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Securities Code: 1951

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To Our Shareholders:

Tetsuya Funabashi
President and Representative Director
EXEO Group, Inc.
29-20, Shibuya 3-chome, Shibuya-ku, Tokyo

NOTICE OF THE 69th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce that the 69th Ordinary General Meeting of Shareholders of EXEO Group (the “Company”) will be held on June 23, 2023, as described hereunder.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

The Company’s Website:

https://www.exeo.co.jp/ir/kabushiki.html#ir_kabushiki_meeting (in Japanese)

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

<https://d.sokai.jp/1951/teiji/> (in Japanese)

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “EXEO Group” in “Issue name (company name)” or the Company’s securities code “1951” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

We will be livestreaming this General Meeting of Shareholders, so please consider utilizing this service on the day, upon having exercised your voting rights beforehand in writing or via the Internet or other means.

With regard to exercising voting rights in writing or via the Internet or other means, please examine the accompanying Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. on Thursday, June 22, 2023.

Meeting Details

- 1. Date and Time:** Friday, June 23, 2023 at 10:00 a.m. (JST)
(The reception desk opens at 9:00 a.m.)
- 2. Venue:** 29-20, Shibuya 3-chome, Shibuya-ku, Tokyo
EXEO Group 3F Conference Room

3. Purposes:

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the 69th Fiscal Year (from April 1, 2022 to March 31, 2023) and Reports of Audit on the Consolidated Financial Statements by Accounting Auditor and Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 69th Fiscal Year (from April 1, 2022 to March 31, 2023)

Matters to be resolved:

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Twelve (12) Directors
- Proposal 3:** Election of Two (2) Audit & Supervisory Board Members

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal 1: Appropriation of Surplus

The Company regards profit distribution to shareholders as an important managerial issue and, regarding the appropriation of surplus, we set the dividend on equity ratio (DOE) as an indicator and our basic policy is to continue issuing stable dividends.

Based on this policy, we propose the following year-end dividend setting our target DOE at 3.5% for the fiscal year under review:

Matters concerning the year-end dividend

1. Type of dividend assets
Cash
2. Matters concerning allocation of dividend assets and the total amount
Dividend per common share of the Company: ¥51
Total amount of dividends ¥5,459,719,728
3. Effective date of dividend from surplus
Monday, June 26, 2023

Proposal 2: Election of Twelve (12) Directors

The terms of office of all eleven (11) Directors will expire at the conclusion of this General Meeting of Shareholders. In order to further enhance and strengthen the management system, the Company proposes to increase the total number of Directors by one (1) and elect twelve (12) Directors.


The Company has selected the candidates for these positions in consultation with and based on the recommendation of the Nominating Committee.

The candidates for these positions are as follows:


No.	Name	Positions and areas of responsibility	Term served as Director	Board of Directors meeting attendance
1	Tetsuya Funabashi Reelection	President and Representative Director	5 years	14/14
2	Koichi Mino Reelection	Director and Executive Operating Officer General Manager of Corporate Planning Division	3 years	14/14
3	Noriyuki Watabe Reelection	Director and Executive Operating Officer General Manager of Electrical, Environment, and Smart Energy Headquarters	1 year	10/10
4	Yuichi Koyama Reelection	Director and Managing Operating Officer General Manager of Group Business Promotion Division	6 years	14/14
5	Takafumi Sakaguchi Reelection	Director and Managing Operating Officer Representative of West Japan Head Office and Branch Manager of Kansai Branch	2 years	14/14
6	Fumitoshi Imaizumi Reelection	Director and Managing Operating Officer General Manager of Global Business Division	1 year	10/10
7	Shigeki Hayashi New	Operating Officer, General Manager of Accounts & Finance Division and CFO	–	–
8	Yasushi Kohara Reelection Outside Independent	Director	5 years	14/14
9	Naoko Iwasaki Reelection Outside Independent	Director	4 years	14/14


[Translation]

No.	Name	Positions and areas of responsibility	Term served as Director	Board of Directors meeting attendance
10	Tatsushi Mochizuki R reelection Outside Independent	Director	3 years	14/14
11	Keiji Yoshida R reelection Outside Independent	Director	2 years	14/14
12	Tomoko Aramaki New Outside Independent	Audit & Supervisory Board Member	–	14/14


No. 1	Tetsuya Funabashi (December 9, 1956)	Number of the Company's shares held: 33,500
<div style="text-align: center;">  </div> <p>Candidate for Reelection</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 5 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>June 2010 Senior Vice President, Head of Customer Services, NTT Communications Corporation</p> <p>June 2014 Senior Executive Vice President, NTT Communications Corporation</p> <p>Aug. 2016 Senior Executive Vice President, Head of Customer Services, NTT Communications Corporation</p> <p>June 2017 Senior Executive Vice President, NTT Communications Corporation</p> <p>June 2018 Vice President and Representative Director, EXEO Group, Inc.</p> <p>June 2019 President and Representative Director, EXEO Group, Inc. (present position)</p> <hr/> <p>(Important concurrent positions)</p> <p>N/A</p> <hr/> <p>(Reasons for nomination as candidate for Director)</p> <p>Mr. Tetsuya Funabashi has abundant experience and insight, and has led the management of the Group as Representative Director, driving the Group through strong leadership in the creation and expansion of the solutions business both in Japan and overseas, and increasing productivity through structural reform and digital transformation, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>	



No. 2	<p style="text-align: center;">Koichi Mino (November 15, 1960)</p>		<p style="text-align: center;">Number of the Company's shares held: 28,800</p>
<div style="text-align: center;">  <p>Candidate for Reelection</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 3 years (at the conclusion of this General Meeting of Shareholders)</p> </div>	<p>(Career summary, positions and areas of responsibility)</p>		
	June 2011	<p>Branch Manager of Hokkaido Branch, NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p>	
	July 2014	<p>General Manager of NTT Sales Division, NTT Business Headquarters, EXEO Group, Inc.</p>	
	June 2015	<p>Operating Officer, General Manager of NTT Business Headquarters, EXEO Group, Inc.</p>	
June 2017	<p>Managing Operating Officer, General Manager of NTT Business Headquarters, and NTT Sales Division, NTT Business Headquarters, EXEO Group, Inc.</p>		
June 2020	<p>Director and Managing Operating Officer, General Manager of Corporate Planning Division, EXEO Group, Inc.</p>		
June 2022	<p>Director and Executive Operating Officer, General Manager of Corporate Planning Division, EXEO Group, Inc. (present position)</p>		
<p>(Important concurrent positions)</p>			<p>N/A</p>
<p>(Reasons for nomination as candidate for Director)</p>			<p>Mr. Koichi Mino has abundant experience and insight in the telecom industry, and has held positions as General Manager of NTT Business Headquarters and as General Manager of Corporate Planning Division, taking strong leadership to promote the business expansion and to strengthen the earning capability, etc. of the Group, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>

No. 3	<p style="text-align: center;">Noriyuki Watabe (July 28, 1958)</p>	<p style="text-align: center;">Number of the Company's shares held: 11,000</p>
<div style="text-align: center;">  </div> <p style="text-align: center;">Candidate for Reelection</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 10/10 times (100%)</p> <p>Term served as Director of the Company: 1 year (at the conclusion of this General Meeting of Shareholders)</p> <p>Note: Mr. Noriyuki Watabe was elected as Director at the 68th Ordinary General Meeting of Shareholders held at June 24, 2022. As a result, his record of attendance at Board of Directors meetings included only the meetings that were held after June 24, 2022.</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>Sep. 1985 Joined EXEO Group, Inc.</p> <p>June 2017 Operating Officer, General Manager of Corporate Sales Department, Electric Division, Electrical & Telecoms Engineering/Environmental Projects Headquarters, and General Manager of Public Works Sales Department, Electric Division, Electrical & Telecoms Engineering/Environmental Projects Headquarters, EXEO Group, Inc.</p> <p>July 2017 Operating Officer, Deputy General Manager of Electric Division, Electrical & Telecoms Engineering/Environmental Projects Headquarters, EXEO Group, Inc.</p> <p>June 2019 Managing Operating Officer, General Manager of Electrical & Telecoms Engineering/Environmental Projects Headquarters, and General Manager of Electric Division, Electrical & Telecoms Engineering/Environmental Projects Headquarters, EXEO Group, Inc.</p> <p>June 2020 Executive Operating Officer, General Manager of Electrical & Telecoms Engineering/Environmental Projects Headquarters, EXEO Group, Inc.</p> <p>Apr. 2022 Executive Operating Officer, General Manager of Electrical & Telecoms Engineering/Environmental Projects/Smart Energy Headquarters, EXEO Group, Inc.</p> <p>June 2022 Director and Executive Operating Officer, General Manager of Electrical & Telecoms Engineering/Environmental Projects/Smart Energy Headquarters, EXEO Group, Inc. (present position)</p>	
	<p>(Important concurrent positions)</p> <p>N/A</p>	
	<p>(Reasons for nomination as candidate for Director)</p> <p>Mr. Noriyuki Watabe has abundant experience and insight in the urban and social infrastructure industry, taking strong leadership as the General Manager of Electrical & Telecoms Engineering/Environmental Projects/Smart Energy Headquarters to contribute to the expansion of the Company's urban infrastructure business, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>	


No. 4	Yuichi Koyama (October 6, 1959)		Number of the Company's shares held: 20,300
 <p>Candidate for Reelection</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 6 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>June 2013 General Manager of Office Users Business Division, Corporate Sales Promotion Headquarters, NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2014 Senior Vice President, Deputy General Manager of Corporate Sales Promotion Headquarters and Office Users Business Division, Corporate Sales Promotion Headquarters, NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2016 Managing Operating Officer, General Manager of Communication & Business Network Headquarters, EXEO Group, Inc.</p> <p>June 2017 Director and Managing Operating Officer, General Manager of Communication & Business Network Headquarters, EXEO Group, Inc.</p> <p>June 2019 Director and Managing Operating Officer, General Manager of Group Business Promotion Division, EXEO Group, Inc. (present position)</p>		
	<p>(Important concurrent positions)</p> <p>Audit & Supervisory Board Member, NIPPON DENTSU CO., LTD. Audit & Supervisory Board Member, Seibu Electric Industry Co., Ltd.</p>		
	<p>(Reasons for nomination as candidate for Director)</p> <p>Mr. Yuichi Koyama has abundant experience and insight in the telecom industry and executive management, and has held positions as General Manager of the Communication & Business Network Headquarters and as General Manager of the Group Business Promotion Division, promoting business expansion and development across the entire Group, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>		


No. 5	<p style="text-align: center;">Takafumi Sakaguchi (March 20, 1964)</p>	<p style="text-align: center;">Number of the Company's shares held: 6,300</p>
<div style="text-align: center;">  </div> <p>Candidate for Reelection</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 2 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>June 2015 President and Representative Director, NTT NEOMEIT CORPORATION</p> <p>June 2016 Member of the Board, NIPPON TELEGRAPH AND TELEPHONE WEST CORPORATION President and Representative Director, NTT NEOMEIT CORPORATION</p> <p>June 2017 Member of the Board; Executive Manager, Service Management Department, Plant Headquarters, NIPPON TELEGRAPH AND TELEPHONE WEST CORPORATION</p> <p>June 2019 Member of the Board; Executive Manager, Service Management Department, Plant Headquarters, NIPPON TELEGRAPH AND TELEPHONE WEST CORPORATION President and Representative Director, NTT FIELDTECHNO CORPORATION</p> <p>June 2020 Managing Operating Officer, Representative of West Japan Head Office, Branch Manager of Kansai Branch, and Deputy General Manager of ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>June 2021 Director and Managing Operating Officer, Representative of West Japan Head Office, Branch Manager of Kansai Branch, and Deputy General Manager of ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>June 2022 Director and Managing Operating Officer, Representative of West Japan Head Office and Branch Manager of Kansai Branch, EXEO Group, Inc. (present position)</p>	
	<p>(Important concurrent positions)</p> <p>N/A</p>	
	<p>(Reasons for nomination as candidate for Director)</p> <p>Mr. Takafumi Sakaguchi has abundant experience and insight in the telecom industry and has been promoting business expansion of the Group as Representative of West Japan Head Office and Branch Manager of Kansai Branch, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>	

No. 6	Fumitoshi Imaizumi (December 31, 1963)	Number of the Company's shares held: 6,700
 <p>Candidate for Reelection</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 10/10 times (100%)</p> <p>Term served as Director of the Company: 1 year (at the conclusion of this General Meeting of Shareholders)</p> <p>Note: Mr. Fumitoshi Imaizumi was elected as Director at the 68th Ordinary General Meeting of Shareholders held at June 24, 2022. As a result, his record of attendance at Board of Directors meetings included only the meetings that were held after June 24, 2022.</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>July 2014 Head of Data Centers, Cloud Services, NTT Communications Corporation</p> <p>July 2017 Deputy General Manager of Solution Sales Division, ICT Solutions Headquarters, and Deputy General Manager of Solution Promotion Department, ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>July 2018 General Manager of Solution Promotion Department, ICT Solutions Headquarters, and Deputy General Manager of Solution Sales Division, ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>Dec. 2018 President and CEO, EXEO GLOBAL Pte. Ltd. (present position)</p> <p>Apr. 2019 General Manager of Global Business Division, ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>June 2019 Operating Officer, General Manager of Global Business Division, ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>June 2021 Managing Operating Officer, General Manager of Global Business Division, ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>June 2022 Director and Managing Operating Officer, General Manager of Global Business Division, ICT Solutions Headquarters, EXEO Group, Inc.</p> <p>July 2022 Director and Managing Operating Officer, General Manager of Global Business Division, EXEO Group, Inc. (present position)</p>	<p>(Important concurrent positions)</p> <p>President and CEO, EXEO GLOBAL Pte. Ltd.</p>
	<p>(Reasons for nomination as candidate for Director)</p> <p>Mr. Fumitoshi Imaizumi has extensive experience and insight in the telecommunications industry, especially as the representative of EXEO GLOBAL, where he has pioneered new business fields to contribute to the expansion of the Group's global business, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>	

No. 7	<p style="text-align: center;">Shigeki Hayashi (June 22, 1967)</p>	Number of the Company's shares held: 1,500
 <p style="text-align: center;">New Candidate</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: —</p> <p>Term served as Director of the Company: —</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>June 2016 Head of Planning and Carrier Relations, Global Business Promotion Department, NTT Communications Corporation</p> <p>July 2019 Head of Corporate Planning, NTT Limited Japan Corporation</p> <p>July 2021 Operational Manager of Group Business Promotion Division, EXEO Group, Inc.</p> <p>June 2022 Operating Officer, General Manager of Accounts & Finance Division and CFO, EXEO Group, Inc. (present position)</p> <p>(Important concurrent positions) N/A</p> <p>(Reasons for nomination as candidate for Director) Mr. Shigeki Hayashi has abundant experience and insight in finance and global business, and has been responsible for capital policies and investment strategy as CFO, promoting business expansion and development across the entire Group, and the Company believes that he is the appropriate person to continuously increase corporate value and has nominated him as a candidate for reelection.</p>	
No. 8	<p style="text-align: center;">Yasushi Kohara (June 29, 1953)</p>	Number of the Company's shares held: 2,300
 <p style="text-align: center;">Candidate for Reelection</p> <p style="text-align: center;">Outside Officer</p> <p style="text-align: center;">Independent Officer</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 5 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>June 2007 Managing Officer, Toyota Motor Corporation</p> <p>June 2011 Representative Director and President, Toyota Tokyo Corolla Co., Ltd.</p> <p>June 2015 Representative Director and President, Osaka Toyota Motor Co., Ltd.</p> <p>June 2018 Outside Director, EXEO Group, Inc. (present position)</p> <p>(Important concurrent positions) N/A</p> <p>(Reasons for nomination as candidate for Outside Director and outline of expected roles) Mr. Yasushi Kohara has abundant experience and insights in corporate management through his posts at the Toyota Group, and has provided appropriate advice and suggestions in important management decisions of the Company, appropriately fulfilling his role as Outside Director. The Company expects he will continue to contribute to strengthening the auditing function of the Board of Directors and provide advice from a broad managerial perspective and has nominated him as a candidate for reelection.</p>	

No. 9	<p style="text-align: center;">Naoko Iwasaki</p> <p style="text-align: center;">(Name in family register: Naoko Yamagiwa) (May 30, 1975)</p>	<p style="text-align: center;">Number of the Company's shares held: 0</p>
<div style="text-align: center;">  </div> <p style="text-align: center;">Candidate for Reelection</p> <p style="text-align: center;">Outside Officer</p> <p style="text-align: center;">Independent Officer</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 4 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>Apr. 2017 Professor, Institute of Digital Government, Waseda University</p> <p>Apr. 2017 President, International Academy of CIO Japan (present position)</p> <p>Apr. 2017 Board Member, ARISE Advisory Board, Nanyang Technological University, Singapore</p> <p>Sep. 2018 Research Member, Research Association for Standardization of Operation Process and System of Local Government Agencies and Utilization of AI and Robotics, Ministry of Internal Affairs and Communications</p> <p>Jan. 2019 Committee Chair, Smart Silver Innovation Committee, APEC (present position)</p> <p>June 2019 Outside Director, EXEO Group, Inc. (present position)</p> <p>June 2019 Outside Director, ITOCHU Techno-Solutions Corporation (present position)</p> <p>Sep. 2019 Member of Policy Evaluation Council, Ministry of Internal Affairs and Communications (present position)</p> <p>Apr. 2021 Expert Advisor, Public Records and Archives Management Commission, Cabinet Office (present position)</p> <p>Jan. 2022 Member of Local Government System Research Council, Cabinet Office (present position)</p>	<p>(Important concurrent positions)</p> <p>President, International Academy of CIO Japan</p> <p>Committee Chair, Smart Silver Innovation Committee, APEC</p> <p>Outside Director, ITOCHU Techno-Solutions Corporation</p> <p>Member of Policy Evaluation Council, Ministry of Internal Affairs and Communications</p> <p>Expert Advisor, Public Records and Archives Management Commission, Cabinet Office</p> <p>Member of Local Government System Research Council, Cabinet Office</p>
	<p>(Reasons for nomination as candidate for Outside Director and outline of expected roles)</p> <p>Ms. Naoko Iwasaki is an international first-line researcher and expert on adopting digital technologies in areas such as international relations, national and local government administration, disaster response and BCP, aging of society, and the promotion of active roles for women, and has provided appropriate advice and suggestions in important management decisions of the Company, appropriately fulfilling her role as Outside Director. The Company expects she will continue to contribute to strengthening the auditing function of the Board of Directors and provide advice from a broad managerial perspective and has nominated her as a candidate for reelection.</p>	

No. 10	Tatsushi Mochizuki (April 19, 1956)	Number of the Company's shares held: 1,100
 <p>Candidate for Reelection</p> <p>Outside Officer</p> <p>Independent Officer</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 3 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>July 2006 Vice Governor of Mie Prefecture</p> <p>Oct. 2008 Deputy Director-General of Minister's Secretariat, Ministry of Internal Affairs and Communications</p> <p>Jan. 2010 Deputy Director-General of Office for the Local Sovereignty Strategy Council at Cabinet Office</p> <p>Sep. 2012 Director-General of the Local Administration Bureau, Ministry of Internal Affairs and Communications</p> <p>Sep. 2013 Advisor, Nippon Life Insurance Company</p> <p>Apr. 2014 Vice Chairman, Japan Agency for Local Authority Information Systems</p> <p>Sep. 2017 Chairman, Institute of Scientific Approaches for Fire & Disaster</p> <p>Aug. 2019 Secretary-General, National Association Chairpersons of Town and Village Assemblies (present position)</p> <p>June 2020 Outside Director, EXEO Group, Inc. (present position)</p>	
	<p>(Important concurrent positions)</p> <p>Secretary-General, National Association Chairpersons of Town and Village Assemblies</p>	
	<p>(Reasons for nomination as candidate for Outside Director and outline of expected roles)</p> <p>Mr. Tatsushi Mochizuki has been involved in key positions such as central government ministries and local governments for many years. Having insights accumulated through his career, he has provided appropriate advice and suggestions in important management decisions of the Company, appropriately fulfilling his role as Outside Director. The Company expects he will continue to contribute to strengthening the auditing function of the Board of Directors and provide advice from a broad managerial perspective and has nominated him as a candidate for reelection.</p>	

No. 11	Keiji Yoshida (November 23, 1953)	Number of the Company's shares held: 1,800
 <p>Candidate for Reelection</p> <p>Outside Officer</p> <p>Independent Officer</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: 2 years (at the conclusion of this General Meeting of Shareholders)</p>	<p>(Career summary, positions and areas of responsibility)</p> <p>Apr. 2013 Director and Senior Vice President, Urban Environment Division, JFE Engineering Corporation</p> <p>Apr. 2014 Representative Director and Senior Vice President, Urban Environment Division, JFE Engineering Corporation</p> <p>Apr. 2016 Representative Director and Executive Vice President, JFE Engineering Corporation</p> <p>May 2017 Chairman, Japan Water Steel Pipe Association</p> <p>Apr. 2020 Advisor, JFE Engineering Corporation</p> <p>June 2021 Outside Director, EXEO Group, Inc. (present position)</p>	
	<p>(Important concurrent positions)</p> <p>N/A</p>	
	<p>(Reasons for nomination as candidate for Outside Director and outline of expected roles)</p> <p>Mr. Keiji Yoshida has abundant experience and insights in corporate management as an executive officer at JFE Engineering Corporation and other companies, and has provided appropriate advice and suggestions in important management decisions of the Company, appropriately fulfilling his role as Outside Director. The Company expects he will continue to contribute to strengthening the auditing function of the Board of Directors and provide advice from a broad managerial perspective and has nominated him as a candidate for reelection.</p>	

No. 12	<p style="text-align: center;">Tomoko Aramaki (November 7, 1968)</p>	<p style="text-align: center;">Number of the Company's shares held: 0</p>
<div style="text-align: center;">  <p>New Candidate Outside Officer Independent Officer</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: 14/14 times (100%)</p> <p>Term served as Director of the Company: —</p> <p>Note: The record of attendance at Board of Directors meetings included only attendance as Outside Audit & Supervisory Board Member.</p> </div>	<p>(Career summary, positions and areas of responsibility)</p> <p>Oct. 1991 Joined Century Audit Corporation</p> <p>Mar. 1995 Registered as Certified Public Accountant</p> <p>July 1999 Seconded to Regional Financial Cooperation Division, Trade Policy Bureau, Ministry of International Trade and Industry</p> <p>May 2002 Joined IBM Japan, Ltd.</p> <p>Feb. 2006 Director, Aramaki CPA Office (present position)</p> <p>Apr. 2006 Registered as Certified Tax Accountant</p> <p>June 2008 Audit & Supervisory Board Member, PARIS MIKI HOLDINGS Inc.</p> <p>June 2015 Director, in charge of Investor Relations, PARIS MIKI HOLDINGS Inc.</p> <p>Dec. 2015 Outside Audit & Supervisory Board Member, SACOS CORPORATION</p> <p>Jan. 2017 Member of Conference Committee on Asset Management by Japan Pension Service</p> <p>Apr. 2018 Member of Outside Expert Committee, Organization for Postal Savings, Postal Life Insurance and Post Office Network (present position)</p> <p>June 2018 Outside Audit & Supervisory Board Member, EXEO Group, Inc. (present position)</p> <p>Mar. 2022 Outside Director, FUJI SOFT INCORPORATED (present position)</p> <p>Jan. 2023 Member of Information and Communications Council, Ministry of Internal Affairs and Communications (present position)</p> <p>Member of Telecommunications Business Policy Committee, Information and Communications Council, Ministry of Internal Affairs and Communications (present position)</p> <p>Member of Postal Policy Committee, Information and Communications Council, Ministry of Internal Affairs and Communications (present position)</p> <hr/> <p>(Important concurrent positions)</p> <p>Director, Aramaki CPA Office</p> <p>Member of Outside Expert Committee, Organization for Postal Savings, Postal Life Insurance and Post Office Network</p> <p>Outside Director, FUJI SOFT INCORPORATED</p> <p>Member of Information and Communications Council, Ministry of Internal Affairs and Communications</p> <p>Member of Telecommunications Business Policy Committee, Information and Communications Council, Ministry of Internal Affairs and Communications</p> <p>Member of Postal Policy Committee, Information and Communications Council, Ministry of Internal Affairs and Communications</p> <hr/> <p>(Reasons for nomination as candidate for Outside Director and outline of expected roles)</p> <p>Ms. Tomoko Aramaki has abundant experience and expertise in finance and accounting as a Certified Public Accountant and Tax Accountant, as well as insight in corporate management having served as Director and Audit & Supervisory Board Member of not only the Company but other listed companies as well. The Company expects she will contribute to strengthening the auditing function of the Board of Directors and provide appropriate advice and suggestions in important management decisions of the Company and has nominated her as a candidate for Outside Director.</p>	

- Notes:
1. There are no special interests between any of the candidates and the Company.
 2. Mr. Yasushi Kohara, Ms. Naoko Iwasaki, Mr. Tatsushi Mochizuki, Mr. Keiji Yoshida and Ms. Tomoko Aramaki are candidates for Outside Director positions, and are also candidates for Independent Officer positions, the latter of which is an office provided for in the regulations of Tokyo Stock Exchange, Inc. and the Company's regulations.
 3. Ms. Tomoko Aramaki currently serves as an Outside Audit & Supervisory Board Member of the Company, and her term of office will have been five years at the conclusion of this Ordinary General Meeting of Shareholders. However, she will resign from the position of Outside Audit & Supervisory Board Member at the conclusion of this Ordinary General Meeting of Shareholders.
 4. In order for our Outside Directors and Audit & Supervisory Board Members to more effectively perform in their expected roles, Article 39 of the current Articles of Incorporation of the Company provides that the Company may enter into agreements with its Outside Directors and Audit & Supervisory Board Members limiting their liability for failure to properly perform their respective duties. Candidates for Outside Director, Mr. Yasushi Kohara, Ms. Naoko Iwasaki, Mr. Tatsushi Mochizuki and Mr. Keiji Yoshida have entered into an agreement with the Company that limits their liabilities for damages under Article 423, paragraph 1 of the Companies Act to the minimum amount prescribed by laws and regulations, and if their reelections are approved, the above liability limitation agreement will continue. In addition, once the candidate for Outside Director, Ms. Tomoko Aramaki, is elected, she will enter into an agreement with the Company that limits her liability for damages under Article 423, paragraph 1 of the Companies Act to the minimum amount prescribed by laws and regulations.
 5. The Company has entered into directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, and in the event of a claim for damages arising from the execution of duties by the insured directors and officers, the said insurance contract shall cover the damages and legal expenses. Each candidate elected as Director will be included as an insured person under the said insurance contract.

Proposal 3: Election of Two (2) Audit & Supervisory Board Members


The term of office of Mr. Masato Suwabe as Audit & Supervisory Board Member will expire, and Ms. Tomoko Aramaki will resign from the position of Audit & Supervisory Board Member at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of two (2) Audit & Supervisory Board Members.


The Company proposes to elect the candidate for Audit & Supervisory Board Member, Ms. Eiko Osawa, as a replacement for Audit & Supervisory Board Member, Ms. Tomoko Aramaki.

The Company has obtained the consent of the Audit & Supervisory Board to this proposal.

The candidates for these positions are as follows:

No.	Name	Positions	Term served as Audit & Supervisory Board Member	Board of Directors meeting attendance	Audit & Supervisory Board meeting attendance
1	Shinji Kojima New	Operating Officer, General Manager of Metro Area Sales & Marketing Department, Communication & Business Network Headquarters, and General Manager of Telecoms Infrastructure Sales Section, Metro Area Sales & Marketing Department, Communication & Business Network Headquarters	-	-	-
2	Eiko Osawa New Outside Independent	-	-	-	-

No. 1	Shinji Kojima (February 20, 1960)	Number of the Company's shares held: 4,500
 <p style="text-align: center;">New Candidate</p> <p>Board of Directors meeting attendance during the year ended March 31, 2023: -</p> <p>Audit & Supervisory Board meeting attendance during the year ended March 31, 2023: -</p> <p>Term served as Audit & Supervisory Board Member of the Company: -</p>	<p>(Career summary and positions)</p> <p>July 2011 Deputy Branch Manager of Kanagawa Branch, General Manager of Corporate Sales Division, NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>Apr. 2015 Senior Manager of Office Users Business Division, Corporate Sales Promotion Headquarters, NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>July 2017 Deputy General Manager of Communication & Business Network Headquarters, EXEO Group, Inc.</p> <p>July 2018 Deputy General Manager of Communication & Business Network Headquarters, and General Manager of Telecoms Infrastructure Sales Section, Telecoms Sales Department, Communication & Business Network Headquarters, EXEO Group, Inc.</p> <p>June 2019 Operating Officer, Deputy General Manager of Communication & Business Network Headquarters, and General Manager of Telecoms Infrastructure Sales Section, Telecoms Sales Department, Communication & Business Network Headquarters, EXEO Group, Inc.</p> <p>July 2022 Operating Officer, General Manager of Metro Area Sales & Marketing Department, Communication & Business Network Headquarters, and General Manager of Telecoms Infrastructure Sales Section, Metro Area Sales & Marketing Department, Communication & Business Network Headquarters, EXEO Group, Inc. (present position)</p>	
	<p>(Important concurrent positions)</p> <p>N/A</p>	
	<p>(Reasons for nomination as candidate for Audit & Supervisory Board Member)</p> <p>Mr. Shinji Kojima has abundant experience and insight in the telecom infrastructure field, having been involved in a range of operational execution as an Operating Officer of the Company, such as promoting the expansion of new business domains, and the Company believes that he will appropriately perform his duties as Audit & Supervisory Board Member. The Company has therefore nominated him as a candidate for Audit & Supervisory Board Member.</p>	

No. 2	Eiko Osawa (February 27, 1963)	Number of the Company's shares held: 0
 New Candidate Outside Officer Independent Officer Board of Directors meeting attendance during the year ended March 31, 2023: - Audit & Supervisory Board meeting attendance during the year ended March 31, 2023: - Term served as Audit & Supervisory Board Member of the Company: -	(Career summary and positions) Oct. 1989 Joined Asahi Shinwa & Co. (currently KPMG AZSA LLC) June 1993 Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC) Aug. 1993 Registered as a Certified Public Accountant Aug. 2005 Seconded to Accounting Standards Board of Japan as Research Specialist Oct. 2006 Seconded to International Accounting Standards Board as Visiting Fellow July 2008 Partner, Ernst & Young ShinNihon LLC July 2021 Head of Osawa CPA Office (present position) Sept. 2021 Registered as a Certified Public Tax Accountant Nov. 2021 Supervisory Director, Mitsui Fudosan Logistics Park Inc. (present position) (Important concurrent positions) Head of Osawa CPA Office Supervisory Director, Mitsui Fudosan Logistics Park Inc. (Reasons for nomination as candidate for Outside Audit & Supervisory Board Member) Ms. Eiko Osawa has abundant global experience and expertise in finance at a major auditing firm and accounting as a Certified Public Accountant, and the Company believes that she will appropriately perform her duties as Audit & Supervisory Board Member. The Company has therefore nominated her as a candidate for Outside Audit & Supervisory Board Member.	

- Notes:
1. There are no special interests between any of the candidates and the Company.
 2. Ms. Eiko Osawa is a candidate for Outside Audit & Supervisory Board Member, and is also a candidate for Independent Officer, the latter of which is an office provided for in the regulations of Tokyo Stock Exchange, Inc. and the Company's regulations.
 3. In order for our Audit & Supervisory Board Members to more effectively perform their expected roles, Article 39 of the current Articles of Incorporation of the Company provides that the Company may enter into agreement with its Audit & Supervisory Board Members limiting their liability for failure to properly perform their respective duties. If the candidates for Audit & Supervisory Board Members, Mr. Shinji Kojima and Ms. Eiko Osawa, are elected, they will enter into an agreement with the Company that limits their liabilities for damages under Article 423, paragraph 1 of the Companies Act to the minimum amount prescribed by laws and regulations.
 4. The Company has entered into directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, and in the event of a claim for damages arising from the execution of duties by the insured directors and officers, the said insurance contract shall cover the damages and legal expenses. Each candidate elected as Audit & Supervisory Board Member will be included as an insured person under the said insurance contract.

Reference: Skill Matrix of Directors and Audit & Supervisory Board Members

In order for the Company's Board of Directors to fulfil its decision-making and management supervisory functions with an eye toward implementing the EXEO Group 2030 Vision & Medium-term Management Plan, the following are the fields that Directors and Audit & Supervisory Board Members are expected to particularly contribute to: (1) corporate governance and ESG, (2) innovation and DX, (3) engineering, (4) marketing and global business, (5) finance and accounting, and (6) legal matters, human resources, and labor.

If Proposal 2 and Proposal 3 are approved at this General Meeting of Shareholders, the skills of each Director and Audit & Supervisory Board Member will be as follows.

	Name	Corporate governance and ESG	Innovation and DX	Engineering	Marketing and global business	Finance and accounting	Legal matters, human resources, and labor
Directors	Tetsuya Funabashi	•	•	•	•		•
	Koichi Mino	•	•	•	•		
	Noriyuki Watabe	•			•		
	Yuichi Koyama	•			•		•
	Takafumi Sakaguchi	•	•	•	•		•
	Fumitoshi Imaizumi	•	•	•	•		
	Shigeki Hayashi	•			•	•	
	Yasushi Kohara	•			•		
	Naoko Iwasaki	•	•		•		
	Tatsushi Mochizuki	•					•
	Keiji Yoshida	•		•	•		•
	Tomoko Aramaki	•			•	•	
Audit & Supervisory Board Members	Yasuo Otsubo	•	•	•	•		
	Shinji Kojima	•		•	•		
	Shinnosuke Yamada					•	
	Kimiko Takahashi	•				•	•
	Eiko Osawa				•	•	

* These are the skills particularly expected of each Director and Audit & Supervisory Board Member. They are not the only skills possessed by each party.