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Securities Code: 3288

December 2, 2024

Notice of Convocation of the 28th Ordinary General Meeting of Shareholders

Dear Shareholders,

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

The 28th Ordinary General Meeting of Shareholders (the "Meeting") of Open House Group Co., Ltd. (the "Company") will be held as described below.

Regarding convocation of the Meeting, the Company has taken measures for electronic provision. Matters to be provided electronically are available as the "Notice of Convocation of the 28th Ordinary General Meeting of Shareholders" on the following websites.

The Company: https://openhouse-group.co.jp/ir/library/library_05.html

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

Please access the above Tokyo Stock Exchange's website, enter "Open House Group" in Issue name (company name) or "3288" in Code to search, and then click on "Basic information" and "Documents for public inspection/PR information" to review the matters.

If you are not attending the Meeting in person, you can exercise your voting rights in writing or via the Internet, etc. We kindly request that you review the "Reference Documents for the General Meeting of Shareholders" included in the electronically provided information and exercise your voting rights by 6:00 p.m. on Tuesday, December 24, 2024 (JST).

Sincerely yours,

Masaaki Arai

President & CEO

Open House Group Co., Ltd.

2-7-2 Marunouchi, Chiyoda-ku, Tokyo

Particulars

1. Date and Time: Wednesday, December 25, 2024, at 10:00 a.m. (reception open: 9:30 a.m.)

2. Place: TOKYO KAIKAN 7F
3-2-1 Marunouchi, Chiyoda-ku, Tokyo, Japan

3. Meeting Agenda:

Matters to be Reported:

- a. Report on the Business Report, the Consolidated Financial Statements, and the audit reports on the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board, for the 28th Fiscal Year (from October 1, 2023 to September 30, 2024).
- b. Report on the Non-Consolidated Financial Statements for the 28th Fiscal Year (from October 1, 2023 to September 30, 2024).

Matters to be Resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Nine (9) Directors

Proposal No. 3: Election of Three (3) Audit & Supervisory Board Members

Proposal No. 4: Election of One (1) Substitute Audit & Supervisory Board Member

4. Other Matters Determined for Convocation:

- (1) If you wish to exercise your voting rights by proxy, you may appoint one other shareholder who has voting rights as your proxy to attend the General Meeting of Shareholders. In case of attendance by proxy, please submit the Voting Rights Exercise Form of both the shareholders and the proxy, along with a power of attorney, at the reception desk of the venue.
- (2) If you do not indicate your approval or disapproval for the proposals on the Voting Rights Exercise Form, you will be deemed to have indicated your approval.
- (3) If you exercise your voting rights both in writing (by mail) and via the internet, etc., the exercise of voting rights via the internet, etc., will be treated as valid. If you exercise your voting rights multiple times via the internet, etc., the last exercise will be treated as valid.

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- If you plan to attend the meeting, please submit your Voting Rights Exercise Form at the reception desk of the venue.
 - If any modifications are made to the electronically provided information, the revised content will be posted on each website where the information is published.

<Guidance to the Exercise of Voting Rights >

1. Voting rights at the General Meeting of Shareholders are an important right of shareholders. We kindly request that you review the Reference Document for the General Meeting of Shareholders provided in the electronically available information and exercise your voting right.

There are three methods to exercise your voting rights, listed below:

(1) In attendance

If you plan to attend the meeting, please submit your Voting Rights Exercise Form at the reception desk of the venue, on December 25, 2024 by 10 a.m. (reception opens at 9:30 a.m.)

(2) Via mail

Please fill in the Voting Rights Exercise Form with your vote and mail the form to be received by 6:00 p.m. on Tuesday, December 24, 2024.

(3) Via the Internet, etc.

You can exercise your Voting Rights via the Internet, etc. Please see "Guidance to the Exercise of Voting Rights via the Internet, etc." for instructions provided on the following page. Please vote by 6:00 p.m. on Tuesday, December 24, 2024.

(4) Multiple Exercise of Voting Rights

- (a) If you have exercised your voting rights both by mailing the Voting Rights Exercise Form and via the Internet, only the exercise of voting rights via the Internet will be valid.
- (b) If you have exercised your voting rights more than once via the Internet, only the final exercise of the voting rights will be valid. If you have exercised your voting rights via personal computer and smartphone redundantly, only the final exercise of the voting rights will be valid.

<Guidance to the Exercise of Voting Rights via the Internet, etc.>

(1) Website for the Exercise of Voting Rights

You can exercise of your voting rights online by visiting the designated website

(<https://evote.tr.mufg.jp/>)

(2) How to Exercise Voting Rights via the Internet

(a) By entering Login ID and Temporary Password (computer, etc.)

- Please access the website for the exercise of voting rights (<https://evote.tr.mufg.jp/>)
- Enter the "Login ID" and "Temporary Password" shown on the attached Voting Rights Exercise Form and
- Follow the instructions on the screen to register your vote for or against the proposals.

(b) By scanning the QR code (smartphone, tablet, etc.)

- By scanning the QR code for login shown on the attached Voting Rights Exercise Form, you can automatically access the designated website for the exercise of voting rights and exercise your voting rights. (You do not need to enter the "Login ID" and "Temporary Password".)
- Follow the instructions on the screen to register your vote.

※QR code is a registered trademark of DENSO WAVE CORPORATION.

For inquiries about the system and other matters, contact:

Securities Business Division (Help Desk),
Mitsubishi UFJ Trust and Banking Corporation
Phone: 0120-173-027 (toll-Free within Japan)
Hours: 9:00 a.m. - 9:00 p.m. (Japan Time)

2. Electronic Voting Platform

Institutional investors may use the "Electronic Voting Platform" operated by ICJ, Inc., to exercise your voting rights.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company considers the return of profits to shareholders as one of the top management priorities. The Company's basic policy is to provide year-end dividends while maintaining stable dividends and comprehensively considering future business development and other factors.

Based on this dividend policy, the Company proposes to set the year-end dividend for the 28th Fiscal Year at 83 yen per common share. This will bring the annual dividend for the current Fiscal Year to 166 yen per share, including an interim dividend of 83 yen.

(1) Type of dividend property

Cash

(2) Matters concerning allotment of dividend property and its total amount

Dividends per common share 83yen

Total amount of dividends 9,668,592,478 yen

(3) Effective date of distribution of surplus

December 26, 2024

Proposal No. 2: Election of Nine (9) Directors

At the conclusion of this Meeting, the terms of office of all nine (9) Directors will expire.

Therefore, the Company proposes the election of nine (9) Directors.

The candidates for Directors are as follows:

No.	Name		Current Position and assignment at the Company
1	Masaaki Arai	Re-appointment	President & CEO
2	Kazuhiko Kamata	Re-appointment	Executive Vice President
3	Kotaro Wakatabi	Re-appointment	Senior Managing Director, CFO and Head of Corporate Planning Division
4	Ryosuke Fukuoka	Re-appointment	Director, Senior Managing Executive Officer
5	Hiroshi Munemasa	Re-appointment	Director
6	Kenta Kikuchi	Newly appointed	Managing Executive Officer
7	Hitoshi Ishimura	Re-appointment ^{*1*2}	Director
8	Yuko Omae	Re-appointment ^{*1*2}	Director
9	Maoko Kotani	Re-appointment ^{*1*2}	Director

*1 Outside Director candidate

*2 Independent Director candidate

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
1	Masaaki Arai (October 29, 1965)	October 1987 Joined Unihouse Incorporated September 1997 President & CEO of the Company (current position) September 2000 Director of Souken Build Ltd. (currently, Open House Development Co., Ltd.) August 2007 Director of IB Net Co., Ltd. September 2010 Director of Open House Realty & Investments, Inc. October 2011 Director of OH Real Estate Management Co., Ltd. (currently, Open House Real Estate Co., Ltd.) January 2015 Director of Asakawa Home Co., Ltd. (currently, Open House Architect Co., Ltd.) October 2018 Director of HAWK ONE CORPORATION	41,537,200
<p data-bbox="225 640 783 667"><Reasons for election as a candidate for Directors></p> <p data-bbox="225 674 1417 920">As the founder of the Company, Mr. Masaaki Arai has demonstrated strong leadership and led the development of the group's business. With thorough knowledge of the real estate industry, high-level insights, and excellent management skills, he has been deeply engaged in decision-making concerning business execution as Representative Director. He has steadily addressed various management challenges, appropriately fulfilled his duties and responsibilities, and contributed to the Company's performance. We have determined that he can leverage his experience and achievements to contribute to the sustainable growth of the group and the enhancement of medium to long-term corporate value and continue to appropriately perform his duties as a Director.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
2	Kazuhiko Kamata (November 8, 1965)	April 1988 Joined Recruit Cosmos Co., Ltd. (currently, Cosmos Initia Co., Ltd.) June 1989 Co-founder and Director of Intelligence, Ltd. (currently, PERSOL CAREER CO., LTD.) April 1999 Representative Director of Intelligence, Ltd. (currently, PERSOL CAREER CO., LTD.) May 2008 Chairperson of Japan Staffing Services Association December 2008 Advisor of Intelligence, Ltd. (currently, PERSOL CAREER CO., LTD.) January 2009 Director of Art Craft Science KK April 2009 Chairperson and Representative Director of Art Craft Science KK June 2009 Outside Director of Payroll Inc. August 2009 Outside Director of I am Inc. (currently, Interworks, Inc.) March 2014 Outside Director of Fullcast Holdings Co., Ltd. September 2015 Outside Director of Trust Tech Inc. December 2015 Director, Executive Vice President of the Company (current position) December 2016 Director of Open House Architect Co., Ltd. (current position) May 2018 Outside Director of PR TIMES Inc. November 2021 Representative Director of Open House Preparation Co., Ltd. (currently, Open House Co., Ltd.) (current position) December 2021 Director of Open House Real Estate Co., Ltd. (current position)	127,300
<p><Reasons for election as a candidate for Directors></p> <p>Mr. Kazuhiko Kamata has served as the Executive Vice President, who has been responsible for management and possesses extensive experience and achievements cultivated through participation in the management of numerous companies, as well as high-level insights in the field of human resource management. He has appropriately fulfilled his responsibilities contributing to the company's performance by steadily working on strategy formulation for the sustainable development of the group. We have determined that he can leverage his experience and achievements to contribute to the sustainable growth of the group and the enhancement of medium to long-term corporate value and continue to appropriately perform his duties as a Director.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
3	Kotaro Wakatabi (January 24, 1976)	<p>April 1998 Joined Sumitomo Bank, Limited (currently Sumitomo Mitsui Banking Corporation)</p> <p>June 2000 Joined Starbucks Coffee Japan, Ltd.</p> <p>August 2009 Joined the Company</p> <p>December 2010 CEO of Open House Realty & Investments, Inc.</p> <p>December 2012 Director of Open House Realty & Investments, Inc. (current position)</p> <p>October 2014 Executive Officer, General Manager of Corporate Planning Division of the Company</p> <p>December 2015 Managing Director and General Manager of Corporate Planning Division of the Company</p> <p>December 2016 Audit & Supervisory Board Member of Open House Architect Co., Ltd. Director of OH Real Estate Management Co., Ltd. (currently, Open House Real Estate Co., Ltd.) (current position) Director of IB Net Co., Ltd. (current position)</p> <p>April 2018 Managing Director, Managing Executive Officer, Head of Administration Division and Corporate Planning Division, of the Company</p> <p>October 2018 Audit & Supervisory Board Member of HAWK ONE CORPORATION</p> <p>October 2019 Director of HAWK ONE CORPORATION (current position)</p> <p>June 2020 Director of PRESSANCE CORPORATION Co., Ltd. (current position)</p> <p>November 2021 Director of Open House Preparation Co., Ltd. (currently, Open House Co., Ltd.) (current position)</p> <p>December 2021 Senior Managing Director and CFO of the Company, Head of Administration Division and Corporate Planning Division (current position)</p> <p>November 2023 Director of SANEI ARCHITECTURE PLANNING CO.,LTD (currently, MELDIA CO., LTD), (current position)</p>	276,100
<p><Reasons for election as a candidate for Directors></p> <p>Mr. Kotaro Wakatabi has served as the head of our Corporate Division and has extensive experience and deep knowledge in corporate management. Furthermore, he has appropriately fulfilled his duties and responsibilities, contributing to performance by promoting sustainable management practice and others, within the group. We have determined that he can leverage his experience and achievements to contribute to the sustainable growth of the group and the enhancement of medium to long-term corporate value and continue to appropriately perform his duties as a Director.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
4	Ryosuke Fukuoka (May 22, 1978)	April 2002 Joined the Company December 2002 Joined Souken Build Co., Ltd (currently, Open House Development Co., Ltd.) December 2006 Representative Director of Open House Development Co., Ltd. (current position) December 2010 Director of the Company April 2016 Representative Director of OH Real Estate Management Co., Ltd. (currently, Open House Real Estate Co., Ltd.) (current position) January 2018 Director, Business Manager of Open House Architect Co., Ltd. April 2018 Director, Managing Executive Officer of the Company December 2021 Director, Senior Managing Executive Officer of the Company (current position)	878,300
<p data-bbox="209 786 767 808"><Reasons for election as a candidate for Directors></p> <p data-bbox="209 815 1417 999">Mr. Ryosuke Fukuoka has consistently achieved outstanding results since joining the Company. He has extensive experience and deep knowledge in the real estate industry. Furthermore, while serving in key positions within the group, including as the Representative Director of our consolidated subsidiary companies. He has appropriately fulfilled his duties and responsibilities, contributing to performance. We have determined that he can leverage his experience and achievements to contribute to the sustainable growth of the group and the enhancement of medium to long-term corporate value and continue to appropriately perform his duties as a Director.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held	
5	Hiroshi Munemasa (February 1, 1962)	April 1985	Joined Sumitomo Bank, Limited (currently, Sumitomo Mitsui Banking Corporation)	1,200
		April 2009	General Manager, Planning Dept., Treasury Unit of Sumitomo Mitsui Banking Corporation	
		April 2013	Executive Officer and General Manager, Planning Dept., Treasury Unit of Sumitomo Mitsui Banking Corporation	
		April 2015	Managing Executive Officer, Deputy Head of Treasury Unit of Sumitomo Mitsui Banking Corporation	
		April 2018	Senior Managing Executive Officer, Head of Treasury Unit of Sumitomo Mitsui Banking Corporation Senior Managing Executive Officer, Head of Global Markets Business Unit of Sumitomo Mitsui Financial Group, Inc.	
		April 2020	Advisor of Sumitomo Mitsui Banking Corporation	
		March 2021	Advisor of the Company	
		June 2021	Outside Director of Future Venture Capital Co., Ltd.	
	December 2021	Director of the Company (current position)		
<p>< Reasons for election as a candidate for Directors ></p> <p>Mr. Hiroshi Munemasa has extensive experience and deep knowledge from his years of involvement in a wide range of operations in the financial industry, including market operations and business planning. Furthermore, he has appropriately fulfilled his duties and responsibilities, contributing to performance by conducting financial market analysis and formulating strategies. We have determined that he can leverage his experience and achievements to contribute to the sustainable growth of the group and the enhancement of medium to long-term corporate value and continue to appropriately perform his duties as a Director.</p>				

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
6	Kenta Kikuchi (October 24, 1983)	April 2006 Joined Open House Co., Ltd. (currently Open House Group Co., Ltd.) October 2014 Executive Officer, General Manager of Construction Division of Open House Development Co., Ltd. December 2015 Director of Asakawa Home Co., Ltd. (Open House Architect Co., Ltd.) April 2018 Managing Executive Officer, General Manager of Construction Division of Open House Development Co., Ltd., October 2018 Director of HAWK ONE CORPORATION October 2019 Representative Director of HAWK ONE CORPORATION December 2021 Managing Executive Officer Open House Development Co., Ltd., Director, General Manager of Construction Division of Open House Development Co., Ltd. (current position) November 2023 Director of HAWK ONE CORPORATION (current position) Representative Director of Sanei Architecture Planning Co.,Ltd. (currently MELDIA CO.,LTD) (current position)	269,400
<p><Reasons for election as a candidate for Directors></p> <p>Mr. Kenta Kikuchi has consistently achieved outstanding results since joining our company, demonstrating extensive experience and deep knowledge in the real estate and construction industries. His leadership roles have included serving as the representative director for consolidated subsidiaries that became a part of our group through M&A. He has effectively fulfilled his duties and responsibilities, contributing to our performance. We have determined that he can leverage his experience and achievements to contribute to the sustainable growth of the group and the enhancement of medium to long-term corporate value and to appropriately perform his duties as a Director.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
7	Hitoshi Ishimura (May 19, 1953)	<p>April 1976 Joined Saitama Bank, Ltd. (currently, Resona Bank, Ltd.)</p> <p>June 2006 Representative Director, Deputy President of Resona Bank, Ltd.</p> <p>June 2009 Executive Vice President, Director, General Manager of Office Leasing and Development Division, in charge of Residential Business Department of Daiei Real Estate & Development Co., Ltd.</p> <p>June 2010 Representative Director of Daiei Real Estate & Development Co., Ltd.</p> <p>June 2014 Representative Director and Chief Executive Officer of Daiei Real Estate & Development Co., Ltd. (current position)</p> <p>December 2015 Outside Director of the Company (current position)</p> <p>June 2018 Outside Director of Regional Economy Vitalization Corporation of Japan (current position)</p>	-
<p><Reasons for election as a candidate for Outside Directors and overview of expected roles></p> <p>Mr. Hitoshi Ishimura has extensive experience and deep knowledge as an executive in financial institutions and real estate companies. He provides supervision and advice to ensure the validity and appropriateness of the decision-making by the Board of Directors, from an independent standpoint. We have determined that he can leverage his experience and achievements to appropriately perform his duties as an Outside Director. After his appointment, we expect him to continue the above-mentioned role.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
8	Yuko Omae (February 17, 1966)	<p>April 1996 Registered as a practicing attorney Joined Kamibayashi Law Office</p> <p>April 2003 Joined Cast Law Firm (currently, Uryu & Itoga Law Firm)</p> <p>June 2003 Partner of Uryu & Itoga Law Firm (current position)</p> <p>September 2005 Outside Audit & Supervisory Board Member of Revamp Corporation</p> <p>July 2006 Director of Ai-Port Station (Specified non-profit organization)</p> <p>July 2012 Auditor of Ai-Port Station (current position)</p> <p>June 2020 Councilor of Tonegawa, Arakawa source of a river area measures fund (Public Interest Incorporated Foundation) (current position)</p> <p>December 2020 Outside Director of the Company (current position)</p>	-
<p><Reasons for election as a candidate for Outside Directors and overview of expected roles> Ms. Yuko Omae has extensive experience and deep knowledge as a lawyer, providing supervision and advice from an independent standpoint to ensure the validity and appropriateness of the Board of Directors. Although she has not been involved in corporate management other than as an outside officer in the past, we have determined that she can leverage her experience and achievements to appropriately perform her duties as an Outside Director. After her appointment, we expect her to continue the above-mentioned role.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
9	Maoko Kotani (March 4, 1965)	<p>April 1986 Joined Japan Airlines Co., Ltd.</p> <p>April 1990 Anchor of the news show, Morning Wide (NHK G)</p> <p>April 1998 Anchor of the news show, World Business Satellite (TV Tokyo) Interviewer on TV program "Maoko Kotani's KANDAN" (Broadcast Satellite [BS] Japan)</p> <p>April 2005 Advisor of Japan Association for the World Food Programme</p> <p>April 2013 World Economic Forum, International Media Council member</p> <p>April 2014 Anchor of the nightly news program "Nikkei Plus 10" (Broadcast Satellite [BS] Japan)</p> <p>April 2015 Moderator of annual OECD Forum</p> <p>June 2018 Director of TOYOTA Mobility Foundation (general incorporated foundation)</p> <p>March 2020 Anchor of "Nikkei Special - The future SDGs changes" (Broadcast Satellite [BS] TV Tokyo)</p> <p>December 2020 Outside Director of the Company (current position)</p> <p>June 2021 Outside Director of Polaris Capital Group Co., Ltd. (current position)</p> <p>April 2022 Outside Director of HITOWA Holdings Co., Ltd. Director of Japan Association for the World Food Programme (current position)</p>	-
<p><Reasons for election as a candidate for Outside Directors and overview of expected roles ></p> <p>Ms. Maoko Kotani has extensive experience and deep knowledge gained from serving as a news anchor for informational and current affairs programs over many years, where she has raised wide range of issues related to politics, economics, international relations, and societies. She provides valuable advice on the Company's management and sustainability, as well as appropriate supervision and guidance on business execution. We have determined that she can leverage her experience and achievements to appropriately perform her duties as an Outside Director. After her appointment, we expect her to continue the above-mentioned role.</p>			

- Notes:
1. Mr. Kenta Kikuchi is a newly appointed candidate for Director.
 2. The name of Ms. Yuko Omae in the family register is Yuko Mukaida.
 3. Mr. Hitoshi Ishimura, Ms. Yuko Omae and Ms. Maoko Kotani are candidates for Outside Directors.
 4. No special interest exists between the Company and each candidate.
 5. Mr. Hitoshi Ishimura is currently an Outside Director of the Company, and the term in his office as Outside Director will be nine (9) years upon the conclusion of the Meeting. Ms. Yuko Omae and Ms. Maoko Kotani are currently Outside Directors of the Company, and the term in their office as Outside Directors will be four (4) years upon the conclusion of the Meeting.
 6. Pursuant to Articles 427, Paragraph 1 of the Companies Act, the Company has entered into the agreement with Mr. Hitoshi Ishimura, Ms. Yuko Omae and Ms. Maoko Kotani to limit the liability under Article 423, Paragraph 1 of the Companies Act. The limit of liability under the agreement is the minimum liability amount stipulated by laws and regulations or five million (5,000,000) yen, whichever is higher. If the re-election of Mr. Hitoshi Ishimura, Ms. Yuko Omae and Ms. Maoko Kotani is approved, the Company plans to continue the said agreement with them.
 7. The Company has notified the Tokyo Stock Exchange, Inc. ("TSE") of Mr. Hitoshi Ishimura, Ms. Yuko Omae and Ms. Maoko Kotani as independent officers in accordance with TSE provisions. If their reelection is approved, the Company plans to continue to designate them as independent officers.
 8. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, which includes the current directors who are candidates as insured. This insurance contract covers damages that may arise from the insured assuming responsibility for the execution of their duties or receiving claims pertaining to the pursuit of such responsibility. If the re-appointment of each candidate and the appointment of Mr. Kenta Kikuchi are approved, they will become the insured under this insurance contract. We plan to renew this insurance contract during their term of office.

(For reference) Skill Matrix of Directors

If this proposal is approved as originally proposed, the expertise and experience of the Directors will be as follows:

Name	Outside	Management Experience, Business Strategy, & M&A	Company Business and Industry Experience	ESG	Legal & Risk Management	Finance & Accounting	Innovation & Technology
Masaaki Arai		✓	✓				
Kazuhiko Kamata		✓	✓	✓			✓
Kotaro Wakatabi		✓	✓	✓		✓	✓
Ryosuke Fukuoka		✓	✓				
Hiroshi Munemasa		✓				✓	
Kenta Kikuchi		✓	✓				
Hitoshi Ishimura	✓	✓	✓			✓	
Yuko Omae	✓			✓	✓		
Maoko Kotani	✓			✓			

Note* This table does not represent all of the expertise and experience possessed by the Director candidates.

Proposal No. 3: Election of Three (3) Audit & Supervisory Board Members

All three (3) Audit & Supervisory Board Members will complete their terms of office at the conclusion of this General Meeting of Shareholders. Accordingly, we request the election of three (3) Audit & Supervisory Board Members.

This proposal has obtained the consent of the Audit & Supervisory Board.

The candidates for Audit & Supervisory Board Members are as follows:

No.	Name	Current Position at the Company
1	Megumi Koyama Newly appointed	General Manager of Corporate Management Division, Accounting Department
2	Koichi Matsumoto Re-appointment*1*2	Audit & Supervisory Board Member (full-time)
3	Shoko Sasaki Re-appointment*1*2	Audit & Supervisory Board Member

*1 Outside Audit & Supervisory Board Member candidate.

*2 Independent Director candidate

No.	Name (Date of Birth)	Career summary and status at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
1	Megumi Koyama (July, 7, 1970)	<p>April 1993 Joined Kataoka & Co., Ltd.</p> <p>September 2001 Joined Internet Security Systems K.K. (Currently IBM Japan, Ltd.)</p> <p>September 2009 Joined the Company</p> <p>September 2019 Seconded to Open House Texas Realty & Investments, LLC</p> <p>October 2024 General Manager of Corporate Management Division, Accounting Department, Open House Group Co., Ltd.</p>	20,000
<p><Reasons for election as a candidate for Audit & Supervisory Board Member></p> <p>Ms. Megumi Koyama has been engaged in accounting operations for the Company and its domestic and overseas subsidiaries for many years, possessing extensive experience and specialized knowledge in corporate accounting. Additionally, she is well-versed in the organization and business processes of the Group, and we have determined that she can appropriately perform her duties as an Audit & Supervisory Board Member of the Company.</p>			

No.	Name (Date of Birth)	Career summary and status at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
2	Koichi Matsumoto (Sept. 30, 1951)	<p>April 1975 Joined Ataka & Co., Ltd. (currently, ITOCHU Corporation)</p> <p>December 2004 Audit & Supervisory Board Member of ITOCHU-SHOKUHIN Co., Ltd. ("ISC")</p> <p>May 2007 CFO of the Food Company of ITOCHU Corporation</p> <p>December 2009 Director of ISC</p> <p>May 2011 Executive Officer of ISC Head of Human Resources & General Affairs Division, responsible for Internal Control and Environmental Responsibility and Food Quality Assurance</p> <p>April 2014 Managing Executive Officer of ISC Head of Administrative Division and Corporate Planning Division, responsible for Corporate Social Responsibility and Compliance</p> <p>June 2014 Director, Managing Executive Officer of ISC Head of Administrative Division and Corporate Planning Division, responsible for Corporate Social Responsibility and Compliance</p> <p>June 2015 Director, Senior Managing Executive Officer of ISC Head of Administrative Division, responsible for Corporate Social Responsibility and Compliance</p> <p>April 2016 Director, Senior Managing Executive Officer of ISC Head of Administrative Division and Business Reform Promotion Division, responsible for Corporate Social Responsibility and Compliance</p> <p>June 2017 Director of ISC</p> <p>December 2018 Outside Audit & Supervisory Board Member of the Company</p> <p>December 2020 Audit & Supervisory Board Member (full-time) of the Company (current position) Audit & Supervisory Board Member of Open House Development Co., Ltd. (current position) Audit & Supervisory Board Member, OH Real Estate Management Co., Ltd. (currently Open House Real Estate Co., Ltd.) (current position) Audit & Supervisory Board Member, Hawk One Co., Ltd. (current position)</p> <p>November 2021 Outside Audit & Supervisory Board Member (Full-Time) of Open House Preparation Co., Ltd. (currently Open House Co., Ltd.) (current position)</p>	-
<p><Reasons for election as a candidate for Audit & Supervisory Board Member> Mr. Koichi Matsumoto has held key positions in the management and corporate governance departments at a major trading company and has been conducting appropriate audits based on his extensive experience and deep knowledge of finance and accounting. Based on this experience and track record, we have determined that he can continue to appropriately perform his duties as an Outside Audit & Supervisory Board Member of the Company.</p>			

No.	Name (Date of Birth)	Career summary and status at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
3	Shoko Sasaki (October 29, 1961)	April 1985 Joined Ministry of Justice April 2008 Director of Enforcement Division, Immigration Bureau, Ministry of Justice July 2009 Counsellor, Minister's Secretariat and Director of Policy Evaluation and Planning Office, Minister's Secretariat, Ministry of Justice December 2010 Director of Entry and Status Division, Immigration Bureau, Ministry of Justice January 2012 Director of General Affairs Division, Immigration Bureau, Ministry of Justice January 2014 Director of Accounts Division, Minister's Secretariat, Ministry of Justice April 2015 Assistant Vice-Minister of Justice January 2019 Director-General of the Immigration Bureau of Ministry of Justice April 2019 Commissioner of the Immigration Services Agency of Ministry of Justice March 2023 Director of Foundation for the Welfare and Education of the Asian People (current position) May 2023 Executive Director of Japan Immigration Association (current position) September 2023 Director of THE JAPAN-KOREA CULTURAL FOUNDATION (current position) December 2023 Outside Audit & Supervisory Board Member of the Company June 2024 Outside Audit & Supervisory Board Member of Kamigumi Co.,Ltd. (current position)	-
<p><Reasons for election as a candidate for Audit & Supervisory Board Member> Ms. Shoko Sasaki has served as the Director of the Immigration Bureau of the Ministry of Justice and the first Commissioner of the Immigration Services Agency and has been conducting appropriate audits based on her extensive experience and deep knowledge of legal affairs and risk management. Although she has no experience in corporate management other than as an outside officer, based on this experience and track record, we have determined that she can continue to appropriately perform her duties as an Outside Audit & Supervisory Board Member of the Company.</p>			

- Notes:
1. Ms. Megumi Koyama is a new candidate for Audit & Supervisory Board Member.
 2. Mr. Koichi Matsumoto and Ms. Shoko Sasaki are Outside Audit & Supervisory Board Member candidates.
 3. No special interest exists between the Company and the candidates.
 4. Mr. Koichi Matsumoto is currently an Outside Audit & Supervisory Board Member, and his term in office as an Outside Audit & Supervisory Board Member will be six (6) years upon conclusion of the Meeting. Ms. Shoko Sasaki is currently an Outside Audit & Supervisory Board Member, and her term in office as Outside Audit & Supervisory Board Member will be one (1) year upon the conclusion of the Meeting.
 5. The Company has entered into agreements with Mr. Koichi Matsumoto and Ms. Shoko Sasaki to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act, pursuant to the provisions of Article 427, Paragraph 1 of the same Act. The maximum amount of liability for damages under such agreements is the higher of the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act or 5 million yen. If their reappointments are approved, the Company plans to continue these agreements with each of them. Additionally, if the appointment of Ms. Megumi Koyama is approved, the Company plans to enter into a similar agreement with her.
 6. The Company has designated Mr. Koichi Matsumoto and Ms. Shoko Sasaki as independent directors as defined by the Tokyo Stock Exchange. If their reappointments are approved, the Company plans to continue designating them as independent directors.
 7. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, which includes current Audit & Supervisory Board Members as insured. This insurance contract covers damages that may arise from the insured being held liable for the execution of their duties or receiving claims pertaining to the pursuit of such liability. If the reappointments of the aforementioned individuals and the appointment of Ms. Megumi Koyama are approved, they will be included as insured under this insurance contract. The Company plans to renew this insurance contract during their terms of office.

Proposal No. 4: Election of One (1) Substitute Audit & Supervisory Board Member

In order to continuously keep a statutory minimum number of Audit & Supervisory Board Members, the Company proposes the election of one (1) Substitute Audit & Supervisory Board Member.

The election under this resolution may be cancelled, before she assumes the office, by the resolution of the Board of Directors, subject to the approval of the Audit & Supervisory Board.

This proposal has been approved by the Audit & Supervisory Board.

The candidate for Substitute Audit & Supervisory Board Member is as follows:

Name (Date of Birth)	Career summary and status at the Company (significant concurrent positions held outside the Company)	Number of Company's Shares Held
Akiko Mabuchi (June 18, 1974)	October 2003 Registered as a practicing attorney Joined Tokyo Ginza Law office	-
	October 2004 Joined Ogasawara International Immigration Lawyer Office	
	October 2005 Joined Sakamoto Mabuchi Law Office (current position)	
	September 2008 Outside Audit & Supervisory Board Member of REALIT Co., Ltd.	
	June 2013 Outside Audit & Supervisory Board Member of Japan Asset Marketing Co., Ltd.	
	June 2014 Outside Director of Japan Asset Marketing Co., Ltd.	
June 2017 Outside Director (Audit & Supervisory Committee Member) of the Japan Asset Marketing Co., Ltd.		
<p><Reasons for election as a candidate for Substitute Outside Audit & Supervisory Board Member> Ms. Akiko Mabuchi has extensive experience as a lawyer and possesses deep knowledge of corporate law, having served as an Outside Audit & Supervisory Board Member for multiple companies. Although she has not been involved in corporate management other than in the position as an outside officer, based on this experience and track record, we have determined that she can appropriately perform her duties as an Outside Audit & Supervisory Board Member of the Company. Therefore, we have nominated her as a substitute candidate for Outside Audit & Supervisory Board Member.</p>		

- Notes:
1. No special interest exists between the Company and the candidate.
 2. Ms. Akiko Mabuchi is a candidate for Substitute Outside Audit & Supervisory Board Member.
 3. If Ms. Akiko Mabuchi assumes the office of Outside Audit & Supervisory Board Member, the Company plans to enter into an agreement with her, in accordance with Article 427, Paragraph 1 of the Companies Act, to limit the liability under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations or five million (5,000,000) yen, whichever is higher.
 4. Ms. Akiko Mabuchi satisfies the requirement for independent officers in accordance with the regulations of the TSE. If Ms. Akiko Mabuchi assumes the office of Outside Audit & Supervisory Board Member, the Company plans to notify the TSE of her as an independent officer in accordance with the TSE regulations.
 5. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, which includes current Audit & Supervisory Board Members as the insured. This insurance contract covers damages that may arise from the insured assuming responsibility for the execution of their duties or receiving claims pertaining to the pursuit of such responsibility. If Ms. Akiko Mabuchi is appointed as an Audit & Supervisory Board Member, she will be included as an insured under this insurance contract.