026, 10:00 a.m. to
Sunday, June 14, 2026,
6:00 p.m. (JST)

Feedback and question form
https://www.sigmaxyz.com/form/ja/agree_01.html (in Japanese)



Video Streaming of the Business Report

Scheduled to be released at 10:00 a.m. on Wednesday, June 17, 2026 (JST)

Response to preliminary questions

Scheduled to be released at 10:00 a.m. on Thursday, June 18, 2026 (JST)

Video Streaming of the General Meeting of Shareholders

Scheduled to be released at 10:00 a.m. on Friday, July 3, 2026 (JST)

Videos will be streamed on the Company's website:
<https://www.sigmaxyz.com/ja/ir.html>
(in Japanese)



General Meeting of Shareholders Venue Information

Trust City Conference Kamiyacho
4-1-1 Toranomon, Minato-ku, Tokyo, Japan
Tokyo World Gate
(Kamiyacho Trust Tower) 2nd floor
Tel. +81-3-5208-1210 (main switchboard)



アクセス

スマートフォンで読み取ると、株主総会会場までのナビゲーションがご利用いただけます。

