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Securities Code 6417

June 9, 2025

(Measures for electronic provision were made available on June 3, 2025)

## To Those Shareholders with Voting Rights

Akihiko Ishihara  
Representative Director, President & CEO &  
COO  
SANKYO CO., LTD.  
3-29-14 Shibuya, Shibuya-ku, Tokyo, Japan

## NOTICE OF THE 60<sup>th</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to the 60<sup>th</sup> Ordinary General Meeting of Shareholders of the Company. The meeting will be held as stated below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information in electronic format and has posted the items subject to the measures for providing information in electronic format as “Notice of the 60<sup>th</sup> Ordinary General Meeting of Shareholders” and “Other Electronic Provision Measures Matters of the 60<sup>th</sup> Ordinary General Meeting of Shareholders (Matters Not Included in Delivered Documents concerning Notice of Convocation)” on the website indicated below.

The Company’s website <https://www.sankyo-fever.co.jp/corporate/ir/meeting.html>

In addition to the above, the notice is also posted on the website indicated below.

Tokyo Stock Exchange website <https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

Please access the website indicated above, enter and search for “SANKYO” in the “Issue name (company name)” field or enter and search for “6417” in the “Securities Code” field, select “Basic information” and “Documents for public inspection/PR information” in that order to see the relevant notice.

If you are not attending the meeting in person, you can exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by no later than 6:00 p.m. on Thursday, June 26, 2025.

**1. Date and Time:** Friday, June 27, 2025 at 10:00 a.m.

**2. Place:** Star Room, The Westin Tokyo, B2F, 1-4-1 Mita, Meguro-ku, Tokyo (located within Yebisu Garden Place)

**3. Agenda of the Meeting:**

- Matters to be reported:**
1. Business Report, Consolidated Financial Statements for the 60<sup>th</sup> Fiscal Term (from April 1, 2024 to March 31, 2025) 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 60<sup>th</sup> Fiscal Term (from April 1, 2024 to March 31, 2025)

**Proposals to be resolved:**

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

**Proposal No. 2:** Election of Four Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

## Reference Documents for the General Meeting of Shareholders

### Proposals and references

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

The Company regards the return of profits to shareholders as one of the most important management priorities.

The Company's basic policy is to pay performance-linked dividends with a consolidated dividend payout ratio of 40% as a benchmark. However, the minimum annual dividend per share shall be set at ¥20 to maintain stable dividends.

In regard to future profit sharing and use of retained earnings, while maintaining performance-based dividend payments as the basic policy, the Company will effectively utilize retained earnings, such as in business investment for growth and repurchase of own shares for flexible shareholder returns, through appropriate allocation.

Based on the above dividend policy, the Company proposes to pay the year-end dividend for the 60th fiscal term as follows:

Matters concerning the year-end dividends

(1) Type of dividend property

Dividends will be paid in cash.

(2) Appropriation of dividend property to shareholders and total amount

¥60 per share of the Company's common stock, for a total amount of ¥13,255,735,740

As a result, the annual dividend for this term, including interim dividend, would be ¥100 per share.

(3) Effective date of dividends from surplus

June 30, 2025

**Proposal No. 2: Election of Four Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)**

All four Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same applies in this proposal) will complete their terms of office at the closing of this General Meeting of Shareholders. Consequently, the Company proposes the election of four Directors. With regard to this proposal, the Company's Audit and Supervisory Committee has determined that all of the candidates for Director are qualified for the role.

The candidates for Director are as follows:

No.	Name	Gender	Current position and assignment at the Company	Attendance at meetings of the Board of Directors
1	Reappointment Hideyuki Busujima	Male	Director & Chairman	100% (13/13)
2	Reappointment Toshio Ogura	Male	Representative Director & Senior Executive Operating Officer & Head of Product Management Division	100% (10/10)
3	New Candidate Hiroshi Takahashi	Male	Senior Executive Operating Officer & Head of Administration Division & General Manager of Corporate Planning Department	-
4	Reappointment Junko Tsuruoka	Female	Director & Chief Secretary	100% (10/10)

Notes: 1. Attendance at meetings of the Board of Directors indicated for Mr. Toshio Ogura and Ms. Junko Tsuruoka pertains to the meetings of the Board of Directors held following their assumption of office as Director on June 27, 2024.

2. The Company has entered into a directors and officers liability insurance contract, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. The said insurance contract covers damages including compensation for damages and litigation expenses to be borne by the insured. If candidates for Director assume the office of Director, they will become the insured under the said insurance contract, which is scheduled for renewal during their terms of office.

No.	Name (Date of birth)	Career summary, position, assignment	Number of shares of the Company held
1	<u>Reappointment</u> Hideyuki Busujima (September 30, 1952)	June 1985 Executive Director of the Company January 1988 Senior Executive Director of the Company February 1992 Representative Senior Executive Director of the Company June 1992 Representative Director & Senior Executive Vice President of the Company June 1996 Representative Director, President of the Company April 2008 Representative Director, Chairman of the Board & CEO of the Company April 2022 Director & Chairman of the Company (to present)	8,000,000

#### Reasons for nomination as a candidate for Director

Ever since his appointment as Representative Director, President of the Company in 1996, Mr. Hideyuki Busujima has concentrated resources on the pachinko and pachislot machines businesses and contributed to the Company's development. As well as leading development, manufacturing, and sales of innovative models that set the pace in the industry, he launched the strategy to expand SANKYO as a group and established the foundation for the current three-brand structure. From 2008, as Representative Director, Chairman of the Board & CEO, he demonstrated his leadership for maintaining the Company's position as an industry leader and establishing a stable financial and management foundation despite the industry's challenging operating environment, and strove to enhance shareholder value. Having assumed the office of Director & Chairman in April 2022, he is supervising management based on a wealth of experience and knowledge of management.

The Company expects that his continuous performance of duties will contribute to sustainable enhancement of the Group's corporate value. Therefore, the Company has nominated Mr. Busujima as a candidate for Director.

Note: Marf Corporation where Mr. Hideyuki Busujima serves as Representative Director has a transactional relationship with the Company pertaining to real estate leasing. Yoshii Country Club Co., Ltd. where Mr. Hideyuki Busujima serves as Representative Director has a transactional relationship with the Company pertaining to a tie-up for usage of shareholder benefit coupons.

No.	Name (Date of birth)	Career summary, position, assignment	Number of shares of the Company held
2	<u>Reappointment</u> Toshio Ogura (March 12, 1962)	<p>April 2012      Operating Officer &amp; Head of Intellectual Property Division &amp; General Manager of Intellectual Property Department of the Company</p> <p>April 2015      Executive Operating Officer &amp; Head of Intellectual Property Division of the Company</p> <p>April 2018      Senior Executive Operating Officer &amp; Head of Intellectual Property Division of the Company</p> <p>January 2019    Senior Executive Operating Officer &amp; Head of Intellectual Property Division &amp; Deputy Head of Product Management Division of the Company</p> <p>April 2021      Senior Executive Operating Officer &amp; Head of Intellectual Property Division &amp; Deputy Head of Product Management Division &amp; General Manager of Research &amp; Development Department of the Company</p> <p>April 2022      Senior Executive Operating Officer &amp; Head of Product Management Division of the Company</p> <p>June 2024      Director &amp; Senior Executive Operating Officer &amp; Head of Product Management Division of the Company</p> <p>June 2025      Representative Director &amp; Senior Executive Operating Officer &amp; Head of Product Management Division of the Company (to present)</p>	45,000

#### Reasons for nomination as a candidate for Director

Mr. Toshio Ogura had been responsible for the Company's intellectual property strategy as the Head of Intellectual Property Division for many years and helped the Company to secure a solid position in the intellectual property field of the industry. Since his appointment as Senior Executive Operating Officer & Head of Product Management Division in April 2022 and as Director & Senior Executive Operating Officer & Head of Product Management Division in June 2024, he has been leading the Company's business divisions, with successful results such as having expanded market share.

The Company expects that his continuous performance of duties will contribute to sustainable enhancement of the Group's corporate value. Therefore, the Company has nominated Mr. Ogura as a candidate for Director.

Note: No conflict of interest exists between the Company and Mr. Ogura.

No.	Name (Date of birth)	Career summary, position, assignment		Number of shares of the Company held
3	<div>New Candidate</div> Hiroshi Takahashi (July 14, 1962)	April 2018 June 2021 April 2022 April 2024	Operating Officer & Deputy Head of Administration Division & General Manager of Accounting & Finance Department of the Company Operating Officer & Deputy Head of Administration Division & General Manager of Corporate Planning Department & General Manager of Accounting & Finance Department of the Company Executive Operating Officer & Head of Administration Division & General Manager of Corporate Planning Department of the Company Senior Executive Operating Officer & Head of Administration Division & General Manager of Corporate Planning Department of the Company (to present)	27,000

#### Reasons for nomination as a candidate for Director

Mr. Hiroshi Takahashi held important positions in the finance, administration, corporate planning, and other administrative divisions, including General Manager of Accounting & Finance Department, General Manager of Corporate Planning Department, and Head of Administration Division, and has gained broad business experience and excellent expertise. He has also helped strengthen the Group's management foundation through his commitment to constructive communication with shareholders and investors, improvement of disclosure documents, and promotion of ESG and sustainability toward sustainably enhancing the Group's corporate value.

The Company expects that his involvement in management based on deep insight and a wealth of experience will contribute to sustainable enhancement of the Group's corporate value. Therefore, the Company has nominated Mr. Takahashi as a candidate for Director.

Note: No conflict of interest exists between the Company and Mr. Takahashi.

No.	Name (Date of birth)	Career summary, position, assignment		Number of shares of the Company held
4	<div>Reappointment</div> Junko Tsuruoka (February 23, 1962)	June 1996 April 2001  April 2019 April 2024 June 2024	President's secretary of the Company Manager, Secretary Section, General Affairs Department of the Company Chairman's secretary of the Company Chief Secretary of the Company Director & Chief Secretary of the Company (to present)	54,300

#### Reasons for nomination as a candidate for Director

Ms. Junko Tsuruoka has long been serving as secretary to the Company's top executives. With expertise in corporate management, business, and organizational management, she has been supporting the Group's business operations and growth. Since June 2024, she has been serving as Director & Chief Secretary and contributing to enhancing the Group's managerial soundness and transparency and to strengthening the Group's proper decision-making and supervisory functions based on her wealth of insights and versatile perspectives.

The Company expects that her continuous performance of duties will contribute to sustainable enhancement of the Group's corporate value. Therefore, the Company has nominated Ms. Tsuruoka as a candidate for Director.

Note: No conflict of interest exists between the Company and Ms. Tsuruoka.

(Reference) Directors’ Skills Matrix

If Proposal No. 2 is approved and passed as originally proposed, the composition of the Board of Directors will be as follows.



	Name	Gender	Position and assignment at the Company	Corporate Management	Human Resources	Administration/ Corporate Planning/ Finance	Development/ Manufacturing	Marketing/ Branding	Sustainability	Legal Affairs/ Compliance
Directors	Hideyuki Busujima	Male	Director & Chairman	●	●	●				●
	Toshio Ogura	Male	Representative Director, President & Chief Executive Officer (CEO) & Chief Operating Officer (COO)	●	●		●	●		
	Hiroshi Takahashi	Male	Representative Director & Senior Executive Vice President & Supervising Corporate Planning Department	●	●	●			●	
	Junko Tsuruoka	Female	Director & Chief Secretary	●	●				●	●
Directors who are Audit and Supervisory Committee Members	Yoko Igarashi	Female	Director, Standing Audit and Supervisory Committee Member		●	●	●			●
	Toshiaki Ishiyama	Male	Director, Audit and Supervisory Committee Member			●				
	Taro Kitani	Male	Outside Director, Audit and Supervisory Committee Member Outside Director Independent Director							●
	Hiroyuki Yamasaki	Male	Outside Director, Audit and Supervisory Committee Member Outside Director Independent Director	●		●			●	
	Takashi Miura	Male	Outside Director, Audit and Supervisory Committee Member Outside Director Independent Director	●		●		●		

Notes: 1. Based on the expertise and experience of each person, up to four areas are marked for which the Company has particular expectations.  
2. The above list does not represent all the skills, etc. possessed by each person.



**(Reference) Skills Matrix Overview**

After approval at the General Meeting of Shareholders held in June 2024, the Company has transitioned to a company with an Audit and Supervisory Committee to further strengthen the supervisory function of the Board of Directors and accelerate decision-making and business execution through delegation of authority. In addition, the Company aims to enhance its corporate value by strengthening competitiveness in the mainstay business and expanding into new fields in line with its Mid-Term Management Plan for the three years between fiscal 2024 and 2026, “SANKYO VISION 25-27 -A portent for sustainable growth-.”

The Company is committed to constructive communication with shareholders and investors for sustainable growth. Insights gained through such communication have been considered in redefining the skill sets of the Board of Directors, which are intended to facilitate the steady implementation of the Mid-Term Management Plan and stricter supervision of associated efforts.

The Company will continue to strive for sustainable enhancement of its corporate value by increasing managerial fairness, transparency, and efficiency, while fostering the constant evolution of the governance structure.

Skills	Skills Overview
Corporate Management	We need directors who hold practical experience and strategic viewpoints in corporate management to supervise the growth of the pachinko/pachislot machines business and new businesses based on the comprehensive capacity that combines our strengths in development, manufacturing, and sales toward the ultimate goal of sustainable growth.
Human Resources	We need directors who have knowledge and experience in human resources development to foster the organization’s sustainable growth and strengthen its competitiveness by promoting human capital management, empowering diverse human resources, and nurturing next-generation leaders.
Administration/Corporate Planning/Finance	We need directors who have expert knowledge and experience in administration/corporate planning/finance to ensure the appropriate implementation of financial strategy development for medium- to long-term enhancement of the corporate value, associated investment decisions, and administration of management based on the cost of capital, ROE, and other indicators, as well as company-wide organizational operations and risk management.
Development/Manufacturing	We need directors who hold practical experience and expert knowledge in the development and manufacturing fields to enhance the competitiveness of our products and to flexibly and swiftly respond to market needs and changes by offering highly competitive innovative products imbued with the spirit of “ingenuity,” which is our company motto.
Marketing/Branding	We need directors who hold expert knowledge and experience in marketing and branding to acquire new player and expand our market share by developing products meeting the diverse needs of users and enhancing the value of our brands.
Sustainability	We need directors who hold superior knowledge and experience in sustainability to secure public trust in the Company and sustainably enhance our corporate value through actions on social issues, including anti-dependence measures, and initiatives in non-financial fields, such as decarbonization and human capital.
Legal Affairs/Compliance	We need directors who hold expert knowledge and experience in the legal affairs and compliance field to establish a sound management foundation for the Company by adhering to laws and regulations specific to the industry and strengthening our internal control and compliance structure.