Note:

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May 21, 2025

To whom it may concern:

Company name: WILL GROUP, INC.

Representative name: Yuichi Sumi

President and Representative Director (Securities code: 6089, Tokyo Stock

Exchange Prime Market)

Contact information: Satoshi Takayama

**Executive Officer and General** 

Manager of Management Department

(Telephone: +81-3-6859-8880)

# Notice regarding the election of Candidates for Directors, Audit & Supervisory Board Members and substitute Audit & Supervisory Board Member

WILL GROUP, INC. (the "Company") hereby announces that the Board of Directors, at its meeting held today, has resolved the election of candidates for Directors, Audit & Supervisory Board Members, and a substitute Audit & Supervisory Board Member as follows. Please note that this matter will be formally decided upon approval at the 19th Annual General Meeting of Shareholders scheduled to be held on June 21, 2025. With respect to the election of Audit & Supervisory Board Members and a substitute Audit & Supervisory Board Member, the Company has already obtained the consent of the Audit & Supervisory Board.

#### 1. Election of Directors

The terms of office of all five Directors will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company elected five Directors, three of whom are Outside Directors.

Moreover, the election of candidates takes into account the findings of a report submitted by the Nomination Committee, which is chaired by an Outside Director.

#### (1) Candidates for Director

Classification	Candidate position	Name	Current position in the Company
Reelection	Director	Ryosuke Ikeda	Chairman and Director
Reelection	Director	Yuichi Sumi	President and Representative Director
Reelection	Director	Kunihiro Koshizuka	Outside Director
Reelection	Director	Masato Takahashi	Outside Director
Reelection	Director	Yuko Ichikawa	Outside Director

(Notes)

- 1. There are no special interests between each candidate for Director and the Company.
- 2. Kunihiro Koshizuka, Masato Takahashi, and Yuko Ichikawa are candidates for Outside Director as stipulated in the Companies Act.
- 3. Kunihiro Koshizuka, Masato Takahashi, and Yuko Ichikawa satisfy the requirements for independent officers as stipulated by the Tokyo Stock Exchange and have been filed with the aforementioned exchange.

# 2. Election of Audit & Supervisory Board Members

Of the four Audit & Supervisory Board Members, the terms of office of Kenji Omukai and Katsumi Nakamura will expire at the conclusion of this General Meeting of Shareholders. In light of the current state of our audit system, including cooperation with the internal audit division, we have determined that we can continue to ensure the effectiveness of audits by Audit & Supervisory Board Members. Therefore, we have reduced the number of Audit & Supervisory Board Members from four to three and elected a candidate for the Audit & Supervisory Board Member.

# (1) Candidate for Audit & Supervisory Board Member

Classification	Candidate position	Name	Current position
Reelection	Audit & Supervisory Board Member	Katsumi Nakamura	Outside Audit & Supervisory Board Member of the Company

(Notes)

- 1. There are no special interests between Katsumi Nakamura and the Company.
- 2. Katsumi Nakamura is a candidate for Outside Audit & Supervisory Board Member.
- 3. The Company has submitted notification to the Tokyo Stock Exchange that Katsumi Nakamura has been designated as an independent officer as provided for by the aforementioned exchange.

## (2) Audit & Supervisory Board Member scheduled to retire

Name	Current position
Kenji Omukai	Outside Audit & Supervisory Board Member of the Company

He will retire at the conclusion of the Annual General Meeting of Shareholders scheduled to be held on June 21, 2025, due to the expiration of his term of office.

## 3. Election of a substitute Audit & Supervisory Board Member

In order to prepare for the contingency that the number of Audit & Supervisory Board Members set forth by laws and regulations becomes insufficient, the Company elected a candidate for substitute Audit & Supervisory Board Member.

#### (1) Candidate for substitute Audit & Supervisory Board Member

Classification	Candidate position	Name	Significant concurrent positions outside the Company
_	Substitute Audit & Supervisory Board Member	Hideki Nakajima	Partner, Fido Law Office

# (2) Career summary of a candidate for substitute Audit & Supervisory Board Member

Name (Date of birth)	Main career summary		
	April 1998	Joined Shigeo Nakayama Law Office (currently Nakayama & Otokozawa) Registered as an attorney	
Hideki Nakajima (April 26, 1969)	April 2006	Assumed the position of Partner, Lesela Law Office (currently Fido Law Office)	
	June 2008	Assumed the position of Outside Audit & Supervisory Board Member, Will Holdings, Inc. (currently the Company)	

(Reasons for nomination as candidate for substitute Outside Audit & Supervisory Board Member)

Hideki Nakajima has practical experiences and extensive knowledge in law as an attorney. To utilize his extensive experience and in-depth insight for the audit of the Group's management, the Company proposes his election as a substitute Outside Audit & Supervisory Board Member.

He has never in the past been directly involved in the management of a company, except as an outside officer. However, the Company determined that he will appropriately fulfill his duties as an Outside Audit & Supervisory Board Member based on the above reasons.

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