

Stock code: 4848

March 9, 2023

(Date of starting Electronic provisioning measures: March 2, 2023)

Kazuki Sakamaki
President, Representative Director and CEO
Fullcast Holdings Co., Ltd
8-9-5 Nishi-Gotanda, Shinagawa-ku, Tokyo

CONVOCAION NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS FOR THE 30TH FISCAL YEAR

Dear Shareholders:

Notice is hereby given that the Ordinary General Meeting of Shareholders for the 30th fiscal year will be held as described below.

In convening this General Meeting of Shareholders, electronic disclosure is available on the following website: "Convocation Notice of the Ordinary General Meeting of Shareholders for the 30th Fiscal Year" and "Other Matters Subject to Electronic Provision Measures (Matters Omitted from Document to be Sent)."

Fullcast Holdings Website(<https://www.fullcastholdings.co.jp/corporate/ir/stockinformation/generalmeeting/>)

Also, it can be found on the following website.

TSE Website

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

Visit the above website, enter or search for Fullcast Holdings or securities code (4848), and select "Basic Information" then "Public Documents/PR Information" to view the contents.

Although the Ordinary General Meeting of Shareholders will be held after taking appropriate measures to prevent COVID-19, from the perspective of preventing the spread of infections, the Company recommends that shareholders avoid attending the meeting in person and instead exercise their voting rights in writing or by electronic methods (Internet, etc.).

When exercising voting rights in advance, please review the reference documents for the General Meeting of Shareholders in Electronic Format, , and follow the instructions on pages 4 and 5, exercise your voting rights by no later than 6:30 pm on Thursday, March 23, 2023 (JST).

- Date and time:** Friday, March 24, 2023, at 10:00 am (Doors open at 9:00 am)
- Venue:** 2-3-1 Hamamatsucho, Minato-ku, Tokyo
Hamamatsucho Convention Hall & Hybrid Studio (Main Hall A), Nippon Life Hamamatsucho Crea Tower 5F
The venue has been changed beginning with this General Meeting. Please refer to the "Guide to the Venue for the General Meeting of Shareholders" at end page.
- Agenda for the Meeting**
Subject for Report:
 - Business Report and Consolidated Financial Statements and Non-Consolidated Financial Statements for the 30th Fiscal Year (January 1 to December 31, 2022)
 - Audit Report of Consolidated Financial Statements from the Accounting Auditor and Audit & Supervisory Committee**Subject for Resolution Proposal:** Selection of 4 Directors (excluding Directors who are Audit & Supervisory Committee Members)

4. Other

If you are unable to attend the meeting, you may have another shareholder with voting rights attend in your place as a proxy. However, please note that you will need to submit a written power of attorney document validating your appointment of the individual as your proxy.

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- Please submit the enclosed voting right exercise form to the registration desk on the day of the meeting.
 - Documents to be sent also serve as the document describing the matters to be provided electronically based on the request for delivery of documents. The matters subject to electronic provision measures are posted on our website (<https://www.fullcastholdings.co.jp/corporate/ir/stockinformation/generalmeeting/>). Therefore, in accordance with laws and

regulations and Article 16 of our Company's Articles of Incorporation, the following items are not included in the document to be sent. Accordingly, such documents are part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditor in preparing the Audit Report.

- The Business Report: Matters concerning Share Acquisition Rights, etc., Summary of Liability Limitation Contract, Summary of an Officer Liability Insurance Agreement, Status of Accounting Auditor, Corporate Structure and Policies, and Audit Report on the Business Report.
 - The Consolidated Financial Statements: Consolidated Statements of Changes in Equity, Notes to the Consolidated Financial Statements, and the Accounting and Audit Reports on the Consolidated Financial Statements.
 - The Non-Consolidated Statements: the Balance Sheet and Statement of Income, Statements of Changes in Equity, Notes to Non-Consolidated Financial Statement, and the Accounting and Audit Reports on the Non-Consolidated Statement.
- In case of any modification to the matters subject to electronic provision measures, revisions will be posted on the respective websites listed.

Response to Prevent COVID-19 Infections at the Ordinary General Meeting of Shareholders

The Company's Response:

- Officers and staff at the meeting will wear masks. Furthermore, a plastic shield will be placed in front of the chair's seating position to prevent any possible airborne spread. President, Representative Director and CEO, who serves as the chair, and other Directors will remove their masks when seated behind the shield. In addition, the meeting staff in some cases may wear gloves. We ask for your understanding in these efforts to prevent the spread of COVID-19.
- Alcohol disinfectant will be placed at multiple locations, including near the venue entrance.
- The meeting staff will participate after first checking their physical condition, including measuring their temperature.
- The seats at the venue will be arranged with sufficient distance between them.
- During the Q&A session, the microphone will be disinfected after each shareholder question or comment.

Requests to Attending Shareholders:

- We ask that everyone attending take steps to prevent the spread of COVID-19, including the wearing of masks, entry after checking infection information on the day of the meeting, and monitoring your own health condition.
- Please cooperate with body temperature checks at the registration desk. Shareholders with a body temperature of 37.5°C and above will not be allowed to enter the venue.
- We ask that everyone at the venue wears a mask and uses alcohol disinfectant.
- During the Q&A session, please approach the stand-up microphone inside the venue to ask your question or make a comment. Afterwards, please return to your own seat.
- Please be aware that staff will speak to visiting shareholders who appear ill.
- The registration desk is usually crowded between 9:45 am and 10:00 am, so please provide yourself with ample time to check in to ensure adequate social distancing.

We kindly ask for your understanding and cooperation in view of the current situation.

REFERENCE MATERIAL FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

Proposals and Reference Information

Proposal : Selection of 4 Directors (excluding Directors who are Audit & Supervisory Committee Members)

The term of all 4 Directors (excluding Directors who are Audit & Supervisory Committee Members; The same applies hereafter in this proposal.) will expire at the end of this general meeting of shareholders. As a result, the Company requests the selection of 4 Directors.

Although the Audit & Supervisory Committee reviewed this proposal, no opinion was given.

Candidates for Directors are as follows:

Candidate No.	Name (Date of birth)	Career highlights and significant concurrent positions Status and responsibilities at the Company	Number of Company's shares owned by the candidate
1	<div style="display: flex; justify-content: space-around; border: 1px solid black; padding: 2px;"> Reappointed Inside </div> <p style="text-align: center;">Takehito Hirano (Aug. 25, 1961) (Age: 61)</p>	<p>Apr. 1984 Joined Harvest Futures Inc.</p> <p>Sept. 1990 Established Resort World Co., Ltd. (currently Fullcast Holdings Co., Ltd.) and served as President, Representative Director</p> <p>July 2006 President, Representative Director of Fullcast Marketing Co., Ltd. (currently F-PLAIN Corporation)</p> <p>Sept. 2007 Director of the Company</p> <p>Dec. 2009 Director and Advisor of the Company</p> <p>Mar. 2015 Director and Chairman of the Company (present post)</p> <p>Apr. 2017 Representative Director and Chairman of F-PLAIN Corporation (present post)</p> <p>Oct. 2018 Director of Advancer Global Limited (present post)</p> <p>[Status of significant concurrent positions] Representative Director and Chairman of F-PLAIN Corporation Advancer Global Limited Director</p>	2,000 shares
<p>Reason for selection as candidate for Director:</p> <p>Takehito Hirano has sufficiently fulfilled his role in supervising business execution and the management of Board of Directors' meetings utilizing his wealth of experience as an entrepreneur and business owner, as well as his broad scope of knowledge in the staffing services industry. Given these qualifications, the Company requests his re-election as Director because it believes he is an ideal choice for continuing to carry out the oversight of management and business execution as Director.</p>			

Notes: 1. There are no special interests between Takehito Hirano and the Company.

2. Takehito Hirano currently serves as a Director of the Company. He has served as Director for a period of 8 years as of the end of this general meeting of shareholders.

3. The Company has not concluded a liability limitation contract with Takehito Hirano limiting his liability for damages per Article 423, Paragraph 1 of the Companies Act up to the limit set forth by law per Article 31, Paragraph 2 of the Articles of Incorporation.

4. The Company has concluded an officer liability insurance agreement with an insurance company under Article 430-3 of the Companies Act, and if Takehito Hirano is reappointed, the Company plans to renew said agreement, and he will continue to be the insured under said agreement. The said agreement is described in the Business Report "II. Status of the Company, 3. Matters related to Directors (3) Summary of an Officer Liability Insurance Agreement."

Candidate No.	Name (Date of birth)	Career highlights and significant concurrent positions Status and responsibilities at the Company	Number of Company's shares owned by the candidate
2	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointed</div> <div style="border: 1px solid black; display: inline-block; padding: 2px; margin-left: 5px;">Inside</div> Kazuki Sakamaki (Sept. 30, 1970) (Age: 52)	Apr. 1989 Joined AI Tsusho Co., Ltd. Feb. 1995 Joined Fullcast Co., Ltd. (currently Fullcast Holdings Co., Ltd.) Oct. 2005 Representative Director of Fullcast HR Institute Co., Ltd. (currently Fullcast Co., Ltd.) Oct. 2007 Corporate Executive Officer, General Manager of the Business Engineering Dept. of Fullcast Co., Ltd. Oct. 2008 Corporate Executive Officer, General Manager of the Tokai & Kansai Sales Dept. of Fullcast Co., Ltd. June 2009 Representative Director of Fullcast Co., Ltd. Dec. 2011 Director of the Company Jan. 2013 President and Representative Director of Fullcast Co., Ltd. (present post) Jan. 2014 President, Representative Director and CEO of the Company (present post) [Status of significant concurrent positions] President and Representative Director of Fullcast Co., Ltd.	100,890 shares
Reason for selection as candidate for Director: As a Director in charge of business execution, Kazuki Sakamaki has sufficiently fulfilled his role in supervising business execution and decision making regarding material matters of the Company's management, having provided appropriate explanations for resolutions and reports presented to the Board of Directors. He has also led management as the President, Representative Director and CEO and has contributed to sustained enhancement of corporate value by realizing further business growth. Given these qualifications, the Company requests his re-election as Director because it believes he is an ideal choice for leading management as President, Representative Director and CEO and for the Company to aspire toward sustainable growth by heading up the implementation its medium-term management plan.			

- Notes: 1. There are no special interests between Kazuki Sakamaki and the Company.
2. The number of Company's shares owned by the Kazuki Sakamaki represents the effective number of shares including those held through Fullcast Holdings Co., Ltd.'s executive stock ownership plan.
3. Kazuki Sakamaki currently serves as a Director of the Company. He has served as Director for a period of 11 years and 3 months as of the end of this general meeting of shareholders.
4. The Company has concluded an officer liability insurance agreement with an insurance company under Article 430-3 of the Companies Act, and if Kazuki Sakamaki is reappointed, the Company plans to renew said agreement, and he will continue to be the insured under said agreement. The said agreement is described in the Business Report "II. Status of the Company, 3. Matters related to Directors (3) Summary of an Officer Liability Insurance Agreement."

Candidate No.	Name (Date of birth)	Career highlights and significant concurrent positions Status and responsibilities at the Company	Number of Company's shares owned by the candidate
3	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointed</div> <div style="border: 1px solid black; display: inline-block; padding: 2px; margin-left: 10px;">Inside</div> Takahiro Ishikawa (July 22, 1967) (Age: 55)	Sept. 1990 Senior Managing Director of Resort World Co., Ltd. (currently Fullcast Holdings Co., Ltd.) Sept. 2000 Representative Director of Fullcast Factory Co., Ltd. Apr. 2006 Representative Director of Fullcast Central Co., Ltd. Jan. 2012 Director of STARTLINE Co., Ltd. (present post) May 2012 President and Representative Director of Beat Co., Ltd. Dec. 2014 President and Representative Director of Beatech Co., Ltd. Mar. 2016 Director of the Company (present post) Apr. 2016 Representative Director and Chairman of Beat Co., Ltd. (present post) Jan. 2017 Representative Director and Chairman of Beatech Co., Ltd. (present post) [Status of significant concurrent positions] Representative Director and Chairman of Beat Co., Ltd. Director of STARTLINE Co., Ltd. Representative Director and Chairman of Beatech Co., Ltd.	154,600 shares
Reason for selection as candidate for Director: Takahiro Ishikawa possesses knowledge and experience as a business manager in the specialized short-term operational support service industry within the broader staffing services industry. He has played an important role in the oversight of management and business execution of the Board of Directors. Given these qualifications, the Company requests his re-election as Director because it believes he is an ideal choice for continuing to carry out the oversight of management and business execution as Director.			

Notes: 1. There are no special interests between Takahiro Ishikawa and the Company.

2. Takahiro Ishikawa currently serves as a Director of the Company. He has served as Director for a period of 7 years as of the end of this general meeting of shareholders.
3. The Company has not concluded a liability limitation contract with Takahiro Ishikawa limiting his liability for damages per Article 423, Paragraph 1 of the Companies Act up to the limit set forth by law per Article 31, Paragraph 2 of the Articles of Incorporation.
4. The Company has concluded an officer liability insurance agreement with an insurance company under Article 430-3 of the Companies Act, and if Takahiro Ishikawa is reappointed, the Company plans to renew said agreement, and he will continue to be the insured under said agreement. The said agreement is described in the Business Report "II. Status of the Company, 3. Matters related to Directors (3) Summary of an Officer Liability Insurance Agreement."

Candidate No.	Name (Date of birth)	Career highlights and significant concurrent positions Status and responsibilities at the Company	Number of Company's shares owned by the candidate
4	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointed</div> <div style="border: 1px solid black; display: inline-block; padding: 2px; margin-left: 5px;">Inside</div> Shiro Kaizuka (Oct. 3, 1961) (Age: 61)	Sept. 1990 Senior Managing Director of Resort World Co., Ltd. (currently Fullcast Holdings Co., Ltd.) May 2002 Representative Director of Fullcast Technology Co., Ltd. (currently YUME TECHNOLOGY Co., Ltd.) Oct. 2002 Director of Interbiz Limited (present post) Feb. 2010 Representative Director of Rearvio Co., Ltd. (present post) Sept. 2013 Representative Director of Dimension Pockets Co., Ltd. (present post) Apr. 2016 Representative Partner of IPM G.K. (present post) June 2016 Representative Partner of One Suite G.K. (present post) Mar. 2017 Director of the Company (present post) [Status of significant concurrent positions] Representative Director of Dimension Pockets Co., Ltd. Representative Partner of One Suite G.K. Director of Interbiz Limited Representative Director of Rearvio Co., Ltd. Representative Partner of IPM G.K.	75,200 shares
Reason for selection as candidate for Director: Shiro Kaizuka possesses knowledge and experience as a business manager in the specialized short-term operational support service industry within the broader staffing services industry. He has played an important role in the oversight of management and business execution of the Board of Directors. Given these qualifications, the Company requests his re-election as Director because it believes he is an ideal choice for continuing to carry out the oversight of management and business execution as Director.			

Notes: 1. There are no special interests between Shiro Kaizuka and the Company.

2. Shiro Kaizuka currently serves as a Director of the Company. He has served as Director for a period of 6 years as of the end of this general meeting of shareholders.
3. The Company has not concluded a liability limitation contract with Shiro Kaizuka limiting his liability for damages per Article 423, Paragraph 1 of the Companies Act up to the limit set forth by law per Article 31, Paragraph 2 of the Articles of Incorporation.
4. The Company has concluded an officer liability insurance agreement with an insurance company under Article 430-3 of the Companies Act, and if Shiro Kaizuka is reappointed, the Company plans to renew said agreement, and he will continue to be the insured under said agreement. The said agreement is described in the Business Report "II. Status of the Company, 3. Matters related to Directors (3) Summary of an Officer Liability Insurance Agreement."

Directors' Skills

		Management	Business strategy	Compliance	M&A	Industry experience	ESG	Law	Finance, Accounting, Tax
Director and Chairman	Takehito Hirano	✓				✓			
President, Representative Director and CEO	Kazuki Sakamaki	✓	✓	✓	✓	✓	✓		
Director	Takahiro Ishikawa	✓				✓			
Director	Shiro Kaizuka	✓				✓			
Independent Outside Director, Full-time Audit & Supervisory Committee Member	Kouji Sasaki	✓							✓
Independent Outside Director, Audit & Supervisory Committee Member	Masataka Uesugi	✓					✓	✓	
Independent Outside Director, Audit & Supervisory Committee Member	Hideyuki Totani	✓							✓

The above table shows the areas in which the Directors can demonstrate their expertise based on their experience and professional careers, and does not list all the knowledge they possess.