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Securities Code: 2374

Date of sending by postal mail: June 6, 2023

Start date of measures for electronic provision: June 2, 2023

To our shareholders:

Kazutoshi Toma, CEO, President SAINT-CARE HOLDING CORPORATION 2-8-7 Kyobashi, Chuo-ku, Tokyo

Notice of the 41st Annual General Meeting of Shareholders

We are pleased to announce the 41st Annual General Meeting of Shareholders of SAINT-CARE HOLDING CORPORATION (the "Company"), which will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (items subject to measures for electronic provision) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

The Company's website:

https://www.saint-care.com/ (in Japanese)

(From the above website, select "Investor Relations," and then "General shareholders' meeting.")

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

https://d.sokai.jp/2374/teiji/ (in Japanese)

If you are unable to attend the general shareholders' meeting, you may exercise your voting rights via the Internet or in writing (by mail). Please read the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 6:00 p.m. on Tuesday, June 27, 2023 (JST).

On the day of the General Meeting of Shareholders, a live webcast of the meeting will be available on the Internet, so please consider viewing it.

1. Date and Time: Wednesday, June 28, 2023, at 10:00 a.m. (JST)

2. Venue: TKP Garden City PREMIUM Kyobashi "Hall 22B," 22F, Kyobashi Edogrand

2-2-1 Kyobashi, Chuo-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

- 1. The Business Report and the Consolidated Financial Statements for the 41st fiscal year (from April 1, 2022 to March 31, 2023) and results of audits by the Accounting Auditors and the Audit & Supervisory Board of the Consolidated Financial Statements
- 2. The Non-consolidated Financial Statements for the 41st fiscal year (from April 1, 2022 to March 31, 2023)

Matters to be resolved:

Proposal Appropriation of Surplus

4. Information on Exercise of Voting Rights

Exercising Voting Rights via the Internet, Etc. Please review "Information About Exercising Your Voting

Rights via the Internet, Etc." (in Japanese only) and enter your approval or disapproval of the proposal by 6:00 p.m. on Tuesday,

June 27, 2023 (JST).

Exercising Voting Rights in Writing

Please indicate your vote of approval or disapproval of the

proposal on the enclosed voting form, and return the completed voting form to the Company by 6:00 p.m. on Tuesday, June 27,

2023 (JST).

Shareholders who have made a request for delivery of the documents will receive documents stating the items subject to measures for electronic provision. Certain details have not been included in these documents in accordance with laws, regulations and Article 14, paragraph 2 of the Company's Articles of Incorporation. Such details include "5. Status of Stock Acquisition Rights, Etc.," "6. System to Ensure the Properness of Operations" and "7. Overview of Operational Status of System to Ensure the Properness of Operations" in the Business Report; "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements; and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements.

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements included in these documents are a part of the documents that were audited by the Accounting Auditors in preparing the Accounting Audit Report and by the Audit & Supervisory Board Members in preparing their Audit Report.

- O If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.
- If matters to communicate arise due to changes to the status of the spread of the novel coronavirus disease (COVID-19), we will notify you on the Company's website below so that you can check in advance before your attendance.

The Company's website: https://www.saint-care.com/ (in Japanese)

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal Appropriation of Surplus

The Company considers it one of its significant policies to continue to increase dividends along with awareness of the dividend payout ratio while securing the internal reserves necessary to reinforce the management structure based on consolidated business performance, which is the result of the Group's management.

The Company has given consideration to the return of profit reflecting the business performance of the 41st fiscal year, and it proposes to pay year-end dividends for the 41st fiscal year as follows:

Year-end dividends

(1) Type of dividend property

To be paid in cash.

(2) Allotment of dividend property and their aggregate amount

The Company proposes to pay a dividend of \(\frac{4}{24}\) per common share of the Company. In this event, the total dividends will be \(\frac{4}{592}\),765,560.

(3) Effective date of dividends of surplus

The effective date of dividends will be June 29, 2023.

[Reference] Trends in Dividend per Share and Consolidated Dividend Payout Ratio

	38th fiscal year	39th fiscal year	40th fiscal year	41st fiscal year
	(Ended March 2020)	(Ended March 2021)	(Ended March 2022)	(Ended March 2023)
Annual dividend (Yen)	15	16	20	24
Consolidated dividend payout ratio (%)	44.8	26.8	27.2	34.9