

1 [Reason for Submitting This Report]

We are submitting this Extraordinary Report based on Article 24-5, paragraph (iv) of the Financial Instruments and Exchange Act and Article 19, paragraph (2), item (ix)-2 of the Cabinet Office Order on Disclosure of Corporate Affairs, in regard to resolutions adopted at our 52nd Annual General Meeting of Shareholders held on June 27, 2023.

2 [Report Contents]

- (1) The date on which the relevant shareholders meeting was held
June 27, 2023
- (2) The contents of the relevant resolutions
Proposal No. 1: Election of 8 (Eight) Directors (Excluding Directors who are Audit and Supervisory Committee Members)
Election of the following individuals as Directors: Takahiro Yanai, Taiju Hisai, Kanji Nishiura, Kazumi Anei, Haruhiko Sato, Hiroyasu Nakata, Yuri Sasaki, and Takuya Kuga.

Proposal No. 2: Determination of the Amount and Other Details of the Compensation Based on the Performance-Based Stock Compensation Plan for Directors, etc. (Excluding Non-executive Directors and Non-residents in Japan) Excluding Directors who are Audit and Supervisory Committee Members
The current stock-based compensation stock option shall be abolished, and a performance-based stock compensation plan shall be adopted as a compensation plan for the Directors, etc. (excluding Non-executive Directors and Non-residents in Japan) excluding Directors who are Audit and Supervisory Committee Members.
Up to the amount obtained by multiplying 800 million yen by the number of fiscal years subject to the medium-term management plan will be contributed to the trust, which will be established covering those fiscal years, and through the trust, shares of the Company will be delivered, etc. up to the number obtained by multiplying 1,550 thousand shares by the number of those fiscal years.
- (3) The number of voting rights expressing “approval,” “disapproval,” or “abstention” in voting for the resolution in question, the requirements necessary for approval of the resolutions in question, and the voting results for the resolutions in question

Items for Resolution	Approval (number)	Disapproval (number)	Abstention (number)	Ratio of “Approval” (%)	Results of Resolution
Proposal No. 1 (Note 1)					
Takahiro Yanai	11,961,441	164,262	55,875	97.64	Approved
Taiju Hisai	11,916,392	209,310	55,875	97.27	Approved
Kanji Nishiura	11,994,658	131,051	55,875	97.91	Approved
Kazumi Anei	12,018,016	107,693	55,875	98.10	Approved
Haruhiko Sato	12,017,076	108,633	55,875	98.09	Approved
Hiroyasu Nakata	12,135,986	45,565	34	99.06	Approved
Yuri Sasaki	12,158,091	23,460	34	99.24	Approved
Takuya Kuga	10,012,636	2,113,064	55,875	81.73	Approved
Proposal No. 2 (Note 2)	12,151,011	27,452	4,869	99.19	Approved

- (Notes) 1. Requirements for passage of Proposal No. 1 are the attendance of one-third or more of the shareholders who hold exercisable voting rights and a majority of “approval” votes from such shareholders in attendance.
2. Requirement for passage of Proposal No. 2 is a majority of “approval” votes from such shareholders in attendance.

- (4) The reason why a certain number of voting rights of some shareholders in attendance at the shareholders meeting was not added to the total number of voting rights
The requirements for proposal passage were fulfilled by adding the votes exercised by the day before the shareholders meeting and the votes exercised by some shareholders in attendance at the shareholders meeting, both indicating approval or disapproval. We legitimately have made the resolutions in accordance with the Companies Act. Therefore, we did not add to the total number of voting rights the number of votes for which we were unable to confirm any indication of approval, disapproval, or abstention exercised by shareholders in attendance at the shareholders meeting.