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Securities code: 3835
June 5, 2024

To Shareholders with Voting Rights:

Takao Iwata
President
eBASE Co., Ltd.
5-4-9 Toyosaki, Kita-ku, Osaka
City, Osaka, Japan

**NOTICE OF
THE 23rd ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 23rd Annual General Meeting of Shareholders of eBASE Co., Ltd. (the “Company”) will be held as described below.

When convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures on the following website as “NOTICE OF THE 23rd ANNUAL GENERAL MEETING OF SHAREHOLDERS.”

The Company website: <https://www.ebase.co.jp/investor/investor01/stockholder.html>

In addition to the website shown above, the Company also has posted this information on the website of Tokyo Stock Exchange (TSE).

TSE website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

To view the information, please access the TSE website above, input “eBASE” in the “Issue name (company name)” field or “3835” in the “Code” field, and click on “Search,” and then click on “Basic Information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” [Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting] is available.

Please review the Reference Documents for the General Meeting of Shareholders contained in the matters subject to the electronic provision measures, and consider exercising your voting rights in advance in writing or via electromagnetic means (via the Internet, etc.).

If you are planning to exercise your voting rights in advance, please exercise your voting rights by 6:30 p.m. on Friday, June 21, 2024, Japan time.

If you are planning to attend the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk on the day.

- 1. Date and Time:** Monday, June 24, 2024 at 1:00 p.m. Japan time
(Reception begins at 12:30 p.m.)
- 2. Place:** Hoshi Hall, 2F, Hotel New Hankyu Osaka,
1-1-35 Shibata, Kita-ku, Osaka City, Osaka, Japan
(Please refer to the “Map of the General Meeting of Shareholders Venue” at
the end of the document.)

3. Meeting Agenda:

- Matters to be reported:**
1. Business Report and Consolidated Financial Statements for the Company’s 23rd Fiscal Year (April 1, 2023 - March 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 23rd Fiscal Year (April 1, 2023 - March 31, 2024)

Proposals to be resolved:

Proposal 1: Election of Five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)

Proposal 2: Election of Two (2) Directors who are Audit and Supervisory Committee Members

4. Matters decided in connection with this Notice

- (1) If there is no indication of approval or disapproval for the proposals in the Voting Rights Exercise Form, this will be treated as an indication of approval.
- (2) If you exercise your voting rights in duplicate both via the Internet and in writing, your vote via the Internet will be treated as valid. If you exercise your voting rights more than once via the Internet, your last vote will be treated as valid. If you exercise your voting right in duplicate using a personal computer, a smartphone, or other similar equipment, your last vote will be treated as valid.

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(Notes)

1. In the event of a change in the administration of this General Meeting of Shareholders, the change will be posted on the Company’s website. Shareholders who are planning to attend the General Meeting of Shareholders are requested to check the Company’s website (<https://www.ebase.co.jp/>) in advance, on the day before the General Meeting of Shareholders.
2. If any revisions to the matters subject to the electronic provision measures arise, the matters after the revision will be posted on the relevant websites.
3. Instead of mailing the Notice of Resolution at the General Meeting of Shareholders, conclusions of the Meeting will be posted on the Company’s website (<https://www.ebase.co.jp/>).
4. Please find QUO Card enclosed with this Notice for shareholder benefits.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Election of Five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting. Accordingly, the Company proposes the election of five (5) Directors. After deliberating on the proposal, the Audit and Supervisory Committee has expressed the opinion that this proposal is appropriate.

The candidates for Director are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Koji Tsunekane (March 20, 1957) (Reappointment, male)	October 2001 Founded the Company President	16,469,460
		November 2010 Representative Director and President of eBASE-PLUS Co., Ltd. April 2020 Director of eBASE-PLUS Co., Ltd. (current position) June 2020 Chairman of the Company (current position)	
	[Reasons for the nomination] As the founder of the Group, he has guided the entire Group with his strong leadership skills. Based on this track record, the Company has deemed that he is a qualified candidate who can realize the sustainable improvement of corporate value, through planning and promoting the 2nd eBASE with the B2B2C model, which is the medium to long-term strategy of the eBASE business. Therefore, the Company has renominated him as a candidate for Director.		
2	Takao Iwata (June 23, 1967) (Reappointment, male)	November 2003 Joined the Company	1,054,930
		June 2004 Director April 2007 Director and Executive Officer April 2013 Director and Executive Officer June 2020 Manager of Market Development Business Unit President (current position)	
	[Reasons for the nomination] As a leader, he has guided the Company and has promoted bilateral interactions of the 0th to 2nd eBASE business models in an organic way to create a variety of new services and new business models. Based on this track record, the Company has deemed that he is a qualified candidate who can expand the Company's business scope and realize the sustainable improvement of corporate value, through directing and supervising the execution of the medium to long-term strategy in a dominant position. Therefore, the Company has renominated him as a candidate for Director.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Katsuyasu Kubota (October 28, 1962) (Reappointment, male)	June 2005 Joined the Company	775,300
		September 2005 Director April 2007 Director, Executive Officer and CFO (current position) November 2010 Director of eBASE-PLUS Co., Ltd. April 2020 Representative Director and President of eBASE-PLUS Co., Ltd. (current position)	
[Reasons for the nomination] As the CFO and person responsible for the administrative departments of the Company, he has been in charge of the accounting, human resources, general affairs, and legal departments, and has contributed to the lawful and appropriate operation of the Company. Based on this track record, the Company has deemed that he is a qualified candidate who can realize the sustainable improvement of corporate value. Therefore, the Company has renominated him as a candidate for Director.			
4	Takashi Nishiyama (July 3, 1966) (Reappointment, male)	October 2001 Director of the Company	1,284,100
		April 2007 Director and Executive Officer April 2013 Director and Executive Officer Manager of Osaka Solutions Business Unit (current position) June 2018 Audit & Supervisory Board Member of eBASE-PLUS Co., Ltd. (current position)	
[Reasons for the nomination] On top of expanding sales in the western Japan region centering on Osaka, he has promoted the popularization of the “Ebisu” product packages in the housing industry and the home appliance industry, and has promoted “e-Sumai Navi” as the de facto in the housing industry. Based on the above, the Company has deemed that he is a qualified candidate who can realize the sustainable improvement of corporate value. Therefore, the Company has renominated him as a candidate for Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
	Masahiko Ueno (January 28, 1969) (Reappointment, male)	April 2007 Joined the Company October 2008 Executive Officer June 2018 Director and Executive Officer Manager of Tokyo Solutions Business Unit (current position)	51,005
5	<p>[Reasons for the nomination]</p> <p>On top of expanding sales in the eastern Japan region centering on Tokyo, he has promoted the expansion of sales to major customers and worked to make the Company's products the de facto products. Based on the above, the Company has deemed that he is a qualified candidate who can realize the sustainable improvement of corporate value, through promoting further expansion of the Company's business scope in the Kanto region going forward. Therefore, the Company has renominated him as a candidate for Director.</p>		

- Notes:
1. There are no special interests between each of the candidates for Director and the Company.
 2. Koji Tsunekane, Takao Iwata, Katsuyasu Kubota, Takashi Nishiyama, and Masahiko Ueno are currently Directors of the Company. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, where each of the above Directors is an insured person. If a claim for damages is made against an insured person during the insurance period due to an act conducted by the insured person based on their position as an officer of the Company, etc., the said insurance contract will cover the damages to be borne by the insured person. However, there are certain exemptions: for example, in case of actions of an insured person taken with the knowledge that such actions are in violation of laws and regulations, any damage attributable to such actions will not be covered. If the reappointment of each candidate is approved, each candidate will continue to be included as an insured person of the said insurance contract. The Company plans to renew the said insurance contract with the same contents during the Directors' term of office.

Proposal 2: Election of Two (2) Directors who are Audit and Supervisory Committee Members

Yasuhiro Fukuda, one of the current Audit and Supervisory Committee Members, will retire by reason of resignation at the conclusion of this General Meeting. Accordingly, the Company proposes the election of two (2) Directors who are Audit and Supervisory Committee Members in order to strengthen the Company’s audit and supervisory system. The Audit and Supervisory Committee has consented to this proposal.

The candidates for Director who is Audit and Supervisory Committee Member are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	Kazutaka Tsuji (July 12, 1963) (New appointment, male)	April 1986 April 2016 July 2016 October 2016 May 2017	Joined Toppan Printing CO., LTD. (current position)(renamed to TOPPAN Holdings Inc. in October 2023) (Qualifications) Certified Fraud Examiner Certified Internal Auditor U.S. Certified Public Accountant Certified Information Systems Auditor	3,200
<p>[Reasons for the nomination and expected role] He has been involved in manufacturing, development, sales promotion, and finally management auditing in a major company and has knowledge and experience in internal auditing and accounting gained from leading auditing activities in Japan and abroad as a player manager. Based on this, the Company has deemed that he is a qualified candidate who can audit the execution of duties by Directors and the appropriateness of operations and propose improvements to operations. Therefore, the Company has nominated him as a candidate for Director who is Audit and Supervisory Committee Member.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Kyoko Noguchi (July 12, 1960) (New appointment, female)	April 1978 Joined Hitachi, Ltd. June 1990 Fujitsu Limited April 2012 Professor, Incorporated Educational Institution Nagano University April 2020 Professor, Public University Corporation Nagano University April 2020 Part-time Lecturer and Volleyball Club Manager, Matsumoto University, Incorporated Educational Institution Matsusho Gakuen School (current position)	0
<p>[Reasons for the nomination and expected role]</p> <p>She was an athlete who won the copper medal in the volleyball competition at the Los Angeles Olympic Games. After playing, coaching, and managing for volleyball teams of Japanese companies, she became an educator and has continued research under the theme of sports and health while giving advice on lifestyle diseases and diet control. Based on her knowledge and experience, the Company has deemed that she is a qualified candidate who can audit and advise on the execution of duties by Directors and the appropriateness of operations for safety and security of the Company's products and services. Therefore, the Company has nominated her as a candidate for Director who is Audit and Supervisory Committee Member.</p>			

- Notes:
1. There are no special interests between each of the candidates for Director who is Audit and Supervisory Committee Member and the Company.
 2. Kazutaka Tsuji and Kyoko Noguchi are the candidates for Outside Director.
 3. The Company will report Kazutaka Tsuji and Kyoko Noguchi to the Tokyo Stock Exchange (TSE) as Independent Directors if this proposal is approved and they are elected as Outside Directors.
 4. The Company plans to enter into a liability limitation agreement with Kazutaka Tsuji and Kyoko Noguchi under Article 427, Paragraph 1 of the Companies Act. The limit of liabilities of Directors who are Audit and Supervisory Committee Members under this agreement is the amount stipulated by laws and regulations.
 5. Kazutaka Tsuji and Kyoko Noguchi are expected to be elected as Directors who are Audit and Supervisory Committee Members of the Company. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, where each of the above Directors who are proposed to be Audit and Supervisory Committee Members is an insured person. If a claim for damages is made against an insured person during the insurance period due to an act conducted by the insured person based on their position as an officer of the Company, etc., the said insurance contract will cover the damages to be borne by the insured person. However, there are certain exemptions: for example, in case of actions of an insured person taken with the knowledge that such actions are in violation of laws and regulations, any damage attributable to such actions will not be covered. The Company plans to renew the said insurance contract with the same contents during the Directors' term of office.

(Reference) Composition of the Board of Directors

The Board of Directors and the skills matrix subject to approval of Proposals 1 and 2

Name (Gender)	Title	Skill				
		Corporate Management	Finance and Accounting	New Business Development	Audit and Legal	Sustainability
Koji Tsunekane (Male)	Chairman	●	●	●		●
Takao Iwata (Male)	President	●		●		●
Katsuyasu Kubota (Male)	Director, Executive Officer and CFO	●	●		●	●
Takashi Nishiyama (Male)	Director and Executive Officer	●			●	
Masahiko Ueno (Male)	Director and Executive Officer	●				
Hirohiko Nagata (Male)	Director and Audit and Supervisory Committee Member	●			●	
Koichi Takamori (Male)	Director and Audit and Supervisory Committee Member	●			●	
Kazutaka Tsuji (Male)	Director and Audit and Supervisory Committee Member		●		●	
Kyoko Noguchi (Female)	Director and Audit and Supervisory Committee Member					●