

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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Stock Exchange Code 2749)

June 9, 2023

(Date of commencement of electronic provision measures: June 5, 2023)

To Shareholders with Voting Rights:

Tohru Sakai
President and Representative Director
JP-HOLDINGS, INC.
3-15-31 Aoi, Higashi-ku, Nagoya City

**NOTICE OF
THE 31ST ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

This is to notify you that the 31st Annual General Meeting of Shareholders of JP-HOLDINGS, INC. (the “Company”) will be held for the purposes as described below.

When convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures as “Notice of the 31st Annual General Meeting of Shareholders” on the following Company’s Internet website.

The Company’s website

<https://www.jp-holdings.co.jp/en/news>

In addition to the website shown above, the Company also has posted this information on the following website on the internet.

Tokyo Stock Exchange (TSE) website (Listed Company Search)

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

To view the information, please access the TSE website (Listed Company Search), input the Company name or Stock Exchange Code, and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

If you are unable to attend the meeting, you can exercise your voting rights, either in writing by postal mail or through the Internet. Please review the Reference Documents for the Annual General Meeting of Shareholders described on Pages 4 and 5 (available in Japanese version only) and exercise your voting rights **by no later than 6:00 p.m. on Monday, June 26, 2023, Japan time.**

- 1. Date and Time:** Tuesday, June 27, 2023, at 10:00 a.m. Japan time
- 2. Venue:** Season Terrace Hall, 3rd Floor, Annex Building, Shinagawa Season Terrace
1-2-70 Konan, Minato-ku, Tokyo
- 3. Meeting Agenda:**
- Matters to be reported:**
1. Business Report, Consolidated Financial Statements for the Company's 31st Fiscal Year (April 1, 2022–March 31, 2023) and the results of audits by the Accounting Auditor and Audit & Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 31st Fiscal Year (April 1, 2022–March 31, 2023)
- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Ten (10) Directors (excluding Directors who are Audit & Supervisory Committee Members)

4. Precautions upon Exercising Voting Rights

If you indicate neither approval nor disapproval for a proposal on the Voting Rights Exercise Form, your vote shall be treated as “approve.”

5. Other Matters Decided upon Convocation

- 1) If you exercise your voting rights by submitting more than one Voting Rights Exercise Form, the Voting Rights Exercise Form that arrives at the Company last shall be deemed as the valid exercise of voting rights.
- 2) If you exercise your voting rights more than once via the Internet, the last exercise of voting rights shall be deemed as the valid exercise of voting rights.
- 3) If you exercise your voting rights both via the Internet and in writing (by submitting the Voting Rights Exercise Form), the exercise via the Internet shall be deemed as the valid exercise of voting rights.
- 4) If you wish to make a diverse exercise of your voting rights, please notify the Company in writing of your intention of making a diverse exercise of your voting rights and the reasons therefor at least three days prior to the date of the Annual General Meeting of Shareholders.
- 5) For individual shareholders to exercise voting rights by proxy, in principle, it is necessary to submit the following documents 1) to 3).
 - 1) Voting Rights Exercise Form of the proxy
 - 2) Document evidencing authority of the proxy (letter of attorney with the signature of the shareholder who assigns the power of attorney to the proxy or with the name of the shareholder who assigns the power of attorney to the proxy and the seal affixed)
 - 3) Voting Rights Exercise Form of the shareholder who assigns the power of attorney to the proxy or the seal registration certificate corresponding to the seal affixed to the letter of attorney, or a copy of an official document for identification of the shareholder who assigns the power of attorney to the proxy, including but not limited to a passport, a driver's license, and a health insurance card
- 6) For corporate shareholders to exercise voting rights by proxy, in principle, it is necessary to submit the following documents 1) and 2).
 - 1) Document evidencing authority of the proxy (letter of attorney or notice of representation with the signature of the representative of the corporation or with the name of the representative of the corporation and the seal affixed)
 - 2) Voting Rights Exercise Form of the shareholder who assigns the power of attorney to the proxy or the seal registration certificate corresponding to the seal affixed to the letter of attorney or the notice of representation
- 7) The number of proxies shall be one and the proxy shall be a shareholder with voting rights at this General Meeting of Shareholders, pursuant to Article 15, Paragraph 1 of the Company's Articles of Incorporation.
- 8) The documents sent to shareholders also serve as documents containing the matters subject to electronic provision measures based on a request for delivery of documents. The following matters are not included in the documents in accordance with laws and regulations in addition to Article 13

of the Company's Articles of Incorporation. Accordingly, the said documents constitute only part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditor in preparation of audit reports.

- System and Policy of the Company
 - Consolidated Statement of Changes in Shareholders' Equity and Notes to the Consolidated Financial Statements
 - Non-consolidated Statement of Changes in Shareholders' Equity and Notes to the Nonconsolidated Financial Statements
- 9) Going forward, in the event that a significant change in the proceeding of the Meeting arises, we will disclose it on the Company's Internet website at <https://www.jp-holdings.co.jp>.

* Any revisions to the matters subject to electronic provision measures will be posted on the respective websites where the matters are posted.

Reference Documents for the Annual General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

With respect to the year-end dividends for the 31st fiscal year, we propose a year-end dividend of 5 yen per share, comprehensively taking into account the performance of the fiscal year under review, the internal reserves necessary for future business expansion, as well as the enhancement of financial soundness, among other factors.

The Company commemorated its 30th anniversary on March 31, 2023. We are truly grateful to all our stakeholders, including shareholders, as we believe that we owe our success entirely to the continued support of these stakeholders. Accordingly, we propose to pay a commemorative dividend of 1 yen per share as part of the year-end dividend for the fiscal year ended March 31, 2023 to express our sincere appreciation for the constant warm support of shareholders.

As a result, the Company plans to pay a total year-end dividend of 6 yen per share for the fiscal year ended March 31, 2023, adding a commemorative dividend of 1 yen per share for the 30th anniversary of the Company's founding to an ordinary dividend of 5 yen per share.

(i) Type of dividend assets

Cash

(ii) Matters concerning the allocation of dividend assets to shareholders and the total amount thereof

6 yen per share of the Company's ordinary shares

Total amount: 510,909,258 yen

(iii) Effective date of dividend of surplus

June 28, 2023

Proposal 2: Election of Ten (10) Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all nine (9) Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter, the same apply in this Proposal) will expire at the close of this Annual General Meeting of Shareholders. Accordingly, we propose that ten (10) Directors be elected, adding one (1) Outside Director to further strengthen the management structure. The nomination of the candidates for Director has been determined by the Board of Directors upon recommendations from the Nomination Committee, a voluntary committee chaired by an Independent Outside Director and a majority of which comprises Independent Outside Directors. While the Audit & Supervisory Committee deliberated on this proposal, there is no particular matter on which they should state their opinions at the General Meeting of Shareholders pursuant to the provisions of the Companies Act.

Candidates for Director are as follows.

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
1	Tohru Sakai (September 26, 1973)	<p>July 1996 Joined Pacific Rim Corporation (U.S.) Assumed office as Director</p> <p>April 2001 Joined ATRIUM Co., Ltd. Subsequently, assumed office as Executive Officer and General Manager of Strategic Investment Division</p> <p>July 2011 Founded Futamatsuya USA Inc. (U.S.)</p> <p>April 2012 Founded Star Capital Inc.</p> <p>December 2017 Founded Mirai Capital Co., Ltd. Assumed office as Representative Director Founded Mother Care Japan Co., Ltd. Assumed office as Representative Director</p> <p>June 2018 Director, the Company</p> <p>July 2018 Director, Japan Nursery Service Inc. Director, J Planning Sale Inc. Director, J Cast Inc. Director, Japan Nursery Institute for General Research Inc. (to present)</p> <p>September 2018 President and Representative Director, J Kitchen Inc.</p> <p>December 2018 Director, Amenity Life Inc.</p> <p>April 2019 President and Representative Director, J Planning Sale Inc.</p> <p>August 2019 Senior Managing Director, the Company</p> <p>June 2020 President and Representative Director, the Company (to present)</p> <p>July 2020 Director, J Kitchen Inc. Director, J Planning Sale Inc.</p> <p>June 2021 President and Director, Japan Nursery Service Inc.</p> <p>September 2021 President and Representative Director, J Kitchen Inc. President and Representative Director, J Planning Sale Inc.</p> <p>October 2021 President and Representative Director, and General Manager, Operation Department, J Kitchen Inc.</p> <p>April 2022 President and Representative Director, Japan Nursery Service Inc. (to present) President and Representative Director, J Kitchen Inc. (to present)</p> <p>October 2022 President and Representative Director, J Cast Inc.</p> <p>February 2023 Chief Director, Japan Childcare Association (to present)</p>	8,226
<p>[Reasons for nomination as a candidate for Director] Mr. Tohru Sakai has led the Company's management as President and significantly contributed to improving the performance of the Company. The Company expects that by leveraging the wealth of experience and achievements he has thus accumulated, he as Director will be able to make appropriate decisions and supervise the performance of duties regarding important matters on the Company's management in general, while also continuing to contribute to the Group's growth and the enhancement of corporate value. Accordingly, the Company renominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
2	Ryoji Tsutsumi (December 20, 1972)	<p>April 1993 Joined Toyo Reinetsu Co. Ltd.</p> <p>April 2004 Joined ATRIUM Co., Ltd.</p> <p>April 2017 Joined Daitokentaku Partners Co., Ltd.</p> <p>October 2017 Joined ATM Japan, Ltd. General Manager, Accounting and Finance Division</p> <p>January 2019 Joined the Company General Manager, Finance and Accounting Department, Administration Division</p> <p>April 2020 General Manager, Administration Division, and General Manager, Finance and Accounting Department, the Company</p> <p>June 2020 Director, General Manager, Administration Division, and General Manager, Finance and Accounting Department, the Company</p> <p>July 2020 Director, Japan Nursery Service Inc. Director, J Cast Inc. Director, Japan Nursery Institute for General Research Inc.</p> <p>August 2020 Director, General Manager, Administration Division, General Manager, Finance and Accounting Department, and General Manager, System Department, the Company</p> <p>May 2021 Director, Amenity Life Inc.</p> <p>July 2021 Director, J Planning Sale Inc. Director, J Kitchen Inc.</p> <p>October 2021 Director, General Manager, Administration Division, and General Manager, System Department, the Company Director, General Manager, Administration Division, and General Manager, System Department, Japan Nursery Service Inc.</p> <p>April 2022 Director, General Manager, Administration Division, General Manager, Operations Reform Department, and General Manager, System Department, Japan Nursery Service Inc.</p> <p>January 2023 Director and General Manager, System Department, J Kitchen Inc. Director and General Manager, System Department, Japan Nursery Institute for General Research Inc.</p> <p>April 2023 Director, the Company (to present) Director, Japan Nursery Service Inc. (to present) Director, J Kitchen Inc. (to present) Director, Japan Nursery Institute for General Research Inc. (to present)</p>	6,849
<p>[Reasons for nomination as a candidate for Director] Mr. Ryoji Tsutsumi has a wealth of experience mainly at administration divisions, and has contributed to strengthening the management base by promoting overall operational efficiency of the Group. The Company expects that he can continue to contribute to strengthening the management base, and accordingly renominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
3	<p style="text-align: center;"><u>Outside Director</u></p> <p style="text-align: center;">Shotaro Seki (July 12, 1929)</p>	<p>April 1953 Joined Yamatane Securities Co., Ltd. (current SMBC Nikko Securities Inc.)</p> <p>December 1985 President and Representative Director, Yamatane Investment Management Co., Ltd.</p> <p>June 1992 President and Representative Director, Yamatane Securities Co., Ltd. (current SMBC Nikko Securities Inc.)</p> <p>November 1994 Director (Financial Affairs), Waseda University</p> <p>September 1995 Vice President, Executive Director (Financial Affairs), Waseda University</p> <p>June 2000 Nonexecutive Director, The Tokyo Foundation</p> <p>January 2002 President, NPO Bridge in Asia</p> <p>December 2003 Vice President, University Management Association in 21st Century</p> <p>November 2004 Vice President, Executive Director, Waseda University</p> <p>October 2006 Visiting Scholar, Waseda Institute of the Policy of Social Safety (to present)</p> <p>November 2006 Director, Yugi Sangyo Kenzenka Suishinkikou (scheduled to retire in June 2023)</p> <p>December 2006 Trustee, Toyo University</p> <p>April 2009 Director, University of Niigata Prefecture</p> <p>December 2009 Executive Trustee, Toyo University</p> <p>December 2010 Trustee, General Incorporated Foundation The Japan Uzbekistan Silk Road Foundation (to present)</p> <p>October 2011 Director and Principal, Educational Corporation Kankyo Zokei Gakuen ICS College of Arts</p> <p>April 2012 Vice Chairman, Educational Corporation Kankyo Zokei Gakuen</p> <p>April 2014 Vice Chairman and President, Educational Corporation Kankyo Zokei Gakuen</p> <p>June 2014 Member, University Reform Governance Promotion Committee, Ministry of Education, Culture, Sports, Science and Technology</p> <p>January 2015 Councilor, Foundation for International Transfer of Skills and Knowledge in Construction</p> <p>July 2016 Advisor, Japan Educational Foundation Tokyo Online University</p> <p>December 2016 Member, Committee for Discussion of Measures for Promoting University Governance Reform, Ministry of Education, Culture, Sports, Science and Technology</p> <p>May 2017 Chairman, NPO MusicaFresca (to present)</p> <p>October 2017 Member, Committee for Discussion of Measures for Promoting University Governance Reform, Ministry of Education, Culture, Sports, Science and Technology</p> <p>October 2018 Outside Director, the Company (to present)</p> <p>July 2019 Director, Tokyo New City Orchestra (to present)</p> <p>September 2019 Director and Senior Advisor, Educational Corporation Kankyo Zokei Gakuen ICS College of Arts (to present)</p> <p>April 2021 Institute for Development of Early Childhood Education, Comprehensive Research Organization, Waseda University (to present)</p>	
<p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Shotaro Seki has been providing advice on supervision of the management of the Company and overall management, capitalizing on his wealth of experience and knowledge of education and governance. The Company expects him to continue to provide useful advice and thus renominated him as a candidate for Outside Director.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
4	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Outside Director</div> Tadakazu Sahara (April 9, 1947)	April 1970 Joined Daiwa Securities Co., Ltd. (current Daiwa Securities Group Inc.) June 2000 Director, Daiwa Investor Relations Co. Ltd. April 2006 Managing Director, Daiwa Investor Relations Co. Ltd. April 2007 Opened Office Sahara May 2007 General Manager, Information Security Office, the Company (until April 2008) May 2008 Advisor, General Solutions Co., Ltd. (current Fisco Ltd.) January 2009 Director, General Solutions Co., Ltd. (current Fisco Ltd.) October 2018 Outside Audit and Supervisory Board Member, the Company June 2020 Outside Director, the Company (to present)	10,000
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Tadakazu Sahara has a wealth of work experience at financial institutions, and a wide range of knowledge of communication with stakeholders, etc. cultivated through his career at IR activity consulting company. He has been providing advice on overall management including advice on transmission of information for stakeholders. The Company expects him to continue to provide useful advice and thus renominated him as a candidate for Outside Director.			
5	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Outside Director</div> Reiho Kashiwame (June 16, 1952)	April 1976 Joined Chiba Prefectural Government April 1986 Joined Ministry of Health and Welfare (current Ministry of Health, Labour and Welfare) April 1994 Assistant Professor, College of Social Studies (current College of Integrated Human and Social Welfare Studies), Shukutoku University April 1997 Professor, Graduate School, Shukutoku University (to present) General Manager, Department of Child and Family Policy Research, Japan Child and Family Research Institute April 2006 Advisor, Ishikawa Prefectural Government April 2009 Technical Advisor, City of Urayasu (in charge of Child Care Support) (to present) June 2013 Director, Social Welfare Corporation Kobokan (to present) December 2014 Vice Chairman, Tokyo Child Welfare Council September 2015 Chairperson, Child and Parenting Board of Tokyo Metropolitan Government June 2020 Outside Director, the Company (to present) February 2023 Chairman, Tokyo Child Welfare Council (to present) Chairman, Toshima City Child Welfare Council (to present) April 2023 Research Professor, College of Integrated Human and Social Welfare Studies, Shukutoku University (to present)	—
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Although he has no direct experience in corporate management, Mr. Reiho Kashiwame has many years of experience and professional knowledge of child welfare and child education. He has been providing useful advice on overall management of the Group, particularly on nursery services. The Company expects him to continue to provide useful advice and thus renominated him as a candidate for Outside Director.			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held			
6	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Outside Director</div> Toru Kobayashi (February 9, 1967)	April 1989 Joined Chukyo Publishing Co., Ltd. September 1990 Joined Gakken Co., Ltd. (current GAKKEN HOLDINGS CO., LTD.) October 2011 General Manager, Human Resources Strategy Office, GAKKEN HOLDINGS CO., LTD. August 2014 General Manager, Secretariat Office, GAKKEN HOLDINGS CO., LTD. April 2015 General Manager, Management Strategy Office, GAKKEN HOLDINGS CO., LTD. December 2016 Corporate Officer, GAKKEN HOLDINGS CO., LTD. (to present) October 2017 President and Representative Director, Gakken E-mirai Co., Ltd. (current Gakken Inc.) June 2018 Director, Japan Association for Promotion of Educational Technology (to present) Director, Bosai Kyoiku Suishin Kyokai (to present) June 2021 Outside Director, the Company (to present) Board Member, General Incorporated Association ICT CONNECT 21 (to present) July 2022 General Manager, Human Resources Strategy Office, GAKKEN HOLDINGS CO., LTD. (to present)	-			
		[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Toru Kobayashi has many years of experience and knowledge of infant and child education. The Company expects that he can continue to provide useful advice on overall management of the Group, particularly on nursery services, and thus renominated him as a candidate for Outside Director.				
		7	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Outside Director</div> Chie Yamazaki (September 13, 1969)	April 1992 Joined Gakken Co., Ltd. (current GAKKEN HOLDINGS CO., LTD.) October 2015 Director, Gakken Area Market Co., Ltd. June 2019 Director, GI Village Co., Ltd. (to present) October 2019 Director, Gakken Cocofump Nursery Co., Ltd. March 2020 Outside Director, Ichishin Labo Co., Ltd. October 2020 Director, Gakken E-mirai Co., Ltd. (current Gakken Inc.) November 2020 Director, Gakken Cocofump Holdings Co., Ltd. (current Gakken Cocofump Co., Ltd.) President and Representative Director, Gakken Cocofump Nursery Co., Ltd. (to present) June 2022 Outside Director, the Company (to present)	-	
				[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Ms. Chie Yamazaki has many years of experience and knowledge of infant and child education. The Company expects that she can continue to provide useful advice on overall management of the Group, particularly on nursery services, and thus renominated her as a candidate for Outside Director.		

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
8	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside Director</div> Yasumine Satake (December 1, 1953)	April 1976 Joined The Mitsubishi Bank, Ltd. (current MUFG Bank, Ltd.) March 1993 Deputy General Manager, Singapore Branch, The Mitsubishi Bank, Ltd. (current MUFG Bank, Ltd.) July 1997 General Manager, Planning Department, Tokyo-Mitsubishi Asset Management Co., Ltd. (current Mitsubishi UFJ Kokusai Asset Management Co., Ltd.) October 2000 General Manager, Asset Management Service Department, The Bank of Tokyo-Mitsubishi, Ltd. (current MUFG Bank, Ltd.) July 2002 General Manager, Invest Banking and Asset Management Planning Department, The Bank of Tokyo-Mitsubishi, Ltd. (current MUFG Bank, Ltd.) July 2004 Representative Director and President, Mitsubishi-Tokyo Wealth Management Securities Co., Ltd. (current Mitsubishi UFJ Securities Holdings Co., Ltd.) September 2004 Representative Director and Chairman, Mitsubishi-Tokyo Wealth Management Bank (Switzerland), Ltd. (current Mitsubishi UFJ Wealth Management Bank (Switzerland), Ltd.) August 2008 Director and Chairman, The Tokyo Star Bank, Limited June 2015 Outside Director, SBI Holdings, Inc. July 2017 Outside Audit and Supervisory Board Member, SBI Sumishin Net Bank, Ltd. June 2020 Outside Director, Audit & Supervisory Committee Chair, Suruga Bank Ltd. (to present) June 2022 Outside Director, the Company (to present)	—
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Yasumine Satake has long been engaged in reforming and refining the financial environment through the planning and execution of new businesses and the promotion of business integration in the drastically changing financial industry. The Company expects that he can continue to provide useful advice on overall management of the Group, and thus renominated him as a candidate for Outside Director.			
9	<div style="border: 1px solid black; padding: 2px; display: inline-block;">New Candidate</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside Director</div> Shuntaro Takahashi (July 19, 1964)	March 1987 Joined Gakken Co., Ltd. (current GAKKEN HOLDINGS CO., LTD.) February 2005 Director, Gakken R&C Co., Ltd. (current Gakken Data Service Co., Ltd.) October 2015 General Manager, Operations Audit Division, GAKKEN HOLDINGS CO., LTD. December 2016 General Manager, Internal Control Division, GAKKEN HOLDINGS CO., LTD. April 2021 General Manager, Internal Audit Division, GAKKEN HOLDINGS CO., LTD. (to present)	—
[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Mr. Shuntaro Takahashi has knowledge on education business and a wide range of experience and knowledge of compliance. The Company expects that he can provide useful advice on overall management of the Group, particularly on nursery services, and thus newly nominated him as a candidate for Outside Director.			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
10	<div style="border: 1px solid black; padding: 2px; display: inline-block;">New Candidate</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside Director</div> Yuki Gotoda (March 28, 1970)	February 1987 Received Special Jury Award at the 2nd Toho Cinderella Audition March 1990 Graduated from Department of English Literature, Toyo Eiwa Junior College (current Toyo Eiwa University) April 1990 Made her full-scale debut as an actress in NHK's morning drama serials, <i>Rin-rin to</i> March 1997 Received Newcomer of the Year in the 20th Japan Academy Film Prize for her performance in the film titled <i>Waga Kokoro no Gingatetsudo - Miyazawa Kenji Monogatari</i> March 2003 Graduated from Culinary Course of Hattori Nutrition College February 2016 Received the 3rd Distinguished Achievement Award in Culture of Dietary Education March 2021 Graduated from Department of Education, Faculty of Liberal Arts, University of the Sacred Heart (acquired a first-class teaching certificate for kindergarten) August 2022 Acquired a childcare certificate	-
<p>[Reasons for nomination as a candidate for Outside Director and overview of expected roles] Ms. Yuki Gotoda is active as an actress under the stage name of Maki Mizuno. She has a first-class teaching certificate for kindergarten and a childcare certificate and also has a good personality with superior knowledge, including experience in volunteer activities at kindergarten. The Company expects that she can provide advice in terms of social contribution, and thus newly nominated her as a candidate for Outside Director. Although she has no direct experience in corporate management, the Company believes for reasons above that she can appropriately perform her duties as Outside Director.</p>			

(Notes)

1. Mr. Shotaro Seki, Mr. Tadakazu Sahara, Mr. Reiho Kashiwame, Mr. Toru Kobayashi, Ms. Chie Yamazaki, Mr. Yasumine Satake, Mr. Shuntaro Takahashi, and Ms. Yuki Gotoda are candidates for Outside Director. The Company has designated Mr. Shotaro Seki, Mr. Tadakazu Sahara, Mr. Reiho Kashiwame, and Mr. Yasumine Satake as Independent Directors as defined by Tokyo Stock Exchange, Inc. and submitted notifications. If Ms. Yuki Gotoda is elected as proposed, the Company intends to submit her as a new Independent Director to the said exchange.
2. Mr. Shotaro Seki, Mr. Tadakazu Sahara, Mr. Reiho Kashiwame, Mr. Toru Kobayashi, Ms. Chie Yamazaki, and Mr. Yasumine Satake currently serve as Outside Directors of the Company. Mr. Shotaro Seki will have served as Outside Director of the Company for four (4) years and eight (8) months, Mr. Tadakazu Sahara for four (4) years and eight (8) months including one (1) year and eight (8) months as Outside Audit and Supervisory Board Member, Mr. Reiho Kashiwame for three (3) years, Mr. Toru Kobayashi for two (2) years, and Ms. Chie Yamazaki and Mr. Yasumine Satake for one (1) year respectively at the close of this Annual General Meeting of Shareholders.
3. Pursuant to provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into contracts with Mr. Shotaro Seki, Mr. Tadakazu Sahara, Mr. Reiho Kashiwame, Mr. Toru Kobayashi, Ms. Chie Yamazaki, and Mr. Yasumine Satake that limit their liabilities for damages stipulated in Article 423, Paragraph 1 of the Companies Act, under which the amount of their liabilities for damages is limited to six (6) million yen or to the amount stipulated by laws and regulations, whichever is higher. If their reelection is approved, the Company intends to continue the said liability limitation contracts with them. In addition, if the election of Mr. Shuntaro Takahashi and Ms. Yuki Gotoda is approved, the Company intends to enter the same liability limitation contracts with each of them.
4. The Company has entered into directors and officers liability insurance contract with an insurance company that insure all Directors. The insurance policy will cover any damages that may result from the insured assuming responsibilities regarding the execution of their duties or receiving claims pertaining to the pursuit of such responsibilities. However, there are certain exemptions, such as the insurance contract does not cover damages arising from acts committed by the insured with the knowledge of their illegality. In the event that each candidate is appointed as a Director, he or she will be included as the insured under the insurance contract. The Company plans to renew the insurance contract with the same content at the next renewal.

5. Mr. Reiho Kashiwame concurrently serves as Chairman for Tokyo Child Welfare Council, which has a committee that reviews permits of nursery schools in Tokyo. In addition, he concurrently serves as Chairman for Toshima City Child Welfare Council, which has a committee that reviews permits of nursery schools in Toshima City. Mr. Toru Kobayashi, Ms. Chie Yamazaki, and Mr. Shuntaro Takahashi are business executors of GAKKEN HOLDINGS CO., LTD. which is the major shareholder of the Company or GAKKEN group companies. The Company has entered into a business alliance agreement with GAKKEN HOLDINGS CO., LTD., and there are transactions between the Group and GAKKEN group companies. No special interest exists between each of the other candidates and the Company.