

To Shareholders with Voting Rights:

Takeshi Matsuzono
Managing Director
JAC Recruitment Co., Ltd.
14F Jinbocho Mitsui Building,
105 Jinbocho 1-Chome,
Chiyoda-ku, Tokyo

**NOTICE OF
THE 34TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to take this opportunity to express our sincere gratitude for your continued support and patronage.

We are pleased to announce the 34th Annual General Meeting of Shareholders of JAC Recruitment Co., Ltd. (the “Company”) to be held for the purposes as described below. This General Meeting of Shareholders will be held while taking appropriate precautions against novel coronavirus disease (COVID-19). Starting from this General Meeting of Shareholders, you may exercise your voting rights via the Internet in addition to by postal mail.

When exercising your voting rights by postal mail or via the Internet, please refer to the following Information on Exercise of Voting Rights and the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. (Japan time), Tuesday, March 23, 2021.

1. Date and Time: Wednesday, March 24, 2021 at 10:00 a.m. Japan time
(Reception opens at 9:30 a.m.)

2. Place: Conference Room of the Company, 14F Jinbocho Mitsui Building, 105
Jinbocho 1-Chome, Chiyoda-ku, Tokyo

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 34th Fiscal Year (January 1, 2020 - December 31, 2020) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 34th Fiscal Year (January 1, 2020 - December 31, 2020)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of 8 Directors
Proposal 3: Payment of Retirement Benefits to a Retiring Audit & Supervisory Board Member

4. Convocation Decisions:

The exercise of voting rights by proxy

If you wish to exercise your voting rights by proxy, you may appoint one other shareholder with voting rights as your proxy; in such case, however, the submission of a document proving your authorization of said shareholder as proxy is required.

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk of the venue.

Revisions to the Reference Documents for the General Meeting of Shareholders, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements will be posted on the Company’s website (<http://corp.jac-recruitment.jp/>).

*We do not prepare gifts for the shareholders attending the General Meeting of Shareholders. Your kind understanding would be greatly appreciated.

Consolidated Balance Sheet
(As of December 31, 2020)

(Millions of yen)

(Assets)		(Liabilities)	
Item	Amount	Item	Amount
Current assets	15,079	Current liabilities	4,129
Cash and deposits	13,584	Lease obligations	0
Accounts receivable - trade	1,140	Accounts payable - other	379
Supplies	1	Accrued expenses	1,496
Prepaid expenses	263	Income taxes payable	1,158
Accounts receivable - other	43	Accrued consumption taxes	430
Other	56	Deposits received	154
Allowance for doubtful accounts	(9)	Unearned revenue	39
Non-current assets	3,544	Provision for stocks payment	268
Property, plant and equipment	412	Provision of contract cancellation	55
Buildings	160	Other	144
Machinery and equipment	13	Non-current liabilities	167
Tools, furniture and fixtures	91	Lease obligations	3
Leased assets	3	Other	164
Construction in progress	9	Total liabilities	4,297
Other	133	(Net Assets)	
Intangible assets	1,741	Shareholders' equity	14,304
Goodwill	990	Capital stock	619
Software	677	Capital surplus	1,569
Software in progress	74	Retained earnings	12,403
Investments and other assets	1,390	Treasury stock	(288)
Investment securities	0	Accumulated other comprehensive income	(83)
Investments in capital	0	Foreign currency translation adjustment	(83)
Lease and guarantee deposits	718	Subscription rights to shares	105
Claims provable in bankruptcy, claims provable in rehabilitation and other	2		
Deferred tax assets	669		
Long-term accounts receivable - other	12		
Other	2		
Allowance for doubtful accounts	(15)	Total net assets	14,326
Total assets	18,623	Total liabilities and net assets	18,623

Note: Figures less than one million are rounded down.

Consolidated Statement of Income
(From January 1, 2020 to December 31, 2020)

(Millions of yen)

Item	Amount	
Net sales		
Domestic recruitment business income	19,424	
Domestic job offer advertising business income	228	
Overseas business income	1,991	
Reversal of provision of contract cancellation	55	
Provision of contract cancellation	(85)	21,614
Cost of sales		
Domestic recruitment business cost	1,142	
Domestic job offer advertising business cost	3	
Overseas business cost	383	1,529
Gross profit		20,084
Selling, general and administrative expenses		14,945
Operating income		5,138
Non-operating income		
Interest income	6	
Subsidy income	38	
Other	40	85
Non-operating expenses		
Interest expenses	18	
Bad debts expenses	0	
Other	8	27
Ordinary income		5,196
Extraordinary losses		
Loss on retirement of non-current assets	3	
Impairment loss	1,580	
Amortization of Goodwill	13	
Loss on closing of Branches	6	1,603
Profit before income taxes		3,593
Income taxes - current	1,735	
Income taxes - deferred	22	1,758
Profit		1,834
Profit attributable to owners of parent		1,834

Note: Figures less than one million are rounded down.

Consolidated Statement of Changes in Shareholders' Equity

(From January 1, 2020 to December 31, 2020)

(Millions of yen)

	Shareholders' equity				
	Capital stock	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of the year	619	1,569	13,872	(369)	15,691
Changes of items during the year					
Dividends of surplus			(3,303)		(3,303)
Profit attributable to owners of parent			1,834		1,834
Purchase of treasury shares				(130)	(130)
Disposal of treasury shares				212	212
Net changes of items other than shareholders' equity					
Total amount of changes during the year	—	—	1,468	81	(1,387)
Balance at end of the year	619	1,569	12,403	(288)	14,304

	Accumulated other comprehensive income			Subscription rights to shares	Total net assets
	Valuation difference on available-for-sale securities	Foreign currency translation adjustment	Total accumulated other comprehensive income		
Balance at beginning of the year	4	39	43	105	15,840
Changes of items during the year					
Dividends of surplus					(3,303)
Profit attributable to owners of parent					1,834
Purchase of treasury shares					(130)
Disposal of treasury shares					212
Net changes of items other than shareholders' equity	(4)	(122)	(126)		(126)
Total amount of changes during the year	(4)	(122)	(126)	—	(1,513)
Balance at end of the year	—	(83)	(83)	105	14,326

Note: Figures less than one million are rounded down.

Non-Consolidated Balance Sheet

(As of December 31, 2020)

(Millions of yen)

(Assets)		(Liabilities)	
Item	Amount	Item	Amount
Current assets	13,180	Current liabilities	3,510
Cash and deposits	12,027	Lease obligations	0
Accounts receivable - trade	928	Accounts payable - other	342
Supplies	1	Accrued expenses	1,291
Prepaid expenses	182	Income taxes payable	1,079
Accounts receivable - other	28	Accrued consumption taxes	354
Other	17	Deposits received	135
Allowance for doubtful accounts	(4)	Unearned revenue	8
Non-current assets	6,333	Provision for stocks payment	264
Property, plant and equipment	234	Provision of contract cancellation	32
Buildings	153	Non-current liabilities	48
Machinery and equipment	13	Leased liability	3
Tools, furniture and fixtures	54	Other	45
Leased assets	3	Total liabilities	3,559
Construction in progress	9	(Net Assets)	
Intangible assets	734	Shareholders' equity	15,848
Software	661	Capital stock	619
Software in progress	72	Capital surplus	1,569
Investments and other assets	5,363	Legal capital surplus	594
Shares of subsidiaries and associates	4,074	Other capital surplus	975
Investment securities	0	Retained earnings	13,947
Investments in capital	0	Legal retained earnings	1
Lease and guarantee deposits	640	Other retained earnings	13,946
Claims provable in bankruptcy, claims provable in rehabilitation and other	2	Retained earnings brought forward	13,946
Deferred tax assets	645	Treasury stock	(288)
Long-term accounts receivable - other	12	Subscription rights to shares	105
Other	2		
Allowance for doubtful accounts	(15)	Total net assets	15,954
Total assets	19,513	Total liabilities and net assets	19,513

Note: Figures less than one million are rounded down.

Non-Consolidated Statement of Income
(From January 1, 2020 to December 31, 2020)

(Millions of yen)

Item	Amount	
Net sales		
Domestic recruitment business income	18,413	
Provision of contract cancellation	(32)	18,380
Cost of sales		
Domestic recruitment business cost	1,082	1,082
Gross profit		17,298
Selling, general and administrative expenses		11,954
Operating income		5,344
Non-operating income		
Interest income	1	
Subsidy income	28	
Other	19	50
Non-operating expenses		
Interest expenses	0	
Consumption tax loss	2	
Commitment fee	1	
Bad debts expenses	0	
Other	1	5
Ordinary income		5,388
Extraordinary losses		
Loss on retirement of non-current assets	2	
Loss on valuation of shares of subsidiaries	165	168
Profit before income taxes		5,219
Income taxes - current	1,645	
Income taxes - deferred	21	1,667
Profit		3,552

Note: Figures less than one million are rounded down.

Non-Consolidated Statement of Changes in Shareholders' Equity

(From January 1, 2020 to December 31, 2020)

(Millions of yen)

	Shareholders' equity						
	Capital stock	Capital surplus			Retained earnings		
		Legal capital surplus	Other capital surplus	Total capital surplus	Legal retained earnings	Other retained earnings	Total retained earnings
					Retained earnings brought forward		
Balance at beginning of the year	619	594	975	1,569	1	13,697	13,698
Changes of items during the year							
Dividends of surplus						(3,303)	(3,303)
Net income						3,552	3,552
Purchase of treasury shares							
Disposal of treasury shares							
Net changes of items other than shareholders' equity							
Total amount of changes during the year	—	—	—	—	—	248	248
Balance at end of the year	619	594	975	1,569	1	13,946	13,947

	Shareholders' equity		Valuation and translation adjustments		Subscription rights to shares	Total net assets
	Treasury shares	Total shareholders' equity	Valuation difference on available-for-sale securities	Total valuation and translation adjustments		
Balance at beginning of the year	(369)	15,518	4	4	105	15,628
Changes of items during the year						
Dividends of surplus		(3,303)				(3,303)
Net income		3,552				3,552
Purchase of treasury shares	(130)	(130)				(130)
Disposal of treasury shares	212	212				212
Net changes of items other than shareholders' equity			(4)	(4)		(4)
Total amount of changes during the year	81	330	(4)	(4)	—	326
Balance at end of the year	(288)	15,848	—	—	105	15,954

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The following dividends for the term are proposed in consideration of the business performance for the current fiscal year and business expansion moving forward.

1. Type of property dividend:
Cash
2. Details and amount of the allotment of property dividend:
¥80 per share of the Company's common stock
Total amount: ¥3,303,298,000
3. Effective date of dividends of surplus:
March 25, 2021

Proposal 2: Election of 8 Directors

The terms of office of all 8 Directors will expire at the conclusion of this Annual General Meeting of Shareholders. The election of 8 Directors is proposed.

The candidates for Directors are as follows:

No.	Name (Date of birth)	Past experience, positions and responsibilities in the Company (Significant concurrent positions)	Number of shares of the Company held
1	Takeshi Matsuzono (January 3, 1958)	November 2008 Joined the Company as Deputy General Manager, Sales Headquarters February 2009 General Manager, Sales Headquarters of the Company March 2009 Chief Director of the Company January 2011 Managing Director of the Company (to present) January 2011 COO of the Company December 2013 Representative Director of C.C. Consulting Co., Ltd. January 2016 Managing Director of C.C. Consulting Co., Ltd. May 2016 Managing Director of JAC International Co., Ltd. June 2016 General Manager, Business Headquarters of the Company July 2018 Director of C.C. Consulting Co., Ltd. July 2019 General Manager, Strategy Planning Headquarters of the Company (to present)	289,900
2	Hiroo Hattori (December 25, 1954)	July 2001 Director of the Company August 2001 Deputy Managing Director of the Company April 2005 General Manager, Administration Division of the Company July 2006 General Manager, Administration Headquarters of the Company January 2008 General Manager, Sales Headquarters of the Company April 2008 Deputy Managing Director of the Company February 2009 General Manager, Administration Headquarters of the Company (to present) January 2011 Deputy Managing Director of the Company (to present) January 2011 CFO of the Company December 2013 Director of C.C. Consulting Co., Ltd. (to present) March 2018 Director and COO of JAC Recruitment Asia Ltd (present JAC Recruitment International Ltd) (to present) April 2018 General Manager, Overseas Business Headquarters of the Company (to present) May 2019 Director of PT JAC Indonesia (to present) May 2019 Director of PT JAC Consulting Indonesia (to present) May 2019 Director of JAC Recruitment Hong Kong Co., Ltd (to present) May 2019 Director of JAC Recruitment China (HK) Ltd (to present) July 2019 Director of Guangzhou JAC Human Resources Co., Ltd. July 2019 Director of Shanghai Aoshi Recruitment Services Co., Ltd. (present Shanghai JAC Human Resources Co., Ltd.) (to present)	201,300

No.	Name (Date of birth)	Past experience, positions and responsibilities in the Company (Significant concurrent positions)	Number of shares of the Company held
3	Hiromi Tazaki (December 23, 1950)	<p>May 1981 Joined T. TAZAKI&Co Ltd</p> <p>March 1987 Director at incorporation of JAC Singapore Pte Ltd (present JAC Recruitment Pte Ltd)</p> <p>March 1988 Director at incorporation of the Company</p> <p>August 1991 Representative Director of T. TAZAKI&Co Ltd</p> <p>December 1998 Representative Director at incorporation of JAC Strattons Ltd</p> <p>January 2000 Representative Director of the Company</p> <p>November 2001 Representative Director at incorporation of JAC Financial Design Ltd</p> <p>September 2002 Representative Director at incorporation of JAC Recruitment (UK) Ltd</p> <p>March 2005 Chairman and Director of the Company</p> <p>August 2005 Director of JAC (Beijing) Business Consultation Co., Ltd.</p> <p>December 2005 Director of JAC Personnel Recruitment Ltd</p> <p>December 2005 Director of JAC Recruitment (Malaysia) Sdn Bhd</p> <p>July 2007 Director of JAC Strattons Ltd</p> <p>February 2008 Representative Director of JAC Strattons Ltd</p> <p>April 2008 Managing Director of the Company</p> <p>June 2008 Director of PT JAC Indonesia</p> <p>January 2011 Chairman, CEO and Representative Director of the Company</p> <p>January 2011 Director of JAC Personnel Eastern Seaboard Ltd</p> <p>July 2011 Director of JAC Recruitment Hong Kong Co., Ltd</p> <p>July 2011 Director of JAC Recruitment Korea Co., Ltd</p> <p>November 2011 Director of JAC Recruitment China (HK) Ltd</p> <p>March 2012 Managing Director of JAC Recruitment Asia Ltd (present JAC Recruitment International Ltd)</p> <p>March 2012 Director of PT JAC Consulting Indonesia</p> <p>December 2012 Director of JAC International Recruitment Ltd</p> <p>March 2013 Director of Guangzhou JAC Human Resources Co., Ltd.</p> <p>May 2013 Director of JAC Recruitment Vietnam Co., Ltd</p> <p>June 2013 Director of Shanghai Aoshi Recruitment Services Co., Ltd. (present Shanghai JAC Human Resources Co., Ltd.)</p> <p>March 2015 Chairman and Director of the Company (to present)</p> <p>January 2016 Director of JAC Recruitment (UK) Ltd (to present)</p> <p>December 2016 Director of JAC Recruitment Hong Kong Co., Ltd</p> <p>December 2016 Director of JAC Recruitment China (HK) Ltd</p>	7,179,600

No	Name (Date of birth)	Past experience, positions and responsibilities in the Company (Significant concurrent positions)	Number of shares of the Company held
4	Tadayoshi Tazaki (July 16, 1943)	November 1974 Director at incorporation of T. TAZAKI&Co Ltd March 1988 Representative Director at incorporation of the Company January 2000 Director of the Company March 2005 Director and Advisor of the Company March 2012 Director and Chief Advisor of the Company (to present) March 2012 Director of JAC Recruitment Asia Ltd (present JAC Recruitment International Ltd) September 2013 Director of JAC Strattons Ltd August 2016 Chairman of The Tazaki Foundation (to present)	8,505,100
5	Hiroki Yamada (May 11, 1973)	August 2003 Joined the Company April 2016 Associate Officer of the Company January 2017 General Manager, Business Headquarters of the Company (to present) March 2020 Director of the Company (to present)	7,074
6	Shigeoki Togo (September 2, 1943)	April 1966 Joined the Bank of Japan July 1993 Director-General, Secretariat of the Policy Board of the Bank of Japan April 1995 Director-General, International Department of the Bank of Japan June 1996 Managing Director, The Nippon Credit Bank, Ltd. (present Aozora Bank, Ltd.) August 1997 President of The Nippon Credit Bank, Ltd. June 2000 President of Osaka Zosenjo Co., Ltd. (present DAIZO CORPORATION) June 2010 President and Director of Nippon RAD Inc. June 2011 General Executive Officer of Nippon RAD Inc. March 2012 External Audit & Supervisory Board Member of the Company April 2012 Advisor of MORI TRUST CO., LTD. June 2012 Advisor of Nippon RAD Inc. June 2012 External Audit & Supervisory Board Member of Nitta Gelatin Inc. October 2012 Chairman of the Board of Directors of Higashi-Nihon-Gakuen (to present) March 2015 External Director of the Company (to present)	-

No	Name (Date of birth)	Past experience, positions and responsibilities in the Company (Significant concurrent positions)	Number of shares of the Company held
7	Yutaka Kase (February 19, 1947)	<p>May 1970 Joined Nissho Iwai Corporation</p> <p>November 1992 President of Nissho Iwai New Zealand Corporation and General Manager of Auckland Branch</p> <p>April 1995 General Manager, Wood Products Department of Nissho Iwai Corporation</p> <p>June 1997 General Manager, Portland Branch of Nissho Iwai American Corporation</p> <p>January 1999 Group Executive, Consumer Life & Resources Business Group of Nissho Iwai Corporation</p> <p>June 2001 Executive Officer of Nissho Iwai Corporation Executive Vice President of Nissho Iwai American Corporation</p> <p>April 2002 President, Chemicals & Forest Products Company of Nissho Iwai Corporation</p> <p>April 2003 Director and Managing Executive Officer of Nissho Iwai Corporation</p> <p>April 2004 The corporate name was changed to Sojitz Corporation due to the merger of Nichimen Corporation and Nissho Iwai Corporation Representative Director and Senior Managing Executive Officer of Sojitz Corporation</p> <p>August 2004 Director and Executive Vice President of Sojitz Corporation</p> <p>October 2005 The corporate name was changed to Sojitz Corporation due to the merger of Sojitz Holdings Corporation and Sojitz Corporation Director and Executive Vice President of Sojitz Corporation</p> <p>April 2007 Representative Director, President & CEO of Sojitz Corporation</p> <p>April 2012 Representative Director and Chairman of the Board of Sojitz Corporation</p> <p>June 2013 External Director of Astellas Pharma Inc.</p> <p>March 2016 External Director of the Company (to present)</p> <p>June 2016 External Director of Sekisui Chemical Co., Ltd. (to present)</p> <p>June 2017 Special Adviser of Sojitz Corporation</p> <p>June 2018 Adviser of Sojitz Corporation (to present)</p> <p>[Significant concurrent positions] Adviser of Sojitz Corporation External Director of Sekisui Chemical Co., Ltd.</p>	—
8	Günter Zorn (March 23, 1953)	<p>November 1978 Joined Polaroid Corporation</p> <p>July 1985 Joined Linotype-Hell AG</p> <p>June 1991 Representative Director, President of Linotype-Hell K.K.</p> <p>April 1998 Representative Director, President of Heidelberg France S.A.</p> <p>April 2000 Chief Executive Officer of Heidelberg Asia Pacific</p> <p>July 2005 Representative Director, President of DHL Japan, Inc.</p> <p>April 2006 Representative Director, President of DHL Japan, Inc. and Executive Vice President for North Pacific in Pacific Region of DHL Express</p> <p>April 2009 Representative Director, President of z-anshin K.K. (to present)</p> <p>June 2014 External Director of Nippon Sheet Glass Co., Ltd.</p> <p>March 2020 External Director of the Company (to present)</p> <p>[Significant concurrent positions] Representative Director, President of z-anshin K.K.</p>	—

(Notes)

1. No conflict of interest exists between all the candidates and the Company.
2. Mr. Shigeoki Togo, Mr. Yutaka Kase and Mr. Günter Zorn are candidates for External Directors.
3. Mr. Shigeoki Togo, Mr. Yutaka Kase and Mr. Günter Zorn are independent candidates based on provisions of the Tokyo Stock Exchange.

4. The term of office of Mr. Shigeoki Togo as a Director of the Company will be six years at the conclusion of this General Meeting of Shareholders.
5. The term of office of Mr. Yutaka Kase as a Director of the Company will be five years at the conclusion of this General Meeting of Shareholders.
6. The term of office of Mr. Günter Zorn as a Director of the Company will be one year at the conclusion of this General Meeting of Shareholders.
7. The reasons for nominating these candidates as External Directors, the reasons for determining that the candidates are able to carry out their duties as External Directors, and the limited liability agreement with External Directors are as follows:
 - (1) Mr. Shigeoki Togo, Mr. Yutaka Kase and Mr. Günter Zorn have been nominated as candidates mainly for the reason that they will participate in management from a broad perspective in order to ensure adequacy and fairness based on their extensive experience as business managers. It was further determined that both candidates execute their duties as External Directors of the Company in an appropriate manner as they possess sufficient insight into company management from their many years of experience in corporate management.
 - (2) Limited liability agreement with External Directors
 The Company has entered into a limited liability agreement with Mr. Shigeoki Togo, a candidate for External Director, Mr. Yutaka Kase, a candidate for External Director and Mr. Günter Zorn, a candidate for External Director.
 Details of the content of these agreements are as follows:
 - 1) In the event that the Company assumes liability for damages as a result of the failure of an External Director to perform his duties, that liability shall be assumed at the minimum amount specified in Article 427, Paragraph 1 of the Companies Act.
 - 2) The aforementioned limitation of liability shall be applicable only when the performance of duties by an External Director that resulted in said liability were carried out in good faith and without gross negligence.
8. Reasons for nominating other candidates as Directors:
 Mr. Takeshi Matsuzono has been the President and Representative Director of Recruit Executive Agent Co., Ltd., a recruitment company within the Recruit Group specializing in high-value professionals, and joined the Company in November 2008 as Deputy General Manager of Sales Headquarters (present Business Headquarters) to help shift the Company's recruitment business towards specialization of high-value professionals. Mr. Matsuzono has demonstrated his achievements in expanding the scope of the Company's recruitment business since being appointed as a Director in March 2009. The Company has determined that he carries out his duties as Director in an appropriate manner.
 Mr. Hiroo Hattori has gained business experience mainly in accounting and finance, prior to his former position, as General Manager of Finance Division of Recruit Co., Ltd. (present Recruit Holdings Co., Ltd.). Mr. Hattori also gained business experience mainly in business strategy planning in his previous position as Director and General Manager of Secretariat Office of Half Century More Co., Ltd., and was appointed as a Director of the Company in July 2001 at the time the Company was aiming to become listed. Since then, Mr. Hattori has demonstrated his achievements within the Company mainly as Director and General Manager of Administration Headquarters. The Company has determined that Mr. Hattori carries out his duties as Director in an appropriate manner.
 Mrs. Hiromi Tazaki is the wife of Mr. Tadayoshi Tazaki, the founder of the Company, and has been a Director of the Company since its establishment. Since joining T. TAZAKI&Co Ltd of the U.K. in May 1981, Mrs. Tazaki has been involved in management of the recruitment business in eleven countries. The Company has determined that she carries out her duties as Director in an appropriate manner.
 Mr. Tadayoshi Tazaki is the founder of the Company and a Director since its establishment. Since establishing T. TAZAKI&Co Ltd in the U.K. in November 1974, Mr. Tazaki has developed the recruitment business in eleven countries. The Company has determined that he carries out his duties as Director in an appropriate manner.
 Mr. Hiroki Yamada has gained experience consistently in the domestic recruitment business since he joined the Company in August 2003. Mr. Yamada was appointed as Associate Officer in April 2016 and as General Manager of Business Headquarter in January 2017 for the enhancement of management of the said business. Mr. Yamada has demonstrated his achievements in the scope of the domestic recruitment business since being appointed as Director in March 2020. The Company has determined that he carries out his duties as Director in an appropriate manner.
9. The Company has entered into a management risk protection insurance agreement, having all Directors insured. The insurance indemnifies the Directors, the insured, for any damages that may

arise as a result of being held liable for the execution of their duties or receiving a claim to hold them liable. If they assume office as Directors, they will be insured under the said insurance agreement, and the Company plans to renew it during their terms of office.

10. The number of Company shares held by the aforementioned candidates for Director as of December 31, 2020.

Proposal 3: Payment of Retirement Benefits to a Retiring Audit & Supervisory Board Member

The Company proposes that the retirement benefits of ¥3,000,000 be granted to the late Mr. Minoru Yamashita, an Audit & Supervisory Board Member who passed away on February 14, 2021, in recognition of his services provided during his tenure of office. The Company requests that the timing, procedure, and other arrangements of the said grant of retirement benefits be determined at the discussions of Audit & Supervisory Board Members. Each Audit & Supervisory Board Member has consented to this proposal.

The past experience of the late Mr. Minoru Yamashita, an Audit & Supervisory Board Member, is as follows:

Name	Past experience	
Minoru Yamashita	March 2005 February 2021	Full-time Audit & Supervisory Board Member of the Company Passed away