

October 19, 2023  
ExaWizards Inc. (TSE 4259)

**Summary of the Extraordinary General Meeting of Shareholders**  
**and Propositions**

ExaWizards, Inc ("the Company") announced in the "Notice Regarding the Establishment of a Record Date for the Convocation of an Extraordinary General Meeting of Shareholders," dated September 14, 2023, that it will set September 30, 2023 as the record date and hold an Extraordinary General Meeting of Shareholders. The Company hereby announces that at today's meeting, its Board of Directors resolved the date, time, and place for the Extraordinary General Meeting of Shareholders and the proposition (election of one corporate auditor) as follows.

1. Date, time, place, and proposition for the Extraordinary General Meeting of Shareholders

- |       |             |  |
|-------|-------------|--|
| ( 1 ) | Date        | Friday, November 24, 2023 at 10:30 a.m.                                    |
| ( 2 ) | Place       | 1-12-9 Shinbashi, Minato-ku, Tokyo<br>Shinbashi Place 4F Conference Room D |
| ( 3 ) | Proposition | Proposition 1:<br>Election of one Corporate Auditor                        |

2. Date, time, place and proposition for the Extraordinary General Meeting of Shareholders

( 1 ) Reasons for the Election of a Corporate Auditor and a Brief Personal History

① Reasons for the Election for Corporate Auditor

Corporate Auditor Kenichi Kato passed away on October 14, 2023 and was retired from his Corporate Auditor position. Therefore, the Company proposes the election of one (1) corporate auditor at this Extraordinary General Meeting of Shareholders, as the Company now lacks the number of corporate auditors required by law.

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

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② Biographies of the Candidates for Corporate Auditor

Name and Date of Birth	Biographies		Number of Shares Held (Thousand shares)
Shigeru Tsuru Date of birth: November ,12 1960	Apr. 1985	Joined Sumitomo Bank Co., Ltd. (current Sumitomo Mitsui Banking Corporation)	-
	Apr. 2012	Executive Officer, Deputy Head of Overseas Business, SMBC Nikko Securities Inc.	
	Apr. 2016	General Manager, East Asia Management Division, Sumitomo Mitsui Banking Corporation	
	Jun. 2017	Resigned from Sumitomo Mitsui Banking Corporation	
	Jun. 2017	Director, Managing Executive Officer, General Manager of International Department, Paloma Co., Ltd.	
	Oct. 2018	Managing Executive Officer, General Manager, Global Strategy Office, Corporate Planning Department, Paloma Co., Ltd.	
	Jun. 2020	Executive Vice President, SMBC OPERATION SERVICE CO., LTD.	
	Oct. 2023	Advisor of ExaWizards Inc. (current)	

1. Mr. Shigeru Tsuru and the Company have a business consignment agreement to verify and advise on the internal control system, but this agreement is scheduled to expire November 23, 2023. The total consignment fee to be paid to Mr. Tsuru is less than 1 million yen, and is not considered to affect his independence.
2. Mr. Shigeru Tsuru is a candidate for outside corporate auditor.
3. Reasons for his nomination as outside corporate auditor: Mr. Shigeru Tsuru has extensive experience in financial institutions and a great deal of insight from time spent as a manager at many different companies. We believe that he will conduct audits to ensure the soundness and legality of business execution and internal control systems, and will provide effective supervision, monitoring, and advice to improve and strengthen the internal control system and financial accounting.
4. If Mr. Shigeru Tsuru's appointment is approved, the Company intends to register him as an independent director as stipulated by the Tokyo Stock Exchange.

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