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(Stock Exchange Code 3048)

November 7, 2023

**To Shareholders with Voting Rights:**

Toru Akiho  
Representative Director and President  
BIC CAMERA INC.  
3-23-23, Takada, Toshima-ku, Tokyo

## **NOTICE OF THE 43RD ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We are pleased to announce the 43rd Annual General Meeting of Shareholders of BIC CAMERA INC. (the “Company”). The meeting will be held for the purposes described 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 the websites shown below. Please access the websites by using the internet addresses to review the information.**

**The Company’s website:**

<https://www.biccamera.co.jp/ir/library/index7.html> (in Japanese)

**Tokyo Stock Exchange website (Listed Company Search):**

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

**(Use the link provided above to access the TSE website. Enter “BIC CAMERA” in “Issue name (company name)” or the Company’s securities code “3048” in “Code,” then click “Search.” 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].”)**

**Website Containing Informational Materials for the Annual General Meeting of Shareholders:**

<https://d.sokai.jp/3048/teiji/> (in Japanese)

**If you are not going to attend the meeting in person, you may exercise your voting rights via the Internet or in writing (via postage). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 6 p.m. on Tuesday, November 21, 2023.**

- 1. Date and Time:** Wednesday, November 22, 2023, at 10:00 a.m. (JST)
- 2. Venue** Large Hall, Itabashi Culture Hall  
51-1, Oyama-higashicho, Itabashi-ku, Tokyo

**3. Meeting Agenda:**

**Matters to be reported:**

- (1) The Business Report, Consolidated Financial Statements for the Company's 43rd Fiscal Year (September 1, 2022 - August 31, 2023) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee regarding the Consolidated Financial Statements
- (2) Non-consolidated Financial Statements for the Company's 43rd Fiscal Year (September 1, 2022 - August 31, 2023)

**Matters to be resolved:**

**Proposal 1:** Appropriation of Surplus

**Proposal 2:** Election of 9 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

**4. Guidance on the Exercise of Voting Rights**

Please refer to Guidance on the Exercise of Voting Rights on pages 3 to 6.

**5. Other Matters regarding This Notice of Convocation**

To shareholders who have requested the delivery of these documents, a document stating matters for which measures for providing information in electronic format are to be taken will be sent together with those documents. However, "Major Business Offices," "Matters Related to Share Acquisition Rights, etc. of the Company," "Items Related to the Accounting Auditor," and "Systems for Ensuring Appropriate Business Operations and Operational Status Thereof" of the Business Report; "Consolidated Statement of Changes in Shareholders' Equity" and "Notes to Consolidated Financial Statements" of the Consolidated Financial Statements; and "Non-consolidated Statement of Changes in Shareholders' Equity" and "Notes to Non-consolidated Financial Statements" of the Non-consolidated Financial Statements will be excluded from such documents in accordance with laws and regulations and Article 14, paragraph 2 of the Company's Articles of Incorporation. Consequently, such documents are part of the documents that were audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing the Audit Reports.

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- If revisions to the matters for which measures for providing information in electronic format arise, a notice of the revisions and the details of the matters before and after the revisions will be posted to each website and to the TSE website.
  - Upon attending the meeting, please present the Voting Rights Exercise Form to the receptionist at the venue of the meeting.

## **Guidance on the Exercise of Voting Rights**

You may exercise your voting rights using one of the following three methods.

### **Exercising Your Voting Rights via the Internet**

Please follow the instructions on pages 4 to 5 to log into the Website for Exercise of Voting Rights from your smartphone or computer and input approval or disapproval for proposals.

Must be completed by Tuesday, November 21, 2023, at 6:00 p.m. (JST)

### **Exercising Voting Rights in Writing (via Postage)**

Please indicate your votes of approval or disapproval for proposals on the Voting Rights Exercise Form and return the form to the Company. You do not need to affix a stamp.

Must be received by Tuesday, November 21, 2023, at 6:00 p.m. (JST)

### **Attending the General Meeting of Shareholders**

Please present the Voting Rights Exercise Form to the receptionist at the venue of the meeting.

Wednesday, November 22, 2023, at 10:00 a.m. (JST) (Reception opens at 9:00 a.m.)

- \* If you exercise your voting right in duplicate both via the Internet and in writing (via postage), the Company will only deem your exercise via the Internet valid.
- \* If you exercise your voting rights via the Internet, etc. more than once, the latest vote shall be accepted as the valid exercise of your voting rights.

## Exercising Your Voting Rights via the Internet

Must be completed by Tuesday, November 21, 2023, at 6:00 p.m. (JST)

### “Smart Vote” method Scanning the login QR Code

You can simply log in to the website for exercising voting rights without entering your voting code and password.

#### 1. Please scan QR Code provided at the bottom right of the Voting Rights Exercise Form.



- \* “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.
- \* The actual Voting Rights Exercise Form may differ from the image.

#### 2. Please enter your approval or disapproval according to the guidance given on the screen.

Note that your voting rights can be exercised only once by using the “Smart Vote” method.

If you need to make a correction to the content of your vote after you have exercised your voting rights, please access the website for personal computers and log in by entering the “voting right exercise code” and “password” printed on the Voting Rights Exercise Form, and exercise your voting rights again.

\* You can access the website for personal computer by scanning the QR Code again.



## Entering the Code and Password for Exercising Voting Rights

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

1. Please access the Website for Exercise of Voting Rights.



Click "Next."

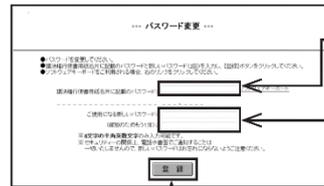
2. Please enter the "voting right exercise code" printed on the Voting Rights Exercise Form.



Enter the "voting right exercise code."

Click "Next."

3. Please enter the "initial password" printed on the Voting Rights Exercise Form.



Enter the "initial password."

Create your own new password.

4. Please enter your approval or disapproval according to the guidance given on the screen.

Click "Register."

\* The actual screen displayed to you may differ from the image.

(Please note)

- The password (including the password changed by the shareholder) is valid only for this General Meeting of Shareholders. New passwords will be issued for the next General Meeting of Shareholders.
- The password is a tool to identify the person who is voting as the shareholder himself/herself. Please note that the Company will not contact shareholders regarding their passwords.
- If you enter an incorrect password more than a certain number of times, the password will be locked and become invalid. If it is locked, please follow the guidance on the screen.
- The cost for the Internet connection is to be borne by the shareholders.
- Depending on the Internet usage environment, etc. of your computer or smartphone, etc. you might not be able to use the Website for Exercise of Voting Rights.

<p>In case you need instructions for how to operate your computer, smartphone, etc. in order to exercise your voting rights via the Internet, please contact:</p>	<p>Mizuho Trust &amp; Banking Co., Ltd., Stock Transfer Agency Department Internet Help Dial 0120-768-524 (Operating Hours: 9:00 a.m. to 9:00 p.m. (JST), excluding year-end and New Year holidays, only in Japan)</p>
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Institutional investors may use the Electronic Voting Platform for institutional investors operated by ICJ, Inc.



## Reference Documents for the General Meeting of Shareholders

### Proposals and References

#### Proposal 1: Appropriation of Surplus

The Company considers the distribution of profits to shareholders as one of the most important management issues, and has its basic policy to pay appropriate dividends according to its performance.

For the year-end dividend for the current fiscal year, we propose a payment of ¥10 per share given the current business performance, future business development, and other factors.

As the Company has already paid an interim dividend of ¥5 per share in May 2023, the annual dividend for the current fiscal year, including said interim dividend, will be ¥15 per share.

(1) Type of dividend property

Cash

(2) Matters concerning allocation of dividend property to shareholders and its total amount

The Company proposes to pay a dividend of ¥10 per common share of the Company.

In this event, the total dividends will be ¥1,711,719,990.

(3) Effective date of the distribution of surplus

November 24, 2023

**Proposal 2:** Election of 9 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all 10 Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. In that regard, the Company proposes the election of 9 Directors, decreasing the number of Directors by 1 to streamline the management base.

In regard to this proposal, the Company's Audit and Supervisory Committee verified and examined the ideal approach to supervision and execution of duties by the Board of Directors, the nomination criteria of candidates for Director, and other factors. As a result, after giving consideration to the status of business execution, performance, and other qualities of the candidates in the current fiscal year, it judged that all candidates were suitable.

The candidates for Director (excluding Director who is an Audit and Supervisory Committee Member) are as follows:

No.	Name	Current positions and responsibilities	
1	Toru Akiho	Representative Director and President; President Executive Officer Director, Kojima Co., Ltd.	Reelection
2	Toru Abe	Director and Managing Director; Supervising Finance & Accounting	Reelection
3	Keiju Nakagawa	Director and Managing Director; Supervising Information System and Logistics Representative Director and President, RANET Co., Ltd.	Reelection
4	Eiji Tamura	Director and Managing Director; Supervising General Affairs and Human Resources, and General Manager, General Affairs and Human Resources Department	Reelection
5	Nachika Nemoto	Director and Executive Officer; In charge of sustainability	Reelection
6	Yuji Nakazawa	Director Representative Director and President; President and Executive Officer, Kojima Co., Ltd.	Reelection
7	Takeshi Uemura	Director	Reelection Outside Independent
8	Kiyoshi Tokuda	Director	Reelection Outside Independent
9	Masaru Nakamura	Director	Reelection Outside

<b>Reelection</b>	Candidate for Director to be reelected	<b>Outside</b>	Candidate for outside Director	<b>Independent</b>	Independent officer as defined by the securities exchange
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No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	<p data-bbox="272 506 480 562">Toru Akiho (December 11, 1974)</p> <p data-bbox="325 607 427 633"><b>Reelection</b></p> <p data-bbox="272 674 480 831">Number of years in office: 5 years (as of the conclusion of this General Meeting of Shareholders)</p> <p data-bbox="272 864 480 943">Attendance at Board of Directors meetings: 17/17</p>	<p data-bbox="496 286 1225 887"> March 1997      Joined the Company  September 2012    Executive Officer; General Manager, Second  Merchandise Department  October 2013      Executive Officer; General Manager, Merchandise  Department  October 2015      Executive Officer; General Manager, EC Business  Department  February 2017     Managing Director; Director General, EC Business  November 2018    Director and Managing Director; Director General, EC  Headquarters  August 2019      Director and Managing Director; Director General,  Merchandise and EC Headquarters  September 2020    Director and Senior Executive Officer; Supervising  Business Promotion, Director General, Merchandise  December 2020    Director and Senior Executive Officer; Supervising  Business Promotion, Director General, Marketing  September 2022    Representative Director and President; President  Executive Officer (to present)  November 2022    Director, Kojima Co., Ltd. (to present) </p> <p data-bbox="496 909 1225 1146"> [Reasons for nomination as a candidate for Director]  Mr. Akiho has long acted as a manager with responsibilities in the realms of  merchandise procurement and EC and was appointed as the Company's  Representative Director and President; President Executive Officer in  September 2022. Accordingly, he has amassed abundant experience,  achievements, and insight over the time. As such, we have judged that he is  well-qualified to contribute to the improvement of the Company's corporate  value by drawing upon his insight, etc. in the management, and have  nominated him as a candidate for Director. </p>	1,900

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	<p data-bbox="300 539 453 607">Toru Abe (June 16, 1961)</p> <p data-bbox="323 640 429 667"><b>Reelection</b></p> <p data-bbox="277 703 478 869">Number of years in office: 14 years (as of the conclusion of this General Meeting of Shareholders)</p> <p data-bbox="277 898 478 981">Attendance at Board of Directors meetings: 17/17</p>	<p data-bbox="496 286 1222 987"> July 2005      Joined the Company  November 2009    Director; General Manager, Corporate Planning  Department  November 2010    Representative Director, Tokyo Camera Distribution  Cooperative (to present)  September 2012   Director and Managing Director; Director General,  Corporate Planning, and General Manager, Corporate  Planning Department of the Company  January 2013      Representative Director and President, Tokyo Keikaku  Co., Ltd. (to present)  February 2017     Director and Senior Executive Officer; Director  General, Corporate Planning Department of the  Company  September 2020    Director and Senior Executive Officer; Supervising  Business Management, Director General, Finance &amp;  Accounting  December 2020    Director and Senior Executive Officer; Supervising  Business Management, Director General, Business  Management  September 2022    Director and Senior Executive Officer; Director  General, Business Management  September 2023    Director and Managing Director; Supervising Finance  &amp; Accounting (to present) </p> <p data-bbox="496 1010 1222 1227"> [Reasons for nomination as a candidate for Director]  Mr. Abe has long served the Group as a manager with responsibility in the corporate planning realm. While holding positions such as Representative Director of a Group company, he has amassed abundant experience, achievements, and insight over the time. As such, we have judged that he is well-qualified to contribute to the improvement of the Company's corporate value by continuing to draw upon his insight, etc. in the management, and have nominated him as a candidate for Director. </p>	13,700
3	<p data-bbox="300 1424 453 1491">Keiju Nakagawa (July 17, 1975)</p> <p data-bbox="323 1525 429 1552"><b>Reelection</b></p> <p data-bbox="277 1588 478 1753">Number of years in office: 5 years (as of the conclusion of this General Meeting of Shareholders)</p> <p data-bbox="277 1783 478 1865">Attendance at Board of Directors meetings: 17/17</p>	<p data-bbox="496 1243 1222 1776"> August 2002      Joined the Company  August 2002      Director, RANET Co., Ltd.  February 2009     Representative Director and President, RANET Co.,  Ltd. (to present)  September 2018    Executive Officer of the Company  November 2018    Director and Executive Officer  December 2018    Director and Executive Officer; Director General,  Digital Communication  September 2020    Director and Executive Officer; Director General,  DX/DC  September 2021    Director and Managing Director; Deputy Director  General, Corporate Planning, and General Manager,  Business Development Department  September 2022    Director and Senior Executive Officer; Director  General, Corporate Planning Department  September 2023    Director and Managing Director; Supervising  Information System and Logistics (to present) </p> <p data-bbox="496 1798 1222 2040"> [Reasons for nomination as a candidate for Director]  Mr. Nakagawa has acted as a manager with responsibilities in the corporate planning realm, has served the Group as Representative Director and President of a Group company which develops sales distributor business for mobile phone and accordingly has amassed abundant experience, achievements, and insight over the time. As such, we have judged that he is well-qualified to contribute to the improvement of the Company's corporate value by continuing to draw upon his insight, etc. in the management, and have nominated him as a candidate for Director. </p>	1,500

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	<p data-bbox="284 611 469 674">Eiji Tamura (January 19, 1960)</p> <p data-bbox="325 707 427 734"><b>Reelection</b></p> <p data-bbox="276 775 477 936">Number of years in office: 7 years (as of the conclusion of this General Meeting of Shareholders)</p> <p data-bbox="276 965 477 1048">Attendance at Board of Directors meetings: 17/17</p>	<p data-bbox="497 286 1225 1122"> June 2010      Joined the Company  September 2011      Executive Officer; General Manager, Human  Resources Department  November 2016      Director and Executive Officer; Director General,  General Affairs, and General Manager, Human  Resources Department  February 2017      Director and Managing Director; Director General,  General Affairs, and General Manager, Human  Resources Department  September 2018      Director and Senior Executive Officer; Director  General, General Affairs, and General Manager,  Human Resources Department  September 2020      Director and Senior Executive Officer; Supervising  Management Strategy, Director General, Corporate  Planning, and General Manager, Corporate Planning  Department  September 2021      Director and Senior Executive Officer; Supervising  Management Strategy, Director General, Corporate  Planning  September 2022      Director and Senior Executive Officer; Director  General, Related Business  November 2022      Director and Senior Executive Officer; Director  General, Related Business, and General Manager, AS  Business Department  September 2023      Director and Managing Director; Supervising General  Affairs and Human Resources, and General Manager,  General Affairs and Human Resources Department (to  present) </p> <p data-bbox="497 1149 1225 1361"> [Reasons for nomination as a candidate for Director]  Mr. Tamura has long acted as a manager with responsibilities in realms of  the human resources, corporate planning and general affairs, and  accordingly has amassed abundant experience, achievements, and insight  over the time. As such, we have judged that he is well-qualified to contribute  to the improvement of the Company's corporate value by continuing to draw  upon his insight, etc. in the management, and have nominated him as a  candidate for Director. </p>	53,200

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	<p>Nachika Nemoto (September 24, 1974)</p> <p><b>Reelection</b></p> <p>Number of years in office: 2 years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at Board of Directors meetings: 17/17</p>	<p>March 1997      Joined the Company</p> <p>September 2009      Deputy Store Manager, Ikebukuro Main Store</p> <p>September 2012      Executive Officer; Store Manager, Seiseki-sakuragaoka Station Store</p> <p>April 2013      Executive Officer; General Manager in charge of Human Resources</p> <p>September 2021      Executive Officer; Deputy Director General, Corporate Planning, and General Manager, Sustainability Promotion Department</p> <p>November 2021      Director and Executive Officer; Deputy Director General, Corporate Planning, and General Manager, Sustainability Promotion Department</p> <p>September 2022      Director and Managing Director; General Manager, Human Resources Development Department</p> <p>September 2023      Director and Executive Officer; In charge of sustainability (to present)</p> <p>[Reasons for nomination as a candidate for Director] Ms. Nemoto long played active roles in the Company's sales and store operations and later worked in the human resource realm, focusing her efforts on promoting the active role of women in the Company, etc., and accordingly has amassed abundant experience, achievements, and insight over the time. As such, we have judged that she is well-qualified to contribute to the improvement of the Company's corporate value by continuing to draw upon her insight, etc. in the management, and have nominated her as a candidate for Director.</p>	1,600
6	<p>Yuji Nakazawa (December 28, 1973)</p> <p><b>Reelection</b></p> <p>Number of years in office: 3 years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at Board of Directors meetings: 17/17</p>	<p>June 1995      Joined Kojima Co., Ltd.</p> <p>July 2000      Store Manager, NEW Aobadai Store, Kojima Co., Ltd.</p> <p>April 2010      Manager, Marketing Planning Office, Kojima Co., Ltd.</p> <p>February 2012      Manager, Merchandising Department, Kojima Co., Ltd.</p> <p>September 2014      Executive Officer; General Manager, Sales Planning Management Support Office, Sales Department, Sales Division, Kojima Co., Ltd.</p> <p>September 2016      Executive Officer; General Manager, Sales Planning and Management Department, Sales Division, Kojima Co., Ltd.</p> <p>September 2018      Managing Executive; General Manager, Sales Planning and Management Department, Sales Division, Kojima Co., Ltd.</p> <p>September 2020      President and Executive Officer, Kojima Co., Ltd.</p> <p>November 2020      Representative Director and President; President Executive Officer, Kojima Co., Ltd. (to present)</p> <p>November 2020      Director of the Company (to present)</p> <p>June 2021      Outside Director, Tochigi Television Corporation (to present)</p> <p>[Reasons for nomination as a candidate for Director] Mr. Nakazawa has long served the Group as a manager with responsibilities in the merchandise and sales realms of a Group company, Kojima Co., Ltd. and was appointed as the company's Representative Director and President in November 2020. Accordingly, he has amassed abundant experience, achievements, and insight over the time. As such, we have nominated him as a candidate for Director, with expectations that he will draw particularly on such expertise in taking on the task of management.</p>	1,800

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
7	<p>Takeshi Uemura (January 19, 1947)</p> <p><b>Reelection</b></p> <p><b>Outside</b></p> <p><b>Independent</b></p> <p>Number of years in office: 3 years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at Board of Directors meetings: 17/17</p>	<p>April 1972      Joined The Yomiuri Shimbun</p> <p>January 2002    General Manager, Politics Department, Tokyo Head Office, The Yomiuri Shimbun</p> <p>June 2003      Deputy General Manager, Editorial Bureau, Tokyo Head Office, The Yomiuri Shimbun</p> <p>September 2003 Deputy Chief, Editorial Board, The Yomiuri Shimbun</p> <p>June 2008      Chairman, Yomiuri Institute of Technology</p> <p>June 2011      Chairman, Bunka Gakuin</p> <p>June 2014      Representative Director and President, YOMIURI LAND CO., LTD.</p> <p>June 2017      Director and Senior Advisor, YOMIURI LAND CO., LTD.</p> <p>June 2020      Senior Advisor, YOMIURI LAND CO., LTD.</p> <p>November 2020    Outside Director of the Company (to present)</p> <p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Uemura maintains a wealth of experience and extensive insight as a business manager. Drawing on that wealth of experience and extensive insight, he furnishes sound advice to management of the Company. In addition, he contributes to the maintenance and strengthening of the Company's governance, particularly through his role as member of the Nominating Committee and the Compensation Committee, which are advisory bodies to the Board of Directors. Going forward, we expect to receive his advice and suggestions from an objective and neutral viewpoint, and have again nominated him as a candidate for Outside Director. He will have served 3 years as Outside Director of the Company as of the conclusion of this Annual General Meeting of Shareholders.</p>	2,700
8	<p>Kiyoshi Tokuda (June 7, 1954)</p> <p><b>Reelection</b></p> <p><b>Outside</b></p> <p><b>Independent</b></p> <p>Number of years in office: 3 years (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at Board of Directors meetings: 17/17</p>	<p>April 1977      Joined Nikkei Inc.</p> <p>September 1994    Seconded to Nikkei Business Publications, Inc. Deputy Editor of Nikkei Business</p> <p>January 2005      Editor-in-Chief, The Nikkei MJ (Marketing Journal)</p> <p>March 2008      Secretary General, General Affairs of Editorial Bureau; Electronic Newspaper Development Division, Nikkei Inc.</p> <p>March 2013      Senior Managing Director, Nikkei Digital Media, Inc.</p> <p>July 2015      Senior Managing Executive Officer, Nikkei Inc.</p> <p>June 2016      Senior Executive Officer, TV TOKYO Corporation</p> <p>July 2020      Commissioned to TV TOKYO Holdings Corporation (to present)</p> <p>November 2020    Outside Director of the Company (to present)</p> <p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Tokuda maintains a wealth of experience and extensive insight as a business manager. Drawing on that wealth of experience and extensive insight, he furnishes sound advice to management of the Company. In addition, he contributes to the maintenance and strengthening of the Company's governance, particularly through his role as member of the Nominating Committee and the Compensation Committee, which are advisory bodies to the Board of Directors. Going forward, we expect to receive his advice and suggestions from an objective and neutral viewpoint, and have again nominated him as a candidate for Outside Director. He will have served 3 years as Outside Director of the Company as of the conclusion of this Annual General Meeting of Shareholders.</p>	800

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
9	<p>Masaru Nakamura (January 11, 1957)</p> <p><b>Reelection</b> <b>Outside</b></p> <p>Number of years in office: 1 year (as of the conclusion of this General Meeting of Shareholders)</p> <p>Attendance at Board of Directors meetings: 14/14 He has attended all the Board of Directors meetings since his appointment as Director on November 17, 2022.</p>	<p>April 1979      Joined The Mitsui Bank, Limited</p> <p>October 1996    Deputy General Manager, Osaka Sales Department II, The Sakura Bank, Limited</p> <p>June 1998      Deputy General Manager, Toranomom Branch, The Sakura Bank, Limited</p> <p>October 1999    Group Leader, Private Banking Department, The Sakura Bank, Limited</p> <p>April 2001      Group Leader, Private Banking Sales Department, Sumitomo Mitsui Banking Corporation</p> <p>April 2007      General Manager, Private Banking Sales Department, Sumitomo Mitsui Banking Corporation</p> <p>July 2010      General Manager and Executive Private Banker, Private Banking Sales Department, Sumitomo Mitsui Banking Corporation (to present)</p> <p>November 2022    Outside Director of the Company (to present)</p> <p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Nakamura maintains a wealth of experience and extensive insight in financial institutions, which have been reflected in the Company's management. As an Outside Director, he furnishes sound advice to management of the Company and contributes to the maintenance and strengthening of the Company's governance. Going forward, we expect to receive his advice and suggestions from an objective and neutral viewpoint, and have again nominated him as a candidate for Outside Director. He will have served 1 year as Outside Director of the Company as of the conclusion of this Annual General Meeting of Shareholders.</p>	600

(Notes)

- Candidate for Director, Mr. Yuji Nakazawa, is the Representative Director of Kojima Co., Ltd. with which the Company has transactions such as merchandise ordering and receiving outsource of payment operations. Furthermore, Kojima Co., Ltd. and the Company are competitors in the business regarding sales of home appliances.
- There are no special interests between each candidate for Director and the Company other than the above.
- Mr. Takeshi Uemura, Mr. Kiyoshi Tokuda and Mr. Masaru Nakamura are candidates for Outside Director.
- Limitation of Liability Agreements with Directors (excluding executive Directors, etc.)  
Based on Article 427, paragraph 1 of the Companies Act and Article 31 of the Company's Articles of Incorporation, the Company has entered into an agreement with Mr. Yuji Nakazawa, Mr. Takeshi Uemura, Mr. Kiyoshi Tokuda and Mr. Masaru Nakamura to limit the liability for damages under Article 423, paragraph 1 of the Companies Act, to the minimum liability amount provided by laws and regulations. If their reelection is approved, the Company plans to continue the above Limitation of Liability Agreement with them.
- Overview of details of Directors and Officers Liability Insurance Policy, etc.  
The Company has entered into a Directors and Officers Liability Insurance Policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company. Under the policy, all Directors and Executive Officers of the Company are included as insureds, and the insurance premiums will be fully borne by the Company. If each candidate is elected and assumes the office as Director, each candidate will be included in the policy as an insured.  
With regard to the overview of the contents of the policy, an insurance company covers the insureds under this insurance policy for their liability borne from performance of their duties or for their liability arising from claims in pursuit of that liability, and the policy will be renewed every year.
- Independent Officers  
The Company has designated Mr. Takeshi Uemura and Mr. Kiyoshi Tokuda as independent officers pursuant to the provisions of the Tokyo Stock Exchange and has registered them to the Tokyo Stock Exchange. If they are reelected at the meeting and assume the office of Outside Directors, the Company will continue their registration as independent officers.

**(Reference) Skills Matrix of Directors after the General Meeting of Shareholders**

(Note) If the elections of the candidates proposed in this notice are approved, the skills matrix of Directors will be as follows:

Name	Gender	Corporate Management Management Strategy	Sustainability	Innovation	Product Development	Marketing	Store Development	M&A Business Strategy	IT Digital	Global Strategic Insight	Finance Accounting	Legal Risk	Diversity HR Well-being	IR Shareholder Engagement
Toru Akiho	Male	●	●		●	●	●							
Toru Abe	Male		●					●			●			●
Keiju Nakagawa	Male	●	●	●				●						
Eiji Tamura	Male	●	●			●							●	
Nachika Nemoto	Female		●			●						●	●	
Yuji Nakazawa	Male	●	●		●	●								
Takeshi Uemura	Male	●	●							●			●	
Kiyoshi Tokuda	Male	●	●	●					●					
Masaru Nakamura	Male		●	●				●		●				
Noriko Otsuka	Female		●								●	●	●	
Yukiko Kishimoto	Female		●			●						●	●	
Koichi Sunayama	Male		●	●							●	●		
Takeshi Toshimitsu	Male	●	●								●	●		