Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities code: 9424

May 30, 2025

To: Shareholders

Frank Seiji Sanda, Representative Director-Chairman **Japan Communications Inc.** 1-28 Toranomon 4-chome, Minato-ku, Tokyo

# NOTICE OF THE 29TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We would like to notify you that the 29th Ordinary General Meeting of Shareholders of Japan Communications Inc. (the "Meeting") will be held as follows.

If you are not able to attend the Meeting, please exercise your voting rights in writing (meaning the voting rights exercise form designated by the Company) or via the Internet by no later than the deadline (Tuesday, June 24, 2025, at 6:00 p.m. (JST)).

For the points to keep in mind in attendance at the Meeting and the method of exercising voting rights in writing or via the Internet, please refer to pages 3 to 4 of this document (available in Japanese only).

**1. Date and time:** Wednesday, June 25, 2025, at 10:00 a.m. (JST)

(Reception opens at 9:00 a.m. (JST))

**2. Venue:** Tokyo American Club B2F

Room name: Manhattan

1-2 Azabudai 2-chome, Minato-ku, Tokyo

\*Please refer to an information map on the back cover of this document (available in Japanese

only).

### 3. Purposes

# Items to be reported:

- 1. Report on the Business Report and the Consolidated Financial Statements for the 29th Fiscal Year (from April 1, 2024, to March 31, 2025) and Results of the Audits of Consolidated Financial Statements by the Financial Auditor and the Board of Corporate Auditors
- 2. Report on the Non-consolidated Financial Statements for the 29th Fiscal Year (from April 1, 2024 to March 31, 2025)

### Items to be resolved:

**Proposal No. 1** Partial Amendments to the Articles of Incorporation

**Proposal No. 2** Election of Six Directors

**Proposal No. 3** Election of One Corporate Auditor

<Information on measures for electronic provision>

When convening the Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (the "items subject to measures for electronic provision") in electronic format, and posts them on the Company's website and each of the websites below:

The Company's website:

https://www.j-com.co.jp (TOP page) (in Japanese)

https://www.j-com.co.jp/en (TOP page) (in English) \*This URL is added only for this English version.

Website for posted informational materials for the general meeting of shareholders:

https://d.sokai.jp/9424/teiji/ (in Japanese)

Tokyo Stock Exchange's website (Listed Company Search):

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

https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show (in English) \*

\*This URL is added only for this English version.

- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each website above.

<Information on exercise of voting rights>

If you exercise your voting rights both in writing and via the Internet, the Company will deem your exercise via the Internet valid.

- 1. Exercise of voting rights in writing
  - Please indicate your approval or disapproval of a proposal on the voting rights exercise form and return it so that it arrives by no later than the deadline (Tuesday, June 24, 2025, at 6:00 p.m. (JST)).
  - If neither approval nor disapproval of a proposal is indicated on the voting rights exercise form, the Company will deem that you indicated your approval of the proposal.
- 2. Exercise of voting rights via the Internet
  - Please access the voting rights exercise website designated by the Company (https://evote.tr.mufg.jp/) (the "voting rights exercise website") on your personal computer or smartphone and enter your approval or disapproval of a proposal by no later than the deadline (Tuesday, June 24, 2025, at 6:00 p.m. (JST)).
  - If you exercise your voting rights on the voting rights exercise website multiple times, the vote exercised last will be treated as the valid one.
- To institutional investors

If you preliminarily applied for the use of the Electronic Voting System Platform operated by ICJ, Inc., you can use the platform.

<Notice of the Resolution>

We will give Notice of the Resolution of the Meeting by posting on the Company's website (https://www.j-com.co.jp/en) (available in Japanese only). We would appreciate your understanding in advance.

#### Reference Documents for the General Meeting of Shareholders

# **Proposal No. 1** Partial Amendments to the Articles of Incorporation

#### 1. Reasons for amendments

(1) Addition of the Business Purpose:

To add the business purpose in preparation for the Company's future business development, we would like to amend Article 2 of the Current Articles of Incorporation.

(2) Amendment of the Person entitled to Convene and to Chair the General Shareholders Meeting and the Board of Directors Meeting:

To change the convener and chairman of the General Shareholders Meeting and the Board of Directors Meeting from the Director-Chairman to the Director-CEO (Chief Executive Officer), we would like to amend Article 14 and Article 24 of the Current Articles of Incorporation.

(3) Addition of the titles of Directors:

To enhance corporate governance of the Company, we would like to establish the title of "CEO" (Chief Executive Officer) for Director in Article 23 of the Current Articles of Incorporation.

(4) Addition of the provision to exempt the liability of Directors and Corporate Auditors partially:

To increase the Company's competitiveness with securing excellent human resources by reducing the liability for damages of Directors and Corporate Auditors, we would like to establish the provisions that the Company may, by resolution of the Board of Directors, exempt Directors and Corporate Auditors from liability for damages to the extent permitted by laws and ordinances in paragraph (1) of Article 31 and paragraph (1) of Article 42 of the Current Articles of Incorporation.

Regarding the amendment of Article 31 of the Current Articles of Incorporation, we obtained consent from each Corporate Auditor.

## 2. Details of proposed amendments

The details of proposed amendments are as follows.

(Amendments underlined)

Current Articles of Incorporation Amended Articles of Incorporation					
	<u> </u>				
Article 1 (omitted)	Article 1 (as it stands)				
Article 2 (Purposes)	Article 2 (Purposes)				
The purposes for which the Company is organized are to	The purposes for which the Company is organized are to				
engage in:	engage in:				
1. the business of telecommunications under	1. (same as on the left)				
Telecommunications Business Law;					
2. the development of systems relating to the	2. (same as on the left)				
telecommunications business;					
3. the development, manufacture, sale and leasing of devices	3. (same as on the left)				
relating to telecommunications;					
4. the development, manufacture, sale and leasing of software	4. (same as on the left)				
relating to telecommunications;					
<newly established=""></newly>	5. the specified certification business based on the Act on				
	Electronic Signatures and Certification Business;				
<u>5.</u> the business of the electronic payment agency; <u>and</u>	<u>6.</u> the business of the electronic payment agency;				
<newly established=""></newly>	7. the business relating issuer of prepaid payment instruments				
	and funds transfer services based on the Payment Services				
	Act; and				
<u>6.</u> all other businesses as are incidental to any of the	8. all other businesses as are incidental to any of the				
foregoing.	foregoing.				

Current Articles of Incornaration	Amandad Artialas of Incorporation
Current Articles of Incorporation	Amended Articles of Incorporation
Article 3 - Article 13 (omitted)	Article 3 - Article 13 (as they stand)
Article 14 (Person entitled to Convene and Chairperson)	Article 14 (Person entitled to Convene and Chairperson of the General Shareholders' Meeting)
1. The General Shareholders' Meeting shall be convened by	1. The General Shareholders' Meeting shall be convened by
the Director-Chairman pursuant to the resolution of Board	the Director-CEO pursuant to the resolution of Board of
of Directors, unless otherwise stipulated by laws and	Directors and such Director shall act as chairperson of the
ordinances. In the event of the Director-Chairman being	meeting, unless otherwise stipulated by laws and
unable to so act, another Director shall take the role of the	ordinances.
<u>Director-Chairman pursuant to the order predetermined by</u>	
the Board of Directors.	
2. The Director-Chairman shall act as chairperson at the	2. When the Director in the previous section has any
General Shareholders' Meeting of the Company. In the	inconvenience, another Director who is determined by the
event of the Director-Chairman being unable to so act,	Board of Directors shall take the role of them.
another Director shall take the role of the Director-	
Chairman pursuant to the order predetermined by the	
Board of Directors.	
Article 15 - Article 22 (omitted)	Article 15 - Article 22 (as they stand)
Article 23 (Representative Director and Directors with Specific Titles)	Article 23 (Representative Director and Directors with Specific Titles)
1. The Board of Directors shall elect by its resolution a	1. (same as on the left)
certain number of Directors to represent the Company.	
2. The Board of Directors may elect a Director-Chairman and	2. The Board of Directors may elect a Director-Chairman, a
a Director-President, and a certain number of vice	Director-President, a Director-CEO, and a certain number
Presidents, senior managing Directors, and managing	of vice Presidents, senior managing Directors, and
Directors.	managing Directors.
Article 24 (Person entitled to Convene and Chairperson of the	Article 24 (Person entitled to Convene and Chairperson of the
Board of Directors Meeting)	Board of Directors Meeting)
The Board of Directors Meeting shall be convened by the	1. The Board of Directors Meeting shall be convened by the
<u>Director-Chairman, who</u> shall act as chairperson at the meeting	<u>Director-CEO and such Director</u> shall act as chairperson at
unless otherwise stipulated in laws and ordinances. <u>In the event</u>	the meeting unless otherwise stipulated in laws and
of the Director-Chairman being unable to so act, another	ordinances.
Director shall take the role of the Director-Chairman pursuant	
to the order predetermined by the Board of Directors.	2. When the Director in the marrians and in the marrians
<splitting section=""></splitting>	2. When the Director in the previous section has any inconvenience, another Director who is determined by the
	Board of Directors shall take the role of them.
Article 25 - Article 30 (omitted)	Article 25 - Article 30 (as they stand)
Article 31 (Restriction of Liability of non-executive Directors)	Article 31 (Exemption and Restriction of Director's Liability)
<pre></pre> <pre>&lt;</pre>	1. Pursuant to the provisions of Section 1, Article 426 of the
shewly established	Company Code, the Company may, by resolution of the
	Board of Directors, exempt a Director (including a former
	Director) from liability stipulated in Section 1, Article 423
	of the Company Code to the extent permitted by laws and
	ordinances.
The Company may enter into an agreement with a Director	2. Pursuant to the provisions of Section 1, Article 427 of the
(excluding an executive Director, etc.) to restrict their liabilities	Company Code, the Company may enter into an agreement
in case of falling under the legal requirement regarding the	with a Director (excluding an executive Director, etc.) to
liabilities of Section 1 of Article 423 of the Company Code.	limit their liability stipulated in Section 1, Article 423 of
Provided that, the limit of liabilities of the agreement shall be	the Company Code to the total of the amounts specified in
the minimum amount stipulated in the law and ordinances.	each paragraph of Section 1, Article 425 of the Company
1	Code.

Current Articles of Incorporation	Amended Articles of Incorporation	
Article 32 - Article 41 (omitted)	Article 32 - Article 41 (as they stand)	
Article 42 (Restriction of liability of Statutory Auditors)	Article 42 (Exemption and Restriction of Statutory Auditor's	
	Liability)	
<newly established=""></newly>	1. Pursuant to the provisions of Section 1, Article 426 of the	
	Company Code, the Company may, by resolution of the	
	Board of Directors, exempt a Statutory Auditor (including a	
	former Statutory Auditor) from liability stipulated in	
	Section 1, Article 423 of the Company Code to the exten	
	permitted by laws and ordinances.	
The Company may enter into an agreement with a Statutory	2. Pursuant to the provisions of Section 1, Article 427 of the	
Auditor to restrict their liabilities in case of falling under the	Company Code, the Company may enter into an agreement	
legal requirement regarding the liabilities of Section 1 of	with a Statutory Auditor to <u>limit their liability stipulated in</u>	
Article 423 of the Company Code. Provided that, the limit of	Section 1, Article 423 of the Company Code to the total of	
liabilities of the agreement shall be the minimum amount	the amounts specified in each paragraph of Section 1,	
stipulated in the law and ordinances.	Article 425 of the Company Code.	
Article 43 - Article 50 (omitted)	Article 43 - Article 50 (as they stand)	

# **Proposal No. 2** Election of Six Directors

Among the currently serving Directors, the terms of office of five Directors, Frank Seiji Sanda, Taku Morota, Shinto Teramoto, Yoko Mori and Hitoshi Tanaka will expire at the conclusion of this meeting. Accordingly, we would like to propose the reelection of Frank Seiji Sanda, Shinto Teramoto, Yoko Mori and Hitoshi Tanaka and the new election of Akemi Kato and Hiroaki Dan in order to enhance the management structure by increasing one additional Director. The candidates for Director are as follows:

Candidate No.	Name (Date of birth)		Career summary, significant concurrent positions outside the Company, and position and responsibility as Director of the Company	
				Number of the Company's shares owned
		Jan. 2008	Member, International Advisory Forum on Next Generation Broadband of the Government of Ireland President, Ireland Japan Chamber of Commerce	
		June 2015	Representative Director-Chairman (current position)	

Reasons for nomination as candidate for Director

Frank Seiji Sanda completed his academic work in the United States and Canada and gained experience in management at global leading companies in such sectors as railroad, banking, and securities. He contributed to the growth of the emerging Japanese mobile phone industry, as an executive of a large U.S. telecommunications device manufacturer. Based on his experience, he proposed the MVNO business model and founded the Company. After that he led the Company for 20 years as the Representative Director-President, realized interconnection among mobile phone operators, and created a new industry called the MVNO business. After implementing a successor plan and becoming the Representative Director-Chairman in June 2015, he has used his connections to conduct business globally in the United States and Europe and is committed to further enhancing the Company's corporate value. Based on such track record and abilities, the Company judges that he will be appropriate to continue to serve as Director of the Company.

Candidate	Name	Career sum	mary, significant concurrent positions outside the	Number of the
No.	(Date of birth)	Company,	and position and responsibility as Director of the	Company's shares
110.	(Date of offth)		Company	owned
		Mar. 1989	Graduated from Faculty of Law, Department of	
			Law, Tokyo Metropolitan University	
		Apr. 1989	Joined Nishimura & Sanada (current	
			Nishimura & Asahi (Gaikokuho Kyodo Jigyo))	
			as Paralegal	
		Dec. 1995	Joined Yamada Group (current Yamada	
			Godojimusho.Co.) as judicial scrivener	
		Nov. 1996	Joined the Company	
		Oct. 2004	Senior Manager of Finance Department	
	Akemi Kato	Apr. 2005	General Manager of Legal/IR Department	
	(July 25, 1966)	Apr. 2008	Assistant Vice President, Legal	262,000 shares
	(New election)	May 2014	Director of Crew System Inc.	
		Apr. 2016	Corporate Auditor of Crew System Inc.	
2			(current position)	
		Nov. 2018	Corporate Auditor of my FinTech Inc. (current	
			position)	
		Feb. 2019	Executive Officer, Vice President, Legal of the	
			Company (current position)	
		(Significant co	ncurrent positions outside the Company)	
		Corporate Aud	itor of Crew System Inc.	
		Corporate Auditor of my FinTech Inc.		
	Reasons for nomination as candi	date for Director		
	Akemi Kato joined the Company	y in 1996 when the Company was founded. Since then, she has supported the managem		

Akemi Kato joined the Company in 1996 when the Company was founded. Since then, she has supported the management of the Company from a legal perspective in various aspects, such as the listing to the Osaka Security Exchange Hercules Market in 2005, working on interconnecting data communication networks in 2007, and working on bringing voice wholesale prices to appropriate levels in 2020. Based on such track record and abilities, the Company judges that she will be appropriate to serve as Director of the Company.

Candidate No.	Name (Date of birth)	mary, significant concurrent positions outside the and position and responsibility as Director of the Company	Number of the Company's shares owned
3	Shinto Teramoto (January 31, 1963) (Reelection) (Candidate for Outside Director)	 Graduated from Faculty of Law, The University of Tokyo Registered as a member of Dai-Ichi Tokyo Bar Association Associate, Nishimura & Sanada (current Nishimura & Asahi (Gaikokuho Kyodo Jigyo)) Associate, TMI Associates Visiting Scholar, James E. Rogers College of Law Partner, Dohke and Teramoto Partner, Teramoto and Partners (later renamed to Teramoto Law Firm) Integrated operations into Nishimura & Partners (current Nishimura & Asahi (Gaikokuho Kyodo Jigyo)) Specially Appointed Professor, Graduate Schools for Law and Politics, The University of Tokyo Professor, Graduate Schools for Law and Politics, The University of Tokyo (full-time professor of School of Law) Professor, Kyushu University Graduate School of Law (current position) Outside Director of the Company (current position) Outside Director, Web I Laboratories, Inc. (current positions outside the Company) Ishu University Graduate School of Law	16,000 shares

Reasons for nomination as candidate for Outside Director and summary of expected roles

Shinto Teramoto has extensive knowledge and experience as a researcher and an educator and also has professional insight as a lawyer. He was not involved in managing companies before June 2015 except for serving as an outside director. However, as an Outside Director of the Company, since June 2015, he has been responsible for ensuring the reasonableness and appropriateness of the decision-making of the Company and supervising the execution of operations. The Company judges that he will be appropriate to continue to serve as Outside Director of the Company because, based on his track record and abilities, he is expected to ensure the reasonableness and appropriateness of the decision-making of the Company and supervise the execution of operations mainly from the standpoint of providing neutral and advanced insight. He will obtain the permission of Kyushu University, the organization to which he belongs, based on the National University Corporation Kyushu University Rules for Concurrent Business.

Candidate No.	Name (Date of birth)		mary, significant concurrent positions outside the and position and responsibility as Director of the	Number of the Company's shares owned
		Company, a Mar. 1975 Apr. 1975 Mar. 1979 Apr. 1981 Nov. 1988 Nov. 1988 Apr. 2008 Apr. 2010 Apr. 2010 Oct. 2011 Aug. 2016	Graduated Department of English, School of Letters, Kobe College Lecturer (in English/English Linguistics), Kobe Tokiwa University Junior College Completed Master's Program in English and American Literature, Kobe College Graduate School, Master of Arts Lecturer (in English/English Linguistics), Kobe College Registered as a member of Tokyo Bar Association Joined Motobayashi Aoki Chiba Law Office (later integrated into Yotsuya-Akebono Law Office) Committee Chair, Special Committee on the Rights of the Aged and Disabled of Tokyo Bar Association Conciliation Committee Member, Tokyo Family Court Committee Member, Tokyo Certification Committee for Long-Term Care Insurance Director, Meguroku Shakaifukushi Jigyodan (current position) Opened Yotsuya-Akebono Law Office (to	
		` ~	Outside Director of the Company (current position) neurrent positions outside the Company) //a-Akebono Law Office	

Reasons for nomination as candidate for Outside Director and summary of expected roles

Yoko Mori has extensive knowledge and experience as an educator and professional insight as a lawyer. She is familiar with not only corporate legal affairs but also general civil cases. She was not involved directly in managing companies before June 2021 except for serving as an Outside Director of the Company. However, as an Outside Director of the Company, since June 2021, she has been responsible for ensuring the reasonableness and appropriateness of the decision-making of the Company and supervising the execution of operations. The Company judges that she will be appropriate to continue to serve as Outside Director of the Company because, based on her track record and abilities, she is expected to ensure the reasonableness and appropriateness of the decision-making of the Company and supervise the execution of operations mainly from the standpoint of providing well-balanced insight based on broad knowledge.

Candidate No.	Name (Date of birth)		nary, significant concurrent positions outside the and position and responsibility as Director of the Company	Number of the Company's shares owned
		Apr. 1981 Apr. 1986 Apr. 1987 July 1988 June 2011 Sept. 2012 Feb. 2013 Dec. 2013 May 2015 June 2015 June 2015 June 2015 Dec. 2018 Dec. 2018 Dec. 2018 Dec. 2018 Dec. 2018 Cot. 2022 Dec. 2023 (Significant cor CEO and Repre CEO, JINS US	Joined Maebashi Shinkin Bank (current Shinonome Shinkin Bank) Joined Studio Clip Co., Ltd. Founded Jin Products, a manufacturer and wholesaler of clothing and accessories, as a solo proprietor Founded JIN Ltd. (current JINS HOLDINGS Inc.), CEO and Representative Director, (current position) CEO and Representative Director, Brand New Day Inc. Chairman, JINS SHENYANG CO., LTD. Chairman, JINS SHANGHAI (current JINS SHANGHAI CO., LTD.) Chairman, JINS BEIJING CO., LTD. CEO, JINS US Holdings, Inc. (current position) Representative Director, JINS norma CO., LTD. (current position) Director, JINS TAIWAN CO., LTD. Outside Director, Oisix Inc. (current Oisix ra daichi Inc.) (current position) Director, JINS ASIA HOLDINGS Limited CEO and Representative Director, JINS Japan Co., Ltd. (current JINS Inc.) CEO and Representative Director, Think Lab. Inc. Chairman, JINS TAIWAN CO., LTD. Outside Director, BALMUDA Inc. Outside Director, BALMUDA Inc. Outside Director, Mebuku Ground Inc. (current position) Director, JINS Inc. (current position) Director, JINS Inc. (current position)	
			Inc. or, Oisix ra daichi Inc. or, Mebuku Ground Inc.	

Reasons for nomination as candidate for Outside Director and summary of expected roles

Hitoshi Tanaka generates innovation in a market through the company he founded for eyewear (such as eyeglasses), grows it to the largest company, and conducts business globally. Since June 2021, he has been responsible for ensuring the reasonableness and appropriateness of the decision-making of the Company and supervising the execution of operations as an Outside Director of the Company. The Company judges that he will be appropriate to continue to serve as Outside Director of the Company because, based on his track record and abilities, he is expected to ensure the reasonableness and appropriateness of the decision-making of the Company and supervise the execution of operations mainly from the standpoint of founding companies and to manage a global company.

Candidate	Name	Career sum	mary, significant concurrent positions outside the	Number of the		
No.	(Date of birth)	Company, and position and responsibility as Director of the		Company's shares		
110.	(Date of offul)		Company	owned		
	Hiroaki Dan	Apr. 1970	Joined Ministry of Posts and Telecommunications (current Ministry of Internal Affairs and Communications)			
		Jan. 2002	Director-General of the Communications Policy Bureau of Ministry of Internal Affairs and Communications			
	October 14, 1947	Apr. 2003	Vice President of Japan Post			
	(New election) (Candidate for Outside Director)	Oct. 2007	Representative Director-President of Japan Post Service Co., Ltd. (current JAPAN POST Co., Ltd.)	700 shares		
(		June 2013	Board Chairman of Tsushinbunka Association			
O	6	Nov. 2013	Management Advisor of Mitsui Sumitomo Insurance Company, Limited.			
		June 2022	Chairman of Tsushinbunka Association (current position)			
	Reasons for nomination as candid	Reasons for nomination as candidate for Outside Director and summary of expected roles Hiroaki Dan has deep knowledge and extensive administrative experience in information and communications at the Ministry of Posts and Telecommunications (current Ministry of Internal Affairs and Communications). He has also				
	Hiroaki Dan has deep knowledg					
	Ministry of Posts and Telecomi					
	experience in managing companies as the Representative Director of Japan Post Service Co., Ltd. (current JAPAN Po					
			propriate to serve as Outside Director of the Compar			
	his track record and abilities, he is expected to ensure the reasonableness and appropriateness of the decision-making of the					
	Company and supervise the execution of operations from the standpoint of a manager who has broad knowledge.					

Notes:

- 1. There is no special interest between each candidate for Director and the Company.
- 2. "Number of the Company's shares owned" indicates the number of shares held as of March 31, 2025.
- 3. The number of the shares owned by Frank Seiji Sanda includes the number of shares owned as a substantial owner of the Company's shares owned by MLPFS CUSTODY ACCOUNT, a major shareholder of the Company (12,622,800 shares).
- 4. The Company has concluded a Directors and Officers Liability Insurance contract with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. It will cover legal damages and dispute costs if damages (including damages claimed by shareholder lawsuits) are claimed against the insured, including the Directors of the Company, due to acts (including omissions) taken based on their positions. However, if the insured gains profits or benefits illegally and if the damages are caused by any act which the insured takes knowing it is a criminal act, misconduct, fraud, or violation against laws and regulations, rules or control laws and regulations, it will be an exemption cause, and the insurance contract will not cover the damages. If each candidate for Director is elected and assumes office as a Director, the person will become the insured of the insurance contract. If a renewal period for the insurance contract comes during a term of office of each Director, the Company will renew it with the same terms and conditions.
- 5. Shinto Teramoto, candidate for Outside Director
  - (1) Shinto Teramoto is currently an Outside Director of the Company, and at the conclusion of this meeting, his tenure as Outside Director will have been ten years.
  - (2) The Company and Shinto Teramoto have entered into an agreement to limit his liability for damages under Article 423, paragraph (1) of the Companies Act, in accordance with Article 427, paragraph (1) of the Act and the provisions of the Articles of Incorporation of the Company. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act. After his reelection, the Company plans to continue this agreement.
  - (3) The Company has submitted a notification to the Tokyo Stock Exchange (TSE) that Shinto Teramoto has been designated as an independent officer as provided for by the TSE. The Company plans to submit a notification to the TSE concerning his continued designation as an independent officer.
- 6. Yoko Mori, candidate for Outside Director
  - (1) Yoko Mori is currently an Outside Director of the Company, and at the conclusion of this meeting, her tenure as Outside Director will have been four years.
  - (2) The Company and Yoko Mori have entered into an agreement to limit her liability for damages under Article 423, paragraph (1) of the Companies Act, in accordance with Article 427, paragraph (1) of the Act and the provisions of the Articles of Incorporation of the Company. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act. After her reelection, the Company plans to continue this agreement.
  - (3) The Company has submitted a notification to the Tokyo Stock Exchange (TSE) that Yoko Mori has been designated as an independent officer as provided for by the TSE. The Company plans to submit a notification to the TSE concerning her continued designation as an independent officer.

- 7. Hitoshi Tanaka, candidate for Outside Director
  - (1) Hitoshi Tanaka is currently an Outside Director of the Company, and at the conclusion of this meeting, his tenure as Outside Director will have been four years.
  - (2) The Company and Hitoshi Tanaka have entered into an agreement to limit his liability for damages under Article 423, paragraph (1) of the Companies Act, in accordance with Article 427, paragraph (1) of the Act and the provisions of the Articles of Incorporation of the Company. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act. After his reelection, the Company plans to continue this agreement.
  - (3) The Company has submitted a notification to the Tokyo Stock Exchange (TSE) that Hitoshi Tanaka has been designated as an independent officer as provided for by the TSE. The Company plans to submit a notification to the TSE concerning his continued designation as an independent officer.
- 8. Hiroaki Dan, candidate for Outside Director
  - (1) Hiroaki Dan will retire from the Chairman of Tsushinbunka Association in June 2025.
  - (2) If Hiroaki Dan assumes office as an Outside Director, the Company and he will have entered into an agreement to limit his liability for damages under Article 423, paragraph (1) of the Companies Act, in accordance with Article 427, paragraph (1) of the Act and the provisions of the Articles of Incorporation of the Company. The maximum amount of liability for damages under this agreement will be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
  - (3) Hiroaki Dan meets the requirements of an independent officer pursuant to the Tokyo Stock Exchange (TSE). The Company plans to notify the TSE of his designation as an independent officer.

# **Proposal No. 3** Election of One Corporate Auditor

Among the currently serving Corporate Auditors, the term of office of Seiji Katsuno will expire at the conclusion of this meeting. Accordingly, we would like to propose the new election of Chikashi Isayama.

The Board of Corporate Auditors agreed with this proposal.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Career summary and significant concurrent positions outside the Company		Number of the Company's shares owned
	Apr. 1982	Joined Ministry of Posts and Telecommunications (current Ministry of Internal Affairs and Communications)	
	July 1999	Head of the Telecommunications Environment Maintenance Office, Business Division,	
	Jan. 2001	Telecommunications Business Department, Telecommunications Bureau Head of the Telecommunications Environment	
	Jan. 2001	Maintenance Office, Tariff Division, Telecommunications Business Department,	
		Telecommunications Bureau, Ministry of Internal Affairs and Communications	
	July 2001	Examiner of the Secretarial Division, Minister's Secretariat	
	Aug. 2002	Director of the Operations Division, Postal Department, Postal Services Agency	
	Apr. 2003	Director-General of Transportation, Operations Division, Postal Business Headquarters, Japan Post	
	July 2003	Director-General of the Business Department, Operations Management Department, Japan Post	
Chikashi Isayama June 7, 1958	June 2004	Counsellor of the Postal Privatization Preparation Office, Cabinet Secretariat	- shares
(New election) (Candidate for Outside Corporate Auditor)	Oct. 2007	General Manager of Legal/Compliance Department, Management Division, Japan Post Service Co., Ltd. (current JAPAN POST Co., Ltd.)	Shares
	Apr. 2010	General Manager of Corporate Planning, Corporate Planning Department	
	June 2010	Executive Officer and General Manager of Corporate Planning Department	
	Feb. 2012	Managing Executive Officer and General Manager of Human Resources Department	
	Oct. 2012	Managing Executive Officer of JAPAN POST Co., Ltd.	
	Apr. 2013	Senior Executive Officer	
	Apr. 2015	Executive Officer and Vice President	
	Apr. 2015	Director of TOLL HOLDINGS LIMITED (Stationed in Australia)	
	Apr. 2017	Managing Executive Officer of JAPAN POST HOLDINGS Co., Ltd.	
	June 2019	Executive Vice President (Director and Executive Officer) of JAPAN POST Co., Ltd.	
	June 2021	Representative Director and President of JP Rakuten Logistics, Inc.	

Reasons for nomination as candidate for Outside Corporate Auditor

Chikashi Isayama has extensive administrative experience at the Ministry of Posts and Telecommunications (current Ministry of Internal Affairs and Communications). He has also experience in managing companies as the Director of JAPAN POST Co., Ltd. and the Representative Director of JP Rakuten Logistics, Inc. The Company believes that he will be expected to be responsible for conducting useful and effective audits based on his broad knowledge and ensuring the legality and reasonableness of the decision-making of the Company. Accordingly, the Company judges that he will be appropriate to serve as an Outside Corporate Auditor of the Company.

Notes:

- 1. There is no special interest between the candidate for Corporate Auditor and the Company.
- 2. "Number of the Company's shares owned" indicates the number of shares held as of March 31, 2025.
- 3. The Company has concluded a Directors and Officers Liability Insurance contract with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. It will cover legal damages and dispute costs if damages (including damages claimed by shareholder lawsuits) are claimed against the insured, including the Corporate Auditors of the Company, due to acts (including omissions) taken based on their positions. However, if the insured gains profits or benefits illegally and if the damages are caused by any act which the insured takes knowing it is a criminal act, misconduct, fraud, or violation against laws and regulations, rules or control laws and regulations, it will be an exemption cause, and the insurance contract will not cover the damages. If the candidate for Corporate Auditor is elected and assumes office as a Corporate Auditor, the person will become the insured of the insurance agreement. If a renewal period for the insurance agreement comes during a term of office of the Corporate Auditor, the Company will renew it with the same terms and conditions.
- 4. Chikashi Isayama served as the Director of JAPAN POST Co., Ltd. from June 2019 to June 2021. During his term of office, there were the following facts which violated laws and regulations at JAPAN POST Co., Ltd.
  - (1) The fact that a person who was a postmaster of JAPAN POST Co., Ltd. until March 2019 defrauded several customers of over ¥1.2 billion of cash under the guise of soliciting false postal savings from November 1996 to January 2021.
  - (2) The fact that several postmasters conducted a whistleblowing in October 2018 regarding other postmaster who belonged to the same area liaison committee, and after that month, the person who was the father of the reported postmaster and served as the area general postmaster of that area liaison committee identified the whistle-blowers and harassed them with other postmasters; and,
  - (3) The fact that during the year-end and new-year periods from fiscal 2018 to 2020 when JAPAN POST Co., Ltd. distributed business-use calendars to customers, some of postmasters distributed the calendars without distinguishing between business activities and non-business activities (such as activities for acquiring supporters of the National Association of Postmasters) clearly, and the fact that they used personal information of customers for the non-business activity.
- 5. If Chikashi Isayama assumes office as a Corporate Auditor, the Company and he will have entered into an agreement to limit his liability for damages under Article 423, paragraph (1) of the Companies Act, in accordance with Article 427, paragraph (1) of the Act and the provisions of the Articles of Incorporation of the Company. The maximum amount of liability for damages under this agreement will be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
- Chikashi Isayama meets the requirements of an independent officer pursuant to the Tokyo Stock Exchange (TSE). The Company plans to notify the TSE of his designation as an independent officer.