

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.

Securities Code: 6539

Date of sending by postal mail: June 7, 2024

Start date of measures for electronic provision: May 31, 2024

To our shareholders:

Takahiro Arimoto,
Representative Director, Chairman and CEO
Matching Service Japan Co., Ltd.
2-10-2 Fujimi, Chiyodaku, Tokyo

NOTICE OF CONVOCATION FOR THE 34TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We would like to express our sincere gratitude for your continued support.

We are pleased to announce the 34th Annual General Meeting of Shareholders of Matching Service Japan Co., Ltd. (the “Company”), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing in electronic format the information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. (matters subject to measures for electronic provision). This information is posted on each of the following websites, so please access either of those websites to confirm the information.

The Company’s website:

<https://ir.jmsc.co.jp/stock/meeting.html> (in Japanese)

(Confirm by accessing the above website and viewing the NOTICE OF CONVOCATION FOR THE 34TH ANNUAL SHAREHOLDERS MEETING.)

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 “Matching Service Japan” in “Issue name (company name)” or the Company’s securities code “6539” 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].”)

In order to exercise your voting rights in advance, at your convenience, please review the Reference Documents for the General Meeting of Shareholders, and indicate your approval or disapproval of the proposals on the Voting Rights Exercise Form and return it to us or enter your approval or disapproval on the voting rights exercise website designated by the Company. In either case, please ensure that you exercise the voting rights no later than 6:00 p.m. on Monday, June 24, 2024 (JST).

1. Date and Time Tuesday, June 25, 2024 at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

2. Location Conference Room 3A, TKP Garden City Ochanomizu,
Mitsui Sumitomo Insurance Surugadai Annex 3F
3-11-1 Kanda Surugadai, Chiyodaku, Tokyo

3. Purpose of the Meeting

Matters to be reported

1. Business Report, Consolidated Financial Statements and results of audits of Consolidated Financial Statements by accounting auditor and Audit and Supervisory Committee for the 34th Fiscal Year (April 1, 2023 to March 31, 2024)
2. Non-consolidated Financial Statements for the 34th Fiscal Year (April 1, 2023 to March 31, 2024)

Matters to be resolved

Proposal No. 1 Appropriation of Surplus

Proposal No. 2 Election of Three Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Proposal No. 3 Election of Three Directors Who Are Audit and Supervisory Committee Members

4. Matters to Be Determined Upon Convocation (Information on Exercising Voting Rights)

- (1) If your approval or disapproval of the proposals is not indicated on the Voting Rights Exercise Form when exercising your voting rights in writing (by mail), it will be deemed that approval was indicated.
- (2) If you exercise your voting rights more than once over the Internet, your last vote will be deemed effective.
- (3) If you exercise your voting rights both over the Internet and in writing (by mail), regardless of the date of arrival, your vote over the Internet will be deemed effective.
- (4) If exercising your voting rights by proxy, you may appoint one other shareholder with voting rights who will attend the general meeting of shareholders. However, please be aware that you must submit in writing your appointment of a proxy.

For information on how to exercise your voting rights, please see the “Information on Exercising Voting Rights” on p. 3-4 (available in Japanese only).

If you plan to attend the meeting in person, please submit the Voting Rights Exercise Form to the receptionist at the venue. Note that no complimentary gifts will be readied for shareholders who visit the venue.

If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company’s website and the TSE website mentioned above.

Paper-based documents stating the matters subject to measures for electronic provision are sent to shareholders who have requested the delivery of paper-based documents, however those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 15, paragraph (2) of the Company’s Articles of Incorporation.

- (i) “Notes to Consolidated Financial Statements” of the Consolidated Financial Statements
- (ii) “Notes to Non-consolidated Financial Statements” of the Non-consolidated Financial Statements

Accordingly, the contents of the Consolidated Financial Statements and Non-consolidated Financial Statements included in the paper-based documents are part of the documents audited by the accounting auditor in preparing the Accounting Audit Report and the Audit and Supervisory Committee in preparing the Audit Report.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

We regard the return of profit to shareholders as one of our most important management issues. Taking into consideration our future business development and other factors, we would like to declare a year-end dividend for the 34th fiscal year as follows.

Year-end dividends

(i) Type of dividend property

To be paid in cash.

(ii) Allotment of dividend property and their aggregate amount

The Company proposes to pay a dividend of ¥56 per common share of the Company.

In this event, the total dividends will be ¥1,399,780,480.

(iii) Effective date of dividends of surplus

The effective date of dividends will be June 26, 2024.

Proposal No. 2 Election of Three Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all three Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three Directors.

For this proposal, a resolution was made by the Board of Directors after consulting with the Nomination and Remuneration Committee, the majority of which are independent outside Directors, in order to ensure that Directors are nominated in a fair and transparent manner. It was the opinion of the Audit and Supervisory Committee that all candidates for Director are suitable.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Past experience and positions and assignments at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Takahiro Arimoto (September 9, 1961)	<p>Mar. 1985 Joined Recruit Co., Ltd. (currently Recruit Holdings Co., Ltd.)</p> <p>Apr. 1990 Founded the Company; became Representative Director</p> <p>June 2015 President and Representative Director</p> <p>Apr. 2023 Representative Director, Chairman and CEO (current position)</p> <p>Feb. 2024 Director of FourQuarters Recruitment Pty.Ltd. (current position)</p>	6,143,600 shares
2	Mayuki Fujie (June 28, 1980)	<p>Apr. 2006 Joined the Company</p> <p>Nov. 2013 Executive Officer, Manager of the Corporate Administration Office</p> <p>June 2015 Director, Manager of the Corporate Administration Department of the Company</p> <p>Apr. 2017 Director, General Manager of the Corporate Administration Headquarters & Manager of the Corporate Planning Group</p> <p>Apr. 2019 Director, General Manager of the Corporate Administration Headquarters & Manager of the Corporate Planning Office</p> <p>June 2019 Managing Director, General Manager of the Corporate Administration Headquarters & Manager of the Corporate Planning Office</p> <p>July 2020 Managing Director, General Manager of the Media Business Headquarters & Manager of the Corporate Planning Office</p> <p>Apr. 2021 Managing Director, General Manager of the Media Business Department & Manager of the Corporate Planning Office</p> <p>Apr. 2022 Managing Director, Business Supervisory Headquarters</p> <p>Apr. 2023 Managing Director and COO (current position)</p> <p>Feb. 2024 Director of FourQuarters Recruitment Pty.Ltd. (current position)</p>	11,900 shares

Candidate No.	Name (Date of birth)	Past experience and positions and assignments at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Taku Yamamoto (June 11, 1984)	Feb. 2010 Joined AZSA & Co. (currently KPMG AZSA & Co.) Sept. 2013 Joined the Company Apr. 2015 Accounting and Finance Unit Manager of the Corporate Administration Department Apr. 2019 Administrative Group Manager of the Corporate Administration Headquarters Apr. 2020 General Manager of the Corporate Administration Headquarters June 2020 Director, Manager of the Corporate Administration Department Apr. 2022 Director, Corporate Administration Headquarters Apr. 2023 Director and CFO July 2023 Managing Director and CFO (current position) Feb. 2024 Director of FourQuarters Recruitment Pty.Ltd. (current position)	5,564 shares

- Notes: 1. There is no special interest between any of the candidates and the Company.
2. Reasons for nomination of each candidate for Director

Takahiro Arimoto is the founder of the Company. Based on his knowledge and experience in overall management as Representative Director since the establishment of the Company, he has made decisions on important matters related to management and contributed to the development of the entire Company. We have determined that he would continue to appropriately perform his duties as Director of the Company and nominated him as a candidate for Director.

Mayuki Fujie has served as General Manager of the Corporate Administration Headquarters and General Manager of the Business Supervisory Headquarters since being appointed to the position of Director of the Company in June 2015. Currently, he is accumulating a record as a driving force leading growth of the Company's overall business. We have determined that he would continue to appropriately perform his duties as Director and nominated him as a candidate for Director.

Taku Yamamoto was appointed to the position of Director of the Company in June 2020. As a certified public accountant, he has specialized knowledge, and accumulated a record in business administration, finance, corporate governance and other areas as General Manager of the Corporate Administration Headquarters. We have determined that he would continue to appropriately perform his duties as Director and nominated him as a candidate for Director.

3. The Company has entered into a directors and officers liability insurance policy prescribed in Article 430-3, paragraph (1) of the Companies Act with insurance companies. An overview of the content of said insurance policy is as stated in "(3) Overview of Content of Directors and Officers Liability Insurance Policy, Etc." under "4. Status of Company Officers" in the Business Report (available in Japanese only). If the election of the candidates for Director is approved, they will be included among the insured in the policy.

In addition, the Company plans to renew the policy with the same terms upon its next renewal.

Proposal No. 3 Election of Three Directors Who Are Audit and Supervisory Committee Members

The terms of office of all three Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three Directors who are Audit and Supervisory Committee Members.

The consent of the Audit and Supervisory Committee has been obtained for this proposal.

Candidates for Directors who are Audit and Supervisory Committee Members are as follows:

Candidate No.	Name (Date of birth)	Past experience and positions and assignments at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Yoshimitsu Oura (July 8, 1954)	<p>Apr. 1977 Joined Nomura Securities Co., Ltd.</p> <p>June 2003 Executive Managing Director of Nomura Securities Co., Ltd. & Senior Managing Director of Nomura Holdings, Inc.</p> <p>Mar. 2009 Managing Corporate Officer of JAFCO Co., Ltd. (currently JAFCO Group Co., Ltd.)</p> <p>Apr. 2013 Senior Managing Director of JAFCO Co., Ltd.</p> <p>Aug. 2014 Representative Director of With Value Co., Ltd. (current position)</p> <p>May 2015 Outside Director of Arbeit-Times Co., Ltd.</p> <p>June 2015 Corporate Auditor of the Company</p> <p>Jan. 2016 Outside Director of Park24 Co., Ltd. (current position)</p> <p>June 2016 Outside Director (Audit and Supervisory Committee Member) of the Company (current position)</p> <p>Sept. 2017 Outside Director of CANDEAL Co., Ltd. (current position)</p>	6,000 shares
2	Hidetaka Sakamoto (July 24, 1973)	<p>Apr. 2000 Joined Kitahama Central Law Office</p> <p>Mar. 2003 Established Mercury General Law Firm (currently Mercury General Legal Professional Corporation) (current position)</p> <p>June 2008 Corporate Auditor of Sei Crest Co., Ltd.</p> <p>June 2015 Corporate Auditor of the Company</p> <p>June 2016 Outside Director (Audit and Supervisory Committee Member) of the Company (current position)</p> <p>May 2020 Outside Director of Anaphith Co., Ltd. (current position)</p> <p>Oct. 2020 Corporate Auditor of TRYT, Inc. (current position)</p> <p>Corporate Auditor of TRYT Career, Inc. (current position)</p> <p>Corporate Auditor of TRYT Engineering, Inc. (current position)</p> <p>Apr. 2024 Corporate Auditor of CERA Inc. (current position)</p>	6,000 shares

Candidate No.	Name (Date of birth)	Past experience and positions and assignments at the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	* Ikuko Wada (July 17, 1971)	<p>Apr. 1994 Joined KINREI CORPORATION</p> <p>June 2004 Joined Aqua Clara, inc.</p> <p>Oct. 2008 Joined Fractalist inc. (currently UNITED, Inc.)</p> <p>May 2012 Joined FreeBit Co., Ltd.</p> <p>July 2014 General Manager of Group Management Administration Headquarters of FreeBit Co., Ltd.</p> <p>May 2016 Executive Officer of FreeBit Co., Ltd. (current position)</p> <p>Sep. 2018 Director of ALC PRESS INC.</p> <p>June 2020 Director of GIGAPRIZE Co., Ltd. (current position)</p> <p>June 2020 Director of FreeBit EPARK Health Care, Inc. (currently Kusurinomadoguchi, Inc.)</p> <p>July 2020 General Manager of Group Management Planning Headquarters of FreeBit Co., Ltd. (current position)</p> <p>July 2020 Director of Full Speed Inc. (current position)</p> <p>July 2020 Director of FreeBit Co., Ltd. (current position)</p> <p>Nov. 2023 Outside Director of Media Kobo, Inc. (current position)</p>	- shares

Notes: 1. New candidates are indicated by an asterisk (*).

2. There is no special interest between any of the candidates and the Company.

3. The Company has entered into an agreement with Yoshimitsu Oura and Hidetaka Sakamoto, pursuant to Article 427, paragraph (1) of the Companies Act, to limit their liability for damages as provided in Article 423, paragraph (1) of the same act. The maximum amount of liability for damages under the agreement is the minimum liability amount stipulated in Article 425, paragraph (1) of the Companies Act. If Yoshimitsu Oura and Hidetaka Sakamoto are reappointed, the Company plans to continue the liability limitation agreement. Also, if the election of Ikuko Wada is approved, the Company plans to continue the liability limitation agreement with the same contents.

4. Yoshimitsu Oura, Hidetaka Sakamoto, and Ikuko Wada are candidates for outside Director.

5. Reasons for nomination as candidates for outside Director and overview of expected roles

We have nominated Yoshimitsu Oura as a candidate for outside Director. This is because he has knowledge and experience gained through his involvement in overall corporate management as an executive officer and director of publicly traded companies. Leveraging this knowledge, we expect that he will provide oversight and advice, etc., for the execution of Directors' duties from a broad and objective standpoint, focusing on investment and finance, so we have nominated him as a candidate for Director who is an Audit and Supervisory Committee Member.

We have nominated Hidetaka Sakamoto as a candidate for outside Director. This is because he has expert knowledge and extensive experience as a lawyer. Leveraging this knowledge, we expect that he will provide oversight and advice, etc., for the execution of Directors' duties primarily from a legal perspective, so we have nominated him as a candidate for Director who is an Audit and Supervisory Committee Member.

We have nominated Ikuko Wada as a candidate for outside Director. This is because she has experience being in charge of enhancing information management systems, human resource development, and business strategy promotion at administrative planning departments, IR departments, human resource departments, legal affairs departments, and finance/accounting departments at publicly traded companies. Leveraging this knowledge, we expect that she will provide oversight and advice, etc., for the execution of Directors' duties relating to all aspects of governance of the Company, so we have nominated her as a candidate for Director who is an Audit and Supervisory Committee Member.

6. Yoshimitsu Oura and Hidetaka Sakamoto will have served as outside Directors who are Audit and Supervisory Committee Members for eight years at the conclusion of this General Meeting of Shareholders.

7. The Company has submitted notification to the Tokyo Stock Exchange that Yoshimitsu Oura and Hidetaka Sakamoto have been designated as independent officers as provided for by the exchange. If Yoshimitsu Oura and Hidetaka Sakamoto are

reappointed, the Company plans to continue designating them as independent officers. Ikuko Wada meets the requirements as an independent officer as provided for by the Tokyo Stock Exchange. Therefore, if she is approved, the Company plans to designate her as an independent officer.

8. The Company has entered into a directors and officers liability insurance policy prescribed in Article 430-3, paragraph (1) of the Companies Act with insurance companies. An overview of the content of said insurance policy is as stated in “(3) Overview of Content of Directors and Officers Liability Insurance Policy, Etc.” under “4. Status of Company Officers” in - 10 - the Business Report. If the election of the candidates for Directors who are Audit and Supervisory Committee Members is approved, they will be included among the insured in the policy.

In addition, the Company plans to renew the policy with the same terms upon its next renewal.

Reference: Skill Matrix of the Board of Directors and Audit and Supervisory Committee after this Annual General Meeting of Shareholders (scheduled)

Name	Position	Independent outside officer	Corporate management	Planning strategy	Investment finance	Accounting	Legal affairs	Risk management
Takahiro Arimoto	Representative Director, Chairman and CEO	—	□	○	○	○		
Mayuki Fujie	Managing Director and COO	—	○	□	○	○		
Taku Yamamoto	Managing Director and CFO	—			○	□	○	○
Yoshimitsu Oura	Director Audit and Supervisory Committee Member	●	○	○	□	○		
Hidetaka Sakamoto	Director Audit and Supervisory Committee Member	●			○	○	□	○
Ikuko Wada	Director Audit and Supervisory Committee Member	●		○		○	○	□

□: Indicates a primary skill.

○: Indicates a secondary skill.

* Maximum of four per person.

* The above list does not represent all the knowledge and experience of each individual.