

Security 3134

April 10, 2025

(Start of Electronic Provision Measures: April 3, 2025)

To Our Shareholders

2-12-10, Sakaecho, Odawara City, Kanagawa

H a m e e C o r p .

P r e s i d e n t a n d C E O

Ikuhiro Mizushima

## Notice of Extraordinary General Meeting of Shareholders

Dear Shareholders, we would like to express my sincere gratitude for your continued support.

Our Extraordinary General Meeting of Shareholders will be held as follows.

Electronic provision measures are taken when convening this Extraordinary General Meeting of Shareholders, and the items to be electronically provided are posted in the " Notice of Extraordinary General Meeting of Shareholders" on the website below.

Our website

<https://hamee.co.jp/ir>



Tokyo Stock Exchange website

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



Please access the above website and enter "Hamee" in "Brand name (corporate name)" or enter our securities code "3134" in "Code." After searching, select "Basic information" and "Information on /PR of the inspection document" in order, and check it in the "Notice of Extraordinary General Meeting of Shareholders/Shareholders' Meeting Materials" column in "Public Reference Document."

Regarding the exercise of voting rights in advance, please refer to the reference documents for the General Meeting of Shareholders listed in the Electronic Provision Measures Item. We request that you exercise the voting rights by 6:00 p.m. on Thursday, April 24, 2025, in accordance with the guidance on the method of exercising voting rights.

Best regards,

## Notes

1. **Date and time** Friday, April 25, 2025, 10:00 a.m.  
(Acceptance start at 9:15 a.m.)
2. **Location** 8-10, Jounai Odawara City, Kanagawa Prefecture  
Hotoku Ninomiya Shrine Hotoku Kaikan
3. **Objectives**  
**Matters to be resolved**  

Proposal	Appointment of 1 director as Audit and Supervisory Committee member
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- If you will be attending the Meeting in person, please submit the voting form enclosed herewith to the receptionist at the place of the Meeting. There is no souvenir for shareholders who attend the General Meeting of Shareholders.
  - If there is a modification to the Electronic Provision Measures Items, the corrections will be posted on each of the websites listed.

Referential materials for meetings of shareholders

Proposal: Appointment of 1 director as Audit and Supervisory Committee member

Mr. Tomohiro Somehara, Representative director of the Audit and Supervisory Committee, passed away on February 10, 2025. Accordingly, 1 director who is a member of the Audit and Supervisory Committee is requested to be appointed as a substitute.

Due to the provisions of our Articles of Incorporation, the term of office of directors who are Audit and Supervisory Committee members to be elected as substitutes will expire at the end of the Ordinary General Meeting of Shareholders held in July 2026, the term of office of the predecessor.

The Audit and Supervisory Committee has also agreed to this proposal.

The candidates for Directors who are Audit and Supervisory Committee members are as follows.

Name	Current position in us			Attendance at meetings of the Board of Directors	Attendance at meetings of the Board of Corporate Auditors
Toru Nishiwaki	-	New appointments	Outside the company	Independent	-/-

# Toru Nishiwaki

■ Date of birth: July 27, 1975 (age 49)  
■ The number of our shares owned: - shares

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■ Years of service as Outside Director - years  
■ Years of service as Audit and Supervisory- years  
C o m m i t t e e

■ Attendance at meetings of-/- times the Board of Directors  
■ Attendance at meetings of-/- times the Board of Corporate Auditors

## Brief history, our position and responsibilities (status of important concurrent positions)

2000	Year	10	Month	Joined ChuoAoyama Audit Corporation.	2019	Year	6	Month	Executive Vice President and CSO, same company on the left
2004	Year	7	Month	Joined Ministry of Finance.	2021	Year	12	Month	Joined Transaction Media Networks Inc.
2007	Year	8	Month	Joined Nomura Securities Co., Ltd.	2022	Year	2	Month	Managing Director and General Manager of Administration Division, same company as above.
2012	Year	10	Month	Joined INCJ, Ltd.	2023	Year	6	Month	Senior Managing Director and General Manager of Administration Division, same company as above.
2016	Year	11	Month	Joined MATSUOKA CORPORATION.	2024	Year	6	Month	Outside Director (Full-time Audit and Supervisory Committee Member) of UNITED ARROWS LTD. (current)
2017	Year	6	Month	Managing Director, General Manager of IPO Promotion Office, same company as above.					

## Status of important concurrent positions)

Outside Director (Full-time Audit and Supervisory Committee Member) of UNITED ARROWS LTD.

### Be an Audit and Supervisory Committee member Outside director candidates Reasons for this decision

Mr. Toru Nishiwaki has a high level of expertise and abundant experience as a certified public accountant, as well as experience in public company management. As an outside director serving on the Audit and Supervisory Committee, we have appointed a candidate for outside director serving on the Audit and Supervisory Committee in the expectation that he will audit and supervise our overall management from an independent standpoint.

(NOTE)1. There are no special interests between the candidates for the position of director serving on the Audit and Supervisory Committee and us.

2. Mr. Toru Nishiwaki is a candidate for outside director.

3. Matters concerning the independence of outside directors

Mr. Toru Nishiwaki meets the requirements for outside directors as stipulated by the Companies Act and the criteria for determining the independence of independent directors as stipulated by the Tokyo Stock Exchange. If he is elected as proposed, he will become an independent director in accordance with the provisions of the Tokyo Stock Exchange.

Furthermore, in the event that he is appointed, we plan to conclude an agreement with him to limit the amount of liability for damage as provided by laws and regulations pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act.

4. We have concluded with an insurance company a liability insurance contract for officers, etc. as set forth in Article 430-3, Paragraph 1 of the Companies Act, which covers all officers, etc. of us and its subsidiaries as the insured, and are responsible for the performance of the duties of the insured or are to compensate for any damage that may arise from receiving a claim pertaining to the pursuance of such liability under the applicable insurance contract. Provided, however, that the we may

not be compensated for any damages arising from an act committed while recognizing a violation of laws and regulations, and there are certain other grounds for exemption. In addition, if Mr. Toru Nishiwaki, a director candidate who is a member of the Audit and Supervisory Committee, is appointed, he will become an insured person under the relevant insurance policy. We are fully responsible for the insurance premiums related to such insurance policies.

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