

(Securities Code: 3772)  
June 7, 2024

To our shareholders

1-12-32 Akasaka, Minato-ku, Tokyo, Japan  
Wealth Management, Inc.

President and Representative Director Kazutoshi Senno

### Notice of the 25th Annual General Meeting of Shareholders

We are pleased to announce the 25th Annual General Meeting of Shareholders, which will be held as indicated below.

Shareholders who are unable to attend in person can exercise their voting rights by the following methods. Please review the Reference Materials for the General Meeting of Shareholders and exercise your voting rights.

[Exercise of voting rights in writing]

Please review the Reference Materials for the General Meeting of Shareholders, indicate your approval or disapproval of each proposal on the voting form, and return it to us to arrive by Monday, June 24, 2024, at 6:00 p.m. (JST).

[Exercise of voting rights via the Internet, etc.]

Please review the Reference Materials for the General Meeting of Shareholders, access the dedicated website for exercising voting rights (<https://www.web54.net>) (available in Japanese language only), follow the on-screen guide, and enter your approval or disapproval for each proposal by Monday, June 24, 2024, at 6:00 p.m. (JST). Please refer to “Guide to Exercising Voting Rights via the Internet” on page 3 (available in Japanese language only) when exercising voting rights via the Internet.

In convening this General Meeting of Shareholders, the Company has adopted the electronic provision of the information contained in the Reference Materials for the General Meeting of Shareholders (electronic disclosure information), which are posted on the Company’s website on the Internet (available in Japanese language only). Please access the following website to view the information.

The Company’s website: <https://www.wealth-mngt.com/>  
(Please access the above website and select “IR Information” and “General Meeting of Shareholders” from the menu in that order.)

In addition to the Company’s website, the electronic disclosure information is also posted on the website of the Tokyo Stock Exchange, which can be found at the following link.

Tokyo Stock Exchange website (TSE Listed Company Search)  
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>  
(Please access the above TSE website, enter “Wealth Management” in the “Issue name (company name)” field or our securities code “3772” in the “Code” field, and click “Search.” Then, select “Basic information” and “Documents for public inspection/PR information” in that order, and check “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” in the “Filed information available for public inspection” field.)

## Notes

1. Date and time: Tuesday, June 25, 2024, at 10:00 a.m. (JST)  
(Reception opens: 9:30 a.m.)
2. Location: Akasaka Intercity Conference Center “The Amphitheater,” 4th floor, Akasaka Intercity AIR, 1-8-1 Akasaka, Minato-ku, Tokyo  
(Notes) 1. Please enter through the 3F conference center entrance and go up to the 4F venue.  
2. Please be sure to bring this notice and your voting form when entering the venue.
3. Purpose of meeting:  
Matters to be reported:
  1. Details of the business report, the consolidated financial statements, and the reports by the Accounting Auditors and the Audit & Supervisory Board on the audit results of the consolidated financial statements for the Company’s 25th business year (from April 1, 2023 to March 31, 2024)
  2. Details of non-consolidated financial statements for the Company’s 25th business year (from April 1, 2023 to March 31, 2024)

### Matters to be resolved:

- |                |  |
|----------------|--|
| Proposal No. 1 | Appropriation of surplus   |
| Proposal No. 2 | Election of Four Directors Who Are Not Audit & Supervisory Board Members |
| Proposal No. 3 | Election of Three Directors Who Are Audit & Supervisory Board Members    |
4. Decisions related to meeting:
    - (1) When exercising voting rights via writing, if approval or disapproval is not indicated on each proposal, the vote will be treated as an approval.
    - (2) When exercising voting rights via the Internet multiple times, the last vote issued will be the only one valid.
    - (3) When exercising voting rights both via writing and the Internet, only the votes exercised via the Internet will be valid.
    - (4) Regardless of whether a request for information in writing is made, a document stating the electronic disclosure information will be uniformly sent together with this notice, but such document will exclude the following matters pursuant to laws and regulations and Article 14 of the Articles of Incorporation of the Company.
      - (i) System to ensure the appropriateness of operations and the operation of this system
      - (ii) Consolidated statement of changes in equity
      - (iii) Notes to consolidated financial statements
      - (iv) Statement of changes in equity
      - (v) Notes to non-consolidated financial statementsFurther, (i) above is included in the business report audited by the Audit & Supervisory Board in preparing audit reports. Also, (ii) to (v) above are included in consolidated financial statements and non-consolidated financial statements audited by Accounting Auditors and the Audit & Supervisory Board in preparing audit reports.

End

- If attending the meeting in person, please submit the voting form to the reception desk at the meeting hall.
- If any circumstance gives rise to the need for alteration to the electronic disclosure information, we will post the altered contents on the Company’s website and TSE website.

## Reference Materials for the General Meeting of Shareholders

### Proposals and Reference Materials

#### Proposal No. 1: Appropriation of Surplus

##### Matters concerning year-end dividend

The Company will return profit to shareholders based on the indicator of “total shareholder returns” that includes dividends, shareholder benefit program, and capital gains on shares. For the fiscal year ended March 31, 2024, we have revised our shareholder benefit program to make it even better and more attractive.

During the fiscal year ended March 31, 2024, the final year of the Medium-Term Management Plan 2024, the strong performance of the hotel industry led to strong sales for operated hotels and hotel real estate, and net sales exceeded those of the previous fiscal year. However, the increase in costs including personnel expenses for operated hotels and development costs for hotels was not fully absorbed, resulting in a decrease in profit. However, in order to live up to the expectations of our many shareholders who support our sustainable growth, dividends are determined based on comprehensive consideration of internal reserves required for establishing a long-term stable management base, the business environment, trends in results, financial standing and capital efficiency. Accordingly, the Company decided to pay a year-end dividend of ¥19.00 per share with a record date of March 31, 2024, which is an increase from the previous year.

1. Type of dividend asset:

Monetary

2. Items related to allocation of dividend assets and total amount:

¥19.00 per common share of Company stock

Breakdown: Ordinary dividend ¥19.00

In this case, the total amount is ¥362,349,912.

3. Effective date for dividends of surplus

Effective June 26, 2024.

Proposal No. 2: Election of Four Directors Who Are Not Audit & Supervisory Board Members

The terms of office of all five Directors who are not Audit & Supervisory Board Members (same hereinafter in this proposal) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company proposes the election of four Directors, including one new candidate for Director to replace two Directors who are scheduled to retire due to the expiration of their terms of office. The candidates for Director are as follows.

Candidate No.	Name (Date of birth)	Background, position, responsibilities, and important concurrent positions	Number of shares held of Company stock
1	Kazutoshi Senno (December 7, 1957)	<p>Apr. 2001 General Manager of Transaction Advisory Department of Mitsubishi Jisho Investment Advisors, Inc.</p> <p>Apr. 2003 Director of Mitsubishi Jisho Investment Advisors, Inc.</p> <p>Apr. 2006 Established Wealth Management, Inc. (currently Richesse Management, Inc.) Representative Director</p> <p>June 2013 Representative Director of the Company</p> <p>Apr. 2017 President and Representative Director of the Company (current)</p> <p>Apr. 2024 Director and Chairman of World Brands Collection Hotels &amp; Resorts, Inc. (current)</p> <p>(Important concurrent positions) Director and Chairman of World Brands Collection Hotels &amp; Resorts, Inc.</p>	1,610,300 shares
2	Kenichiro Yaji (January 11, 1962)	<p>Apr. 1985 Mitsubishi Housing Sales Co., Ltd. (currently Mitsubishi Real Estate Services Co., Ltd.)</p> <p>Apr. 2010 Executive Officer of Mitsubishi Real Estate Services Co., Ltd.</p> <p>Apr. 2016 Senior Executive Officer of Mitsubishi Real Estate Services Co., Ltd.</p> <p>Apr. 2023 Senior Managing Executive Officer of the Company (current) Senior Managing Director of Richesse Management, Inc.</p> <p>June 2023 Director of the Company (current)</p> <p>Apr. 2024 Representative Director of Richesse Management, Inc. (current)</p> <p>(Important concurrent positions) Representative Director of Richesse Management, Inc.</p>	11,300 shares

Candidate No.	Name (Date of birth)	Background, position, responsibilities, and important concurrent positions	Number of shares held of Company stock
3	Daisuke Mihara (March 5, 1973)	<p>Oct. 1998 The Tanizawa Sogo Appraisal Co., Ltd.  July 2006 Financing Department of Unified Partners Ltd.  May 2011 Asset Operations Division of Wealth Management, Inc. (currently Richesse Management, Inc.)  Sep. 2015 Director of Hotel W Management, Inc. (currently World Brands Collection Hotels &amp; Resorts, Inc.)  Apr. 2017 Executive Officer of the Company  Director of Richesse Management, Inc.  June 2019 Director of the Company (current)  Apr. 2021 Managing Executive Officer of the Company (current)  Managing Director of Richesse Management, Inc.  Apr. 2024 Senior Managing Director of Richesse Management, Inc. (current)</p>	142,100 shares
		(Important concurrent positions) Senior Managing Director of Richesse Management, Inc.	

4	(New election) Morito Kadota (October 10, 1965)	Apr. 1988	The Sanwa Bank, Limited (currently MUFG Bank, Ltd.)	20,100 shares
		June 2008	Executive Officer and General Manager of Business Development Division, Jibun Bank Corporation (currently au Jibun Bank Corporation)	
		Sep. 2009	Branch Manager of Ginza Branch of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)	
		Oct. 2011	Branch Manager of Meguro Branch of The Bank of Tokyo-Mitsubishi UFJ, Ltd.	
		Oct. 2013	Branch Manager of Seijo Branch of The Bank of Tokyo-Mitsubishi UFJ, Ltd.	
		Oct. 2016	Branch Manager of Toranomon Branch of The Bank of Tokyo-Mitsubishi UFJ, Ltd.	
		Oct. 2018	General Manager of Human Resources Department, and General Manager of General Affairs Department of the Company	
		Apr. 2022	Executive Officer, General Manager of Personnel Department, and General Manager of General Affairs Department of the Company	
		Feb. 2023	Director of World Brands Collection Hotels & Resorts, Inc. (current) Director of Dojima Hotel Operations, Inc. (current)	
		Apr. 2023	Executive Officer, General Manager of Administration Division, and General Manager of Personnel Department of the Company (current)	
(Important concurrent positions)				
Director of World Brands Collection Hotels & Resorts, Inc. Director of Dojima Hotel Operations, Inc.				

- (Notes)
1. (New election) indicates a new candidate for Director.
  2. No candidates have a special interest with the Company.
  3. The number of shares of the Company held includes new shares to be issued on May 31, 2024 as performance-linked restricted share remuneration.
  4. The Company has concluded a liability insurance contract for officers, etc. with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act, in which all Directors of the Company and subsidiaries are included as insured persons, whereby any damages and litigation costs incurred by an insured person in the performance of his or her duties as an officer of the Company due to a claim by shareholders, investors, employees, and other third parties for damages caused by the insured person's actions (including omissions) during the term insured will be compensated under said contract. If each candidate is elected and assumes office as a Director, he or she will also be included among the insured persons for this liability insurance contract. The Company plans to renew this liability insurance contract under the same conditions at the next renewal period.

Proposal No. 3: Election of Three Directors Who Are Audit & Supervisory Board Members

The terms of office of all three Directors who are Audit & Supervisory Board Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company proposes the election of three Directors who are Audit & Supervisory Board Members, including one new candidate for Director who is an Audit & Supervisory Board Member to replace one Director who is an Audit & Supervisory Board Member who is scheduled to retire due to the expiration of his term of office.

The Audit Committee has approved this proposal.

The candidates for Directors who are Audit & Supervisory Board Members are as follows.

Candidate No.	Name (Date of birth)	Background, position, responsibilities, and important concurrent positions	Number of shares held of Company stock	
1	(New election) Atsushi Chikamochi (July 24, 1958)	Apr. 1981	The Sanwa Bank, Limited (currently MUFG Bank, Ltd.)	81,800 shares
		Apr. 2005	General Manager of Capital Markets Department at Lehman Brothers Holdings Inc. (Senior Vice President)	
		June 2006	AEON Financial Project Co., Ltd. (currently AEON Bank, Ltd.)	
		Oct. 2007	Director, Executive Officer, and General Manager of Financial Department of AEON Bank, Ltd.	
		Sep. 2013	Executive Officer and General Manager of Management Administration Department at Mikasa Asset Management, LLC	
		Mar. 2015	In charge of Finance and Accounting HQ of Maruhan Corporation	
		Sep. 2016	Finance Department of the Company	
		Oct. 2016	General Manager of Finance Department and Director of Legal Affairs Office of the Company	
		Apr. 2017	Executive Officer, General Manager of Corporate Planning Department, and General Manager of Finance Department of the Company	
		Oct. 2018	Executive Officer and General Manager of Corporate Planning Department of the Company	
			Representative Director of Hotel W Management, Inc. (currently World Brands Collection Hotels & Resorts, Inc.)	
			Director of Mimatsu Co., Ltd.	
		Nov. 2018	Representative Director of Sanyo Kogyo Co., Ltd.	
		Apr. 2019	Managing Executive Officer and General Manager of Corporate Planning Department of the Company	
		Dec. 2020	Representative Director of Dojima Hotel Operations, Inc. (current)	
		Apr. 2021	Senior Managing Executive Officer and General Manager of Corporate Planning Department of the Company	
		June 2021	Director, Senior Managing Executive Officer and General Manager of Corporate Planning Department of the Company	
Apr. 2022	Director and Senior Managing Executive Officer of the Company			
Apr. 2023	Director of the Company			
	Senior Managing Director of Wealth Realty Management, Inc.			
June 2023	Group Executive Officer of the Company (current)			
Apr. 2023	Director of World Brands Collection Hotels & Resorts, Inc. (current)			
	(Important concurrent positions) - (See Note 4 below)			



Candidate No.	Name (Date of birth)	Background, position, responsibilities, and important concurrent positions	Number of shares held of Company stock
2	Tsuneo Yamada (December 15, 1943)	<p>Apr. 1970 Registered as attorney with Osaka Bar Association</p> <p>Apr. 1994 Vice President of Osaka Bar Association</p> <p>July 1997 Chairman of Violent Intervention in Civil Affairs Countermeasures Committee of the Japan Federation of Bar Associations</p> <p>Aug. 1999 Financial Administrator for Namihaya Bank, Inc.</p> <p>Apr. 2004 Part-time Auditor of Nara Institute of Science and Technology</p> <p>Apr. 2005 Full-time Director of Japan Federation of Bar Associations</p> <p>Apr. 2007 President of Osaka Bar Association Vice President of Japan Federation of Bar Associations</p> <p>Apr. 2008 Branch Manager of Kinki Region of CSR Popularization Association</p> <p>Oct. 2013 Established General Incorporated Umegae-Chuo Kizuna Foundation (currently Public-Interest Corporation Umegae-Chuo Kizuna Foundation), Representative Director</p> <p>June 2019 Outside Director of the Company</p> <p>Feb. 2021 Outside Auditor of SymEnergy Inc. (current)</p> <p>June 2022 Outside Director who is an Audit &amp; Supervisory Board Member of the Company (current)</p> <p>(Important concurrent positions) Outside Auditor of SymEnergy Inc. (current)</p>	- shares
3	Masaru Ohta (June 8, 1966)	<p>Oct. 1991 Joined Aoyama Audit Corporation</p> <p>Feb. 1997 Joined PwC Consulting Inc.</p> <p>Apr. 1997 Registered as Certified Public Accountant</p> <p>Mar. 2001 Joined Sanwa Capital Inc. (currently Mitsubishi UFJ Capital Co., Ltd.)</p> <p>Dec. 2002 Joined Phoenix Capital Co., Ltd.</p> <p>Mar. 2003 Director of Phoenix Capital Co., Ltd.</p> <p>Apr. 2006 Established Ascent Partners, Inc., President and Representative Director (current)</p> <p>June 2015 Outside Auditor of MORITA HOLDINGS CORPORATION (current)</p> <p>June 2017 Outside Auditor of the Company</p> <p>Dec. 2019 Auditor of CMIC HOLDINGS Co., Ltd.</p> <p>June 2022 Outside Director who is an Audit &amp; Supervisory Board Member of the Company (current)</p> <p>Dec. 2022 Outside Director of CMIC HOLDINGS Co., Ltd. (current)</p> <p>(Important concurrent positions) President and Representative Director of Ascent Partners, Inc. Outside Auditor of MORITA HOLDINGS CORPORATION Outside Director of CMIC HOLDINGS Co., Ltd.</p>	- shares

- (Notes) 1. (New election) indicates a new candidate for Director who is an Audit & Supervisory Board Member.
2. No candidates have a special interest with the Company.
  3. The number of shares of the Company held includes new shares to be issued on May 31, 2024 as performance-linked restricted share remuneration.
  4. Atsushi Chikamochi is scheduled to retire from Representative Director of Dojima Hotel Operations, Inc. and Director of World Brands Collection Hotels & Resorts, Inc. upon the resolution for appointment as an Audit & Supervisory Board Member.
  5. Tsuneo Yamada and Masaru Ohta are candidates for Outside Director.
  6. The Company has designated Tsuneo Yamada and Masaru Ohta as independent officers as stipulated under the Tokyo Stock Exchange guideline, and registered them as such at the Tokyo Stock Exchange.
  7. In terms of the reason for nominating Tsuneo Yamada as a candidate for Outside Director who is an Audit & Supervisory Board Member and his expected role, the Company expects that he will provide supervision and advice from an expert perspective related to governance and compliance as he possesses many years of experience and knowledge related to legal matters, as well as certifications as an attorney. Therefore, the Company proposes his election as it has determined he can appropriately execute his role as an Outside Director who is an Audit & Supervisory Board Member. Tsuneo Yamada has not been involved in company management besides in the role of outside officer. However, based on the reasons stated above, the Company determined that he can appropriately execute the duties of Outside Director.
  8. Tsuneo Yamada is a current Director who is an Audit & Supervisory Board Member of the Company. At the conclusion of this General Meeting of Shareholders, he will have served two years as an Outside Director who is an Audit & Supervisory Board Member.
  9. In terms of the reason for nominating Masaru Ohta as a candidate for Outside Director who is an Audit & Supervisory Board Member and his expected role, the Company expects that he will provide supervision and advice from an expert perspective related to accounting processes, primarily in real estate transactions, as he possesses wide insights and expert knowledge related to internal controls of companies and accounting as a Certified Public Accountant. Therefore, the Company proposes his election as it has determined he can appropriately execute his role as an Outside Director who is an Audit & Supervisory Board Member.
  10. Masaru Ohta is a current Outside Director who is an Audit & Supervisory Board Member of the Company. At the conclusion of this General Meeting of Shareholders, he will have served two years as an Outside Director who is an Audit & Supervisory Board Member.
  11. The Company entered into an agreement with Tsuneo Yamada and Masaru Ohta to limit their liability for damages as prescribed in Article 423, paragraph 1 of the Companies Act pursuant to Article 427, paragraph 1 of the same act. The maximum amount of liability for damages based on these agreements shall be the amount prescribed in laws and regulations. If their reelection is approved, the Company will continue the said agreement.
  12. The Company has concluded a liability insurance contract for officers, etc. with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act, in which all Directors of the Company and subsidiaries are included as insured persons, whereby any damages and litigation costs incurred by an insured person in the performance of his or her duties as an officer of the Company due to a claim by shareholders, investors, employees, and other third parties for damages caused by the insured person's actions (including omissions) during the term insured will be compensated under said contract. Candidates are also included among the insured persons for this liability insurance contract. The Company plans to renew this liability insurance contract under the same conditions at the next renewal period.

End