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Notice of Convocation of the 30th Ordinary General Meeting of Shareholders

AVANT GROUP

Date/Time

September 25, 2026 (Friday) at 10:00 a.m. (Doors open at 9:30 a.m.)

Location

1-3-2, Otemachi, Chiyoda-ku, Tokyo
Keidanren Hall, 2F, Keidanren Kaikan (Please refer to the guide map to the venue at the end of this document.)

Matters to be resolved

Proposal 1: Appropriation of Surplus
Proposal 2: Election of Three (3) Directors (excluding Directors who are Audit Committee Members)
Proposal 3: Election of Three (3) Directors who are Audit Committee Members
Proposal 4: Revision of the Amount and Details of Remuneration, etc. for Directors (Excluding Directors who are Audit Committee Members)
Proposal 5: Determination of the Amount and Details of Stock-Based Remuneration, etc. for Directors who are Audit Committee Members

"Matters Concerning Company Officers" "Officer Remuneration System" and "Compliance and Risk Management" in the 30th business report contains content highly relevant to the documents for reference for the shareholders' meeting listed in the electronically provided matters; therefore, the order of listing was rearranged.

AVANT GROUP CORPORATION Securities Code: 3836

To Our Shareholders

We sincerely appreciate your continued understanding and support of our Group's business.

Under the medium-term management plan BE GLOBAL 2028 (BG28), which began in the fiscal year ended June 30, 2024, our Group is advancing its business activities based on its unique “Corporate Value Management” approach.

While corporate value is generally considered to be the present valuation of the value a company will generate in the future, we refer to the corporate value that can be achieved by realizing the potential for growth and earning power inherent in each individual company as “Intrinsic Value.” Our Group’s approach to corporate value management involves identifying the gap between current value and intrinsic value and continuously transforming our business to bridge that gap.

Our group aims to balance the “Analects of Confucius”—which guide our activities with the ideals of modern corporate management—with the “*Soroban*” (abacus)—which rigorously measures results. While we approach all our business activities with the goal of contributing to society and our clients, the metric of corporate value is indispensable for objectively measuring the results of those activities.

Our Group regards “Intrinsic Value” as a key indicator for measuring progress toward fulfilling our founding mission of “Spreading Accountability”—that is, expanding the environment in which anyone who needs it can utilize management information and thereby improving the quality of corporate management. We have set targets for this “Intrinsic Value” both at the end of the initial medium-term plan period and five years thereafter.

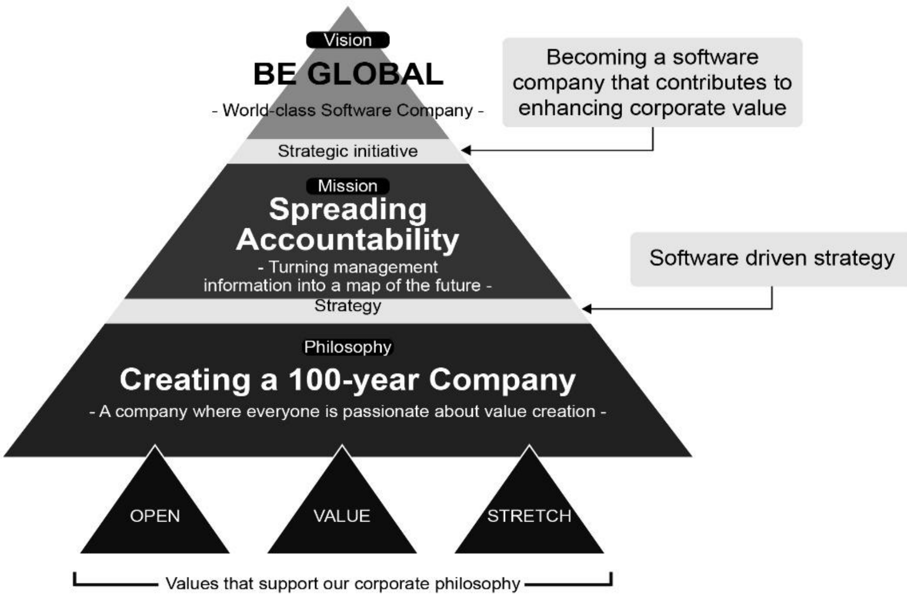
Furthermore, visualizing these target enterprise values brought the challenges of achieving our target enterprise value under the current medium-term management plan into sharper focus, particularly during the fiscal year ended June 30, 2026. While our overall direction remains unchanged, we will be reevaluating the methods we use to achieve these goals.

This fiscal year (ending June 2027) marks the fourth fiscal year for BG28 as we implement our corporate value-driven management strategy. By sincerely addressing the challenges before us, learning from our results, and focusing on finding solutions, our Group will work together toward sustainable growth in profits and the enhancement of corporate value.

Tetsuji Morikawa, Group CEO and President, AVANT GROUP CORPORATION.

Avant Group's Philosophy System

Based on our corporate philosophy of “Creating a 100-Year Company,” we aim to continue providing long-term value as a public entity. The entire Group is working together to realize its founding mission of “Spreading Accountability.” Our vision is to “BE GLOBAL,” becoming a world-class software company.



In 2021, our Group defined its strategic materiality for realizing its vision as “becoming a software company that contributes to enhancing corporate value.” This encompasses two key points: 1) contributing to the enhancement of our clients’ corporate value through digital transformation (DX) of their management, and 2) building a business model that links the continuous delivery of value to clients—through a combination of software, intellectual assets, deep business expertise, and ongoing services—to sustainable profit growth.

Regarding point 1 above, we contribute to the advancement of management by providing our own products and solutions that deliver management information from the client’s group companies to its board of directors, thereby enabling discussions and decision-making from a corporate value perspective.

Regarding the second point above, the core of our Group's value creation is Diva's business model, which provides software and business expertise as an integrated package and feeds back the insights gained from ongoing relationships with clients into its products and services. We will expand this business model to our other businesses, including Avant, and translate our contributions to clients into sustainable profit growth.

Avant Group's Medium-Term Management Plan

Aims of the Medium-Term Management Plan BE GLOBAL 2028

In August 2023, our group formulated BE GLOBAL 2028, a five-year medium-term management plan covering the period through the fiscal year ending June 2028.

Furthermore, under our medium-term management plan, BE GLOBAL 2028, we aim to achieve sustainable growth in profits and build a highly profitable and sustainable business model. By leveraging software and intellectual assets as our sources of value and combining them with operational expertise and ongoing services, we are enhancing the value contribution of our human capital and pursuing growth characterized by high profitability and productivity that does not rely solely on increasing headcount. Through this, we aim to enhance corporate value and improve our market valuation.

It is our human capital that creates software and intellectual assets and delivers value to our clients. First, we enhance the value of our human capital by increasing operating profit per employee—an indicator that measures the productivity of value creation—and reinvesting the resulting gains into remuneration and human capital. Next, this enhancement of human capital value supports the sustainable growth of our business, increasing our ability to generate funds and our capacity for business investment. Furthermore, these investments create a "value creation spiral" that leads to new value creation and improved productivity.

While sustaining this value-creation cycle, we will expand this business model—which combines software, operational expertise, and ongoing services—across all companies in our group, thereby delivering value to our clients and enhancing our corporate value.

Review of the third year of the Medium-Term Management Plan BE GLOBAL 2028

Over the three-year period ending in fiscal year ended June 30, 2026, net sales, operating profit, and net profit are all projected to grow to 1.4 times their levels in the base fiscal year ended June 30, 2023. While ROE, DOE, and dividends met target levels, operating profit per employee and software gross profit are lagging behind the targets set in the medium-term management plan.

The Consolidated Financial Disclosure Business (Diva) showed strong growth in net sales and profits, along with solid levels of profitability and productivity. On the other hand, the Management Solutions Business (Avant) was the business with the widest gap relative to the BE GLOBAL 2028 targets.

In the Management Solutions Business (Avant), proposals based on its own products were insufficient to address the unique challenges faced by each client. Furthermore, due to a shortage of personnel capable of providing consulting services and designing business operations, the division was unable to fully convert the demand from Diva's strong client base into sustained net sales and profits.

Therefore, we will move forward with the rebuilding of Avant, which was the primary factor contributing to the gap with BE GLOBAL 2028.

(millions of yen)	FY6/23	FY6/26 YTD	3-Year Avg / Chg	3-Year CAGR	FY6/28 BE GLOBAL 2028 Plan	5-Year Avg / Chg	5-Year CAGR
Net Sales	21,424	30,481	1.4x	12.5%	40,000 ～ 45,000	2.0x	15.0%
Operating Profit	3,289	4,697	1.4x	12.6%	9,000 ～ 11,000	3.0x	25.0%
Net Income	2,094	2,985	1.4x	12.6%	6,000 ～ 7,000	3.0x	25.0%
OPM	15.4%	15.4%	0.1x	–	20.0% ～ 24.0%	5~9pt	–
OPM per Capita	2.5	2.6	1.0x	1.3%	3.5 ～ 4.3	1.5x	10.0%
Software GP	2,367	2,957	1.2x	7.7%	5,500 ～ 6,000	2.5x	20.0%
DOE	18.3%	19.8%	1.5pt	–	AVG 20% or more	1.7pt	–
ROE	4.9%	7.5%	2.6pt	–	8% or more	3.1pt	–
Dividend	¥15	¥32	2.1x	28.7%	¥51 or more	3.4x	–

Note 1) Operating profit per employee is based on the average number of employees during the period.
Note 2) FY6/26 dividend assumes that Proposal 1 on the agenda for the General Meeting "Appropriation of Surplus" is approved according to the original proposition.

Outlook of the Medium-Term Management Plan BE GLOBAL 2028

BE GLOBAL 2028 has entered its fourth year. There has been no change in the direction of enhancing corporate value under BE GLOBAL 2028, nor in the basic policy of expanding this business model—which combines software, operational expertise, and ongoing services—across our Group companies.

For the fiscal year ending June 2027, we forecast net sales to increase year-over-year, with operating profit and net profit also rising year-over-year, all reaching record highs.

At Avant, we have already begun rebuilding its management system, business model, and human resources to address key challenges. Specifically, the Avant Group's management team will directly oversee the rebuilding of Avant, aiming to shift from an approach centered on our proprietary products to one centered on our clients' challenges and business process design. Furthermore, we will promptly establish a framework capable of flexibly combining and delivering consulting services, system integration, and both our proprietary and third-party products. Through the rebuilding of Avant, we will build a framework capable of executing a group strategy centered on Diva, leading to sustainable profit growth and the enhancement of corporate value over the medium to long term.

In the Digital Transformation Promotion Business (Zeal), we will also work to improve productivity and profitability in response to changing client needs driven by advancements in AI technology and other factors.

Securities Code: 3836
September 10, 2026
(Start date of electronic provisioning September 3, 2026)

To All Shareholders

2-15-2 Konan, Minato-ku, Tokyo
AVANT GROUP CORPORATION
President and Representative Director Tetsuji Morikawa

Notice of Convocation of the 30th Ordinary General Meeting of Shareholders

Dear Sir or Madam,
We would like to thank you for your continued support.

Notice is hereby given that the 30th Ordinary General Meeting of Shareholders will be held as follows.

We are also providing notice of our intention to publish online the 30th Ordinary General Meeting of Shareholders, which will be available on the website below at the following link "Notice of Convocation of the 30th Ordinary General Meeting of Shareholders."

Our website:
https://www.avantgroup.com/en/ir.html

In addition to the above, the information is also posted on the website of the Tokyo Stock Exchange (TSE), which can be found below.

Tokyo Stock Exchange Website (TSE Listed Company Information Service):
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

(Access the TSE website above, enter "Avant Group" in "Issue Name (Company Name)" or our securities code "3836" in "Code," and click "Search." Then, select "Basic Information" and "Documents for Public Inspection/PR Information" in that order, and check "Notice of Convocation of General Meeting of Shareholders/Materials for General Meeting of Shareholders" under "Documents for Public Inspection.")

You may exercise your voting rights in writing or online in place of attending in person on the day. Please review the Reference Documents for the General Meeting of Shareholders posted in the Electronic Provided Measures section and exercise your voting rights by 6:00 p.m. on Thursday, September 24, 2026 (JST) in accordance with the instructions below.

Yours sincerely

1. Date & Time — Friday, September 25, 2026, 10:00 a.m.
   (Doors open at 9:30 a.m.)

2. Place — Keidanren Hall, 2F, Keidanren Kaikan, 1-3-2, Otemachi, Chiyoda-ku, Tokyo (Please refer to the guide map to the venue at the end of this document.)

3. Purposes

   Matters to be reported
   1. Business Report and Consolidated Financial Statements for the 30th Fiscal Year (July 1, 2025 to June 30, 2026) and the Audit Reports of the Accounting Auditor and the Audit Committee on the Consolidated Financial Statements
   2. Financial Statements for the 30th Fiscal Year (July 1, 2025 to June 30, 2026)

   Matters to be resolved

   Proposal 1 Appropriation of Surplus
   Proposal 2 Election of Three (3) Directors (excluding Directors who are Audit Committee Members)
   Proposal 3 Election of Three (3) Directors who are Audit Committee Members
   Proposal 4 Revision of the Amount and Details of Remuneration, etc. for Directors (Excluding Directors who are Audit Committee Members)
   Proposal 5 Determination of the Amount and Details of Stock-Based Remuneration, etc. for Directors who are Audit Committee Members

4. Notice Regarding the 30th Ordinary General Meeting of Shareholders

   (1) Online disclosure

   The documents sent to shareholders who requested delivery of documents in writing do not include the following items in accordance with laws and regulations and Article 13 of the Company's Articles of Incorporation. Accordingly, such documents are part of the documents audited by the Audit Committee and the Accounting Auditor in preparing the Audit Report.

   Matters Related to Company Shares
   Matters Related to Stock Acquisition Rights of the Company
   Status of the Accounting Auditor
   Consolidated Statement of Changes in Net Assets
   Notes to Consolidated Financial Statements
   Statement of Changes in Net Assets

Notes to Financial Statements

In the event of any amendments to the electronic provisioning measures, the modifications will be posted on the respective websites once available.

(2) Other

In order to reduce paper usage and provide the information necessary for exercising voting rights, only a summary version of the Reference Documents for the General Meeting of Shareholders and the Business Report will be sent to shareholders who do not request delivery of documents in writing.

If you plan to attend the meeting in person, please submit the enclosed Voting Rights Exercise Form to the receptionist at the meeting. We also ask that you please bring this Notice of Convocation with you to the meeting. Should there be any major changes in operations of the General Meeting of Shareholders in future, we will provide updates at the link below.

https://www.avantgroup.com/ja/index.html

Flow of the General Meeting of Shareholders

Before the General Meeting of Shareholders

From the date of receipt of the Notice of Convocation to September 24, 2026 (Thursday)

Review Disclosure Documents

▸ **The Company's website**

https://www.avantgroup.com/en/ir.html

* The information is also posted on the TSE website (TSE Listed Company Information Service)

→ https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

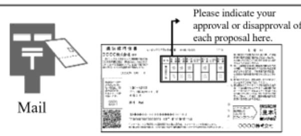
Access the TSE website above, enter "Avant Group" in "Issue Name (Company Name)" or our securities code "3836" in "Code," and click "Search." Then, select "Basic Information" and "Documents for Public Inspection/PR Information" in that order, and check "Notice of Convocation of General Meeting of Shareholders/Materials for General Meeting of Shareholders" under "Documents for Public Inspection."

Exercise Voting Rights in Advance

Exercise Deadline	Up to 6:00 p.m. on September 24, 2026 (Thursday)

Please exercise your voting rights in advance either online or by mail.
Shareholders who will view the live webcast of the General Meeting are also requested to exercise their voting rights in advance.

▶ **Please refer to pages 12-13 for details.**



Submit Questions in Advance

Submission Period	Up to 6:00 p.m. on September 24, 2026 (Thursday)

▸ **Site for submission of questions prior to meeting**

https://krs.bz/diva/m/agm

For shareholders unable to attend the meeting in person, we have established a dedicated site to receive questions in advance online. Please enter above URL on your computer or smartphone or use the QR code to access and submit your questions. ▶ **Please refer to page 14 for details.**

Please note:
The deadline for question submission is Thursday, September 24, 2026, 6:00 p.m. (Japan Standard Time).
The secretariat will compile all questions received and we will provide answers at the General Meeting.
Please note that we may not be able to answer all questions received.

On the day of the General Meeting of Shareholders

Attend the General Meeting

Place and date

Keidanren Hall, 2F, Keidanren Kaikan
1-3-2, Otemachi, Chiyoda-ku, Tokyo

September 25, 2026 (Friday)
Registration opens at 9:30 a.m.

▸ **Please refer to the guide map to the venue at the end of this document.**

For Shareholders Viewing the Live Webcast

Date and time of the live webcast

September 25, 2026 (Friday)
Live webcast starts at 10:00 a.m.

The proceedings of this General Meeting of Shareholders will be streamed live over the Internet.

▸ **Please refer to page 14 for details.**

Guidance on the Exercise of Voting Rights

Exercise of voting rights in writing

Please fill out the enclosed voting form, indicating your approval or disapproval for each agenda item, and return it by mail. If there is no indication of approval or disapproval for any item on the voting form, it will be treated as an expression of approval.

Exercise Deadline: **To be received on later than 6:00 p.m. on September 24, 2026 (Thursday)**

Exercise of voting rights via the Internet

Please visit our designated voting site (https://www.web54.net), input your approval or disapproval for each agenda item, and submit.

Exercise Deadline: **Up to 6:00 p.m. on September 24, 2026 (Thursday)**

Exercise of voting rights by means of a Smartphone or Tablet

Please scan the "QR Code for Smartphone Voting Website Login" located at the bottom right of the enclosed voting form using your smartphone or tablet. Open the displayed URL and follow the on-screen instructions to input your approval or disapproval for each agenda item, and then press submit.

Exercise Deadline: **Up to 6:00 p.m. on September 24, 2026 (Thursday)**

Exercise of voting rights by Attendance of the General Meeting of Shareholders in Person

Please bring the enclosed voting form and submit it at the reception desk at the meeting venue.

For registered shareholders held by trustee banks and the like (including permanent proxies), if you have previously applied to use the electronic voting platform operated by ICJ Corporation, you may also use this platform as a method for exercising voting rights by electronic means at our General Meeting of Shareholders, in addition to the above methods.

Should you choose to exercise your voting rights through both written form and via digital means such as a computer or smartphone, the vote submitted through the Internet will be acknowledged as the valid exercise of your voting rights.
In that event that you should exercise your voting rights multiple times via the Internet, the most recently submitted vote will be recognized as valid.

Guidelines for Exercising Voting Rights via the Internet or Other Digital Platforms

To exercise your voting rights via digital means, you may do so using either a computer or a smartphone by visiting the designated voting website provided by our company.

Exercising Voting Rights via Smartphone or Other Similar Devices

1. Please scan the "QR Code for Smartphone Voting Website Login" located at the bottom-right corner of the enclosed voting form using a smartphone or tablet.

*QR Code is a registered trademark of DENSO WAVE INCORPORATED.

2. Subsequently, please follow the on-screen instructions to indicate your approval or disapproval of the agenda items.

Should you wish to modify your vote after initially casting it, please visit the website designated for computer usage. Utilize the "Login ID" and "Password" provided on the voting form and follow the on-screen instructions to enter your stance on the proposals.

Exercising Voting Rights via the Internet or Other Digital Platforms

1. Please access the following voting website:
https://www.web54.net

2. After logging in by entering the “Voting Rights Exercise Code” displayed on the bottom-left corner of the enclosed voting form (postcard side), please input your “Password.” Then, proceed to follow the on-screen guidance to indicate your approval or disapproval of the agenda items before submitting your decision.

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- **Please note that any fees incurred, such as connection charges by telecommunications carriers and service providers while using the voting website, will be the responsibility of the stockholder.**
- **Your password is a critical piece of information used to verify that the individual casting the vote is indeed the stockholder. Kindly handle this password with the utmost care, comparable to how you would treat your personal seal or PIN number.**
- **If incorrect password entries exceed a certain limit, the password will become disabled. Should you require a password reissue, please adhere to the on-screen procedures.**

Inquiries

Should you have any questions or require clarification regarding the exercise of voting rights via digital means, please feel free to reach out to the dedicated helpline below:

Sumitomo Mitsui Trust Bank, Limited
Securities Transfer Web Support
Exclusive Line

0120-652-031 Operating Hours: 9 a.m. to 9 p.m.

Online Submission of Questions Prior to the Meeting

For shareholders unable to attend the meeting in person, we have established a dedicated site to receive questions in advance online. Please enter the following URL on your computer or smartphone or use the QR code to access and submit your questions.

Site for submission of questions prior to meeting:
https://krs.bz/diva/m/agm

Please note: The deadline for question submission is Thursday, September 24, 2026, 6:00 p.m. (Japan Standard Time). The secretariat will compile all questions received and we will provide answers at the General Meeting. Please note that we may not be able to answer all questions received.

Live Webcast of the General Meeting of Shareholders

If you wish to view the Ordinary General Meeting of Shareholders online, please access the following website.

Website for live webcast:
https://avantgroup.premium-yutaiclub.jp/live/

If you wish to access the meeting online, you will need to fill in the following fields.

- Your 9-digit shareholder number found on the enclosed voting form
- Your 7-digit postal code (excluding hyphens) of your registered address

Following the conclusion of the General Meeting of Shareholders, a recorded video will be made available on the Company's website.
https://www.avantgroup.com/ja/ir/stock/meeting.html

[Notice]
We recommend accessing the webcast site ahead of the designated start time to input your shareholder number and postal code.
Depending on your device or communication environment, it may not be possible to view the webcast.
Any costs associated with data transmission for viewing the webcast will be borne by the shareholder.
Viewing the live webcast of this General Meeting of Shareholders is not considered formal attendance at the General Meeting of Shareholders under the Companies Act. Consequently, it will not be possible to ask questions or submit motions online in accordance with the Companies

Act. Shareholders who may wish to ask questions or submit motions under the Companies Act are encouraged to attend the meeting in person. We kindly ask for your cooperation in exercising your voting rights in advance, either in writing or online.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The appropriation of retained earnings is proposed as follows.

[AVANT GROUP's Shareholder Return Policy]

The Company regards payment of dividends from retained earnings as an important shareholder return policy. The Company keeps a close eye on maintaining and improving the amount of dividends in a stable manner without being affected by the business performance in any one fiscal year, focusing on indicators such as the dividend on equity (DOE) ratio.

The proposed year-end dividend for the 30th fiscal year is as follows, taking into consideration business results for the current fiscal year and future business development.

(1) Type of dividend assets: Cash

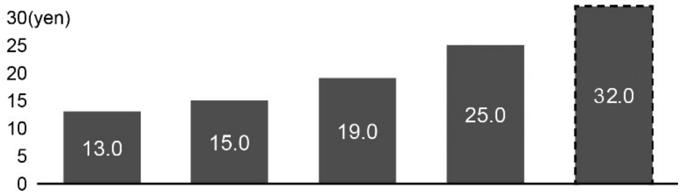
(2) Matters related to the allocation of dividend assets and such total amount:

The dividend shall be ¥32 per common share of the Company.

In this case, the total dividend will be ¥1,123,102,432.

(3) Effective date of distribution of surplus: September 28, 2026

Dividends per share and ratio of dividends to net assets



	Year ended June 30, 2022	Year ended June 30, 2023	Year ended June 30, 2024	Year ended June 30, 2025	Year ended June 30, 2026
Dividend per share (yen)	13.0	15.0	19.0	25.0	32.0
Dividend on equity	5.0%	4.9%	5.5%	6.3%	7.5%
(Reference) Average of companies listed on the Tokyo Stock Exchange	3.2%	3.1%	3.1%	3.3%	3.5%

(Note) Average ratio of dividends to equity of TSE-listed companies is the 12-month average from July to June for each period. However, the figures for the period ended June 30, 2026 represent the 12-month average from May 2025 to April 2026.

Proposal 2: Election of Three (3) Directors (excluding Directors who are Audit Committee Members)

The terms of office of all four (4) Directors (excluding Directors who are Audit Committee Members; the same shall apply hereinafter for this proposal) will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three (3) Directors.

The Audit Committee has no particular matters to point out with respect to this proposal.

The nominees for Directors are as follows

Candidate number	Name	Position and areas of responsibility in the Company	Attendance at Board of Directors meetings
1	Reappointment Tetsuji Morikawa	President and Representative Director, Group CEO, Nomination and Remuneration Advisory Committee Member	100% (13 / 13)
2	New appointment Kaoru Chujo	- Outside Independent Diversity	-
3	New appointment Kazushi Ambe	- Outside Independent	-

(Notes) 1. There is no special interest between each director candidate and the Company.

2. Kaoru Chujo and Kazushi Ambe are candidates for outside directors. If their appointments are approved, the Company plans to designate them as independent directors in accordance with the rules of the Tokyo Stock Exchange and to file a notification with the Exchange.

3. If the appointments of Kaoru Chujo and Kazushi Ambe are approved, the Company will enter into a liability limitation agreement with each of them pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act.

4. The Company has concluded a directors' and officers' liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If this proposal is approved and each director nominee is elected and assumes office as a director, each director will be insured under such insurance policy. The policy insures directors, directors who are Audit Committee Members, corporate auditors, and executive officers of the Company and its subsidiaries, and the premiums for all the insured are fully paid by the Company. The policy will cover claims for damages, settlements, costs of litigation and other losses incurred by the insured in the event that the insured receives a claim for damages during the insurance period as a result of the insured's performance of his/her duties. However, claims arising from breach of trust, criminal acts, fraud, willful misconduct, insider trading, etc. are not covered by the policy. The term of the directors' and officers' liability insurance policy is one year, and will be renewed upon resolution by the Board of Directors prior to the expiration of the said term.

Candidate Number 1 **Tetsuji Morikawa** Reappointment

Date of birth: February 23, 1966 (age 60)
Tenure as Director: 29 years
Board of Directors attendance record: 100% (13/13)
Number of the Company's shares held: 9,781,466 shares

Biography

Apr. 1990	Joined Price Waterhouse Consultants, Inc.
May 1997	Founded the Company, President and Representative Director (ongoing)
Sep. 2020	Group CEO (ongoing)
Jul. 2026	President and Representative Director, AVANT CORPORATION (ongoing)

Significant concurrent positions

Oct. 2013	CEO, DIVA CORPORATION OF AMERICA
Jul. 2026	President and Representative Director, AVANT CORPORATION

Rationale for nomination as a candidate for director

Since the Company’s founding in May 1997, Mr. Morikawa has led the management of our Group for 29 years as Representative Director. In addition to his skill in establishing our in-house developed consolidated accounting software package as an infrastructure for providing various management information—centered on financial data—he has demonstrated leadership in diversifying our business through M&A, transitioning to a holding company structure, and reorganizing the group. For these reasons, we request his appointment to ensure the further development of our group.

To our shareholders

The fiscal year ended June 2026 yielded disappointing results that fell short of our targets, and a gap emerged between our progress and the goals set out in our medium-term management plan. Amid significant changes in the market environment, including the rapid evolution of AI, we recognize that our challenge was our inability to sufficiently enhance our management capabilities to anticipate change, transform ourselves, and link this to the value delivered to clients and business results. Moving forward, while positioning AI as a key technology and leveraging the solid foundation we have built in the areas of consolidated financial reporting and disclosure, we will enhance the value we deliver to clients in a way that firmly addresses operational needs that remain unchanged even in the age of AI, and make every effort to create value that serves society.

Candidate No. 2	Kaoru Chujo	New appointment	Outside	Independent	Diversity

Date of birth: November 15, 1960 (age 65)
Tenure as Director: -
Board of Directors attendance record: -
Number of the Company's shares held: 0 shares

Biography

Apr. 1983	Joined Fujitsu Limited
Mar. 2000	Senior Researcher, IP Networking Research, Fujitsu Laboratories of America, Inc.
Dec. 2009	General Manager, Advanced Technologies Division, Mobile Phone Business Unit, Fujitsu Limited
Apr. 2017	General Manager, AI Services Business Unit, Fujitsu Limited
Jul. 2019	Executive Director, Responsible for AI Alliances, Software Business Unit, Fujitsu Limited
Dec. 2020	Founded SoW Insight, Inc.; President and Representative Director (ongoing)
Jun. 2021	Outside Director, ITOCHU-SHOKUHIN Co., Ltd.
Jun. 2021	Outside Director, Foster Electric Co., Ltd. (ongoing)
Aug. 2021	Visiting Researcher, Institute for Future Initiatives, The University of Tokyo
Apr. 2022	Outside Director, Mitsubishi UBE Cement Corporation (ongoing)

Significant concurrent positions

Dec. 2020	President and Representative Director, SoW Insight, Inc.
Jun. 2021	Outside Director, Foster Electric Co., Ltd.
Apr. 2022	Outside Director, Mitsubishi UBE Cement Corporation

Rationale for nomination as a candidate for outside director and expected contribution

As the former head of an AI business unit, Ms. Chujo drove digital transformation (DX) and has extensive experience in IT, DX, and AI-related businesses. Furthermore, she currently provides consulting on diversity, equity, and inclusion (DE&I). We therefore consider her an ideal candidate to contribute to the sustainable enhancement of our corporate value and propose her appointment. Furthermore, should she be appointed as an outside director, we expect her to contribute to maintaining and improving the Company's sound governance as a member of the Nomination and Remuneration Advisory Committee.

To our shareholders

Avant Group Corporation's corporate value management approach—centered on the visualization of economic value and value creation activities, which underpin the Company's mission of "Spreading Accountability", deeply resonates with me, and I look forward to contributing to the management of Avant Group Corporation. As generative AI continues to bring about significant transformations in society and corporate management, I believe corporate value management will become increasingly important. Drawing on my experience in IT/DX, AI, and talent development and DE&I, I am committed to contributing to the enhancement of Avant Group Corporation's corporate value.

Candidate No. 3 **Kazushi Ambe** New appointment Outside Independent

Date of birth: April 23, 1961 (age 65)
Tenure as Director: -
Board of Directors attendance record: -
Number of the Company's shares held: 0 shares

Biography

Apr. 1984	Joined Sony Corporation (now Sony Group Corporation)
Oct. 2001	Vice President, Sony Ericsson Mobile Communications AB
Apr. 2006	Senior Vice President, Sony Corporation of America
Nov. 2014	Senior Vice President, Sony Corporation
Jun. 2018	Senior Executive Officer, Sony Corporation
Jun. 2020	Executive Vice President, Sony Corporation
Apr. 2021	Executive Vice President, Sony Group Corporation
Jun. 2024	Outside Director, TOKAI RIKA CO., LTD. (ongoing)
Apr. 2025	Senior Advisor, Sony Group Corporation (ongoing)
Apr. 2026	Outside Director, ARCHION Corporation (ongoing)

Significant concurrent positions

Jun. 2024	Outside Director, TOKAI RIKA CO., LTD.
Apr. 2025	Senior Advisor, Sony Group Corporation
Apr. 2026	Outside Director, ARCHION Corporation

Rationale for nomination as a candidate for outside director and expected contribution

At Sony Group Corporation, Mr. Ambe had experience in human resources and general affairs, as well as management experience at the company’s overseas subsidiaries. The Company proposes his appointment, expecting that he will leverage his extensive experience, knowledge, and insight to provide oversight and advice on overall management, particularly in the areas of human resources and organization. Furthermore, should he be appointed as an outside director, we expect him to contribute to maintaining and enhancing our Company’s sound governance as a member of the Nomination and Remuneration Advisory Committee.

To our shareholders

As an outside director, I will provide comprehensive support to help our Group not only contribute to improving management efficiency through the development of systems that underpin our core operations, consulting, and the provision of IT solutions, but also enhance the corporate value of our clients. Furthermore, I will strive to enhance corporate value through the sustainable growth of our Group, primarily through initiatives in the areas of governance, organization, and human resources.

Proposal 3: Election of Three (3) Directors who are Audit Committee Members

The terms of office of all three Directors who are Audit Committee Members (hereinafter referred to in this Proposal as the "Audit Committee Members") will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, we request the appointment of 3 persons as Audit Committee Members.

With respect to the portion of this proposal concerning Naoyoshi Kasuga (Candidate No. 1) and Makoto Nakano (Candidate No. 3), who are candidates for Audit Committee Members, we have obtained the consent of the Audit Committee. Furthermore, the portion of this proposal pertaining to Chie Goto (Candidate No. 2), a candidate for Audit Committee Member, is submitted at the request of the Audit Committee pursuant to Article 344-2, Paragraph 2 of the Companies Act, and such candidate has been nominated by the Audit Committee.

The candidates for Audit Committee Member are as follows.

Candidate number	Name	Position and areas of responsibility in the Company	Attendance at Board of Directors and Audit Committee meetings
1	New appointment Naoyoshi Kasuga	Group CFO, Director in charge of Finance	Board of Directors 100% (13/13) Audit Committee -
2	Reappointment Chie Goto	Director and Audit Committee Member, Chairman of the Nomination and Remuneration Advisory Committee Outside Independent Diversity	Board of Directors 100% (13/13) Audit Committee 100% (18/18)
3	Reappointment Makoto Nakano	Director and Audit Committee Member Outside Independent	Board of Directors 100% (13/13) Audit Committee 100% (18/18)

Note: 1. There are no special interests between each candidate and the Company.

2. Chie Goto and Makoto Nakano are candidates for outside directors. The Company has designated Chie Goto and Makoto Nakano as independent directors in accordance with the rules of the Tokyo Stock Exchange and has notified the Exchange of their designation.
3. Chie Goto and Makoto Nakano have concluded liability limitation agreements with the Company in accordance with Article 427, Paragraph 1 of the Companies Act. The liability under these agreements is limited to the minimum amount prescribed by law. If both individuals are reappointed, the Company intends to continue these liability limitation agreements. Furthermore, if the appointment of Naoyoshi Kasuga is approved, the Company plans to conclude a similar liability limitation agreement with him.
4. The Company has entered into a Directors' and Officers' Liability Insurance policy with an insurance company as prescribed in Article 430-3, Paragraph 1 of the Companies Act. If this proposal is approved and each candidate for the Audit Committee is elected and assumes office, each Audit Committee

Member is expected to become an insured under such policy. This insurance policy covers, as insured parties, the Company's directors, Audit Committee Members, corporate auditors, executive officers, and employees, as well as directors of its subsidiaries, and the Company bears the full cost of the insurance premiums for all insured parties. This insurance is intended to cover damages such as compensation for damage, settlement money, and litigation costs for which the insured is liable; however, claims arising from breach of trust, criminal acts, fraudulent acts, intentional violations, insider trading, and similar conduct are not covered under this policy. The term of the Directors' and Officers' Liability Insurance policy is one year, and the Company plans to renew it by resolution of the Board of Directors prior to the expiration of the policy term.

Candidate Number 1 **Naoyoshi Kasuga** New appointment

Date of birth: May 13, 1963 (age 63)
Tenure as Director: 15 years
Board of Directors attendance record: 100% (13/13)
Audit Committee attendance record: -
Number of the Company's shares held: 30,688 shares

Biography

Apr. 1987	Joined Long-Term Credit Bank of Japan, Ltd.
Aug. 1999	Joined New York Stock Exchange Asia Pacific Office
Jan. 2005	Executive Officer, New York Stock Exchange
Oct. 2010	Joined the Company
Feb. 2011	General Manager, President's Office
Sep. 2011	Director, in charge of Finance (ongoing)
Sep. 2020	Group CFO (ongoing)

Significant concurrent positions

None

Reasons for nomination as a candidate for Audit Committee Member

After gaining experience at a commercial bank and the New York Stock Exchange, Mr. Kasuga joined the Company in October 2010. Since September 2011, he has served as Director in charge of Finance, and since September 2020, as Group CFO, working alongside the Group CEO to enhance corporate value. We are proposing his appointment with the expectation that he will appropriately fulfill his duties as a Director who is an Audit Committee Member, leveraging his deep understanding of the Group gained to date. Furthermore, should he be appointed as a Director who is an Audit Committee Member, we expect him to contribute to maintaining and improving the Company’s proper governance as a member of the Nomination and Remuneration Advisory Committee.

To our shareholders

Until now, as an executive Director, I have been involved in the execution of strategies aimed at enhancing corporate value. Going forward, as an Audit Committee Member, I will objectively oversee the appropriate and steady execution of business operations based on these strategies, and strive to enhance management transparency and accountability. Although my role is changing, my commitment to realizing the inherent corporate value of our Group and contributing to its sustainable growth remains unchanged.

Candidate No. 2	Chie Goto	Reappointment	Outside	Independent	Diversity

Date of birth: November 30, 1958 (age 67)
Tenure as Outside Director (Audit Committee Member): 4 years
Board of Directors attendance record: 100% (13/13)
Audit Committee attendance record: 100% (18/18)
Number of the Company's shares held: 0 shares

Biography

Apr. 1984	Joined Société World Inc.
Apr. 1988	Joined Tokyo Student Career Information Center Co.
Sep. 1994	Joined Yamada & Partners Accounting Office
Oct. 2006	Registered as an Attorney at Law and joined Sakura Kyodo Law Offices Registered as a Certified Public Accountant
Jan. 2011	Sakura Kyodo Law Office Partner (ongoing)
Sep. 2021	Corporate Auditor, the Company
Sep. 2022	Outside Director (Audit Committee Member), the Company (ongoing)
Jun. 2023	Director, Asahi International Co., Ltd.
Jun. 2024	Outside Director (Audit and Supervisory Committee Member), TOHO HOLDINGS CO., LTD. (ongoing)

Significant concurrent positions

Jan. 2011	Sakura Kyodo Law Office Partner
Jun. 2024	Outside Director (Audit and Supervisory Committee Member), TOHO HOLDINGS CO., LTD.

Reasons for nomination as a candidate for outside director (Audit Committee Member) and expected roles

In addition to Ms. Goto's professional experience at general business, she holds licenses as both an attorney and a certified public accountant, and has served as a legal and financial accounting expert for various companies in areas including M&A, tax compliance, and harassment cases. Currently, as an outside director (Audit Committee Member) of our Company, she provides valuable advice regarding management judgments and the decision-making process. Furthermore, as chair of the Nomination and Remuneration Advisory Committee and as the Lead Independent Outside Director, she has taken the lead in fostering active dialogue during meetings from an independent standpoint. We believe she will continue to contribute to the sound development of our company and therefore request her appointment.

To our shareholders

I was appointed as an auditor in 2021. Subsequently, the Avant Group transitioned to a company with an audit committee, with the aim of ensuring agility and speed in business operations through the significant delegation of decision-making authority to executive management, while also strengthening the board of directors' supervisory functions. Given the rapid pace of societal change—including the dramatic advancements in AI and other technologies—this acceleration of decision-making was essential. Furthermore, in 2026, we reorganized the Remuneration Advisory Committee into the Nomination and Remuneration Advisory Committee and began actively discussing CEO succession—a critical management issue—led primarily by outside directors. In 2026, the Corporate Governance Code explicitly stated the importance of initiatives for growth investment as part of the roles and responsibilities of the board, and the duty of management—including independent outside directors—to enhance corporate value continues to grow. As an effective outside director and Audit Committee Member, I intend to remain vigilant and do my utmost to fulfill the trust placed in me by our shareholders.

Candidate No. 3 **Makoto Nakano** Reappointment Outside Independent

Date of birth: January 14, 1968 (age 58)
Tenure as Outside Director (Audit Committee Member): 4 years
Board of Directors attendance record: 100% (13/13)
Audit Committee attendance record: 100% (18/18)
Number of the Company's shares held: 6,600 shares

Biography

Apr. 1995	Full-time Lecturer, Faculty of Commerce, Yokohama City University
Apr. 1996	Associate Professor, Faculty of Commerce, Yokohama City University
Apr. 2001	Associate Professor, Graduate School of International Corporate Strategy, Hitotsubashi University
Apr. 2007	Associate Professor, Graduate School of Commerce, Hitotsubashi University
Apr. 2009	Professor, Graduate School of Commerce, Hitotsubashi University
Apr. 2018	Professor, Graduate School of Business Administration, Hitotsubashi University (ongoing)
Jan. 2021	Vice President, International Association for Accounting Education and Research (IAAER)
Sep. 2022	Outside Director (Audit Committee Member), the Company (ongoing)

Significant concurrent positions

Apr. 2018	Professor, Graduate School of Business Administration, Hitotsubashi University

Reasons for nomination as a candidate for outside director (Audit Committee Member) and expected roles

Professor Nakano possesses deep expertise in a wide range of fields, including business administration, accounting, and corporate finance, and has built an extensive research network in both the business and academic communities on the theme of corporate value, which is a material issue for the Company. In addition, he has conducted numerous training sessions on finance and corporate value for senior executives of listed companies and has appropriately fulfilled his duties as an Outside Director (Audit Committee Member) of the Company. We believe he will not only provide advice aimed at enhancing corporate value for both the Company and its clients but will also play an active role in developing the Company's next generation of management; therefore, we request his continued appointment. Furthermore, should he be appointed as a Director (Audit Committee Member), we expect him to contribute to the maintenance and enhancement of the Company's governance as a member of the Nomination and Remuneration Advisory Committee.

To our shareholders

Under our medium-term management plan, BE GLOBAL 2028, we must refine our software and human capital—the sources of our sustainable competitive advantage—and evolve our business portfolio. In terms of capital allocation, we must strategically allocate resources toward internal growth, external growth, and shareholder returns. To that end, as an outside director (Audit Committee Member), I intend to contribute to enhancing corporate value from the perspectives of governance and strategy.

Proposal 4: Revision of the Amount and Details of Remuneration, etc. for Directors (Excluding Directors who are Audit Committee Members)

1. Reasons for the proposal and for the appropriateness of the remuneration system.

The Company obtained approval for a stock remuneration plan for Directors (excluding Directors who are Audit Committee Members and Outside Directors; hereinafter referred to as the "Initially Eligible Directors") by a resolution at the 27th ordinary general meeting of shareholders held on September 27, 2023 (hereinafter referred to as the "Former Plan"). Furthermore, at the 28th ordinary general meeting of shareholders held on September 25, 2024, shareholders approved a change to a scheme whereby stocks are delivered to Directors from the trust assets of a trust established by the Company, in place of the Former Plan, and approved the imposition of transfer restrictions on the stocks delivered to the Initially Eligible Directors until their retirement. This scheme has been in continuous operation since then (hereinafter referred to as the "Original Plan").

We hereby propose to expand the target audience for the original plan to include outside directors (excluding directors who are Audit Committee Members) with the aim of further promoting value sharing between outside directors and shareholders through sustained increases in the Company's stock price, and to provide outside directors with incentives to contribute to the sustained enhancement of the Company's corporate value (the Original Plan, following this addition, is hereinafter referred to as "the Plan"). However, since outside directors are responsible for the management oversight function of assessing the appropriateness of business execution from an objective standpoint, the number of shares of the

Stock to be granted to outside directors under the Plan shall not be linked to business performance.

In addition, remuneration for directors (excluding directors who are Audit Committee Members and including remuneration for Outside Directors) was approved at the 26th Ordinary General Meeting of Shareholders held on September 27, 2022, under a separate framework from the Original Plan: fixed remuneration totaling up to ¥150 million per year and short-term performance-linked remuneration not exceeding ¥41.25 million per director per year. If this proposal is approved as submitted, the types of remuneration, the eligible directors, and the remuneration limits will be as follows. Note that none of the remuneration limits shall include salaries paid to directors concurrently serving as employees for their duties as an employee.

Type of remuneration	Eligible persons	Limit on remuneration, etc.
Fixed remuneration (cash)	Directors (excluding Directors who are Audit Committee Members)	¥150,000 thousand per year (including ¥50,000 thousand for outside directors)
Short-term performance-linked remuneration (cash)	Directors (excluding Directors who are Audit Committee Members and Outside Directors)	¥41,250 thousand per year (per person)
Stock-based remuneration	Directors (excluding Directors who are Audit Committee Members and Outside Directors)	¥100,000 thousand per year (100,000 shares per year; 60,000 shares per person per year) ※ Performance-linked remuneration
	Outside Directors (excluding Directors who are Audit Committee Members)	¥20,000 thousand per year (20,000 shares per year, 10,000 shares per person per year). ※ Non-performance-linked remuneration

This proposal has been submitted after its contents were deliberated on multiple occasions by the Nomination and Remuneration Advisory Committee, a majority of whose members are outside directors, and after the Board of Directors deliberated on the Plan in light of the recommendations of the Nomination and Remuneration Advisory Committee. Furthermore, this system is consistent with the Company's policy for determining the details of individual remuneration, etc. for Directors, which the Company plans to revise in the future (please refer to pages 55 to 63 of this Notice of Convocation). Accordingly, we believe that this proposal is reasonable and appropriate in light of the purpose of introducing the remuneration system and the level of remuneration for Directors.

Furthermore, if Proposal 2, "Election of Three (3) Directors (excluding Directors who are Audit Committee Members)," is approved as proposed, the number of directors subject to this system will be three (including two outside directors).

2. Amount and details of remuneration, etc. under the Plan

This program is a stock remuneration plan under which a trust established by the Company through a cash contribution (hereinafter referred to as “the Trust”) acquires the Company’s common stock (hereinafter referred to as “the Company’s Stock”), and a number of shares of the equivalent to the number of points granted by the Company to each director are granted to each director through the Trust (provided, however, that, as set forth in Section 3 below, such shares shall be subject to transfer restrictions through the execution of a transfer restriction agreement between the Company and each director.)

* When the Company introduced the Original Plan in 2024 for the Initially Designated Directors, it established the Trust to administer the plan. Since the Company will continue to use the same trust for the Plan even after adding outside directors to the eligible directors, the Trust refers to the same trust established under the Original Plan.

The number of shares of the Company's Stock to be granted to directors shall be one share per point. However, if any event occurs with respect to the Company's Stock, such as a stock split or reverse stock split, that is deemed to warrant an adjustment to the number of shares per point, a reasonable adjustment shall be made in accordance with the applicable split ratio or reverse split ratio.

1)	Eligible persons under the Plan in this proposal	Directors of the Company (excluding Directors who are Audit Committee Members)
2)	Applicable period for the eligible persons in 1)	Directors in 1) other than Outside Directors From October 1, 2024, to September 30, 2028 (provided, however, that this period may be extended by a resolution of the Company's Board of Directors for a period of up to five years at a time). Outside Directors in 1) From October 1, 2026 to September 30, 2028 (provided, however, that this period may be extended by a resolution of the Company's Board of Directors for a period of up to five years at a time).
3)	The upper limit of the monetary contribution by the Company to the Trust as funds for the acquisition of the Company's Stock to be granted to the eligible persons of 1 during the applicable period of 2 (Note).	Directors in 1) other than Outside Directors ¥400,000 thousand (If the applicable period is extended, an amount equal to ¥100,000 thousand multiplied by the number of years of the extended applicable period) Outside Directors in 1) ¥40,000 thousand (If the applicable period is extended, an amount equal to ¥20,000 thousand multiplied by the number of years of the extended applicable period)

4)	Maximum total number of points to be granted to the eligible persons in 1)	Directors in 1) other than Outside Directors 100,000 points per fiscal year (however, 60,000 points per director, excluding outside directors). Outside Directors in 1) 20,000 points per fiscal year (however, 10,000 points each for outside directors)
5)	Criteria for awarding points	In accordance with the Stock Grant Regulations established by the Company's Board of Directors, points will be awarded as follows, within the limits specified in 4) above. Directors in 1) other than Outside Directors Number of points determined based on position and degree of achievement of performance targets, etc. Outside Directors in 1) Fixed number of points (non-performance-linked)
6)	Outline of the timing and conditions for grant of the Company's Stock to the eligible persons in 1)	At a certain time in each fiscal year during the trust period, subject to entering into the transfer restriction agreement with the Company as described in 3. below and completing other prescribed procedures, each director will acquire beneficial interests in the Trust and be granted the Company's Stock from the Trust.

7)	The restricted transfer period under the transfer restriction agreement set forth in 3.	From the date of granting of the Company's Stock until immediately after ceasing to hold any of the following titles: Director (excluding Audit Committee Members and Outside Directors) or Executive Officer of the Company, director or executive officer of a subsidiary of the Company, or any other title predetermined by the Company's Board of Directors.
8)	Exercise of voting rights pertaining to the Company's Stock in the Trust	Pursuant to the instructions of a trustee independent from the Company and its officers, rights shall be uniformly unexercised.
9)	Handling of dividends pertaining to the Company's Stock in the Trust	Dividends on the Company's Stock held in the Trust account are received by the Trust and applied to the acquisition cost of the Company's Stock and the trustee's management fees and charges related to the Trust. Furthermore, in the event that the Trust is terminated, any dividends and other assets remaining in the Trust shall be distributed to the Directors then in office in proportion to the number of points held by each, in accordance with the provisions of the Stock Grant Regulations.

Note: Pursuant to a resolution adopted at the 28th Ordinary General Meeting of Shareholders held on September 25, 2024, the Company has placed the funds necessary to acquire the Company's Stock to be granted to the Initially Eligible Directors under this system into the Trust, and the Trust has acquired the Company's Stock using the funds held therein. The granting of the Company's Stock to Outside Directors under this system shall also be made using the Company's Stock held in the Trust; however, if the amount of the Company's Stock held in the Trust is insufficient to meet the number of shares expected to be required for granting to Directors under this system, and if the funds held in the Trust are insufficient to acquire the shares necessary to make up such shortfall, the Company shall make an additional contribution to the Trust for the acquisition of such shares. In such case, the Trust shall acquire additional shares of the Company using the funds held in the Trust (including such additional contribution by the Company and any other funds remaining in the Trust), either through the disposal of treasury shares or by purchasing shares on a stock exchange (including off-auction trading). However, any contribution by the Company to the Trust for the acquisition of the Company's Stock necessary for granting to Directors (excluding Directors who are Audit Committee Members) under this system shall be made within the upper limit specified in item 3) of the table above.

3. Transfer restriction agreement for the Company's Stock to be granted to Directors (excluding Directors who are Audit Committee Members).

Upon the granting of the Company’s stocks to Directors (excluding Directors who are Audit Committee Members), the Company and the relevant Directors shall enter into a transfer restriction agreement (hereinafter referred to as the “Transfer Restriction Agreement”) which will, in summary, include the following provisions.

(1) Restricted transfer period

Directors (excluding Directors who are Audit Committee Members) shall not transfer, create security interests in, or otherwise dispose of the stock granted under the Plan (hereinafter referred to as the “Granted Stock”) during the period from the date of grant until immediately after they cease to hold any of the positions of Director or Executive Officer of the Company, director or executive officer of a subsidiary of the Company, or any other title predetermined by the Company’s Board of Directors (hereinafter referred to as the “Restricted Transfer Period”).

(2) Acquisition of the Granted Stock without consideration

If a Director (excluding Directors who are Audit Committee Members) resigns during the Restricted Transfer Period for personal reasons mid-term, or if any other event specified in this Transfer Restriction Agreement occurs, the Company shall automatically acquire all or part of the Granted Stock without compensation.

(3) Treatment in organizational restructuring, etc.

During the Restricted Transfer Period, if a merger agreement under which the Company becomes the absorbed company, a share exchange agreement or share transfer plan under which the Company becomes a wholly-owned subsidiary, or other matters related to organizational restructuring are approved by the Company's General Meeting of Shareholders (or by the Company's Board of Directors, if approval by a General Meeting of Shareholders is not required), the transfer restrictions on the Granted Stock shall be lifted as of the time immediately preceding the business day prior to the effective date of such organizational restructuring.

Proposal 5: Determination of the Amount and Details of Stock-Based Remuneration, etc. for Directors who are Audit Committee Members

1. Reasons for the proposal and for the appropriateness of the remuneration system

The Company pays fixed remuneration to Directors who are Audit Committee Members. At the 26th Ordinary General Meeting of Shareholders held on September 27, 2022, a total annual remuneration amount of up to ¥55,000 thousand was approved, and this arrangement remains in effect.

Separately from the fixed remuneration described above, and with the aim of further fostering a shared sense of value between Directors who are Audit Committee Members and shareholders through sustained increases in the Company's share price, as well as providing such Directors with an incentive to work toward the sustained enhancement of the Company's corporate value, the Company intends to introduce a stock-based remuneration plan (hereinafter, the stock-based remuneration plan for Directors who are Audit Committee Members implemented through the trust scheme under this proposal shall be referred to as the "Plan"). However, because Directors who are Audit Committee Members are responsible for overseeing management and objectively assessing the appropriateness of business execution, the number of shares of the Company's Stock granted under the Plan will not be linked to business performance.

If this proposal is approved as submitted, the types of remuneration, eligible Directors who are Audit Committee Members, and remuneration limits will be as follows:

Type of remuneration	Eligible persons	Limit on remuneration, etc.
Fixed remuneration (cash)	Directors who are Audit Committee Members	¥55,000 thousand per year
Stock-based remuneration	Directors who are Audit Committee Members	An annual amount of ¥20,000 thousand (20,000 shares per year, 10,000 shares per person per year). ※ Non-performance-linked remuneration

This proposal has been submitted after its contents were deliberated on multiple occasions by the Nomination and Remuneration Advisory Committee, a majority of whose members are outside directors, and after the Board of Directors deliberated on the Plan in light of the recommendations of the Nomination and Remuneration Advisory Committee. Furthermore, this system is consistent with the Company's policy for determining the details of individual remuneration, etc. for Directors, which the Company plans to revise in the future (please refer to pages 55 to 63 of this Notice of Convocation). Accordingly, we believe that this proposal is reasonable and appropriate in light of the purpose of introducing the remuneration system and the level of remuneration for Directors.

Furthermore, if Proposal 3, "Election of Three (3) Directors who are Audit Committee Members," is approved as proposed, the number of directors subject to this system will be three.

2. Amount and details of remuneration, etc. under the Plan

This program is a stock remuneration plan under which a trust established by the Company through a cash contribution (hereinafter referred to as “the Trust”; *) acquires the Company’s common stock (hereinafter referred to as “the Company’s Stock”), and a number of shares of the Company’s Stock equivalent to the number of points granted by the Company to each director is granted to each director through the Trust (provided, however, that, as set forth in Section 3 below such shares shall be subject to transfer restrictions through the execution of a transfer restriction agreement between the Company and each director.)

When the Company introduced the Original Plan in 2024, covering the initially designated directors in Proposal 4, it established a trust to administer the plan. Since this plan will also be operated using that trust, the term “the Trust” refers to the same trust established under the original plan.

The number of shares of the Company’s Stock to be granted to directors shall be one share per point. However, if any event occurs—such as a stock split or reverse stock split—that makes it reasonable to adjust the number of shares of the Company’s Stock per point, a reasonable adjustment shall be made in accordance with the applicable split ratio or reverse split ratio.

1)	Eligible persons under the plan in this proposal	Directors of the Company who are Audit Committee Members
2)	Applicable period for the eligible persons in 1)	From October 1, 2026, to September 30, 2028 (provided, however, that this period may be extended by a resolution of the Company's Board of Directors for a period of up to five years at a time).
3)	The upper limit of the monetary contribution by the Company to the Trust as funds for the acquisition of the Company's Stock to be granted to the eligible persons of 1 during the applicable period of 2 (Note).	¥40,000 thousand (If the applicable period is extended, an amount equal to ¥20,000 thousand multiplied by the number of years in the extended applicable period)
4)	Maximum total number of points to be granted to the eligible persons in 1)	20,000 points per fiscal year (However, 10,000 points per director who is an Audit Committee Member)

5)	Criteria for awarding points	In accordance with the Stock Grant Regulations established by the Company's Board of Directors, a fixed number of points (non-performance-linked) are awarded within the limits specified in 4) above.
6)	Outline of the timing and conditions for the granting of the Company's Stock to the eligible persons in 1)	At a specified time in each fiscal year during the trust period, subject to entering into the transfer restriction agreement with the Company as described in 3. below and completing other prescribed procedures, each director will acquire beneficial interests in the Trust and be granted the Company's Stock from the Trust.
7)	The restricted transfer period under the transfer restriction agreement set forth in 3.	From the date of the granting of the Company's Stock until immediately after ceasing to hold any of the following titles: Director or Executive Officer of the Company, a director or executive officer of a subsidiary of the Company, or any other title predetermined by the Company's Board of Directors.
8)	Exercise of voting rights pertaining to the Company's Stock in the Trust	Pursuant to the instructions of a trustee independent from the Company and its officers, rights shall be uniformly unexercised.

9)	Handling of dividends pertaining to the Company's Stock in the Trust	Dividends on the Company's Stock held in the Trust account are received by the Trust and applied to the acquisition cost of the Company's Stock and the trustee's management fees and charges related to the Trust. Furthermore, in the event the Trust is terminated, any dividends and other assets remaining in the Trust shall be distributed to the Directors then in office in proportion to the number of points held by each, in accordance with the provisions of the Stock Grant Regulations.

Note: Pursuant to a resolution adopted at the 28th Ordinary General Meeting of Shareholders held on September 25, 2024, the Company has placed the funds required to acquire the Company’s Stock to be granted to the Initially Designated Directors as stock-based remuneration under a trust scheme into the Trust, and the Trust is acquiring the Company’s Stock using such funds. Since there is a surplus of the Company’s Stock held in the Trust, the granting of the Company’s Stock to Directors who are Audit Committee Members under this system shall also be made using the Company’s Stock held in the Trust; however, if the amount of the Company’s Stock held in the Trust is insufficient to meet the number of shares expected to be required for grant to Directors who are Audit Committee Members under this system, and if the funds in the Trust are insufficient to acquire such shortfall of shares, the Company will make an additional contribution to the Trust of the funds necessary to acquire the shortfall in shares.

In such case, the Trust shall use the funds held in the Trust (including funds contributed to the Trust by the Company and any funds remaining in the Trust) to acquire additional shares of the Company, either through the disposal of treasury shares or through purchases on a stock exchange (including off-auction trading). However, any funds to be contributed by the Company to the Trust during the applicable period from October 1, 2026 to the end of September 2028 for the acquisition of the Company's Stock to be granted under this system to Directors who are Audit Committee Members, when aggregated with the amount corresponding to the acquisition cost of the shares to be delivered to such Directors from funds that had been contributed to the Trust prior to September 2026, shall not exceed the upper limit specified in item 3) of the table above.

3. Transfer restriction agreement for the Company’s Stock to be granted to Directors who are Audit Committee Members

Upon the granting the Company’s Stock to Directors who are Audit Committee Members, the Company and the relevant Directors shall enter into a transfer restriction agreement (hereinafter referred to as the “Transfer Restriction Agreement”) which will, in summary, include the following provisions.

(1) Restricted transfer period

Directors who are Audit Committee Members shall not transfer, create security interests in, or otherwise dispose of the stock granted under the Plan (hereinafter referred to as the “Granted Stock”) during the period from the date of grant until immediately after they cease to hold any of the positions of Director or Executive Officer of the Company, director or executive officer of a subsidiary of the Company, or any other title predetermined by the Company’s Board of Directors (hereinafter referred to as the “Restricted Transfer Period”).

(2) Acquisition of the Granted Stock without consideration

If a Director who is an Audit Committee Member resigns during the Restricted Transfer Period for personal reasons mid-term, or if any other event specified in this Transfer Restriction Agreement occurs, the Company shall automatically acquire all or part of the Granted Stock without compensation.

(3) Treatment in organizational restructuring, etc.

During the Restricted Transfer Period, if a merger agreement under which the Company becomes the absorbed company, a share exchange agreement or share transfer plan under which the Company becomes a wholly-owned subsidiary, or other matters related to organizational restructuring are approved by the Company's General Meeting of Shareholders (or by the Company's Board of Directors, if approval by a General Meeting of Shareholders is not required), the transfer restrictions on the Granted Stock shall be lifted as of the time immediately preceding the business day prior to the effective date of such organizational restructuring.

Matters Concerning Company Officers

(1) Names, etc. of Directors (As of June 30, 2026)

Position	Name	Responsibilities and significant concurrent positions
President and Representative Director	Tetsuji Morikawa	Group CEO; Member of the Nomination and Remuneration Advisory Committee, CEO of DIVA CORPORATION OF AMERICA
Director	Naoyoshi Kasuga	Group CFO; Director, in charge of Finance
Director	Jon Robertson	President, Asia Pacific and Japan Region, Snowflake Inc.
Director	Tatsuya Kamoi	Director, Nomination and Remuneration Advisory Committee Member Outside Director, AUTOBACS SEVEN Co., Ltd.; Outside Director (Audit & Supervisory Committee Member), Executive Chairman, FUJI SOFT INCORPORATED
Director and Full-time Audit Committee Member	Tsuyoshi Noshiro	
Director and Audit Committee Member	Chie Goto	Chairman of the Nomination and Remuneration Advisory Committee Partner, Sakura Kyodo Law Office; Outside Director (Audit and Supervisory Committee), TOHO HOLDINGS CO., LTD.
Director and Audit Committee Member	Makoto Nakano	Professor, Graduate School of Business Administration, Hitotsubashi University

(Notes) 1. Directors Jon Robertson and Tatsuya Kamoi are outside directors.

2. Director and Audit Committee Members, Chie Goto and Makoto Nakano are outside directors.

3. Directors and Audit Committee Members Tsuyoshi Noshiro and Chie Goto are certified public accountants and have considerable knowledge of finance and accounting matters. In addition, Director and Audit Committee Member Makoto Nakano has considerable knowledge of finance and accounting matters based on his academic background and experience.

4. The Company has appointed Tsuyoshi Noshiro, Director and Audit Committee Member, as a full-time Audit Committee Member in order to enhance the effectiveness of audits and strengthen the audit and supervisory functions through enhanced information gathering and adequate cooperation with the Internal Audit Department and other departments.

5. The Company has designated Director Jon Robertson, Director Tatsuya Kamoi, Director and Audit Committee Member Chie Goto, and Director and Audit Committee Member Makoto Nakano as independent directors under the provisions of the Tokyo Stock Exchange, and has notified the Exchange of such designation.

6. Director Tatsuya Kamoi and Director and Audit Committee Member Makoto Nakano are shareholders of the Company, but each of their shareholding ratios is less than 0.1% and they are not major shareholders. There is no special interest between either of them and the Company, and we have determined that they are not in a position that would give rise to a conflict of interest with general shareholders. There are no special interests between the above other directors and the Company.

(2) Overview of details of liability limitation agreement

The Company has entered into agreements with outside directors and audit committee members to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the Companies Act. The maximum amount of liability for damages based on such agreement is the amount stipulated in Article 425, Paragraph 1 of the Companies Act.

(3) Overview of details of directors' and officers' liability insurance policy

The Company has concluded a directors' and officers' liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The policy insures directors, audit committee members, corporate auditors, and executive officers of the Company and its subsidiaries, and the premiums for all insured persons are fully paid by the Company. The policy will cover claims for damages, settlements, and costs of litigation and other losses incurred by the insured in the event that the insured receives a claim for damages during the insurance period as a result of the insured's performance of his/her duties. However, claims arising from breach of trust, criminal acts, fraud, willful misconduct, insider trading, etc. are not covered by the policy.

(4) Items related to Outside Directors

1) Matters concerning significant concurrent positions such as executive officer or outside director at another corporation

Position	Name	Details of concurrent positions	Corporation where concurrently hold position	Relationship with the Company
Director	Jon Robertson	President, Asia Pacific and Japan Region	Snowflake Inc.	ZEAL Corporation, a wholly-owned subsidiary of the Company, has concluded a solution partnership agreement with Snowflake, Inc., where Mr. Robertson serves as President of Asia Pacific and Japan Region, and engages in transactions for products provided by Snowflake, Inc. However, the amount is less than 1% of consolidated net sales, which is less than 2% in the Company's independence criteria for outside directors, and there is no risk of influencing the Company's decision-making process.
Director	Tatsuya Kamoi	Outside Director Outside Director (Audit & Supervisory Committee Member), Executive Chairman	AUTOBACS SEVEN Co., Ltd. FUJI SOFT INCORPORATED	The Company has no business transactions or other relationship with either of the two said companies where Mr. Kamoi concurrently holds positions.

Director (Audit Committee Member)	Chie Goto	Partner Outside Director (Member of the Audit Committee)	Sakura Kyodo Law Office TOHO HOLDINGS CO., LTD.	TOHO HOLDINGS CO., LTD., where Ms. Goto serves as an Outside Director (Audit and Supervisory Committee), has business transactions with the Company's wholly-owned subsidiaries, DIVA CORPORATION and Internet Disclosure Co., Ltd., but the amount of these transactions is less than 0.1% of consolidated net sales, which falls within the 2% threshold specified in our Company’s independence standards for outside directors, and therefore poses no risk of influencing our Company’s decision-making. Furthermore, there are no business dealings or other relationships with Sakura Kyodo Law Office.
Director (Audit Committee Member)	Makoto Nakano	Professor	Graduate School of Hitotsubashi University	The Company has transactions with Graduate School of Hitotsubashi University, where Mr. Nakano is a professor. These are mainly related to transactions associated with donated courses and executive development programs, but the amount is less than 0.1% of consolidated net sales, below the 2% stipulated in the Company's criteria for independence of outside directors. Furthermore, donations are less than ¥15 million, also under the Company's criteria for independence of outside directors. Therefore, there is no risk of influencing the Company's decision-making process.

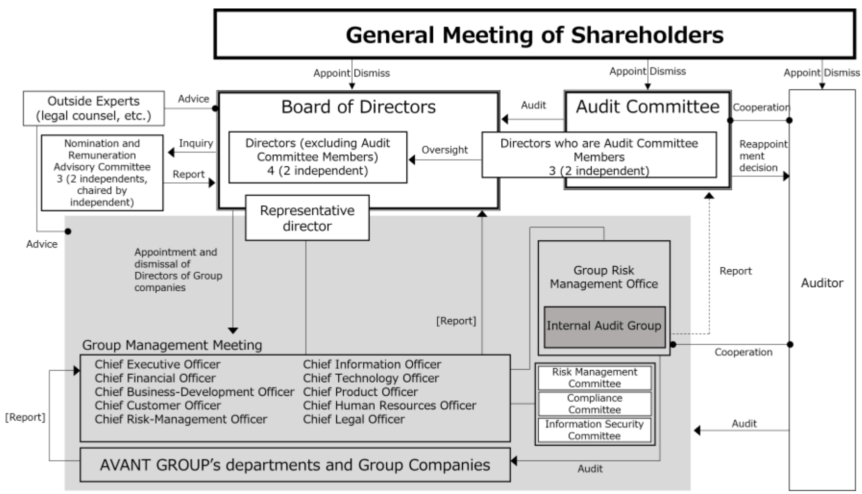
2) Summary of major activities during the fiscal year under review and the duties performed with respect to the roles expected of outside directors.

		Current status of activities
Director	Jon Robertson	Attended 11 of the 13 Board of Directors meetings held during the current fiscal year. Possessing in-depth knowledge of the latest IT technologies, he asked questions and offered comments as appropriate to contribute to the realization of our BE GLOBAL vision and the enhancement of corporate value amid the changes brought about by AI.
Director	Tatsuya Kamoi	Attended all 13 Board of Directors meetings held during the current fiscal year and asked questions and made remarks based on his perspective as a business leader and his extensive experience in human resources. Furthermore, as a member of the Nomination and Remuneration Advisory Committee, he has strived to enhance the committee's effectiveness by leveraging his expertise and experience in human resources.
Director (Audit Committee Member)	Chie Goto	Attended all 13 meetings of the Board of Directors and all 18 meetings of the Audit Committee held during the current fiscal year and, drawing on her extensive expertise as a legal and accounting professional, appropriately raised questions and provided comments. Furthermore, as Chairman of the Nomination and Remuneration Advisory Committee, she has demonstrated leadership in the operation of the committee and has worked to enhance its effectiveness, including by actively seeking feedback from directors and executive officers.
Director (Audit Committee Member)	Makoto Nakano	Attended all 13 Board of Directors meetings and all 18 audit committee meetings held during the fiscal year under review, and asked questions and made statements as appropriate from a governance and strategic perspective, drawing on his extensive knowledge as an expert in business administration, accounting and corporate finance.

[Reference] Corporate Governance Structure

The Avant Group shifted to a company with an audit committee system by resolution of the 26th Ordinary General Meeting of Shareholders held on September 27, 2022, shifting to a system in which the Board of Directors specializes in management strategy functions and monitors the status of execution. The Board of Directors' Regulations stipulate that the authority to make business execution decisions to be delegated is to be reviewed and decided by the Board of Directors immediately after each Ordinary General Meeting of Shareholders in order to accommodate changes in the diversity of the Board of Directors and changes in Group CEOs, etc. Additionally, at the Board of Directors meeting held on July 23, 2025, the Company resolved to implement a change in its system to establish the Nomination and Remuneration Advisory Committee in place of the Remuneration Advisory Committee. The Nomination and Remuneration Advisory Committee comprehensively deliberates matters primarily related to the appointment and dismissal of directors, succession plans, and the individual remuneration of Directors excluding Audit Committee Members, and it reports on its deliberations to the Board of Directors.

The current corporate governance structure has been selected in our search for the ideal form of corporate governance from the perspective of creating a company that can last for 100 years.



[Reference] Criteria for Appointment and Dismissal of Directors

The Company's Basic Corporate Governance Policy sets forth the criteria for the appointment and dismissal of directors as follows.

1. Directors shall meet the following criteria, with due regard to knowledge, experience, ability, and diversity.
   (i) Those with a good understanding of the Company's management philosophy and are committed to the Company
   (ii) Extensive experience in company management
   (iii) Sufficiently qualified to make decisions on important business matters of the Company as a member of the Board of Directors
   (iv) Contribute to strengthening the checks and balances and the monitoring functions of directors and help ensure the effectiveness of the Board of Directors.
2. In addition to the criteria set forth in the preceding paragraph, the Company’s outside directors shall be individuals who meet the independence criteria set forth in the Basic Policy on Corporate Governance.
3. Candidates for directors are nominated after deliberations and decisions by the Board of Directors, based on the report and advice of the Nomination and Remuneration Advisory Committee.
4. The term of office for directors, excluding audit committee members, shall be one year. Reappointment shall not be precluded.
5. The Board of Directors may dismiss a director who has committed an act that meets any of the following criteria for submission of a proposal for the dismissal of a director.
   (i) In the event of any act in violation of laws and regulations or the Articles of Incorporation, or any act that may lead to such a violation,
   (ii) If it becomes clear that the director does not meet all requirements to be a director,
   (iii) If there are any other reasons that the nominated candidates are deemed not to meet requirements for director.

[Reference] Main Agenda Items at Board of Directors' Meetings

During the current fiscal year, the Board of Directors held 13 meetings. Of the total meeting time of 1,639 minutes, 541 minutes (approximately 33.0%) were devoted to financial matters, such as reports on stock prices and monthly performance; 583 minutes (approximately 35.6%) were devoted to management strategy, such as reports on issues relating to gaps with the current progress in achieving the medium-term management plan; 232 minutes (approximately 14.2%) were devoted to investment matters, such as the dissolution of the joint venture with DIVACYGNET PRIVATE LIMITED; and 280 minutes (approximately 17.1%) were devoted to governance matters, such as reports from the Risk Management Committee. The main agenda items are as follows.

Resolutions	Matters reported
Capital increase of U.S. subsidiary Transfer of executive authority Acquisition of treasury shares Termination of the joint venture arrangement at DIVA CYGNET PRIVATE LIMITED Execution of management risk protection insurance Approval of the new Articles of Association of DIVA INDIA Relocation of the registered office of DIVA INDIA	Discussion on next-generation management structure Report on issues relating to gaps with the current progress in achieving the medium-term management plan Report on matters under consideration by the Investment Committee Report on meetings with institutional investors Medium-term management plan rolling forecast management of AVANT Medium-term management plan rolling forecast management of ZEAL Report of the Risk Management Committee Report of the Compliance Committee Report of the Information Security Committee Report on the status of internal control operations Report on evaluation of effectiveness of the Board of Directors Review of the General Meeting of Shareholders

[Reference] Skills Matrix of Executives

With the aim of enhancing corporate value, our Board of Directors selects directors from among candidates who possess diverse and specialized experience and expertise, including leadership (management experience), experience in the IT industry and SaaS, knowledge of corporate value, experience in global business, expertise in organization and human resources, finance and accounting, legal affairs, and compliance, while also taking diversity into consideration. If Proposal 2, “Election of Three (3) Directors (excluding Directors who are Audit Committee Members),” and Proposal 3, “Election of Three (3) Directors who are Audit Committee Members,” are approved as proposed, our Board of Directors will be composed as shown in the following skills matrix. Furthermore, our Board of Directors will consist of three Directors who are not Audit Committee Members (including two outside and independent directors, and one female director) and three Directors who are Audit Committee Members (including two outside and independent directors, and one female director). We believe that, as a whole, the Board of Directors gives sufficient consideration to diversity and the balance of knowledge, experience, and capabilities, thereby maintaining a high level of decision-making capability.

	Directors			Directors who are Audit Committee Members		
	Tetsuji Morikawa	Kaoru Chujo	Kazushi Ambe	Naoyoshi Kasuga	Chie Goto	Makoto Nakano
Knowledge of finance and accounting				●	●	●
Legal and compliance expertise					●	
Leadership (management experience)	●	●	●			
IT industry/SaaS experience	●	●				
Corporate value insights	●			●		●
Global business experience		●	●	●		
Knowledge of organization and human resources	●	●	●	●	●	●

[Reference] Independence Criteria for Outside Directors

An outside director is considered to be independent if, as a result of the Company's investigation, to all extents reasonably possible, it is determined that none of the following items applies to the outside director.

(i) A person who is currently or has been within the past 10 years an executive (an executive director, executive officer, corporate officer or employee) of the Company or its subsidiaries or affiliates (hereinafter collectively referred to as the “Group”).
(ii) A person who directly or indirectly holds 10% or more of the total voting rights of the Company or a person who executes the business of such a person,
(iii) A person with whom the Group has a major transaction (Note 1) or with whom the Group has a major transaction (Note 1), or a person who executes business on behalf of such a person,
(iv) A person who receives a large amount of money or other financial benefits other than director's remuneration (Note 2) as remuneration for providing professional services such as consultants, lawyers, certified public accountants, and tax accountants to the Group, or a person who executes duties on behalf of such a person,
(v) Persons who receive donations or grants of more than ¥15 million per year from the Group or their executive officers,
(vi) A person who belongs to an auditing firm that is the accounting auditor of the Group,
(vii) An executive officer of a company that has appointed an executive officer of the Group as a director,
(viii) Those who fall under (ii) through (vii) above in the past three (3) years,
(ix) Spouse or relative up to the second degree of kinship of a person falling under (i) through (viii) above.

(Note 1) Major transactions are those involving the exchange of money exceeding 2% of annual consolidated net sales, or loans exceeding 2% of consolidated total assets.
(Note 2) "Large amount" means, in the case of an individual providing professional services, that the profit received from the Group, excluding executive remuneration, exceeds ¥15 million in the most recent fiscal year. In the case of a corporation, partnership, or other organization providing professional services, it means that the profit received from the Group exceeds the greater of 2% of the organization’s annual gross income or ¥15 million in the most recent fiscal year.

[Reference] Evaluation of the Effectiveness of the Board of Directors

We recognize the challenges for the responsibilities, composition, and operation of the Board of Directors and are committed to continuous improvement, with the aim of realizing sustainable corporate value enhancement. The Board of Directors conducts an annual analysis and evaluation of the effectiveness of the Board of Directors based on each director's self-evaluation and other factors.

<Evaluation Method>

In FY6/2018 and FY6/2019, a third-party evaluation was conducted from a perspective of enhancing the independence and objectivity of analysis and evaluation. However, the Board of Directors pointed out that it was difficult to clarify issues due to the focus on quantitative evaluation, so from FY6/2020 onward, we focused on our own surveys and conducted interviews with directors and auditors using a third-party organization as appropriate.

In order to identify issues more clearly after June 2021, we have created and implemented our own questionnaire to allow participants to evaluate issues and provide opinions on how to respond to them. The survey was administered in June 2026 to all directors, including audit committee members, using the questionnaire function of TRINITY BOARD, the Company's own DX Cloud Board of Directors support product, and the results were reported to the Board of Directors on August 5, 2026.

<Summary of evaluation results>

A summary of the survey responses indicates that, as in the past, the Board of Directors and the Nomination and Remuneration Advisory Committee are functioning effectively, with a high level of effectiveness driven by efficient operations using the TRINITY BOARD DX cloud platform and initiatives to strengthen monitoring, such as holding off-site meetings. However, we recognize the following points raised in the survey as areas for improvement.

(1) Organization of the Board of Directors

-The succession of the management team, including the Group CEO, should continue to be discussed.

- Expertise in the rapid advancement of IT, including AI, and a keen sense for anticipating industry trends are required.

- Participation of executive talent with experience in entrepreneurship and business management in the IT sector in the United States

(2) Agenda for Board of Directors meetings

- Desire to review the status of human capital investment (talent development, recruitment, and talent development policies), including that of Group companies

(3) Operation of the Board of Directors

- Improvement is expected as delays in the submission of materials to the TRINITY BOARD have been observed

- We would like to see an improvement in the materials for the Board of Directors, including a reduction in their volume, to allow for more substantive discussions.

<Future actions>

In light of the above remarks, we report that we will push for the following actions in the operation of the Board of Directors for FY6/2027.

(1) Continue discussions that contribute to the succession of the management team

(2) Earlier submission of Board of Directors materials and clearer presentation of key discussion points

(3) Enhancement of reporting on the status of human capital investment (talent development, recruitment, and talent development policies)

Officer Remuneration System

1. Policy and method for determining details (amount and calculation method) of remuneration, etc. for each individual officer

(1) Remuneration system and process for determining remuneration amounts

The Company's policies regarding the determination of remuneration for directors and executive officers, the methods used to calculate such remuneration, and the standards for the remuneration system and amounts are established by resolution of the Board of Directors; an overview of these matters is provided in (3) below.

In addition, to strengthen the independence, objectivity, and accountability of the decision-making process, we have established a Nomination and Remuneration Advisory Committee as a voluntary advisory body. The Committee comprises three members: two independent directors and the Representative Director & Group CEO, and its chair is selected from among the independent outside directors.

The Board of Directors consults the Nomination and Remuneration Advisory Committee and determines the individual remuneration of Directors (excluding Directors who are Audit Committee Members) after receiving reports and advice from the Committee, taking into consideration the duties and scope of responsibility of each Director and the overall market or industry standards, subject to a maximum range of remuneration approved at the General Meeting of Shareholders.

(2) Basic Policy

The incentive system is designed to achieve continuous growth, with the aim of enhancing corporate value over the medium to long term and sharing that value with our shareholders.

(i) Based on the achievement of the medium-term management strategy, provide strong incentives for the short- and medium-term growth of the business.

(ii) To ensure accountability to stakeholders, maintain evaluation indicators that are highly objective and transparent.

(iii) Set remuneration levels that effectively motivate the management team and enable the attraction and retention of top talent

(3) Remuneration for Directors (excluding Directors who are Audit Committee Members)

Remuneration for Directors (excluding Directors who are Audit Committee Members; the same shall apply hereinafter for (3)) is comprised of three components, fixed remuneration (cash), short-term performance-linked remuneration (cash), and medium- to long-term performance-linked remuneration (shares). The proportion of each type of remuneration is 45%-50% fixed remuneration (cash), 15%-20% short-term performance-linked remuneration (cash), and 35% medium- to long-term performance-linked remuneration (stock), when performance goals are met (based on a short-term performance incentive coefficient of 100%).

Since outside directors are independent from the execution of business, performance-linked remuneration is not applicable to them, and they only receive the fixed remuneration.

A summary of the remuneration system is provided in the table on the next page.

Type of remuneration	Summary
Fixed remuneration (cash)	The standard amount for each position is paid as monthly regular remuneration, taking into consideration the level commensurate with required abilities and responsibilities.
Short-term performance-linked remuneration (cash)	The amount is determined each fiscal year based on business performance and paid in cash at the end of September. The year-on-year increase or decrease in consolidated profit after taxes, which is consistently emphasized in the Company's medium- to long-term management strategy, medium-term management plan, and annual performance, is used as an indicator. The amount is calculated by multiplying the standard amount determined based on position and other factors (performance-linked bonus standard amount), by a short-term incentive coefficient, which is set in a range of 0% (when consolidated profit after taxes is less than 100% versus the previous year) to 150% (when consolidated profit after taxes is 137.5% year on year or more) depending on the year-on-year change in consolidated profit after taxes.
Medium- to long-term performance-linked remuneration (stock)	To incentivize Directors to enhance the Company's corporate value over the longer term and further promote value sharing between Directors and shareholders, at the end of the subject period the Company grants a number of shares of its common stock calculated according to its stock growth rate, a representative indicator of the Company's corporate value during that period. The Company's stock growth rate is calculated by dividing the Company's Total Shareholder Return (TSR) during the subject period by the growth rate of the Tokyo Stock Exchange Stock Price Index (TOPIX) during the subject period. Payment is determined at the Board of Directors meeting held in October following the end of the subject period and paid thereafter. Monetary remuneration claims are granted to eligible directors, and the Company's stock is delivered by contributing all of such claims in kind upon the issuance of stock or the disposal of treasury stock by the Company.

A summary of the subject period and other payment conditions is as follows.

<System prior to the revision by resolution of the 27th Ordinary General Meeting of Shareholders held on September 27, 2023>

- The subject period is the three-year period beginning each fiscal year.

- The number of shares to be awarded is determined by multiplying the number of shares determined by the Board of Directors (the base number of shares to be delivered) by the share granting ratio determined in the range of 0% (the Company's stock growth rate is less than 100%) to 100% (the Company's stock growth rate is more than 150%) according to our stock growth rate, and the resulting number of shares will be granted.

- However, in the case of the President and Representative Director, no award will be granted if the compound annual growth rate (CAGR) of adjusted earnings per share, calculated by dividing adjusted profit attributable to owners of parent, which is profit attributable to owners of parent less extraordinary profit/losses (after taxes), by the average number of shares outstanding during the period, is less than 18% for the subject period.

<System after revision by resolution of the 27th Ordinary General Meeting of Shareholders held on September 27, 2023 (Note)>

- The subject period is one year (the first subject period runs from September 2023 to September 2024).

- The system consists of Part I and Part II, both of which are granted on the condition that the Director has not engaged in specific misconduct, as stipulated by the Company's Board of Directors, during the subject period.

1) Part I

The Company's common stock shall be awarded in the number determined by the Company's Board of Directors under the following condition; when comparing average of the closing share value of the Company's common shares at Tokyo Stock Exchange in the month when the subject period starts (September of every year) with average of the closing share value of the Company's common shares at Tokyo Stock Exchange in the month when the subject period ends (September of the following year), the latter exceeds the former.

2) Part II

The number of common shares to be awarded are determined by multiplying the number of shares determined by the Board of Directors (the base number of shares to be delivered) by the share granting ratio determined in the range

	of 0% (the Company's stock growth rate is less than 100%) to 100% (the Company's stock growth rate is more than 150%) according to our stock growth rate, and the resulting number of shares will be granted.

(Note) Regarding the medium- to long-term performance-linked remuneration (shares), pursuant to the resolution of the 28th Ordinary General Meeting of Shareholders held on September 25, 2024, the system was changed so that, from the subject period of September 2024 to September 2025 onward, common stock of the Company will be granted through a trust established by monetary contributions from the Company. In addition, the system was revised to impose transfer restrictions prohibiting the transferring, pledging, or otherwise disposing of the granted stock until after resignation by the Director from the Company or any other position predetermined by the Company's Board of Directors. There is no substantive change in the amount to be paid per fiscal year or in the number of shares to be granted to directors under the system.

<Image of medium- to long-term performance-linked remuneration (stock) under both the old and new systems>

	27th period (FY6/23)	28th period (FY6/24)	29th period (FY6/25)	30th period (FY6/26)	31st period (FY6/27)	32nd period (FY6/28)
27th period evaluation start (Previous system)	Subject period (3 years from September 2022)			Decision on granting (October 2025)		
28th period evaluation start (Revised system)		Subject period (1 year from September 2023)	Decision on granting (October 2024)			
29th period evaluation start (Revised system)			Subject period (1 year from September 2024)	Decision on granting (Note 2) (October 2025)		
30th period evaluation start (Revised system)				Subject period (1 year from September 2025)	Decision on granting (Note 1) (Note 2) (October 2026)	
31st period evaluation start (Revised system)					Subject period (1 year from September 2026)	Decision on granting (Note 1) (Note 2) (October 2027)

(Note 1) A decision on whether to grant these shares to each eligible director will be made at the meeting of the Board of Directors to be held in October after the end of the subject period. Therefore, it has not yet been determined whether common stock of the Company will be granted.

(Note 2) The granted stock will be subject to transfer restrictions from the date of granting until after retiring from the position of Director or any other position predetermined by the Company's Board of Directors.

(4) Remuneration for directors who are Audit Committee Members

The amount of remuneration for Directors who are Audit Committee Members is fixed, and is determined through discussions among the Directors who are Audit Committee Members, within the maximum amount of remuneration resolved at the General Meeting of Shareholders. This takes into consideration factors such as whether they are full-time or part-time directors, whether they are internal or outside directors, and their roles.

2. Matters concerning resolutions of the General Meeting of Shareholders

The maximum ranges of remuneration for Directors resolved at the General Meeting of Shareholders are as follows.

Type of remuneration	Date of approval	Eligible persons	Limit on remuneration, etc.	Number of members at the time of resolution
Fixed remuneration (cash)	September 27, 2022 (26th Ordinary General Meeting of Shareholders)	Directors (excluding Directors who are Audit Committee Members)	¥150,000 thousand per year	4 persons (including 2 outside directors)
Short-term performance-linked remuneration (cash)	September 27, 2022 (26th Ordinary General Meeting of Shareholders)	Directors (excluding Directors who are Audit Committee Members and Outside Directors)	¥41,250 thousand per year (per director)	2 persons
Medium- to long-term performance-linked remuneration (stock)	September 27, 2022 (26th Ordinary General Meeting of Shareholders)	Directors (excluding Directors who are Audit Committee Members and Outside Directors)	¥100,000 thousand per year (100,000 shares per year; 60,000 shares per director per year)	2 persons
Fixed remuneration (cash)	September 27, 2022 (26th Ordinary General Meeting of Shareholders)	Directors who are Audit Committee Members	¥55,000 thousand per year	3 persons

3. Amount of remuneration of Directors

Remuneration paid to directors during the fiscal year under review was as follows.

Regarding the remuneration for each individual Director (excluding Directors who are Audit Committee Members), the Board of Directors has determined that the method of determining the details of remuneration, etc. and the details of the determined remuneration are in line with the policy for determining remuneration for each individual director, based on the calculation process shown above in 1.

Classification	Total amount of remuneration, etc.	Total amount of remuneration, etc. by type			Number of eligible directors and officers
		Fixed remuneration (cash)	Short-term performance-linked remuneration (cash)	Medium- to long-term performance-linked remuneration (shares)	
Directors (excluding Audit Committee Members) (of which Outside Directors)	¥108 million (¥20 million)	¥108 million (¥20 million)	- (-)	- (-)	4 persons (2 persons)
Directors (Audit Committee Members) (of which Outside Directors)	¥38 million (¥22 million)	¥38 million (¥22 million)	- (-)	- (-)	3 persons (2 persons)
Total (of which Outside Directors)	¥146 million (¥42 million)	¥146 million (¥42 million)	- (-)	- (-)	7 persons (4 persons)

(Notes) 1. The amounts paid to directors do not include employee salaries for directors who concurrently serve as employees.

2. Medium- to long-term performance-linked remuneration (shares) is stated at the amount recorded as an accounting expense in the current fiscal year.

3. Consolidated profit after taxes for the current fiscal year, the performance indicator for short-term performance-linked remuneration (cash), was ¥2,985 million, lower than the consolidated profit after taxes for the previous fiscal year (¥3,434 million), and because the payment conditions for short-term performance-linked remuneration were not met, no short-term performance-linked remuneration was paid.

4. Of the medium- to long-term performance-linked remuneration (stock-based remuneration) for which a determination was made during the current fiscal year as to whether payment would be made and other matters, the portion under the pre-revision plan covering the period from September 2022 to September 2025 recorded a Company TSR (Total Shareholder Return) of 112.9%, a TOPIX growth rate of 163.1%, and a Company stock growth rate, which serves as the performance indicator, of 69.2% during the applicable period. As this corresponds to the case where the Company's stock growth rate is less than 100%, the stock grant ratio was 0%, and no medium-term performance-linked remuneration was paid.

5. Of the medium- to long-term performance-linked remuneration (stock-based remuneration) for which a determination was made during the current fiscal year as to whether payment would be made and other matters, the portion under the post-revision plan covering the period from September 2024 to September 2025 was evaluated as follows. With respect to Part I, the average closing price of the Company's common stock on the Tokyo Stock Exchange in September 2025 was lower than the average closing price of the Company's common stock on the Tokyo Stock Exchange in September 2024, and because the payment conditions for medium-term performance-linked remuneration regarding Part I were not met, no medium-term performance-linked remuneration regarding Part I was paid. With respect to Part

II, the Company's TSR (Total Shareholder Return) during the applicable period was 74.4%, the TOPIX growth rate was 119.2%, and the Company's stock growth rate, which serves as the performance indicator, was 62.4%. As this corresponds to the case where the Company's stock growth rate is less than 100%, the stock grant delivery ratio was 0%, and no medium-term performance-linked remuneration regarding Part II was paid.

4. For reference

Starting with the fiscal year ending June 2027, as part of our policy regarding the determination of the details of individual directors' remuneration and other benefits, we will expand the scope of the stock-based remuneration plan, which in principle provides for the grant of stock at a fixed time each year through a trust, to include, for the first time, Outside Directors (excluding Directors who are Audit Committee Members) and Directors who are Audit Committee Members as recipients of non-performance-linked remuneration. The criteria and procedures for the grant of shares will be determined in accordance with the Stock Grant Regulations established by the Board of Directors.

The amendments are subject to shareholder approval of Proposal 4 and Proposal 5. Please refer to the respective agenda items for the description of the amendments.

Compliance and Risk Management

System to ensure the appropriateness of business operations and the status of operation of such system

The following is an overview of the status of operation of the system to ensure that the execution of duties by directors complies with laws and regulations and the Articles of Incorporation, and other systems to ensure the appropriateness of operations.

<Summary of the decision>
1) Systems to ensure that the execution of duties by directors and employees complies with laws and regulations and the Articles of Incorporation
- Directors shall comply with the Group's Code of Conduct, take the initiative in properly executing operations in accordance with laws and regulations, the Articles of Incorporation, the Board of Directors' Regulations, and other internal regulations, and shall ensure that all employees are fully aware of the Code of Conduct.
- The risk management officers of each of our Group companies, appointed by the chair of the Risk Management Committee, deliberate and review significant risks and the corresponding measures at meetings of the Risk Management Committee, and regularly report on the Group's overall risk management status to the Board of Directors.
- The compliance officers of each of our Group companies, appointed by the chair of the Compliance Committee, deliberate and review the status of compliance and responses to key issues at meetings of the Compliance Committee, and report to the Board of Directors.
- The Company shall establish and operate an internal whistle-blowing system, with outside attorneys and directors who are Audit Committee Members as contact persons, to report violations of laws and ordinances and other acts that may be questionable under laws and ordinances.
- The Audit Committee Members shall audit the execution of duties by the Directors by attending meetings of the Board of Directors and other important meetings and by investigating the status of business execution and other items in accordance with the audit policy set by the Audit Committee.

2) System for the storage and management of information related to the execution of duties by directors
- Information related to the execution of duties by directors shall be properly stored and managed in accordance with laws and regulations, the Board of Directors' Regulations, the Document Management Regulations, and other related rules and regulations.

3) Regulations and other systems for managing risk of loss
- To prevent risks as well as to properly manage operations and funds by monitoring performance status through rolling forecast management in a cycle appropriate to the business environment, with respect to the progress of business performance and thorough control of expenses.
- Establish a Risk Management Committee, which, under the leadership of the Group CRO (Chief Risk-Management Officer), will comprehensively identify and assess key risks across the entire Group. The Committee will also utilize a "Management Crisis List"—which identifies risks that could impact the achievement of the medium-term management plan and the Group's business foundation—to deliberate on risk response policies and report the results to the Board of Directors.
- Establish a Compliance Committee to develop the necessary regulations, manuals, and other documents regarding compliance, information assets, and other business-related risks, and to

enhance compliance awareness through training and awareness-raising activities.
- Establish an Information Security Committee to promote the proper management of information assets, address cybersecurity risks, and strengthen cyber resilience.
- The Company shall consult with and receive advice and guidance from third parties with expertise, such as lawyers, accounting auditor, tax accountants, etc., as necessary in the performance of its business operations.

4) System to ensure directors execute duties efficiently
- The Company's Board of Directors shall meet once a month on a regular basis. The Board of Directors shall also meet as needed for decision-making and prompt business execution when necessary and shall supervise important management decisions and the status of business execution by directors.
- The various meetings and committees, which are headed by directors, shall deliberate and decide on business execution within the scope of the authority determined in the regulations.
- The Company has established a Group Management Meeting, at which each CxO deliberates on important Group management matters and reports the details thereof to the Board of Directors, thereby supporting swift and appropriate management decision-making.
- We promote decentralization of management through organization based on management policies and business plans.
- The term of office of directors who are not Audit Committee Members shall be one (1) year in order to clarify management responsibility and to be able to respond to changes in the business environment.
5) System to ensure appropriateness of operations of the corporate group (the Company and its subsidiaries)
- The Company shall support the development and improvement of internal control systems and promote them in cooperation with subsidiaries, while respecting the autonomy of the subsidiaries.
- The Company's subsidiaries shall enter into a management guidance and business management agreement and establish a system under which the Company receives reports on important matters concerning the execution of duties by directors and others. Although the Board of Directors of the Company's subsidiaries makes decisions on important matters, subsidiaries shall obtain approval from the Board of Directors of the Company for three matters that have a significant impact on the Group: (a) investment, (b) personnel of directors and officers, and (c) financing, including capital policy.
- The Company's subsidiaries shall hold regular Board of Directors meetings once a month as a basic rule and also hold meetings for decision-making and prompt business execution when necessary. The Company's Legal Department shall confirm the status of the meetings.
- Employees of the Company's subsidiaries who become aware of any violation of laws, the Articles of Incorporation, the Company's internal rules, or any act contrary to socially accepted norms shall report or consult with the Internal Reporting System Desk.
- The Compliance Committee shall provide support for legal compliance and other compliance-related issues of the Company's subsidiaries.
- The Company shall also strive to prevent risks by appropriately managing operations and funds and reporting to the Company.
- To ensure the proper conduct of operations at our subsidiaries, the Internal Audit Department conducts regular internal audits and works in collaboration with the Risk Management Committee, the Compliance Committee, and the Information Security Committee to enhance the effectiveness of internal controls across the entire Group.

6) Matters related to employees assisting the duties of Audit Committee Members and matters related to ensuring the effectiveness of instructions to such employees
- In the event that the Audit Committee requests the Board of Directors to establish a secretariat to assist it in its duties, the secretariat shall be established by appointing appropriate personnel from inside and outside the Company. In the case of employees, make them aware that they are subject to the direction and orders of the Audit Committee.

7) Systems for reporting to the Audit Committee by directors and employees who are not Audit Committee Members, and systems for reporting to the Audit Committee by directors, corporate auditors, employees of subsidiaries, or persons who receive reports from these persons.
- The Audit Committee Members may attend meetings of the Board of Directors and other important meetings, inspect documents necessary for auditing, and request explanations from directors and employees.
- The Company and its subsidiaries' directors, corporate auditors, and employees shall report to the Company's Audit Committee on matters that have a material impact on the Company's operations and performance.
- The Company shall prohibit any disadvantageous treatment of a person who makes a report to the Audit Committee by reason of the fact that such report is made to the Audit Committee.

8) Other systems to ensure audits by the Audit Committee are conducted effectively
- The Audit Committee shall meet regularly with the President and Representative Director to exchange opinions on business execution policies, risks and issues to be addressed, and important audit issues.
- The Audit Committee shall regularly exchange opinions with the accounting auditor.
- In the event that any Audit Committee Member requests advance payment or reimbursement of expenses incurred in the performance of his/her duties, such expenses shall be borne by the Company, except in cases where such payment or reimbursement is found not to be necessary.

9) Basic policy on elimination of antisocial forces

With respect to the exclusion of antisocial forces, in addition to the basic policy regarding the internal control system, the Company shall endeavor to develop a system as follows.
(i) The Group's Code of Conduct declares its support for the elimination of antisocial forces and the prohibition of antisocial activities. We receive written pledges from officers and employees annually regarding “Standards of Conduct and Management of Confidential Information.”
(ii) The General Affairs Department shall be appointed as the department in charge of preventing unjustified demands and shall cooperate with the police to eliminate antisocial forces and similar such matters. In addition, we will seek confirmation from our business partners about policies on antisocial forces at the time of signing an initial agreement. We will strive to continuously inform them regarding the elimination of antisocial forces and strengthen our response to them.

<Summary of operating situation>

With respect to the system to ensure the appropriateness of business operations, the Company has continuously investigated the status of the development and operation of the internal control system since the system was first established and reports the results of the investigation to the Board of Directors. In addition, corrective measures are being taken for problems identified as a result of the investigation, and efforts are being made to establish and operate a more appropriate internal control system. The following is a summary of operations during the current fiscal year.
- The Company has chosen to establish a company with an Audit Committee in order to strengthen the supervisory function of the Board of Directors and further enhance corporate governance.
- The Risk Management Committee met regularly to review risks and consider countermeasures in response to the changing business environment across the Group, and the Board of Directors receives reports from the Group CRO to ascertain the status of risk management.
- The Compliance Committee met regularly to ensure compliance across the Group, and the Board of Directors received reports from the Group CLO to ascertain the status of compliance management.

- The Information Security Committee met on a regular basis to strengthen information asset management and information security across the Group, and the Board of Directors receives reports from the Group CIO to ascertain the status of information security management.
- During the current fiscal year, we held 13 meetings of the Board of Directors and focused our oversight on reviewing progress on the medium-term management plan, addressing related challenges, and strengthening governance.
- The Audit Committee Members attended meetings of the Board of Directors, the Group Management Meeting, the Board of Directors of subsidiaries, and other important meetings, and regularly exchanged opinions with the President and Representative Director and the accounting auditor to ensure the effectiveness of audits.

Business Report

July 1, 2025
to June 30, 2026

Matters Relating to the Current Status of the Corporate Group

(1) Progress and Results of Operations

Consolidated financial results for the current fiscal year are as follows.

(Millions of yen)

	29th period (Fiscal year ended June 30, 2025)	30th period (FY6/26) (Fiscal Year ended June 30, 2026) (Current fiscal year)	Year-on-year	
			Increase/ Decrease	Percentage change (%)
Net sales	28,227	30,481	2,253	8.0
Operating profit	4,604	4,697	93	2.0
Ordinary profit	4,613	4,573	(39)	(0.9)
Profit attributable to owners of parent	3,434	2,985	(449)	(13.1)

Regarding consolidated net sales, while investment demand among our Japanese corporate clients for maintaining and strengthening competitiveness through "upgrading corporate management and business activities utilizing data and digital technologies," a medium- to long-term trend, has moderated somewhat following the completion of basic IT infrastructure upgrades, it remains robust. As a result, sales growth driven primarily by our Consolidated Financial Disclosure Business and Digital Transformation Promotion Business led to an increase in consolidated net sales to ¥30,481 million (8.0% year-on-year increase).

Regarding profits, despite increases in personnel, hiring and IT expenses in line with business expansion, office expenses associated with office relocation and expansion and investment expenses to achieve future growth centered on strengthening the software business, and despite the recognition of a provision for loss on orders received as a one-time expense, operating profit increased to ¥4,697 million (2.0% year-on-year increase). This increase was driven by improved profit margins resulting from the growth of the software business and a decrease in outsourcing costs used to supplement internal resources. On the other hand, due to losses on the management of investment partnerships, an increase in commissions associated with the acquisition of treasury shares, and the reactionary impact of gains on the sale of stock recorded in the corresponding period of the previous fiscal year, ordinary profit amounted to ¥4,573 million (0.9% year-on-year decrease), and profit attributable to owners of parent amounted to ¥2,985 million (13.1% year-on-year decline).

Effective from the current fiscal year, the Company has reviewed its method of classifying operating segments. Under the new classification, DIVA CORPORATION is classified as the Consolidated Financial Disclosure Business, ZEAL CORPORATION as the Digital Transformation Promotion Business, and AVANT CORPORATION as the Management Solutions Business, each consisting of one company per segment, while other small companies are classified under "Other." Accordingly, the results for each segment for the corresponding period of the previous fiscal year have been reclassified based on the new segment classification.

The status of each segment is as follows.

(i) Net sales (Millions of yen)

	29th period (Fiscal year ended June 30, 2025)	30th period (Fiscal year ended June 30, 2026) (Current fiscal year)	Year-on-year change	
			Amount	%
Consolidated Financial Disclosure Business	8,301	9,648	1,346	16.2
Digital Transformation Promotion Business	10,318	11,022	703	6.8
Management Solutions Business	9,520	9,685	164	1.7
Other	437	531	94	21.5
Elimination of inter-segment transactions	(349)	(405)	(55)	-
Consolidated net sales	28,227	30,481	2,253	8.0

(ii) Operating profit (Millions of yen)

	29th period (Fiscal year ended June 30, 2025)	30th period (Fiscal year ended June 30, 2026) (Current fiscal year)	Year-on-year change	
			Amount	%
Consolidated Financial Disclosure Business	2,006	2,923	917	45.7
Digital Transformation Promotion Business	1,716	1,717	1	0.1
Management Solutions Business	1,772	1,129	(643)	(36.3)
Other	99	104	4	4.7
Corporate expenses and elimination of inter-segment transactions	(990)	(1,176)	(186)	-
Consolidated operating profit	4,604	4,697	93	2.0

In the Consolidated Financial Disclosure Business, net sales increased to ¥9,648 million (16.2% year-on-year increase). This growth was driven by the transfer of some maintenance service transactions from the Management Solutions Business, effective from the current fiscal year, as well as continued revenue growth from the outsourcing business. In terms of profitability, although there was an increase in costs, such as higher personnel expenses and office expenses due to an increase in employees and office space, hiring expenses decreased, and operating profit increased due to improvements in productivity and the promotion of cloud migration in the software business, resulting in operating profit of ¥2,923 million (45.7% year-on-year increase), a rate of profit growth significantly outpacing the growth in sales.

In the Digital Transformation Promotion Business, while demand has moderated somewhat as client needs have become more sophisticated, and despite the cancellation of some projects, demand for leveraging data in management and business decision-making remains solid, resulting in net sales increasing to ¥11,022 million (6.8% year-on-year increase). Although outsourcing expenses to supplement our in-house resources declined, personnel expenses increased due to an increase in headcount to support sales growth, increased costs such as one-time expenses related to the office relocation and office expenses, as well as the impact of the aforementioned cancellations of some projects, which adversely affected profitability. As a result, operating profit remained virtually flat at ¥1,717 million (0.1% year-on-year increase).

In the Management Solutions Business, despite an increase in software business sales, net sales increased only slightly to ¥9,685 million (1.7% year-on-year increase), partly due to the transfer of some maintenance service transactions to the Consolidated Financial Disclosure Business from the current fiscal year. In addition to this limited revenue growth, operating profit decreased to ¥1,129 million (36.3% year-on-year decrease) due to an increase in personnel expenses for future growth; higher research and development, marketing, and outsourcing expenses to strengthen the software business; and the recording of a provision for loss on orders received as a one-time expense.

Orders and sales in the current consolidated fiscal year are as follows.

Orders Received

(Millions of yen)

	Current fiscal year July 1, 2025 to June 30, 2026		
	Sales	Orders received	Orders backlog
Consolidated Financial Disclosure Business	9,648	10,770	6,112
Digital Transformation Promotion Business	11,022	11,005	1,995
Management Solutions Business	9,685	10,274	3,761
Other	531	543	211
Corporate expenses and elimination of inter-segment transactions	(405)	(492)	(963)
Total	30,481	32,102	11,118

(2) Capital Investment

Total capital expenditures for the current fiscal year ¥547 million(including software)

Major capital investments include the purchase of office equipment and software for internal use.

(3) Financing

There were no special items of note in the current consolidated fiscal year.

(4) Financial Performance Highlights

(i) Financial performance highlights of the corporate group

Classification		27th period (Fiscal year ended June 30, 2023)	28th period (Fiscal year ended June 30, 2024)	29th period (Fiscal year ended June 30, 2025)	30th period (Fiscal year ended June 30, 2026) (Current fiscal year)
Net sales	(Millions of yen)	21,424	24,419	28,227	30,481
Ordinary profit	(Millions of yen)	3,265	4,121	4,613	4,573
Profit attributable to owners of parent	(Millions of yen)	2,094	2,850	3,434	2,985
Earnings per share	(yen)	55.65	76.62	94.15	83.41
Total assets	(Millions of yen)	18,705	21,896	24,373	24,147
Net assets	(Millions of yen)	12,328	13,293	15,597	14,570
Net assets per share	(yen)	327.51	362.95	426.96	422.90

(Note) The Company introduced a "Stock Grant Trust for Employees and Executive Officers" in the 28th term and a "Stock Grant Trust for Directors" in the 29th term. For the purpose of calculating net assets per share, the Company's stock held by these trusts are included in treasury stock, which are deducted from the total number of issued shares at the fiscal year-end. Furthermore, for the purpose of calculating earnings per share, the Company's stock held by these trusts is included in treasury stock, which is deducted from the average number of shares during the period.

2) Financial performance highlights of the Company

Classification		27th period (Fiscal year ended June 30, 2023)	28th period (Fiscal year ended June 30, 2024)	29th period (Fiscal year ended June 30, 2025)	30th period (Fiscal year ended June 30, 2026) (Current fiscal year)
Operating revenue	(Millions of yen)	3,572	2,703	4,599	5,524
Ordinary profit	(Millions of yen)	1,873	842	2,367	2,816
Net profit	(Millions of yen)	2,022	1,068	2,875	3,148
Earnings per share	(yen)	53.74	28.73	78.84	87.95
Total assets	(Millions of yen)	8,780	7,919	9,698	8,989
Net assets	(Millions of yen)	8,178	7,329	9,109	8,251
Net assets per share	(yen)	217.27	200.11	249.60	239.49

(Note) The Company introduced a "Stock Grant Trust for Employees and Executive Officers" in the 28th term and a "Stock Grant Trust for Directors" in the 29th term. For the purpose of calculating net assets per share, the Company's stock held by these trusts is included in treasury stock, which is deducted from the total number of issued shares at the fiscal year-end. Furthermore, for the purpose of calculating earnings per share, the Company's stock held by these trusts is included in treasury stock, which is deducted from the average number of shares during the period.

(5) Significant Parent Company and Subsidiaries

(i) Parent company

Not applicable.

(ii) Status of significant subsidiaries

Company name	Capital	Percentage of voting rights held by the Company	Primary business
AVANT CORPORATION	JPY 100 million	100.0%	Software development, sales, installation support, maintenance and other related businesses
Internet Disclosure Co., Ltd.	JPY 39 million	100.0%	Development and sale of software, information processing and provision services
ZEAL CORPORATION	JPY 100 million	100.0%	Design of information systems, development and sale of software and other related businesses
DIVA CORPORATION	JPY 100 million	100.0%	Software development and sales, outsourcing-related services
DIVA CORPORATION OF AMERICA	USD 3.6 million	100.0%	Research on IT products and services
DIVA INDIA PRIVATE LIMITED	INR 60 million	99.0%	Research and business development for software sales in the Indian market
VISTA CORPORATION	JPY 100 million	100.0%	Management consulting services

(Note) 1. The Company has seven consolidated subsidiaries as listed above, and one equity-method affiliate (an associated company).

2. DivaCygnet Private Limited changed its name to DIVA INDIA PRIVATE LIMITED effective January 9, 2026.

(6) Issues to Be Addressed

As a public institution, our group aims to realize our vision of BE GLOBAL (a world-class software company) through our mission of “Spreading Accountability”, a mission we have upheld since our founding, under our corporate philosophy of “Creating a 100-Year Company.” Our strategic materiality for realizing this vision is “to become a software company that contributes to enhancing corporate value.”

To achieve this, we announced our five-year medium-term management plan, BE GLOBAL 2028 (July 2023–June 2028), in August 2023.

In BE GLOBAL 2028, we aim to enhance the value we deliver to our clients and the value contributed by our talent by leveraging software and intellectual assets as sources of value and combining them with operational expertise and ongoing services. Our goal is to achieve growth characterized by high profitability and productivity that does not rely solely on increasing headcount.

In BE GLOBAL 2028, we aim to achieve sustainable profit growth by continuously delivering value to our clients, thereby realizing a “value creation spiral” where these profits are reinvested in remuneration, human capital, research and development, etc., leading to the creation of new value and improved productivity.

In order to realize BE GLOBAL 2028, we must address the following issues.

1. Demand emerging in the growing DX market for management

Our group identifies a business opportunity in supporting the management digital transformation (DX) for companies seeking to enhance their corporate value. Our major operating subsidiaries deliver value to our clients in their respective fields: Diva in consolidated financial statement disclosure, Zeal in DX promotion, and Avant in management solutions.

In each market, it is essential to accurately identify the unique challenges and needs of each client, turn those into concrete proposals that lead to new business opportunities, and continue to convert them into net sales and profits.

2. To rebuild the Management Solutions Business (Avant) and deploy a business model originating from the Consolidated Financial Disclosure Business (Diva).

Our group positions Diva’s business model, which integrates software with operational expertise and channels the insights gained through ongoing client relationships back into its products and services, as the core of its value creation. We will expand this business model to other businesses, including Avant, and translate our continuous delivery of value to clients into sustainable profit growth.

On the other hand, Avant was unable to adequately address the unique challenges faced by each client with proprietary products alone. Furthermore, due to a shortage of personnel capable of providing consulting services and designing business strategies, it was unable to fully convert the demand generated by Diva’s strong client base into sustained net sales and profits.

We view the integrated rebuilding of Avant’s management structure, business model, and human resources as a key challenge to address. To this end, we will shift from an approach centered on our own products to one centered on our clients' challenges and business process design, and establish a framework that allows us to flexibly combine and deliver consulting, system integration, and both our own and third-party products. This will enhance our ability to execute strategies centered on Diva, leading to sustainable growth in profits and an increase in corporate value over the medium to long term.

3. Increase in value-creating productivity

Our Group targets profit growth that exceeds net sales growth. To achieve this profit growth, we must either improve sales productivity, increasing net sales per employee while maintaining the same input costs (cost of goods sold and SG&A expenses), or improve input cost productivity, reducing input costs while maintaining the same level of net sales. We must therefore improve value creation productivity, which combines these two perspectives.

By combining software, intellectual assets, operational expertise, and ongoing services to enhance the value we provide to our clients, we aim to improve sales productivity. In addition, we will streamline operations by leveraging software, generative AI, and other technologies to improve input cost productivity. Through these efforts, we aim to achieve growth characterized by high profitability and productivity that does not rely solely on increasing headcount.

4. Developing an environment to enhance the value of human capital

To achieve the goals outlined in 1. through 3. above, enhancing the value of our human resources is a prerequisite. We will clarify the human resource requirements necessary to achieve this, provide opportunities and an environment for growth, and bridge the gap between the current state and our goals.

While prioritizing the development of our existing employees, we will also actively recruit and promote specialized talent from outside the company to take on roles such as proposal development, consulting, and business strategy design in the area of group management.

We will also create an environment where our employees can continuously enhance their value through remuneration and investment in human capital.

5. Increase employee job satisfaction

A primary asset of the Group is our outstanding employees, who possess advanced technical skills, expertise, and a spirit of challenge. We view increasing quality employment as a key management priority. We are committed to securing the talent necessary for business growth while also creating a rewarding work environment that enriches our employees' lives and enables them to focus on achieving results in their work. In addition, we conduct employee surveys using the Great Place to Work® (GPTW) framework to visualize job satisfaction and engagement levels, and we are implementing improvement measures based on these findings. Our goal is to achieve a GPTW score of 70% or more at each Group company.

6. Compliance

Since our founding, the Group has placed great importance on compliance as a fundamental principle of corporate governance. At the same time, societal expectations regarding compliance are growing ever higher. We recognize that any violation would result in a far greater loss of public trust than in the past, and that restoring that trust would take a long time. We are conducting our business activities with an even more stringent commitment to compliance than ever before to ensure that we not only adhere to labor laws and other relevant regulations but also act in accordance with corporate ethics.

7. Sustainability

Our Group management philosophy, “Creating a 100-Year Company,” aims to view the company as a public institution and to ensure its sustainable growth as an organization that provides value to society.

Our Group’s mission is to provide value that enables our clients to utilize management information to create future corporate value, and thereby contribute to society. To achieve this mission, we engage with a wide range of stakeholders and conduct our business activities with due consideration for the balance among economic activity, environmental conservation, and social justice, aiming for sustainable development. Guided by this philosophy, we formulated our Group Human Rights Policy and Environmental Policy in 2020 and signed the United Nations Global Compact. Since 2021, we have maintained net-zero greenhouse gas emissions by using green electricity.

In FY26 (fiscal year ended June 30, 2026), we continued these initiatives, implementing measures such as carbon offsetting through the purchase of green power certificates, submitting our Communication on Progress (COP) report, and updating our greenhouse gas emissions disclosures in accordance with the TCFD. At the same time, we continue to contribute to local communities through our support for sporting events and cultural activities.

(7) Principal Businesses (As of June 30, 2026)

Segment	Description of business
Consolidated Financial Disclosure Business	Development, sales, implementation support, and maintenance of DivaSystem (a consolidated management and accounting system), offered as a consolidated accounting and business outsourcing service
Digital Transformation Promotion Business	System integration services for leveraging information, known as Business Intelligence (BI) Support for the implementation of cloud data platforms Sales and maintenance of software licenses and hardware
Management Solutions Business	Consulting services related to IFRS compliance, sophistication of business management, budgeting, management accounting, and other related areas

(8) Main Sales Offices (As of June 30, 2026)

(i) Our main offices

Tokyo Head Office	2-15-2 Konan, Minato-ku, Tokyo

(ii) Principal offices of important subsidiaries

AVANT CORPORATION	(Head office)	Minato-ku, Tokyo
	Osaka Office	Osaka City, Osaka
Internet Disclosure Co., Ltd.		Chuo-ku, Tokyo
ZEAL CORPORATION	(Head office)	Shinagawa-ku, Tokyo
	Osaka Office	Osaka City, Osaka
	Sapporo Office	Sapporo City, Hokkaido
DIVA CORPORATION	(Head office)	Shinjuku-ku, Tokyo
	Konan Office	Minato-ku, Tokyo

(9) Employees (As of June 30, 2026)

(i) Employees of the corporate group

Number of employees	Increase (decrease) from the end of the previous consolidated fiscal year
1,883 persons	+176 persons

(Note) 1. The number of employees indicates the number of full-time employees.
2. The number of employees does not include temporary employees (average 31 temporary and part-time employees during the period).

(ii) Employees of the Company

Number of employees	Increase (decrease) from the end of the previous fiscal year	Average age	Average years of service
70 persons	14 persons	46.7 years old	4.8 years

(Note) 1. The number of employees indicates the number of full-time employees.
2. The number of employees does not include temporary employees (average 0 temporary and part-time employees during the period).

(10) Principal Lenders (As of June 30, 2026)

The company has no loans from financial institutions.

The Company has entered into commitment line agreements (maximum loan amount: ¥3,500 million) with financial institutions with which it does business in order to efficiently procure working capital.

(11) Other Important Matters Concerning the Current Status of the Corporate Group

Not applicable.

Matters Concerning Company Officers

(1) Names, etc. of Directors
See page 44.

(2) Overview of Details of Liability Limitation Agreement
See page 44.

(3) Overview of Details of Directors' and Officers' Liability Insurance Policy
See page 45.

(4) Items Related to Outside Directors
See pages 45 through 47.

(5) Officer Remuneration System
See pages 55 through 63.

Company Structure and Policies (Compliance and Risk Management)

See pages 64 through 68.

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(Note) Figures in this business report are rounded down to the nearest unit.

Consolidated Balance Sheet

(As of June 30, 2026)

(Thousands of yen)

Item	Amount	Item	Amount
(Assets)		(Liabilities)	
Current assets	19,575,660	Current liabilities	9,017,689
Cash and deposits	12,815,077	Accounts payable - trade	673,622
Notes and accounts receivable - trade, and contract assets	4,364,133	Lease liabilities	2,888
Securities	500,000	Accounts payable - other, and accrued expenses	876,591
Work in process	6,974	Income taxes payable	855,094
Raw materials and supplies	158,640	Contract liabilities	4,202,695
Prepaid expenses	1,488,650	Asset retirement obligations	30,217
Accounts receivable - other	14,928	Provision for bonuses	1,173,888
Other	230,364	Provision for bonuses for directors (and other officers)	79,387
Allowance for doubtful accounts	(3,108)	Provision for loss on orders received	249,873
Non-current assets	4,572,162	Provision for stock benefits	130,248
Property, plant and equipment	1,075,135	Accrued consumption taxes	507,721
Buildings	1,342,656	Deposits received	234,700
Accumulated depreciation	(412,925)	Other	760
Vehicles	843	Non-current liabilities	559,386
Accumulated depreciation	(843)	Lease liabilities	3,724
Tools, furniture and fixtures	669,396	Asset retirement obligations	552,748
Accumulated depreciation	(526,506)	Deferred tax liabilities	2,913
Right-of-use assets	3,129		
Accumulated depreciation	(1,055)		
Construction in progress	440		
Intangible assets	240,119	Total liabilities	9,577,076
Trademark rights	33,077	(Net assets)	
Software	206,816	Shareholders' equity	14,511,279
Other	225	Share capital	345,113

Investments and other assets	3,256,908	Capital surplus	270,367
Investment securities	877,134	Retained earnings	15,449,311
Shares of subsidiaries and affiliates	386,743	Treasury stock	(1,553,512)
Long-term loans receivable	166,523	Accumulated other comprehensive income	59,466
Long-term prepaid expenses	8,678	Valuation difference on available-for-sale securities	12,874
Leasehold and guarantee deposits	752,258	Deferred gains or losses on hedges	3,150
Deferred tax assets	952,503	Foreign currency translation adjustment	43,441
Other	113,066	Total net assets	14,570,746
Total assets	24,147,822	Total liabilities and net assets	24,147,822

Consolidated Statement of Income

July 1, 2025
to June 30, 2026

(Thousands of yen)

Item	Amount	
Net sales		30,481,393
Cost of sales		16,958,328
Gross profit		13,523,065
Selling, general and administrative expenses		8,825,298
Operating profit		4,697,766
Non-operating income		
Interest income	37,075	
Dividend income	3,333	
Subsidy income	3,212	
Other	10,678	54,299
Non-operating expenses		
Interest expenses	2,422	
Share of loss of entities accounted for using equity method	23,002	
Loss on investments in investment partnerships	79,629	
Commission expenses	62,949	
Foreign exchange losses	7,197	
Other	3,135	178,336
Ordinary profit		4,573,729
Extraordinary losses		
Loss on valuation of investment securities	68,372	68,372
Profit before income taxes		4,505,356
Income taxes - current	1,620,082	
Income taxes - deferred	(95,172)	1,524,909
Profit		2,980,446
Profit attributable to non-controlling interests		(5,159)
Profit attributable to owners of parent		2,985,606

Balance Sheet

(As of June 30, 2026)

(Thousands of yen)

Item	Amount	Item	Amount
(Assets)		(Liabilities)	
Current assets	5,833,746	Current liabilities	738,501
Cash and deposits	4,455,902	Accounts payable-other	331,660
Accounts receivable - trade	132,254	Accrued expenses	27,089
Securities	500,000	Income taxes payable	2,176
Supplies	154,511	Deposits received	35,384
Prepaid expenses	181,125	Provision for bonuses	69,072
Advances paid	49,625	Provision for stock benefits	70,808
Accounts receivable - other	337,953	Deposits received from subsidiaries and associates	200,000
Other	22,373	Other	2,308
Non-current assets	3,156,056		
Property, plant and equipment	33,181		
Tools, furniture and fixtures	200,730	Total liabilities	738,501
Accumulated depreciation	(167,549)	(Net assets)	
Intangible assets	186,591	Shareholders' equity	8,235,276
Trademark rights	33,077	Share capital	345,113
Software	153,288	Capital surplus	281,913
Other	225	Legal capital surplus	281,913
Investments and other assets	2,936,284	Retained earnings	9,161,762
Investment securities	689,196	Legal reserve	374
Shares of subsidiaries and affiliates	1,978,897	Other retained earnings	9,161,388
Investments in other securities of subsidiaries and associates	92,114	Unappropriated retained earnings	9,161,388
Long-term prepaid expenses	3,008	Treasury stock	(1,553,512)
Leasehold and guarantee deposits	4,149	Valuation, translation adjustments and others	16,025
Insurance funds	72,891	Valuation difference on available-for-sale securities	12,874
Deferred tax assets	96,026	Deferred gains or losses	3,150

		on hedges	
		Total net assets	8,251,301
Total assets	8,989,802	Total liabilities and net assets	8,989,802

Statement of Income

July 1, 2025
to June 30, 2026

(Thousands of yen)

Item	Amount	
Operating revenue		
Management fee income	1,429,807	
Dividends from subsidiaries and associates	4,082,700	
Other	12,170	5,524,677
Operating expenses		2,632,399
Operating profit		2,892,277
Non-operating income		
Interest income	15,385	
Dividend income	3,333	
Other	5,178	23,897
Non-operating expenses		
Interest expenses	612	
Commission expenses	62,949	
Loss on investments in investment partnerships	34,961	
Foreign exchange losses	1,209	
Other	141	99,873
Ordinary profit		2,816,301
Profit before income taxes		2,816,301
Income taxes - current	(321,003)	
Income taxes - deferred	(10,990)	(331,994)
Profit		3,148,296

Audit Report on the Consolidated Financial Statements

Independent Auditor's Report

August 24, 2026

AVANT GROUP CORPORATION

To: Board of Directors

Deloitte Touche Tohmatsu LLC
Tokyo Office

Designated and Engagement Partner	Certified public accountant	Yasuteru Miura
Designated and Engagement Partner	Certified public accountant	Kenji Oyama

Audit Opinion

We have audited the consolidated financial statements, comprising the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in net assets, and the notes to consolidated financial statements of Avant Group Corporation for the fiscal year from July 1, 2025 to June 30, 2026, in accordance with Article 444, Paragraph 4 of the Companies Act.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of Avant Group Corporation and its consolidated subsidiaries for the period, for which the consolidated financial statements were prepared, in conformity with accounting principles generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under those standards is described in "Auditor's Responsibility for the Audit of the Consolidated Financial Statements." We are independent of the Company and its consolidated subsidiaries and fulfill our other ethical responsibilities as auditors in accordance with the rules of professional ethics in Japan (including the provisions applicable to the audit of financial statements of public interest entities). We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our opinion.

Other Information

The other information comprises the business report and its supporting schedules. Management is responsible for preparing and disclosing the other information. In addition, the Audit Committee is responsible for monitoring the directors' performance of their duties in the development and operation of the reporting process for the other information.

Our audit opinion on the consolidated financial statements does not cover the other information, and we express no opinion on the other information.

Our responsibility in the audit of the consolidated financial statements is to read the other information carefully and, in the course of reading the other information, to consider whether there are material differences between the other information and the consolidated financial statements or knowledge we have acquired in the course of our audit, and to pay attention to whether there is any indication of material errors in the other information other than such material differences.

If, based on the work we have performed, we determine that there are material errors in the

other information, we are required to report those facts.
We have nothing to report in this regard.

Responsibility of Management and Audit Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan. This includes the establishment and operation of internal controls deemed necessary by management for the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for evaluating whether it is appropriate to prepare the consolidated financial statements on a going concern basis and for disclosing any matters related to going concern that are required to be disclosed in accordance with accounting principles generally accepted in Japan.

The responsibility of the Audit Committee is to monitor the directors' performance of their duties in the development and operation of the financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

The auditor is responsible for obtaining reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatements, whether due to fraud or error, based on the audit performed by the auditor, and for expressing an opinion on the consolidated financial statements from an independent perspective in the auditor's report. A misstatement is considered to be material if it could have been caused by fraud or error and, individually or in the aggregate, could reasonably be expected to affect the decisions of users of the consolidated financial statements.

In accordance with auditing standards generally accepted in Japan, the auditor shall exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risk of material misstatement due to fraud or error. In addition, audit procedures shall be designed and implemented to address the risks of material misstatement. The selection and application of audit procedures are at the auditor's discretion. Furthermore, we obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- The purpose of an audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity's internal controls; however, in making those risk assessments, the auditor considers internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of the accounting policies and methods of application thereof adopted by management, the reasonableness of the accounting estimates made by management, and the appropriateness of the related notes.
- Conclude on the appropriateness of management's use of the going concern basis to prepare the consolidated financial statements and, based on the audit evidence obtained, whether there are material uncertainties regarding events or conditions that might cast significant doubt on the entity's ability to continue as a going concern. If a material uncertainty regarding the entity's ability to continue as a going concern exists, the auditor is required to draw attention in the auditor's report to the notes to the consolidated financial statements or, if the notes to the consolidated financial statements are not appropriate with respect to the material uncertainty, to express a modified opinion on the consolidated financial statements. The auditor's conclusion is based on audit evidence obtained up to the date of the auditor's report; however, future events or circumstances may cause the entity to cease to exist as a going concern.
- Evaluate whether the presentation of the consolidated financial statements and the notes thereto are in conformity with accounting principles generally accepted in Japan, as well as the presentation, structure and content of the consolidated financial statements, including related notes, and whether the consolidated financial statements fairly represent the underlying transactions and accounting events.
- Plan and perform an audit of the consolidated financial statements in order to obtain sufficient and appropriate audit evidence regarding the financial information of the

Company and its consolidated subsidiaries to provide a basis for our opinion on the consolidated financial statements. The auditor is responsible for directing, supervising and reviewing the audit of the consolidated financial statements. The auditor is solely responsible for its audit opinion.

The auditor shall report to the Audit Committee on the scope and timing of the planned audit, significant audit findings, including material deficiencies in internal control, identified during the course of the audit, and other matters required by the audit standards.

The auditor shall report to the Audit Committee that the auditor has complied with the rules on professional ethics in Japan regarding independence and matters that may reasonably be considered to affect the auditor's independence, and where applicable, measures taken to remove disincentives or safeguards applied to reduce disincentives to an acceptable level.

Interests

We have no interest in or relationship with the Company or its consolidated subsidiaries which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act.

End

Audit Report on Financial Statements

Independent Auditor's Report

August 24, 2026

AVANT GROUP CORPORATION

To: Board of Directors

Deloitte Touche Tohmatsu LLC

Tokyo Office

Designated and Engagement Partner	Certified public accountant	Yasuteru Miura
Designated and Engagement Partner	Certified public accountant	Kenji Oyama

Audit Opinion

Pursuant to Article 436, Paragraph 2, Item 1 of the Companies Act, we have audited the financial statements, namely, the balance sheet, the statement of income, the statement of changes in net assets, the notes to financial statements, and the related supplementary schedules (the "financial statements, etc. ") of Avant Group Corporation for its 30th fiscal year from July 1, 2025 to June 30, 2026.

In our opinion, the financial statements, etc. referred to above present fairly, in all material respects, the financial position and results of operations of the Company for the period, for which the financial statements, etc. were prepared, in conformity with accounting principles generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under those standards is described in "Auditor's Responsibility for the Audit of the Financial Statements, etc." We are independent of the Company and fulfill our other ethical responsibilities as auditors in accordance with the rules of professional ethics in Japan (including the provisions applicable to the audit of financial statements of public interest entities). We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our opinion.

Other Information

The other information comprises the business report and its supporting schedules. Management is responsible for preparing and disclosing the other information. In addition, the Audit Committee is responsible for monitoring the directors' performance of their duties in the development and operation of the reporting process for the other information.

Our audit opinion on the financial statements, etc. does not cover the other information, and we express no opinion on the other information.

Our responsibility in the audit of the financial statements, etc. is to read the other information carefully and, in the course of reading the other information, to consider whether there are material differences between the other information and the financial statements, etc. or our knowledge we have acquired in the course of our audit, and to pay attention to whether there are any indication of material errors in the other information other than such material differences.

If, based on the work we have performed, we determine that there are material errors in the other information, we are required to report those facts.

We have nothing to report in this regard.

Responsibility of Management and Audit Committee for the Financial Statements, etc.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in Japan. This includes the establishment and operation of internal controls deemed necessary by management for the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, etc. management is responsible for evaluating whether it is appropriate to prepare the financial statements, etc. on a going concern basis and for disclosing matters related to going concern that are required to be disclosed in accordance with accounting principles generally accepted in Japan.

The responsibility of the Audit Committee is to monitor the directors' performance of their duties in the development and operation of the financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements, etc.

The auditor is responsible for obtaining reasonable assurance about whether the financial statements, etc. as a whole are free from material misstatements, whether due to fraud or error, based on the audit performed by the auditor, and for expressing an opinion on the financial statements, etc. from an independent perspective in the auditor's report. A misstatement is considered to be material if it could have been caused by fraud or error and, individually or in the aggregate, could reasonably be expected to affect the decisions of users of the financial statements, etc.

In accordance with auditing standards generally accepted in Japan, the auditor shall exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risk of material misstatement due to fraud or error. In addition, audit procedures shall be designed and implemented to address the risks of material misstatement. The selection and application of audit procedures are at the auditor's discretion. Furthermore, we obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- The purpose of an audit of the financial statements, etc. is not to express an opinion on the effectiveness of the entity's internal controls; however, in making those risk assessments, the auditor considers internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of the accounting policies and methods of application thereof adopted by management, the reasonableness of the accounting estimates made by management, and the appropriateness of the related notes.
- Conclude on the appropriateness of management's use of the going concern basis to prepare the financial statements, etc. and, based on the audit evidence obtained, whether there are material uncertainties regarding events or conditions that might cast significant doubt on the entity's ability to continue as a going concern. If a material uncertainty regarding the entity's ability to continue as a going concern exists, the auditor is required to draw attention in the auditor's report to the notes to the financial statements, etc. or, if the notes to the financial statements, etc. are not appropriate with respect to the material uncertainty, to express a modified opinion on the financial statements, etc. The auditor's conclusion is based on audit evidence obtained up to the date of the auditor's report; however, future events or circumstances may cause the entity to cease to exist as a going concern.
- Evaluate whether the presentation of the financial statements, etc. and the notes thereto are in conformity with accounting principles generally accepted in Japan, as well as the presentation, structure and content of the financial statements, etc., including the related notes, and whether the financial statements, etc. fairly represent the underlying transactions and accounting events.

The auditor shall report to the Audit Committee on the scope and timing of the planned audit, significant audit findings, including material deficiencies in internal control, identified during the course of the audit, and other matters required by the audit standards.

The auditor shall report to the Audit Committee that the auditor has complied with the rules on professional ethics in Japan regarding independence and matters that may reasonably be considered to affect the auditor's independence, and where applicable, measures taken to remove disincentives or safeguards applied to reduce disincentives to an acceptable level.

Interests

We have no interest in or relationship with the Company which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act.

End

Audit Report of the Audit Committee

Audit Report

The Audit Committee has audited the directors' performance of their duties during the 30th fiscal year from July 1, 2025 to June 30, 2026. The methods and results are reported as follows.

1. Method and details of audit

The Audit Committee regularly received reports from directors, employees, and others on the content of the Board of Directors' resolutions concerning the matters listed in Article 399-13, Paragraph 1, Items 1(b) and 1(c) of the Companies Act and the status of establishment and operation of the system (internal control system) established based on such resolutions, and requested explanations as necessary. In addition to expressing our opinions, we conducted our audit in the following manner.

(i) In accordance with the audit policy, allocation of duties, and other relevant matters determined by the Audit Committee, and in cooperation with the internal control division of the Company, the Audit Committee attended important meetings or reviewed the materials using the Board of Directors support DX tool, received reports from directors, employees, and other relevant personnel regarding the performance of their duties, requested explanations as necessary, reviewed important approval documents, and examined the operations and assets. With respect to subsidiaries, the Audit Committee communicated and exchanged information with directors and auditors of subsidiaries, and reviewed the materials of the subsidiary boards of directors using the Board of Directors support DX tool and received business reports from subsidiaries as necessary.

(ii) The Audit Committee monitored and verified whether the accounting auditor maintained their independence and conducted appropriate audits, received reports from the accounting auditor on the execution of their duties, and requested explanations as necessary. In addition, we received notice from the accounting auditor that "systems to ensure that duties are performed properly" (matters set forth in each item of Article 131 of the Regulations for Corporate Accounting) are established in accordance with the "Quality Control Standards for Audits" (Business Accounting Council) and other relevant standards, and sought explanations as necessary.

Based on the above methods, we have examined the business report and supporting schedules, consolidated financial statements (consolidated balance sheet, consolidated statement of income, consolidated statement of changes in net assets, and notes to consolidated financial statements), and financial statements (balance sheet, statement of income, statement of changes in net assets, and notes to financial statements) and their supplementary schedules for the relevant fiscal year.

2. Audit Results

(1) Results of audit of business reports, etc.

(i) In our opinion, the business report and supporting schedules fairly present the condition of the Company in conformity with applicable laws and regulations and the Articles of Incorporation of the Company.

(ii) We have found no misconduct or material fact of violation of laws and regulations or the Articles of Incorporation in connection with the directors' performance of their duties.

(iii) In our opinion, the contents of the resolution of the Board of Directors regarding the internal control system are fair and reasonable. In addition, we have found no matters to be pointed out with respect to the descriptions in the business report and the execution of duties by the directors with respect to such internal control system.

(2) Results of audit of consolidated financial statements

In our opinion, the methods and results of the audit by the accounting auditor, Deloitte Touche Tohmatsu LLC, are appropriate.

(3) Results of audit of financial statements and supplementary schedules

In our opinion, the methods and results of the audit by the accounting auditor, Deloitte Touche Tohmatsu LLC, are appropriate.

August 24, 2026

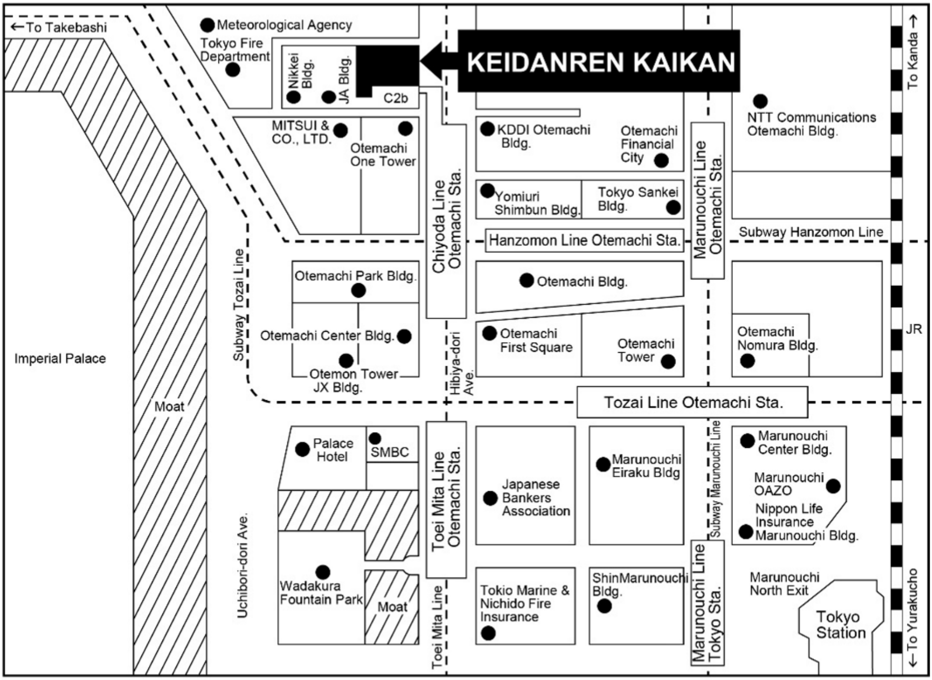
Audit Committee, Avant Group Corporation

Full-time Audit Committee Member	Tsuyoshi Noshiro
Audit Committee Member (Outside Director)	Chie Goto
Audit Committee Member (Outside Director)	Makoto Nakano

End

Guide Map to the Venue of Ordinary General Meeting of Shareholders

Venue	1-3-2, Otemachi, Chiyoda-ku, Tokyo Keidanren Hall, 2F, Keidanren Kaikan	
Transportation	Subway: Otemachi Sta.(Chiyoda Line, Marunouchi Line, Hanzomon Line, Tozai Line, or Toei-Mita Line)	Directly connected from C2b exit.
	Parking: Shared parking lot available on B2 floor (300 yen/30 min)	



Green Power

We contribute to renewable energy promotion of 0.7 million kWh/year through Green Power Certificate.