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Securities code: 3778

June 4, 2025

(Commencement date of electronic provision measures: May 28, 2025)

**To Shareholders with Voting Rights:**

Kunihiro Tanaka  
President and Chief Executive  
Officer  
SAKURA internet Inc.  
6-38 Ofukacho, Kita-ku, Osaka,  
Japan

**NOTICE OF  
THE 26th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby inform you that the 26th Annual General Meeting of Shareholders of SAKURA internet Inc. (the “Company”) will be held as described below.

This General Meeting of Shareholders will be held as a “Hybrid Attendance Type Shareholders’ Meeting.” Shareholders who are unable to come to the venue may participate in the meeting through “Virtual Attendance” using the internet or other means as described below.

There will be no distribution of gifts for shareholders who attend the General Meeting of Shareholders this year. We kindly appreciate your understanding on this matter.

If you intend not to attend the meeting, please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. on Thursday, June 19, 2025, Japan time, in accordance with **the instructions on pages 3-4 and in the enclosed leaflet.**

- 1. Date and Time:** Friday, June 20, 2025 at 10:00 a.m. Japan time  
(The reception desk will open at 9:00 a.m.)
- 2. Venue:** Hotel Granvia Osaka, 20th floor “Houou”  
3-1-1 Umeda, Kita-ku, Osaka, Japan  
Please note that depending on how crowded the main venue, Houou, is, we may guide you to a second venue on the same floor.

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company’s 26th Fiscal Year (April 1, 2024 - March 31, 2025) and the results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
  2. The non-consolidated Financial Statements for the Company’s 26th Fiscal Year (April 1, 2024 - March 31, 2025)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Nine (9) Directors
- Proposal 3:** Election of One (1) Corporate Auditor
- Proposal 4:** Revision of the Amount of Remuneration for Directors

In convening this meeting, the Company has taken electronic provision measures, and has posted matters subject to electronic provision on the following website on the internet as materials for the General Meeting of Shareholders.

The Company's IR Library:

<https://www.sakura.ad.jp/corporate/en/ir/library/>

In addition to the above, the matters subject to electronic provision are also available on the Tokyo Stock Exchange website. Please access the following website, enter the Company's name or securities code to conduct search, and select "Basic information" followed by "Documents for public inspection/PR information" to refer the information.

Tokyo Stock Exchange website:

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

- Our executives and employees will participate in informal dress.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- In case of any change to matters subject to electronic provision, the content of such change will be disclosed on each website above.
- The documents delivered to shareholders who have requested paper delivery do not include the following items pursuant to laws and regulations and provisions of Article 15, Paragraph 2 of the Articles of Incorporation of the Company. Please note that the Corporate Auditors and the Accounting Auditor have audited the documents subject to audit, including the following items:
  - "Matters Regarding the Company's Share Acquisition Rights," "Matters Regarding the Accounting Auditor," and "Structure and Policies of the Company" in the Business Report
  - "Consolidated Statement of Changes in Equity," "Notes to Consolidated Financial Statements," and "Audit Report of the Accounting Auditor on the Consolidated Financial Statements" in the Consolidated Financial Statements
  - "Non-consolidated Statement of Changes in Equity," "Notes to Non-consolidated Financial Statements," and "Audit Report of the Accounting Auditor" in the Non-consolidated Financial Statements
  - "Audit Report of the Board of Corporate Auditors"

#### **Information**

After the General Meeting of Shareholders, a business presentation and a tour of the head office (Blooming Camp) are scheduled. The business briefing will also be available online.

## Information on the Exercise of Voting Rights

There are three methods for exercising your voting rights. Please exercise your voting rights after reviewing the “Reference Documents for the General Meeting of Shareholders.”

### Exercise of voting rights via the internet, etc.

Please refer to the guide for exercising voting rights via the internet, etc. (next page) and enter your approval or disapproval of each proposal by the exercise deadline.

Exercise deadline: 5:00 p.m., Thursday, June 19, 2025 (Japan time)

For details, please refer to the next page.

### Exercise of voting rights by mail

Please indicate your approval or disapproval of each proposal on the enclosed Voting Rights Exercise Form and return it to us so that it arrives by the exercise deadline.

Exercise deadline: 5:00 p.m., Thursday, June 19, 2025 (Japan time)

### Exercise of voting rights by attending the meeting in person

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

You can also attend the meeting virtually. For details on how to attend virtually, please refer to pages 7-12 of the Japanese version of this document.

Date and time of the general meeting of shareholders: 10:00 a.m., Friday, June 20, 2025 (Japan time)

## How to fill out the Voting Rights Exercise Form

### Proposal 1, 3, and 4

- If you approve: Please put a ○ in the box marked “賛” (Approve).
- If you disapprove: Please put a ○ in the box marked “否” (Disapprove).

### Proposals 2

- If you approve of all candidates: Please put a ○ in the box marked “賛” (Approve).
- If you disapprove of all candidates: Please put a ○ in the box marked “否” (Disapprove).
- If you disapprove of some candidates:  
Please put a ○ in the box marked “賛” (Approve) and write down the candidate numbers of the candidates that you disapprove of so that such candidates shall be excluded from the approval.

\* If you do not indicate your approval or disapproval of a proposal on the Voting Rights Exercise Form, it will be treated as an indication of approval.

- If you are exercising your voting rights in advance by mail, please be sure that you have the “shareholder number,” “postal code” and “number of voting rights exercised” on hand before you post your vote. This information is required when you attend the meeting virtually.
- For the treatment of voting rights in the case where you attend the meeting virtually after exercising your voting rights in advance by mail, please refer to page 9 of the Japanese version of this document.

## Guide for Exercising Voting Rights via the Internet, etc.

### Smartphone Exercise method by scanning a QR Code

You can log in to the Voting Rights Exercise Website without entering your voting code and password.

- (1) Scan the QR Code provided on the lower right-hand side of the Voting Rights Exercise Form.  
\* “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.
- (2) Thereafter, follow the instructions on the screen to enter your approval or disapproval. (available only in Japanese)

#### **You may exercise your voting rights only once via Smartphone Exercise.**

If you wish to revise your approval or disapproval after exercising your voting rights, scan the QR code again, enter the “voting code” and “password” printed on the Voting Rights Exercise Form to log in, and exercise your voting rights again.

### Method by entering your voting code and password

Voting Rights Exercise Website: <https://soukai.mizuho-tb.co.jp/> (available only in Japanese)

- (1) Access the Voting Rights Exercise Website.
- (2) Enter the “voting code” printed on the Voting Rights Exercise Form.
- (3) Enter the “password” printed on the Voting Rights Exercise Form.
- (4) Thereafter, please enter your approval or disapproval according to the instructions on the screen.

\* If you enter the wrong password a certain number of times, you will be locked out and unable to use the system. If this happens, please follow the instructions on the screen.

If you have any questions about how to operate your computer or smartphone when exercising your voting rights via the internet, please contact the following:

Internet Help Dial, Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.

Toll-free in Japan 0120-768-524

(9:00 a.m. to 9:00 p.m. except the year-end and New Year holidays)

### To institutional investors

You may use the Electronic Voting System Platform operated by ICJ, Inc., if you have applied in advance to do so.

- If voting rights are exercised both by mail and via the internet, etc., the vote via the internet, etc. shall be deemed valid. If you exercise your voting rights more than once via the internet, etc., the last exercise shall be deemed valid.
- Shareholders are responsible for the costs of connection and use of the internet, etc.
- You may not be able to exercise your voting rights via the internet, etc., depending on the device you are using and its conditions.
- For the treatment of voting rights in the case where you attend the meeting virtually after exercising your voting rights in advance via the internet, etc., please refer to page 9 of the Japanese version of this document.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

It is proposed that the surplus be appropriated as below.

Year-end dividend for the fiscal year ended March 31, 2025:

It is proposed that the year-end dividend for the fiscal year ended March 31, 2025 be paid out, in comprehensive consideration of the Company's business results for the fiscal year ended March 31, 2025, future business expansion, and internal reserves, as follows:

- (1) Type of dividend property  
Cash
- (2) Allocation of dividend property and total amount thereof  
¥4.00 per share of common stock of the Company  
Total amount of dividends: ¥161,089,768
- (3) Effective date of dividends from surplus  
June 23, 2025

**Proposal 2: Election of Nine (9) Directors**

Of the nine (9) Directors elected at the General Meeting of Shareholders held on June 25, 2024, Mr. Toshiaki Kasai resigned on March 31, 2025, and the terms of office of all the other eight (8) Directors will expire upon the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of nine (9) Directors.

The candidates for Director are as follows. Each candidate's nomination has been decided after consultation with the Nomination and Remuneration Committee, a non-mandatory advisory body to the Board of Directors, with a majority of its members being Independent Outside Directors.

No.	Name			Current positions and main responsibilities at the Company	Attendance rate at the Board of Directors meetings
1	Reappointment	Kunihiro Tanaka		President and Chief Executive Officer	100% (14/14)
2	Reappointment	Masataka Kawada		Director and Chief Financial Officer	100% (14/14)
3	Reappointment	Koichi Ise		Director	100% (14/14)
4	Reappointment	Akihiro Maeda		Director	100% (14/14)
5	Reappointment	Hiroo Hatashita	Outside Independent	Director	100% (14/14)
6	Reappointment	Toshihiro Igi	Outside Independent	Director	100% (14/14)
7	Reappointment	Yukie Osaka	Outside Independent	Director	100% (14/14)
8	Reappointment	Tomomi Arakawa	Outside	Director	100% (14/14)
9	New appointment	Tatsuya Morita	Outside	-	-

\* The attendance rate at the Board of Directors meetings is calculated excluding the number of meetings held by written resolution.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
1	<p>Kunihiro Tanaka (January 14, 1978)</p> <p>Reappointment</p> <p>Number of shares of the Company held: 5,165,355</p> <p>[Years in office] 25 years and 10 months</p>	<p>December 1996 Established SAKURA internet</p> <p>April 1998 Established Inforest Co., Ltd. Representative Director</p> <p>August 1999 Established the Company President</p> <p>December 2000 Senior Vice President, the Company</p> <p>June 2004 Director and Chief Operating Officer</p> <p>November 2007 President and Chief Executive Officer</p> <p>June 2008 President (current position)</p> <p>August 2009 Established Kunihiro Tanaka Office Co., Ltd. Representative Director and President (current position)</p> <p>April 2015 Representative Director and Chief Executive Officer, Joe's Cloud Computing Inc.</p> <p>July 2015 Chief Executive Officer, the Company (current position)</p> <p>October 2016 Outside Director, i-mobile Co., Ltd. (current position)</p> <p>April 2018 Director, Joe's Cloud Computing Inc.</p> <p>June 2019 Outside Director, i-plugin, inc. (current position)</p> <p>August 2019 Outside Director, BBSakura Networks, Inc. (current position)</p> <p>December 2019 Outside Director, ABEJA, Inc. (current position)</p> <p>April 2021 Outside Director, Toranoana Lab Co., Ltd.</p> <p>June 2021 Chairman, Specified Nonprofit Organization Japan Data Center Council (current position)</p> <p>July 2021 Senior Vice-Chairman, Software Association of Japan</p> <p>October 2021 Outside Director, Yumenosora Holdings Co., Ltd. (current position)</p> <p>December 2021 Representative Director, Tellus Co., Ltd.</p> <p>June 2022 Managing Director, General Incorporated Association Kansai Association of Corporate Executives (current position) Chairman, Software Association of Japan (current position) Director, Tellus Co., Ltd. (current position)</p> <p>October 2022 Outside Director, OPENSTREAM HOLDINGS CO., LTD.</p> <p>February 2025 Representative Director, General Incorporated Association OKINAWA INNOVATION BASE (current position)</p> <p>[Responsibilities] Internal Audit Department, Research Center</p> <p>[Significant concurrent positions] Representative Director and President, Kunihiro Tanaka Office Co., Ltd. Outside Director, i-mobile Co., Ltd. Outside Director, i-plugin, inc. Outside Director, BBSakura Networks, Inc. Outside Director, ABEJA, Inc. Chairman, Specified Nonprofit Organization Japan Data Center Council Outside Director, Yumenosora Holdings Co., Ltd. Chairman, General Incorporated Association The Software Association of Japan Managing Director, General Incorporated Association Kansai Association of Corporate Executives Director, Tellus Co., Ltd. Representative Director, General Incorporated Association OKINAWA INNOVATION</p>

	BASE
	<p>[Reason for nomination as a candidate for Director]</p> <p>Since establishing the Company in 1999, Mr. Kunihiro Tanaka has been supervising the management of the Company in general. Expecting him to tap into this experience and insight and fulfill the duties of President, the Company proposes his reappointment as Director.</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
2	Masataka Kawada (August 5, 1971)  Reappointment  Number of shares of the Company held: 18,971  [Years in office] 17 years	April 1995	Joined The Dai-Ichi Kangyo Bank, Ltd. (currently Mizuho Bank, Ltd.)
		December 1997	Joined Kadoi Tax Accounting Office
		August 2002	Joined Yamamoto Mamoru Tax Accountant Office
		April 2004	Director, PPM Business Support Co., Ltd.
		April 2005	Joined the Company
		September 2005	General Manager, Finance Department, Simdesk Technologies, Inc.
		November 2006	Representative Director, Simdesk Technologies, Inc.
		April 2008	Joined the Company
			Assistant Director, Planning Department, the Company
		June 2008	Director (current position)
		October 2009	Senior Director, Accounting & Finance Department
		July 2015	Chief Financial Officer (current position); Deputy General Manager, Administration Division; Senior Director, General Affairs Department, Administration Division
		January 2017	General Manager, Administration Division; Senior Director, General Affairs Department, Administration Division; Senior Director, Human Resources Department, Administration Division
		May 2018	Auditor, Prunus-Solutions Inc. (current position)
		November 2019	Director, ITM Inc.
		July 2020	Deputy General Manager, ES Division; Senior Director, ES Department, ES Division, the Company
	July 2021	General Manager, ES Division	
	[Significant concurrent position] Auditor, Prunus-Solutions Inc.		
[Reason for nomination as a candidate for Director] Leveraging his abundant experience of working at a bank and accounting firms and managing a venture firm, Mr. Masataka Kawada has been serving as Chief Financial Officer of the Company to procure funds and report in a timely and appropriate manner. Considering that he is essential for the Company to continue growing, the Company proposes his reappointment as Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
3	Koichi Ise (November 26, 1962)  Reappointment  Number of shares of the Company held: 18,971  [Years in office] 9 years	April 1986	Joined Hitachi Equipment Engineering Co., Ltd. (currently Hitachi Power Solutions Co., Ltd.)
		May 1989	Joined Digital Technologies Corporation
		March 1996	Joined SQUARE Co., Ltd. (currently SQUARE ENIX Co., Ltd.)
		April 1997	Seconded to Honolulu Studios, SQUARE USA Inc.
		January 2002	General Manager, Network Engineering Department; Deputy General Manager, Information Technology Department, SQUARE Co., Ltd. (currently SQUARE ENIX Co., Ltd.)
		November 2002	General Manager, Network System Department
		April 2005	Joined livedoor Co., Ltd. (currently NHN Techorus Corp.)
		September 2005	Executive Officer in charge of Network Business Division
		May 2007	Director, Foresight Wave Inc. (current position)
		October 2008	General Manager, Informational Environment Research Office, livedoor Co., Ltd. (currently NHN Techorus Corp.)
		January 2012	General Manager, Informational Environment Research Office, DataHotel Co., Ltd. (currently NHN Techorus Corp.)
		September 2014	General Manager, Information Technology Research Office, Techorus Corp. (currently NHN Techorus Corp.)
		June 2016	Director, the Company (current position)
		July 2020	General Manager, ES Division
		[Significant concurrent position] Director, Foresight Wave Inc.	
[Reason for nomination as a candidate for Director] Mr. Koichi Ise has abundant experience and connections in the internet industry, having supervised network infrastructure at gaming and internet companies. Expecting him to tap into his experience and connections to draw up and implement strategies to accelerate the Company’s growth, the Company proposes his reappointment as Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
4	Akihiro Maeda (September 18, 1981)  Reappointment  Number of shares of the Company held: 18,971  [Years in office] 5 years	May 2000	Joined Root Room Inc.
		May 2002	Joined Datt Japan Inc.
		March 2008	Representative Director, bitstar Inc. (current position)
		March 2012	Director, Cloud Networks, Inc. (current position)
		March 2014	Director, North Grid (current position)
		May 2014	Representative Director, Mokuzy Inc.
		October 2017	Executive Officer, the Company
		November 2017	Director, Joe’s Cloud Computing Inc.
		May 2018	Representative Director
		August 2019	Director, ITM Inc.
		June 2020	Director, the Company (current position)
		July 2020	Senior Director, CEO’s Office
	[Significant concurrent position] Representative Director, bitstar Inc.		
[Reason for nomination as a candidate for Director] Mr. Akihiro Maeda has abundant experience in managing internet companies, including bitstar Inc. Expecting him to tap into his experience to plan and carry out strategies that would contribute to the continued growth of the Company and its group companies, the Company proposes his reappointment as Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
5	Hiroo Hatashita (December 2, 1972)  Reappointment  Number of shares of the Company held: 0  [Years in office] 10 years	April 1995	Joined Asahi & Co. (currently KPMG AZSA LLC)
		April 1998	Registered as a Certified Public Accountant
		October 2000	Joined Arthur Andersen Portland Office
		October 2002	Manager, Asahi & Co. (currently KPMG AZSA LLC)
		April 2005	Established ProCUBE Japan Co., Ltd.
			Representative Director and President (current position)
		July 2007	Certified as a Certified Internal Auditor
		May 2010	Registered as a Certified Public Tax Accountant
		January 2014	Auditor, Lyudia (currently Ingenico Japan Co., Ltd.)
		June 2015	Outside Director, the Company (current position)
	July 2017	Auditor, TAJIMA INCORPORATED (current position)	
	June 2018	Auditor, Collabos Corporation (current position)	
		[Significant concurrent positions] Representative Director and President, ProCUBE Japan Co., Ltd. Auditor, Collabos Corporation	
	[Reason for nomination as a candidate for Outside Director and expected roles] The Company expects Mr. Hiroo Hatashita to appropriately supervise the Company’s management from his professional perspective as a certified public accountant and certified public tax accountant. Therefore, the Company proposes his reappointment as Outside Director.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
6	<p>Toshihiro Igi (July 6, 1968)</p> <p>Reappointment</p> <p>Number of shares of the Company held: 0</p> <p>[Years in office] 9 years</p>	<p>April 1998      Registered as an attorney-at-law Joined Mitsui, Yasuda, Wani &amp; Maeda</p> <p>December 2004      Joined Mitsui Company</p> <p>July 2007      Director, commonsphere (a corporation engaging in specified non-profit activities) (current position)</p> <p>September 2009      Established Cyberbond Corporation Representative Director (current position)</p> <p>July 2011      Founded Igi Law Office (current position)</p> <p>February 2013      Outside Auditor, Mercari, Inc.</p> <p>October 2014      Outside Auditor, Zero Start Inc.</p> <p>June 2016      Outside Director, the Company (current position)</p> <p>October 2016      Outside Auditor, Aperza Inc.</p> <p>November 2020      Outside Auditor, ZEALS Co., Ltd. (current position)</p> <p>February 2023      Outside Auditor, FABRIC TOKYO Inc. (current position)</p> <p>September 2024      Outside Auditor, Scigineer Inc. (currently ZETA Inc.) (current position)</p>	
		<p>[Significant concurrent positions]</p> <p>Director, commonsphere (a corporation engaging in specified non-profit activities)</p> <p>Representative Director, Cyberbond Corporation</p> <p>Attorney-at-law, Igi Law Office</p> <p>Outside Auditor, ZEALS Co., Ltd.</p> <p>Outside Auditor, FABRIC TOKYO Inc.</p> <p>Outside Auditor, ZETA Inc.</p>	
		<p>[Reason for nomination as a candidate for Outside Director and expected roles]</p> <p>In addition to the specialized knowledge and experience that he gained as an attorney-at-law, Mr. Toshihiro Igi has diversified perspectives that he obtained by serving as auditor and director at multiple venture firms. Expecting him to tap into his experience and knowledge to appropriately supervise the Company's management, the Company proposes his reappointment as Outside Director.</p>	

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
7	Yukie Osaka (March 15, 1956)  Reappointment  Number of shares of the Company held: 0  [Years in office] 5 years	April 1978	Joined Nihon Short-Wave Broadcasting Co., Ltd. (currently Nikkei Radio Broadcasting Corporation)
		September 1994	Joined Tokyo Metropolitan Television Broadcasting Corporation
		September 1997	Joined Japan Satellite Broadcasting, Inc. (currently WOWOW Inc.)
		July 2009	General Manager, Customer Relations Division, WOWOW Inc.
		March 2012	General Manager, Marketing Division
		July 2014	Director, WOWOW Communications Inc.
		February 2016	Marketing Consultant (current position)
		May 2016	Joined Meiko Network Japan Co., Ltd.
		November 2018	Director
		June 2020	Outside Director, the Company (current position)
		June 2021	Outside Director, ITOHAM YONEKYU HOLDINGS INC. (current position)
		November 2021	Chairman, General Incorporated Association Customer Success Promotion Association (current position)
		[Significant concurrent position] Chairman, General Incorporated Association Customer Success Promotion Association	
[Reason for nomination as a candidate for Outside Director and expected roles] Ms. Yukie Osaka has abundant hands-on experience and insight that she has gained while working in the marketing division of business companies and serving as a marketing consultant. Expecting her to tap into her experience and insight to appropriately supervise the Company’s management, primarily in marketing strategies, the Company proposes her reappointment as Outside Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
8	Tomomi Arakawa (September 16, 1961)  Reappointment  Number of shares of the Company held: 0  [Years in office] 3 years	April 1985	Joined IBM Japan, Ltd.
		May 2005	Executive Officer and General Manager, Brand and Marketing Business Division, Lenovo Japan Corporation (currently Lenovo Japan, LLC)
		May 2007	Director and General Manager, System Business Department, Product Business Division, IBM Japan, Ltd.
		April 2014	Director, Executive Officer, and General Manager, Digital Sales Business Division
		July 2015	Director, Chief Digital Officer, Executive Officer, and General Manager, Digital Sales Business Division
		October 2021	Advisor, Sojitz Corporation
		December 2021	Executive Officer and Chief Digital Officer
		June 2022	Outside Director, the Company (current position)
		January 2023	Executive Officer, Chief Digital Officer, Chief Information Officer, and Chief Operating Officer in charge of IT Operation Department and ERP Transition Office, Sojitz Corporation
		April 2023	Managing Executive Officer, Chief Digital Officer, Chief Information Officer, and Chief Operating Officer in charge of Digital Department
April 2024	Senior Managing Executive Officer, Chief Digital Officer, Chief Information Officer, and Chief Operating Officer in charge of Digital Department		
June 2024	Director, Senior Managing Executive Officer, Chief Digital Officer, Chief Information Officer, and Chief Operating Officer in charge of Digital Department (current position)		
		[Significant concurrent position] Director, Senior Managing Executive Officer, Chief Digital Officer, Chief Information Officer, and Chief Operating Officer in charge of Digital Department, Sojitz Corporation	
[Reason for nomination as a candidate for Outside Director and expected roles] Ms. Tomomi Arakawa has abundant experience in the IT industry and experience and insight as Chief Digital Officer at IBM Japan, Ltd. and Sojitz Corporation. Expecting her to tap into these experiences and insights, and appropriately supervise the Company’s management, which aims to become a top company in digital infrastructure, the Company proposes her reappointment as Outside Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
9	Tatsuya Morita (June 20, 1967)  New appointment  Number of shares of the Company held: 0  [Years in office] -	April 1990	Joined Nissho Iwai Corporation (currently Sojitz Corporation)
		March 2002	General Manager of the Jakarta Liaison Office
		January 2003	Nissho Iwai Singapore Corporation (currently Sojitz Asia Pte. Ltd.)
		September 2006	Sojitz Corporation
		October 2006	Sojitz Corporation of America
		January 2014	General Manager, Legal Department, Sojitz Corporation
		April 2018	Corporate Officer, Legal, Public Relations General Manager, Legal Department
		April 2019	Executive Officer COO, Legal Department, Public Relations Department General Manager, Legal Department
		October 2019	Executive Officer COO, Legal Department, Public Relations Department
		October 2021	Executive Officer CCO COO, Legal Department, Public Relations Department
		April 2022	Executive Officer CCO COO, Legal Department, Internal Control Administration Department
		April 2023	Managing Executive Officer CCO, CISO COO, Legal Department, Internal Control Administration Department (current position)
		[Significant concurrent position] Managing Executive Officer, CCO, CISO, COO, Legal Department, Internal Control Administration Department, Sojitz Corporation	
[Reason for nomination as a candidate for Outside Director and expected roles] Mr. Tatsuya Morita has abundant experience and insight in the legal and compliance field in Japan and overseas and has been engaged in design and operation of the governance system, including in the area of information security. Expecting him to tap into these experiences and insights, and appropriately supervise the Company’s management, which aims to strengthen governance while responding to the rapidly changing business environment, from an outside perspective, the Company proposes his appointment as Outside Director.			

Notes:

1. Of the candidates for Director, the candidates below have special interests with the Company:
  - (1) Mr. Kunihiro Tanaka concurrently serves as Chairman of General Incorporated Association The Software Association of Japan and Representative Director of General Incorporated Association OKINAWA INNOVATION BASE, which have business relationships with the Company.
  - (2) Mr. Akihiro Maeda concurrently serves as Representative Director of bitstar Inc., a consolidated subsidiary of the Company. bitstar Inc. has business relationships with the Company and competes with the Company in the following businesses:
    - Installation of servers and peripheral equipment and their maintenance
    - Information provision services using the internet
    - Telecommunication business pursuant to the Telecommunications Business Act
    - Consulting on the internet
    - Planning, development, and distribution of computer software
    - Production, distribution, and maintenance of computers and peripheral equipment

2. Mr. Hiroo Hatashita, Mr. Toshihiro Igi, Ms. Yukie Osaka, Ms. Tomomi Arakawa, and Mr. Tatsuya Morita are candidates for Outside Director. The Company has registered Messrs. Hiroo Hatashita and Toshihiro Igi and Ms. Yukie Osaka as Independent Officers as prescribed in the regulations of the Tokyo Stock Exchange (TSE). If their reappointments are approved, they will continue to be Independent Officers.
3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has concluded contracts with Messrs. Hiroo Hatashita and Toshihiro Igi and Ms. Yukie Osaka and Tomomi Arakawa, which limit their liabilities as provided in Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability under the contracts is the minimum liability amount stipulated by laws and regulations. The Company will continue the said contracts with them if their reappointments are approved. In addition, in the event that the appointment of Mr. Tatsuya Morita is approved, the Company plans to enter into the same contract with him.
4. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company. The insurance contract covers damages and litigation expenses that the insured may incur due to shareholder derivative lawsuits, third-party lawsuits, or other legal actions. If the candidates are elected and appointed to the position of Director, each candidate will be included as the insured under this insurance policy. In addition, the Company plans to renew the insurance policy with the same contents the next time it is renewed.
5. The number of shares of the Company held by Mr. Kunihiro Tanaka represents the number of shares that he virtually holds, which includes the number of shares held by Kunihiro Tanaka Office Co., Ltd., a company that manages his assets.
6. Ms. Yukie Osaka is scheduled to retire from the position of Outside Director of ITOHAM YONEKYU HOLDINGS INC. in June 2025.

**Proposal 3: Election of One (1) Corporate Auditor**

The term of office of Corporate Auditor Yayoi Yamaguchi will expire upon the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of one (1) Corporate Auditor.

The Board of Corporate Auditors has given its consent to this proposal.

The candidate for Corporate Auditor is as follows.

Name			Current positions at the Company	Attendance rate at the Board of Directors meetings	Attendance rate at the Board of Corporate Auditors meetings
Reappointment	Yayoi Yamaguchi	Outside Independent	Corporate Auditor (Full-time)	100% (14/14)	100% (13/13)

\* The attendance rate at the Board of Directors meetings is calculated excluding the number of meetings held by written resolution.

Name (Date of birth)	Career summary, positions, and significant concurrent positions	
Yayoi Yamaguchi (March 8, 1961)  Reappointment  Number of shares of the Company held: 0  [Years in office] 4 years	April 1982	Kawasaki Steel Corp. (currently JFE Steel, Corp.)
	April 1990	Arthur Andersen & Co. (currently KPMG Azusa LLC)
	July 1992	SURIGIKEN Co., Ltd.
		Seconded to UNIX Business Association
	May 1999	Seiyu Audit Corporation
	January 2000	Certified Public Accountant (Registered in the state of South Dakota)
	June 2005	Outside Auditor of NPO Open Source Software Association of Japan
	July 2009	Representative, Yamaguchi Accounting Office (founder and current position)
	December 2016	Outside Corporate Auditor, LSI Techno, Inc. (currently Restar, Corporation)
	June 2021	Outside Corporate Auditor, the Company (current position)
	August 2024	Certified Public Accountant (Registered in the state of Washington)
	[Significant concurrent positions] Representative, Yamaguchi Accounting Office	
[Reason for nomination as a candidate for Outside Corporate Auditor] Ms. Yayoi Yamaguchi possesses specialized knowledge and experience in accounting gained in the course her work at auditing firms and as a U.S. Certified Public Accountant. She also has management experience at an IT-related company and experience as an auditor at an IT-related organization and is familiar with the IT industry. The Company proposes her reappointment as Outside Corporate Auditor so that she can appropriately supervise the management of the Company. Although Ms. Yayoi Yamaguchi has never been involved in corporate management in the past except as an Outside Corporate Auditor, for the reasons stated above, the Company believes that she will be able to appropriately perform her duties as an Outside Corporate Auditor.		

**Notes:**

1. There is no special interest between the candidate and the Company.
2. Ms. Yayoi Yamaguchi is a candidate for Outside Corporate Auditor. The Company has registered Ms. Yayoi Yamaguchi as an Independent Officer as prescribed in the regulations of the Tokyo Stock Exchange (TSE). If her reappointment is approved, she will continue to be an Independent Officer.
3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has concluded a

contract with Ms. Yayoi Yamaguchi, which limits her liability as provided in Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability under the contract is the minimum liability amount stipulated by laws and regulations. The Company will continue the said contract with her if her reappointment is approved.

4. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company. The insurance contract covers damages and litigation expenses that the insured may incur due to shareholder derivative lawsuits, third-party lawsuits, or other legal actions. If the candidates are elected and appointed to the position of Corporate Auditor, the candidate will be included as the insured under this insurance policy. In addition, the Company plans to renew the insurance policy with the same contents the next time it is renewed.

(Reference) Skills matrix of Directors and Corporate Auditors (if the candidates are approved as proposed at the 26th Annual General Meeting of Shareholders)

The skills matrix does not represent all the expertise and experience possessed by each Director and Corporate Auditor.

Name	Corporate Management	Legal/ Compliance	Finance/ Accounting	Engineering/ Technology	CS/ Marketing	Global
Kunihiro Tanaka	○			○		
Masataka Kawada	○		○			
Koichi Ise				○		
Akihiro Maeda	○			○		
Hiroo Hatashita	○		○			
Toshihiro Igi	○	○				
Yukie Osaka					○	
Tomomi Arakawa				○	○	○
Tatsuya Morita		○			○	○
Yayoi Yamaguchi	○		○			○
Toshiyuki Umeki	○			○		
Hiroyuki Hasegawa	○		○			○
Tomoyuki Hirose	○					○

#### **Proposal 4: Revision of the Amount of Remuneration for Directors**

The amount of remuneration for Directors of the Company is no more than 150,000 thousand yen per year (including no more than 30,000 thousand yen for Outside Directors). A resolution was passed at the 11th Annual General Meeting of Shareholders held on June 24, 2010 that the amount shall be no more than 150,000 thousand yen per year (including no more than 10,000 thousand yen for Outside Directors), and subsequently, a resolution was passed at the 19th Annual General Meeting of Shareholders held on June 26, 2018 that the amount for Outside Directors shall be no more than 30,000 thousand yen. Moreover, separately, a resolution was passed at the 7th Annual General Meeting of Shareholders held on June 27, 2006, that enables the granting of share acquisition rights of no more than 20,000 thousand yen per year as remuneration in the form of stock options. Furthermore, separately, a resolution was passed at the 23rd Annual General Meeting of Shareholders held on June 23, 2022 that the total amount of monetary remuneration claims to be provided to Directors, excluding Outside Directors, as remuneration, etc. related to restricted stock shall be no more than 100,000 thousand yen per year.

The Company believes that, as a company engaged in the digital infrastructure of society, in preparation for the expansion of roles and responsibilities required of Directors, it is important to secure the maximum amount of remuneration that allows flexible and agile appointment of excellent human resources and to develop a remuneration system that facilitates the contribution of Directors.

Accordingly, the Company proposes the maximum amount of remuneration (monetary remuneration) for Directors and the maximum amount of monetary remuneration claims to be provided as remuneration, etc. related to restricted stock as described below and requests your approval. Except for the maximum amount of each type of remuneration, there are no changes to the contents of resolutions passed at the respective General Meetings of Shareholders mentioned above.

The Company believes that this proposal is in line with the policy for determining remuneration resolved at the meeting of the Board of Directors held on May 22, 2025, described in the Business Report and is appropriate.

If Proposal 2 is approved and passed as originally proposed, the number of Directors will be nine (9) (including five (5) Outside Directors).

##### **1. Monetary remuneration**

No more than 300,000 thousand yen per year (including no more than 60,000 thousand yen for Outside Directors)

Eligible persons: Directors (including Outside Directors)

##### **2. Monetary remuneration claims to be provided as remuneration, etc. related to restricted stock**

No more than 200,000 thousand yen per year

Eligible persons: Directors (excluding Outside Directors)