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Stock Exchange Code: 8914

March 5, 2024

(Start date of measures for electronic provision: March 4, 2024)

To Shareholders with Voting Rights:

Yoshika Suzuki President & CEO **Arealink Co., Ltd.** 

14-1, Sotokanda 4-chome, Chiyoda-ku, Tokyo

## NOTICE OF THE 29TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

You are cordially notified of the 29th Annual General Meeting of Shareholders of Arealink Co., Ltd. (the "Company"). The meeting will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for the electronic provision of information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters subject to measures for electronic provision). The matters subject to measures for electronic provision are posted as "Notice of the 29th Annual General Meeting of Shareholders" on the following website.

Company's website: https://www.arealink.co.jp/en/ir/meeting/

In addition to the above, the information is also posted on the website of the Tokyo Stock Exchange (TSE) at the Internet link below. Please access the TSE website below (Listed Company Search), enter the issue name (company name) or the stock code and search, then select "Basic information" and "Documents for public inspection/PR information" to view the information.

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

Shareholders who are unable to attend the meeting are kindly requested to exercise their voting rights in writing or via the Internet in advance. Please review the attached Reference Documents for the General Meeting of Shareholders and the Guidance on the Exercise of Voting Rights, and exercise your voting rights by 6 p.m. on Tuesday, March 26, 2024.

**1. Date and Time:** Wednesday, March 27, 2024 at 10:00 a.m. (Reception opens at 9:15 a.m.)

**2. Place:** Banquet Room "Zuihoh" 10th floor of KKR Hotel Tokyo

1-4-1 Otemachi, Chiyoda-ku, Tokyo

3. Meeting Agenda:

Matters to be reported: Business Report and Non-consolidated Financial Statements for the Company's

29th Fiscal Year (January 1, 2023 - December 31, 2023)

Proposals to be resolved:

**Proposal 1:** Appropriation of Surplus **Proposal 2:** Election of Six (6) Directors

**Proposal 3:** Election of Two (2) Company Auditors

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
  - Please bring this Notice with you for use as material for the meeting.
- Should the matters subject to measures for electronic provision require revisions, the revised versions will be posted on each of the websites where they have been posted.
- In accordance with provisions of laws, regulations, and the Articles of Incorporation of the Company, the documents sent to shareholders who have made a request for the delivery of paper copy do not include the following from among the matters subject to measures for electronic provision. Accordingly, the documents enclosed are part of the documents that have been audited by the Company Auditors and the Financial Auditor in preparing their Audit Reports.
  - Notes to Non-consolidated Financial Statements

## **Reference Documents for the General Meeting of Shareholders**

**Proposals and References** 

### **Proposal 1:** Appropriation of Surplus

The Company views increasing long-term and comprehensive profits to shareholders as an important management goal. Based on the medium- to long-term business plan, the Company's basic policy is to maintain stable dividends with a target payout ratio of 30%, while considering the market environment and capital investment timing, ensuring internal reserves for reinvestment, and comprehensively taking into account financial position and profit levels.

Based on the aforementioned policy, and taking into account the performance during the current fiscal year and the business environment in the future, the year-end dividend shall be as follows, including a commemorative dividend of \$10 per share in celebration of the 20th anniversary of listing.

- (1) Type of dividend property
  Cash
- (2) Matters related to allocation of dividend property to shareholders and the total amount of dividend ¥77.0 per share of the Company's common stock
  Total amount of dividend: ¥976,635,275
- (3) Effective date of dividend from surplus March 28, 2024

# **Proposal 2:** Election of Six (6) Directors

The terms of office of all six (6) Directors will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, we propose the election of six (6) Directors (including two (2) Outside Directors). When selecting candidates for Directors, the candidates were determined through deliberation by the Board of Directors based on the skills and capabilities required to supervise the management of the Company (refer to the Skill Matrix of Directors).

The candidates for Directors are as follows.

Candidate No.	Name		Current position(s) and responsibilities	Board of Directors meeting attendance
1	[Reappointed]	Naomichi Hayashi	Chairman & CEO	13/13 times
2	[Reappointed]	Yoshika Suzuki	President & CEO	13/13 times
3	[Reappointed]	Yasuaki Otaki	Director and Executive Officer; General Manager, Administration Division; General Manager, Accounting Dept.	13/13 times
4	[Reappointed]	Minoru Nishizawa	Director and Executive Officer; General Manager, Storage Business Division; General Manager, Customer Contact Dept.	13/13 times
5	[Outside Director] [Reappointed] [Independent Director]	Kazuhiro Furuyama	Director	13/13 times
6	[Outside Director] [Reappointed] [Independent   Director]	Masanori Koda	Director	13/13 times

Candidate No.	Name (Date of birth)	Past expe	Number of shares of the Company held	
1	Naomichi Hayashi (August 8, 1953) Age 70 [Reappointed]	April 1978  April 1995  February 2010  May 2019  September 2019  September 2020  March 2022  March 2023  [Significant concerns]		2,593,214
	Number of years in office as Director 29 (at the conclusion of this Annual General Meeting of Shareholders) Board of Directors meeting attendance 13/13 times	[Reasons for nom Mr. Naomichi Ha its founding in 19 made significant of nominate him as a	ination as a candidate for Director] yashi had led the management of the Company as Presider 95 until he assumed the position of Chairman & CEO in Note contributions to improving its business performance. We of a candidate for Director because he is deemed qualified to ding important matters pertaining to the Company's manageness.	farch 2023, and nce again exercise

Candidate No.	Name (Date of birth)	Past expe	Number of shares of the Company held	
2	Yoshika Suzuki (May 23, 1986) Age 37 [Reappointed]  Number of years in office as Director 8 (at the conclusion of this Annual General Meeting of Shareholders)	April 2011 August 2014 February 2015 March 2016  July 2018  September 2019  March 2021  March 2022  March 2023	Joined the Company Branch Office Manager, Tokyo Office, Storage Location Development Division Executive Officer; Branch Office Manager, Tokyo Office Director; General Manager responsible for self-storage management, Storage Business Division; Branch Office Manager, Tokyo Office and Chiba Office Director; General Manager, Storage Business Division; General Manager, Storage Dept. Director and Executive Officer; General Manager, Storage Business Division Managing Director and Executive Officer; General Manager, Storage Business Division Senior Managing Director and Executive Officer; General Manager, Storage Business Division President & CEO (to present)	11,856
	Board of Directors meeting attendance 13/13 times	[Reasons for nomination as a candidate for Director] Mr. Yoshika Suzuki has led the storage business with abundant experience and insight concerning marketing and products in the Company's mainstay storage business. After assuming the position of President & CEO in March 2023, he has continued contributing increasing the number of new location openings and expanding the business performance the storage business. Since he is deemed qualified to promote efforts to enhance the Company's corporate value, we once again nominate him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Past expe	Number of shares of the Company held		
3	Yasuaki Otaki (October 14, 1977) Age 46  [Reappointed]  Number of years in office as Director 2 (at the conclusion of this Annual General	April 2001 March 2011 March 2012 March 2017 March 2019 September 2019 March 2021 March 2022	Joined the Company Executive Officer; Assistant to the General Manager of the Administration Division; General Manager, General Affairs Dept. Director, General Manager, Administration Division Executive Officer; General Manager, Administration Division General Manager, Accounting Dept. Assistant to the General Manager of the Administration Division; General Manager, Accounting Dept. Executive Officer; Assistant to the General Manager of the Administration Division; General Manager, Accounting Dept. Director and Executive Officer; Assistant to the General Manager of the Administration Division; General Manager, Accounting Dept. Director and Executive Officer; General Manager, Administration Division; General Manager, Administration Division; General Manager, Administration Division; General Manager, Accounting Dept. (to present)	10,890	
	Meeting of Shareholders)  Board of Directors meeting attendance  13/13 times	[Reasons for nomination as a candidate for Director] Mr. Yasuaki Otaki has engaged in a wide range of operations both in the sales a administration divisions since joining the Company. He has experience and accomplishments in supporting the management as a Director and General Mana Administration Division. In recent years, as General Manager of the Administra Division and General Manager of the Accounting Dept., he has greatly contributed growth and development of the Company, and is deemed qualified to support the management in the future. Therefore, we once again nominate him as a candidate Director.			

Candidate No.	Name (Date of birth)	Past experience, positions, responsibilities in the Company, and significant concurrent positions		Number of shares of the Company held
		April 2001	Joined the Company	
		March 2012	Director; General Manager, Storage Dept.	
	30	March 2016	Executive Officer; Assistant to the General Manager of the Storage Business Division; General Manager, Storage Dept.	
		March 2017	Director; Assistant to the General Manager of the Storage Business Division; General Manager, Storage Dept. 2	
	Minoru Nishizawa	March 2019	Manager, Future-Oriented Ideal Company Promotion Office	6,182
4	(April 29, 1978) Age 45	March 2021	Executive Officer; Assistant to the General Manager of the Storage Business Division; General Manager, Customer Contact Dept.	
	[Reappointed]  Number of years in office	March 2022	Director and Executive Officer; Assistant to the General Manager of the Storage Business Division; General Manager, Customer Contact Dept.	
	as Director 2 (at the conclusion of this Annual General	March 2023	Director and Executive Officer; General Manager, Storage Business Division; General Manager, Customer Contact Dept. (to present)	
	Meeting of Shareholders)  Board of Directors meeting attendance  13/13 times	[Reasons for nomination as a candidate for Director] Mr. Minoru Nishizawa has engaged in a wide range of operations, primarily in the sa division, since joining the Company. He has abundant experience and knowledge in Company's overall operations. In recent years, he has played a role in supporting management from the on-sites and greatly contributed to the growth and development the storage business and the Company, and is deemed qualified to support the managin the future. Therefore, we once again nominate him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Past expe	Number of shares of the Company held	
		April 1986	Instructor, University of Tasmania (Australia)	
		April 1987	Established Gaigo Gakuin Tokyo Forum Representative	
	1929	April 2002	Training Manager, The Matsushita Institute of Government and Management	
		September 2002	Head Teacher, The Matsushita Institute of Government and Management	
		April 2004	Managing Director, The Matsushita Institute of Government and Management	
	Kazuhiro Furuyama (January 19, 1959)	April 2013	Review Committee Member and Instructor, Japan Institute of Agricultural Management	0
	Age 65	March 2015	Director, the Company (to present)	
5	[Reappointed]	April 2016	Advisor, The Matsushita Institute of Government and Management	
	[Outside Director]	April 2016	Advisor, AGRI CONNECT Co., Ltd. (to present)	
	[Independent Director]	March 2019	Review Committee Member, Japan Institute of Agricultural Management	
	Number of years in office as Director	[Significant concu Advisor, AGRI C	urrent positions] ONNECT Co., Ltd.	
	9 (at the conclusion of this Annual General Meeting of Shareholders)	Although Mr. Kaz	ination as a candidate for Outside Director and expected rezultion Furuyama has never been involved in corporate man experience and insight from serving as Managing Director	nagement as a
	Board of Directors meeting attendance	Teacher of The Matsushita Institute of Government and Management. We once again nominate him as a candidate for Outside Director because we believe that he will adequately fulfill his role in deciding management policies, supervising business, and		
	13/13 times		human resource development.	

Candidate No.	Name (Date of birth)	Past experience, positions, responsibilities in the Company, and significant concurrent positions	Number of shares of the Company held
	Masanori Koda (February 3, 1943)	March 1971 Joined Japan Recruit Center Co., Ltd. (currently, Recruit Holdings Co., Ltd.)  April 1989 President, Network88, Co., Ltd. (to present)  March 2015 Outside Director, Daiei Industry Co., Inc. (to present)  March 2017 Director, the Company (to present)  July 2019 Outside Director, Green Ship Co., Ltd. (to present)  [Significant concurrent positions]  President, Network88, Co., Ltd.  Outside Director, Daiei Industry Co., Inc.  Outside Director, Green Ship Co., Ltd.  [Reasons for nomination as a candidate for Outside Director and expected recognitions]	0 ples1
6	Age 81 [Reappointed] [Outside Director]	Mr. Masanori Koda has been serving as President of Network88, Co., Ltd. fthus having a wealth of experience and accomplishments as a corporate execution broad insight in the real estate industry. We once again nominate him as a control of Director because we believe that he will adequately fulfill his role is management policies and supervising business execution with independence	or many years, cutive and andidate for n deciding
	[Independent Director]  Number of years in office as Director 7 (at the conclusion of this Annual General Meeting of Shareholders)  Board of Directors meeting attendance  13/13 times		

#### (Notes)

- 1. There are no special interests between the candidates for Directors and the Company.
- 2. Messrs. Kazuhiro Furuyama and Masanori Koda are candidates for Outside Directors.
- 3. As a way for the Company to attract talented people who can be Outside Directors, the Articles of Incorporation allows the Company to enter into agreements with Non-executive Directors to limit their liabilities for damages to the Company to a certain range. Messrs. Kazuhiro Furuyama and Masanori Koda entered into such agreements to limit their liability. If the reelection of Messrs. Kazuhiro Furuyama and Masanori Koda is approved, the Company intends to renew such agreements to limit their liability.

The outline of the agreement is as follows.

- In case Outside Director is liable for damages to the Company due to the failure to perform his/her duties, the liability shall be limited to the minimum amount as provided in Article 425, Paragraph 1 of the Companies
- The limitation of liability above shall be applicable only in cases where the Outside Director performed his/her duties that caused such liability in good faith and without gross negligence.
- 4. The Company has entered into directors and officers liability insurance contracts with all Directors as insured persons, and any damage that may arise as a result of Directors as insured persons assuming responsibilities for the execution of their duties or receiving a claim pertaining to the pursuit of such responsibilities will be covered. If each candidate assumes the office of Director, he/she will be an insured person under such insurance contract, which will be renewed during his/her term of office.
- Messrs. Kazuhiro Furuyama and Masanori Koda are independent directors as defined by the Tokyo Stock Exchange, Inc.

# <Reference> Skill Matrix of Directors (if each candidate is elected at this Annual General Meeting of Shareholders)

			Notable f	ields of expertis			
	Position in the Company	Corporate management	Industry knowledge	Sales and marketing	Finance and accounting	Legal affairs and governance	Personnel and training
Naomichi Hayashi	Representative Director	•	•	•			
Yoshika Suzuki	Representative Director		•	•			
Yasuaki Otaki	Director				•	•	
Minoru Nishizawa	Director		•	•			
Kazuhiro Furuyama	Director (Independent Outside)					•	•
Masanori Koda	Director (Independent Outside)	•	•				

# **Proposal 3:** Election of Two (2) Company Auditors

The term of office of Messrs. Koji Tamura and Shigekazu Mitsuta as Company Auditor will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, we propose the election of two (2) Company Auditors.

The Board of Company Auditors has given its approval to this proposal.

The candidates for Company Auditors are as follows.

Candidate No.	Name (Date of birth)	Pa	st experience and positions in the Company	Number of shares of the Company held
	Koji Tamura (August 24, 1969) Age 54	October 2000 October 2002 January 2007 October 2011 December 2011 March 2012 May 2013 October 2020 [Significant conc. Attorney-at-law,	Passed the National Bar Examination Registered at TOKYO BAR ASSOCIATION Joined Kotobuki Law Office Partner, Kotobuki Law Office Company Auditor, Zenkankyo Small Amount and Short Term Insurance Holdings, Ltd. Provisional Company Auditor, the Company Company Auditor, the Company (to present) Managing Partner, Keimei Law Office Attorney-at-law, Ocean Law Offices (to present) urrent positions] Ocean Law Offices	0
1	[Reappointed] [Outside Auditor]  Number of years in office as Company Auditor 12 (at the conclusion of this Annual General Meeting of Shareholders)  Board of Directors meeting attendance 13/13 times  Board of Company Auditors meeting attendance 12/12 times	[Reasons for nom Although Mr. Ko believe his abund affairs may contri candidate for Out	rporate legal	

Candidate No.	Name (Date of birth)	Pas	t experience and positions in the Company	Number of shares of the Company held
	Shigekazu Mitsuta (December 21, 1946) Age 77		Passed the National Bar Examination Registered at TOKYO BAR ASSOCIATION Auditor, Hamano Golf Club Co., Ltd. Director, Tojo Kaikan Company Ltd. (to present) President and CEO, Hamano Golf Club Co., Ltd. Company Auditor, the Company (to present) Attorney-at-law, HIBIYA HARUMI-DORI LAW OFFICE (to present) Irrent positions] ikan Company Ltd. HIBIYA HARUMI-DORI LAW OFFICE	0
2	[Reappointed] [Outside Auditor] [Independent Auditor]  Number of years in office as Company Auditor 4 (at the conclusion of this Annual General Meeting of Shareholders)  Board of Directors meeting attendance 13/13 times  Board of Company Auditors meeting attendance	Mr. Shigekazu Mi achievement as a o We believe his ex	ination as a candidate for Outside Auditor] itsuta has professional knowledge as a lawyer, experience a corporate executive, and experience as an auditor in another perience and achievement may contribute to our audit systeminate him as a candidate for Outside Auditor.	er company.

#### (Notes)

- 1. There are no special interests between the candidates for Company Auditors and the Company.
- 2. Messrs. Koji Tamura and Shigekazu Mitsuta are candidates for Outside Auditors.
- 3. As a way for the Company to attract talented people who can be Outside Auditors, the Articles of Incorporation allows the Company to enter into agreements with Company Auditors to limit their liabilities for damages to the Company to a certain range. Messrs. Koji Tamura and Shigekazu Mitsuta entered into such an agreement to limit their liability. If the reelection of Messrs. Koji Tamura and Shigekazu Mitsuta is approved, the Company intends to renew such an agreement to limit their liability.

The outline of the agreement is as follows.

- In case Outside Auditor is liable for damages to the Company due to the failure to perform his/her duties, the liability shall be limited to the minimum amount as provided in Article 425, Paragraph 1 of the Companies Act
- The limitation of liability above shall be applicable only in cases where the Outside Auditor performed his/her duties that caused such liability in good faith and without gross negligence.
- 4. The Company has entered into directors and officers liability insurance contracts with all Company Auditors as insured persons, and any damage that may arise as a result of Company Auditors as insured persons assuming responsibilities for the execution of their duties or receiving a claim pertaining to the pursuit of such responsibilities will be covered. If Messrs. Koji Tamura and Shigekazu Mitsuta assume the office of Company Auditor, they will be insured persons under such insurance contract, which will be renewed during their term of office.
- 5. Mr. Shigekazu Mitsuta is an independent auditor as defined by the Tokyo Stock Exchange, Inc.