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Securities code: 4816

June 8, 2026

(Start date of measures for electronic provision: June 1, 2026)

To Shareholders with Voting Rights:

Katsuhiro Takagi  
President  
**TOEI ANIMATION CO., LTD.**  
4-10-1 Nakano, Nakano-ku, Tokyo,  
Japan

## **NOTICE OF THE 88TH 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 88th Annual General Meeting of Shareholders of TOEI ANIMATION CO., LTD. (hereinafter, the “Company”) will be held as described below.

The Company has taken measures for electronic provision for this General Meeting of Shareholders, and the matters subject to electronic provision measures are posted on the following website as “Notice of the 88th Annual General Meeting of Shareholders” and “Other Matters Subject to Electronic Provision Measures (Matters for Which Document Delivery is Omitted) of the 88th Annual General Meeting of Shareholders.”

The Company’s website:  
[https://corp.toei-anim.co.jp/en/ir/general\\_meeting.html](https://corp.toei-anim.co.jp/en/ir/general_meeting.html)



In addition to the above, the matters subject to electronic provision measures are also available on the following website.

Tokyo Stock Exchange (TSE) website:  
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>



Please go to the TSE website above, enter and search for either the Company name or securities code, and select “Basic information,” followed by “Documents for public inspection/PR information,” then view the information by selecting “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” under “Filed information available for public inspection.”

**If you are unable to attend the meeting in person, you can exercise your voting rights in writing or via the internet, etc. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 6:00 p.m. (Japan Standard Time) on Monday, June 22, 2026.**

**1. Date and Time:** Tuesday, June 23, 2026 at 10:00 a.m. (Japan Standard Time)  
\* Reception is scheduled to begin at 9:15 a.m.

**2. Place:** Providence Hall, Tokyo Prince Hotel 2F  
3-3-1 Shiba-koen, Minato-ku, Tokyo, Japan

**3. Meeting Agenda:**

- Matters to be reported:**
1. Content of the Business Report and Consolidated Financial Statements for the 88th fiscal year (April 1, 2025 to March 31, 2026) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
  2. Content of the Non-consolidated Financial Statements for the 88th fiscal year (April 1, 2025 to March 31, 2026)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus  
**Proposal 2:** Election of Twelve (12) Board Directors

◎ **Request:** If you are attending the meeting, please submit the enclosed voting rights exercise form at the reception desk of the venue. In order to conserve resources, we ask that you please bring this notice of convocation with you.

**Notice:** If any revisions are made to the matters subject to electronic provision measures, we will post the revisions on the websites mentioned above.

**Matters omitted from the delivered document**

The document delivered to shareholders also serves as a document that states the matters subject to electronic provision measures, which is delivered to shareholders who have requested a paper copy of it. In accordance with laws and regulations and the provisions of Article 19 of the Company's Articles of Incorporation, the following items are excluded. Accordingly, the document is a part of the matters audited by Corporate Auditors and the Accounting Auditor when preparing audit reports.

- 1) "6. System to Ensure that the Execution of Duties by Board Directors Complies with Laws and Regulations and the Articles of Incorporation, and Other Systems to Ensure the Appropriateness of Operations" in the Business Report
- 2) "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
- 3) "Non-consolidated Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements

**Handling of multiple votes exercised both in writing and via the internet, etc.**

If you exercise your voting rights both by mailing the voting rights exercise form and via the internet, etc., the vote exercised via the internet, etc. will be treated as valid.

**Handling of multiple votes exercised via the internet, etc.**

If you exercise your voting rights multiple times via the internet, etc., the last vote made will be treated as valid.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The Company proposes appropriation of surplus as follows.

#### Matters concerning year-end dividends

Regarding the year-end dividend for the 88th fiscal year, in light of the Company recording record-high profits in its consolidated business performance, the Company proposes to pay ¥44 per share.

- (1) Matters concerning the allocation of dividend property to shareholders and total amount thereof  
Dividend per share of the Company's common shares: ¥44      Total amount: ¥9,077,542,980
- (2) Effective date of appropriation of surplus  
June 24, 2026

**Proposal 2: Election of Twelve (12) Board Directors**

The terms of office of all thirteen (13) Board Directors will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of twelve (12) Board Directors.

The candidates for Board Directors are as follows.

No.	Name	Current positions and responsibilities at the Company	Attendance of Board of Directors meetings
1	Kozo Morishita [Reappointment]	Chairman	13/13 (100%)
2	Katsuhiro Takagi [Reappointment]	President	13/13 (100%)
3	Satoshi Shinohara [Reappointment]	Managing Director Head of Sales & Planning Headquarters	13/13 (100%)
4	Kiichiro Yamada [Reappointment]	Managing Director Head of Production Headquarters and Deputy Head of Sales & Planning Headquarters	12/13 (92%)
5	Hidenori Tsuji [Reappointment]	Managing Director Head of Administration Headquarters and Officer responsible for compliance	13/13 (100%)
6	Minoru Fuse [Reappointment]	Board Director Deputy Head of Administration Headquarters and Officer responsible for operational efficiency improvement	12/13 (92%)
7	Noriyuki Tada [Reappointment]	Board Director	10/13 (77%)
8	Fumio Yoshimura [Reappointment]	Board Director	12/13 (92%)
9	Gengo Sunami [Reappointment] [Outside]	Board Director	13/13 (100%)
10	Kenji Shimizu [Reappointment] [Outside]	Board Director	12/13 (92%)
11	Hiroko Nakayama [New appointment] [Outside] [Independent]	Member of Special Committee	-
12	Miyako Okada [New appointment] [Outside] [Independent]	-	-

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
1	<p>[Reappointment]</p> <p>Kozo Morishita (July 17, 1948)</p>	<p>June 1970      Joined the Company</p> <p>June 2002      General Manager of Planning &amp; Sales Department (executive-level position)</p> <p>January 2004   Assistant Officer responsible for International Department and General Manager of Planning &amp; Sales Department (executive-level position)</p> <p>June 2004      Appointed as Board Director</p> <p>                    Officer responsible for Planning &amp; Sales Department, Assistant Officer responsible for International Department, and General Manager of Planning &amp; Sales Department</p> <p>June 2006      Appointed as Managing Director</p> <p>                    Officer responsible for Planning &amp; Sales Department and International Department</p> <p>July 2007      Officer responsible for Content Business Department and International Department</p> <p>June 2008      Officer responsible for Planning Department, Content Business Department, and International Department</p> <p>July 2008      Head of Planning &amp; Sales Headquarters</p> <p>June 2009      Appointed as Executive Deputy President</p> <p>June 2012      Appointed as Deputy Chairman</p> <p>June 2014      Appointed as Chairman</p> <p>June 2020      Appointed as Senior Advisor</p> <p>June 2022      Appointed as Chairman (to present)</p> <p>[Significant concurrent positions] Chairman, TOEI ANIMATION MUSIC PUBLISHING CO., LTD</p>	60,000
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Kozo Morishita was appointed Board Director of the Company in 2004 and currently serves as Chairman, leading its management. He possesses a wealth of knowledge and experience in all aspects of management, particularly in the Company's planning and production. For these reasons, we believe that he is qualified to appropriately oversee our management and operations. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
2	<p>[Reappointment]</p> <p>Katsuhiro Takagi (March 26, 1957)</p>	<p>April 1979      Joined Toei Commercial Film Co., Ltd.</p> <p>October 1980    Joined the Company</p> <p>June 2000       General Manager of Licensing Sales Department</p> <p>June 2004       General Manager of Licensing Business Department (executive-level position)</p> <p>June 2006       Appointed as Board Director Officer responsible for Licensing Business Department and General Manager of Licensing Business Department</p> <p>July 2008       Deputy Head of Planning &amp; Sales Headquarters and General Manager of Licensing Business Department</p> <p>June 2011       Appointed as Managing Director</p> <p>June 2012       Appointed as President (to present) Head of Planning &amp; Sales Headquarters and Corporate Strategy Headquarters</p> <p>July 2014       Head of Planning &amp; Sales Headquarters</p> <p>[Significant concurrent positions] Chairman, Japan Merchandising Rights Association</p>	63,600
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Katsuhiro Takagi was appointed Board Director of the Company in 2006 and currently serves as President, successfully leading its management. He possesses a wealth of knowledge and experience in all aspects of management, particularly in the Company's planning and sales. For these reasons, we believe that he is qualified to appropriately oversee our management and operations. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
3	[Reappointment]  Satoshi Shinohara (November 11, 1962)	April 1986      Joined TOEI COMPANY, LTD.	3,900
		June 2009      Deputy Senior Executive Manager of TV Character Licensing, TOEI COMPANY, LTD.	
		June 2010      Senior Executive Manager of TV Character Licensing, TOEI COMPANY, LTD.	
		June 2012      Appointed as Executive Officer, TOEI COMPANY, LTD.	
		June 2014      Appointed as Director, TOEI COMPANY, LTD. Senior Executive Manager of International Sales & Acquisitions, TOEI COMPANY, LTD.	
		June 2017      Director of Content Business, TOEI COMPANY, LTD.	
		June 2018      Senior Executive Manager of Home Entertainment, TOEI COMPANY, LTD.	
		June 2019      Senior Executive Manager of Motion Picture Marketing, TOEI COMPANY, LTD.  June 2022      Appointed as Managing Director, the Company (to present) Head of Sales & Planning Headquarters (to present)	
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Satoshi Shinohara was appointed Board Director of the Company in 2022 and currently serves as Managing Director and Head of Sales &amp; Planning Headquarters. He possesses a wealth of knowledge and experience in the film industry as a whole, as well as in the Company's planning, sales, and domestic and overseas licensing business. For these reasons, we believe that he is qualified to appropriately oversee our management and operations. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
4	<p>[Reappointment]</p> <p>Kiichiro Yamada (February 2, 1970)</p>	<p>April 1995      Joined the Company</p> <p>July 2012      General Manager of Merchandising Department, Planning &amp; Sales Headquarters</p> <p>June 2014      General Manager of Merchandising Department, Planning &amp; Sales Headquarters (executive-level position)</p> <p>June 2016      Appointed as Board Director Deputy Head of Sales Headquarters and General Manager of Merchandising Department</p> <p>October 2018   Deputy Head of Sales &amp; Planning Headquarters and General Manager of Merchandising Department</p> <p>April 2021      Deputy Head of Sales &amp; Planning Headquarters and Production Headquarters</p> <p>June 2022      Appointed as Managing Director (to present) Head of Production Headquarters and Deputy Head of Sales &amp; Planning Headquarters (to present)</p> <p>[Significant concurrent positions] President, TOEI ANIMATION PHILS., INC.</p>	4,500
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Kiichiro Yamada was appointed Board Director of the Company in 2016 and currently serves as Managing Director, Head of Production Headquarters, and Deputy Head of Sales &amp; Planning Headquarters of the Company. He possesses a wealth of knowledge and experience in the Company's planning, production, and domestic and overseas licensing business. For these reasons, we believe that he is qualified to appropriately oversee our management and operations. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
5	[Reappointment]  Hidenori Tsuji (July 13, 1971)	April 1995      Joined the Company	6,300
		June 2012      General Manager of Licensing Business Department, Planning & Sales Headquarters	
		June 2014      General Manager of Licensing Business Department, Planning & Sales Headquarters (executive-level position)	
		July 2014      General Manager of Licensing Department, Planning & Sales Headquarters (executive-level position)	
		June 2016      Appointed as Board Director	
		Head of Sales Headquarters and General Manager of Licensing Department	
		October 2018    Head of Sales & Planning Headquarters	
		April 2021      Head of Sales & Planning Headquarters and Deputy Head of Administration Headquarters	
		June 2022      Head of Administration Headquarters and Deputy Head of Sales & Planning Headquarters	
		June 2023      Appointed as Managing Director (to present) Head of Administration Headquarters June 2025      Head of Administration Headquarters and Officer responsible for compliance (to present)	
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Hidenori Tsuji was appointed Board Director of the Company in 2016 and currently serves as Managing Director, Head of Administration Headquarters, and Officer responsible for compliance of the Company. He possesses a wealth of knowledge and experience in the Company's business administration, as well as planning and sales and its domestic and overseas licensing business. For these reasons, we believe that he is qualified to appropriately oversee our management and operations. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
6	<p>[Reappointment]</p> <p>Minoru Fuse (February 9, 1970)</p>	<p>April 1993      Joined the Company</p> <p>June 2011      General Manager of General Accounting Department, Administration Headquarters</p> <p>June 2014      General Manager of General Accounting Department, Administration Headquarters (executive-level position)</p> <p>June 2017      Appointed as Executive Officer</p> <p>April 2019      General Manager of General Accounting Department and Sales Administration Department, Administration Headquarters</p> <p>June 2020      Appointed as Board Director (to present) Deputy Head of Administration Headquarters and General Manager of General Accounting Department and Sales Administration Department</p> <p>April 2023      Deputy Head of Administration Headquarters</p> <p>June 2023      Deputy Head of Administration Headquarters and Officer responsible for operational efficiency improvement (to present)</p>	2,300
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Minoru Fuse was appointed Board Director of the Company in 2020 and currently serves as Board Director, Deputy Head of Administration Headquarters, and Officer responsible for operational efficiency improvement of the Company. He possesses a wealth of knowledge and experience in all areas of finance and accounting. For these reasons, we believe that he is qualified to appropriately oversee our management and operations. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
7	<p>[Reappointment]</p> <p>Noriyuki Tada (September 6, 1949)</p>	<p>April 1972    Joined TOEI COMPANY, LTD.</p> <p>June 1997    Hokkaido Branch Manager, TOEI COMPANY, LTD.</p> <p>July 2000    Senior Executive Manager of Motion Picture Marketing, TOEI COMPANY, LTD.</p> <p>January 2008    Senior Executive Manager of Secretariat, TOEI COMPANY, LTD.</p> <p>June 2008    Appointed as Executive Officer, TOEI COMPANY, LTD.</p> <p>June 2010    Appointed as Vice President, TOEI COMPANY, LTD.</p> <p>June 2012    Senior Executive Manager of General Affairs &amp; Internal Audit, TOEI COMPANY, LTD.</p> <p>June 2013    Appointed as Senior Vice President, TOEI COMPANY, LTD. Director of Internal Audits, TOEI COMPANY, LTD.</p> <p>April 2014    Appointed as President and Chief Executive Officer, TOEI COMPANY, LTD.</p> <p>June 2014    Appointed as Board Director, the Company (to present) Chief of Media Business Operations, TOEI COMPANY, LTD.</p> <p>June 2020    Appointed as Senior Advisor to the Board, TOEI COMPANY, LTD.</p> <p>June 2021    Appointed as Chairperson, TOEI COMPANY, LTD.</p> <p>February 2023    Appointed as Chairperson, President and Chief Executive Officer, TOEI COMPANY, LTD. Chief of Media Business Operations, TOEI COMPANY, LTD.</p> <p>April 2023    Appointed as Chairperson, TOEI COMPANY, LTD. (to present)</p> <p>[Significant concurrent positions] Chairperson, TOEI COMPANY, LTD. Member of the Board, TV Asahi Holdings Corporation Member of the Board, TV Asahi Corporation Director, TOKYO METROPOLITAN TELEVISION BROADCASTING CORPORATION President and CEO, TOEI JOY ENTERTAINMENT CO., LTD.</p>	0
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Noriyuki Tada was appointed Vice President of TOEI COMPANY, LTD. in 2010 and currently serves as its Chairperson. He possesses a wealth of knowledge and experience in all aspects of management. For these reasons, we believe that he is qualified to appropriately oversee our management and operations as a member of the Board of Directors. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
8	<p>[Reappointment]</p> <p>Fumio Yoshimura (February 3, 1965)</p>	<p>April 1988      Joined TOEI COMPANY, LTD.</p> <p>June 2016      Senior Executive Manager of Entertainment Content Business, TOEI COMPANY, LTD.</p> <p>June 2018      Appointed as Executive Officer, TOEI COMPANY, LTD.</p> <p>June 2020      Appointed as Vice President, TOEI COMPANY, LTD. Director of Home Entertainment, TOEI COMPANY, LTD.</p> <p>April 2021      Director of Content Business and Senior Executive Manager of Original Production, Contents Business, TOEI COMPANY, LTD.</p> <p>June 2021      Appointed as Senior Vice President, TOEI COMPANY, LTD.</p> <p>July 2022      Assistant to Chief of Media Business Operations, TOEI COMPANY, LTD.</p> <p>April 2023      Appointed as President and Chief Executive Officer, TOEI COMPANY, LTD. (to present) Chief of Media Business Operations and Director of Content Business, TOEI COMPANY, LTD.</p> <p>June 2023      Appointed as Board Director, the Company (to present)</p> <p>April 2024      Chief of Media Business Operations, TOEI COMPANY, LTD. (to present)</p> <p>[Significant concurrent positions] President and Chief Executive Officer, TOEI COMPANY, LTD. President, Central Arts Co., Ltd.</p>	0
<p>Reason for nomination as a candidate for Board Director:</p> <p>Mr. Fumio Yoshimura was appointed Vice President at TOEI COMPANY, LTD. in 2020 and currently serves as its President and Chief Executive Officer. He possesses a wealth of knowledge and experience in all aspects of management. For these reasons, we believe that he is qualified to appropriately oversee our management and operations as a member of the Board of Directors. Therefore, we propose his re-election as a Board Director.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
9	<p>[Reappointment] [Outside]</p> <p>Gengo Sunami (October 20, 1956)</p>	<p>April 1979      Joined Asahi National Broadcasting Co., Ltd. (later changed its company name to TV Asahi Corporation; currently TV Asahi Holdings Corporation)</p> <p>June 2008      General Manager of Administration Division, TV Asahi Corporation</p> <p>June 2010      Appointed as Member of the Board, TV Asahi Corporation</p> <p>June 2011      Appointed as Corporate Auditor, the Company</p> <p>April 2014      Appointed as Member of the Board, TV Asahi Corporation</p> <p>June 2014      Appointed as Executive Director, TV Asahi Corporation</p> <p>June 2016      Appointed as President, TV Asahi Corporation</p> <p>June 2019      Appointed as President, Asahi Satellite Broadcasting Limited</p> <p>                    Appointed as Executive Vice President, TV Asahi Holdings Corporation</p> <p>                    Appointed as Member of the Board, TV Asahi Corporation</p> <p>June 2022      Appointed as Board Director, the Company (to present)</p> <p>                    Member of the Board, TV Asahi Holdings Corporation (to present)</p> <p>                    Executive Vice President, TV Asahi Corporation (to present)</p> <p>[Significant concurrent positions] Member of the Board, TV Asahi Holdings Corporation Executive Vice President, TV Asahi Corporation</p>	0
<p>Reason for nomination as a candidate for Outside Board Director and expected roles: Mr. Gengo Sunami serves as Member of the Board at TV Asahi Holdings Corporation. He possesses a wealth of expert knowledge and experience in, and a high degree of insight into, the broadcasting industry. We propose his re-election as an Outside Board Director to leverage his expertise for the benefit of our management. By the conclusion of this General Meeting of Shareholders, he will have served as Outside Board Director for four years.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
10	<p>[Reappointment] [Outside]</p> <p>Kenji Shimizu (January 3, 1961)</p>	<p>April 1983      Joined Fuji Television Network, Inc. (currently Fuji Media Holdings, Inc.)</p> <p>June 2009      General Manager of Corporate Planning Office, Corporate Planning Department, Fuji Television Network, Inc. (established by incorporation-type split)</p> <p>June 2012      General Manager of Media Development Department, Fuji Television Network, Inc.</p> <p>June 2014      Appointed as Board Director, the Company (to present)</p> <p>                    Appointed as Executive Managing Officer, Fuji Television Network, Inc.</p> <p>July 2017      Appointed as Senior Executive Managing Officer, Fuji Media Holdings, Inc.</p> <p>                    Appointed as Senior Executive Managing Officer, Fuji Television Network, Inc.</p> <p>June 2019      Appointed as Executive Managing Director, Fuji Media Holdings, Inc.</p> <p>                    Appointed as Executive Managing Director, Fuji Television Network, Inc.</p> <p>June 2021      Appointed as Senior Executive Managing Director, Fuji Media Holdings, Inc.</p> <p>                    Appointed as Senior Executive Managing Director, Fuji Television Network, Inc.</p> <p>June 2022      Appointed as Executive Vice President, Fuji Media Holdings, Inc.</p> <p>January 2025    Appointed as President and CEO, Fuji Television Network, Inc. (to present)</p> <p>March 2025    Appointed as President and Executive Officer, Fuji Television Network, Inc. (to present)</p> <p>June 2025      Appointed as President, Fuji Media Holdings, Inc. (to present)</p> <p>                    Appointed as President and Executive Officer, Fuji Media Holdings, Inc. (to present)</p> <p>[Significant concurrent positions] President, President and Executive Officer, Fuji Media Holdings, Inc. President and CEO, President and Executive Officer, Fuji Television Network, Inc.</p>	0
<p>Reason for nomination as a candidate for Outside Board Director and expected roles: Mr. Kenji Shimizu serves as President, President and Executive Officer at Fuji Media Holdings, Inc. He possesses a wealth of expert knowledge and experience in, and a high degree of insight into, the broadcasting and film businesses. We propose his re-election as an Outside Board Director to leverage his expertise for the benefit of our management. By the conclusion of this General Meeting of Shareholders, he will have served as Outside Board Director for 12 years.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
11	<p>[New appointment] [Outside] [Independent]</p> <p>Hiroko Nakayama (February 6, 1945)</p>	<p>April 1967      Joined Tokyo Metropolitan Government</p> <p>June 1999      Appointed as Secretary General of Personnel Commission, Tokyo Metropolitan Government</p> <p>July 2001      Appointed as Secretary General of Secretariat to Audit and Inspection Commissioners, Tokyo Metropolitan Government</p> <p>November 2002 Appointed as Mayor of Shinjuku City</p> <p>June 2007      Appointed as Representative Director and President, Tokyo Eco Services Co., Ltd.</p> <p>June 2015      Appointed as Director, Odakyu Electric Railway Co., Ltd.</p> <p>April 2016      Appointed as Chairperson of the Special Wards Personnel Commission</p> <p>June 2016      Appointed as Director, NAKAMURAYA CO., LTD. (to present)</p> <p>March 2019     Appointed as Director, TOKYU RECREATION CO., LTD.</p> <p>June 2024      Member of Special Committee, the Company (to present)</p>	0
<p>Reason for nomination as a candidate for Outside Board Director and expected roles: As the first female Mayor of Shinjuku City, Ms. Hiroko Nakayama has extensive experience and a wide range of knowledge gained from many years overseeing the administration of Shinjuku, a central ward of Tokyo. Since 2024, she has served as a member of the Company's Special Committee, providing an independent perspective on the Company as well as appropriate advice and recommendations. We believe that she will be able to contribute to the supervision of our management and operations as an Independent Outside Board Director, and therefore we propose her election.</p>			

No.	Name (Date of birth)	Career summary, significant concurrent positions, positions and responsibilities in the Company	Number of shares of the Company held
12	<p>[New appointment] [Outside] [Independent]</p> <p>Miyako Okada (July 31, 1964)</p>	<p>April 2001 Appointed as Lecturer, Faculty of Economics and Business, HOKKAIDO UNIVERSITY</p> <p>April 2003 Appointed as Assistant Professor, Faculty of Economics and Business, HOKKAIDO UNIVERSITY</p> <p>April 2007 Appointed as Associate Professor, Faculty of Economics and Business, HOKKAIDO UNIVERSITY</p> <p>October 2018 Appointed as Professor, Faculty of Economics and Business, HOKKAIDO UNIVERSITY (to present)</p> <p>April 2019 Appointed as Chairperson of the Broadcasting Program Council, Hokkaido Television Broadcasting Co., Ltd.</p> <p>June 2019 Appointed as Director, HOKKAIDO GAS CO., LTD. (to present)</p> <p>April 2020 Executive Assistant to the President, HOKKAIDO UNIVERSITY</p> <p>April 2024 Director, Department of Business, School of Economics and Business, HOKKAIDO UNIVERSITY (to present)</p> <p>April 2025 Vice Chairman, Sapporo Manga and Library Town Development and Utilization Organization (to present)</p> <p>June 2025 Member of NHK Governors, Japan Broadcasting Corporation (NHK) (to present)</p> <p>June 2025 Director, Hokkaido Road Management Engineering Center (to present)</p> <p>March 2026 Member of Audit Committee, Japan Broadcasting Corporation (NHK) (to present)</p> <p>April 2026 Vice Executive Director, HOKKAIDO UNIVERSITY (to present)</p> <p>[Significant concurrent positions] Vice Executive Director, HOKKAIDO UNIVERSITY Professor, Faculty of Economics and Business, HOKKAIDO UNIVERSITY Director, Department of Business, School of Economics and Business, HOKKAIDO UNIVERSITY</p>	0
<p>Reason for nomination as a candidate for Outside Board Director and expected roles: Ms. Miyako Okada is a professor in the Faculty of Economics and Business at HOKKAIDO UNIVERSITY, and she possesses specialized knowledge and extensive experience in the field of business administration. Given her key positions in the broadcasting industry as well as in corporations and organizations related to manga, books, etc., and with the expectation that she will provide appropriate supervision and advice regarding the Company's business execution, we propose her election as an Independent Outside Board Director.</p>			

Notes: 1. The number of shares of the Company held by the candidates for Board Director is as of March 31, 2026.

2. Of the candidates for Board Director, the following individuals have special interests in the Company.

Mr. Noriyuki Tada concurrently serves as Chairperson of TOEI COMPANY, LTD., the Company's parent company, and the Company entrusts TOEI COMPANY, LTD. with the sale, etc. of animation videos produced by the Company to television broadcasters, and also lends funds to TOEI COMPANY, LTD.

Mr. Fumio Yoshimura concurrently serves as President and Chief Executive Officer of TOEI COMPANY, LTD., the Company's parent company, and the Company entrusts TOEI COMPANY, LTD. with the sale, etc. of animation videos produced by the Company to television broadcasters, and also lends funds to TOEI COMPANY, LTD.

3. There are no special interests between the other candidates and the Company.

4. Of the candidates for Board Director, the following individuals have held positions and responsibilities as business executives at subsidiaries (including subsidiaries of the Company) of TOEI COMPANY, LTD., the Company's parent company, over the past 10 years or at the present time.

Name	Company name	Positions and responsibilities
Kozo Morishita	TOEI ANIMATION MUSIC PUBLISHING CO., LTD	Chairman (to present)
	TOEI ANIMATION INCORPORATED	Chairman
Kiichiro Yamada	TOEI ANIMATION PHILS., INC.	President (to present)
Noriyuki Tada	TOEI JOY ENTERTAINMENT CO., LTD.	President and CEO (to present)
	Central Arts Co., Ltd.	President
	SAN-EI PRINTING CO., LTD	Chairman
Fumio Yoshimura	Central Arts Co., Ltd.	President (to present)

5. Mr. Gengo Sunami, Mr. Kenji Shimizu, Ms. Hiroko Nakayama, and Ms. Miyako Okada are candidates for Outside Board Director.

Although Ms. Miyako Okada has never been involved in the management of a company in any way other than serving as Outside Director of HOKKAIDO GAS CO., LTD., the Company has determined that she is capable of appropriately performing the duties of an Outside Board Director based on the "Reason for nomination as a candidate for Outside Board Director and expected roles" described on page 16.

6. If this proposal is approved as originally proposed, both Ms. Hiroko Nakayama and Ms. Miyako Okada are scheduled to serve as Independent Officers based on the provisions of the Tokyo Stock Exchange.

7. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act and the Company's Articles of Incorporation, the Company has entered into liability limitation agreements with Mr. Noriyuki Tada, Mr. Fumio Yoshimura, Mr. Gengo Sunami, and Mr. Kenji Shimizu to limit their liability for damages under Article 423, Paragraph 1 of the same Act to the minimum amount stipulated in Article 425, Paragraph 1 of the same Act. If the appointment of each candidate is approved as originally proposed, the Company plans to continue the limited liability agreement with each of them. Additionally, if the appointments of both Ms. Hiroko Nakayama and Ms. Miyako Okada are approved as originally proposed, the Company plans to enter into a similar limited liability agreement with both of them.

8. The Company has entered into a Directors and Officers Liability Insurance contract with an insurance company. The insured persons are all Board Directors and Corporate Auditors, etc. of the Company and its subsidiaries, and the insurance premiums for all insured persons are borne by the Company. If each candidate assumes the position of Board Director, they will become the insured under the insurance contract, and the insurance contract will be renewed during their terms of office. The insurance covers damages and litigation costs borne by the insured as a result of a claim for damages arising from acts performed by the insured Board Directors in accordance with their position.

(Reference: Skill Matrix)

If Proposal 2 is approved as originally proposed at this General Meeting of Shareholders, the skill matrix for Board Directors and Corporate Auditors will be as follows.

		Corporate management	Strategy					Governance			
		Overall management	Planning and production	TV and media	Licensing and in-house sales business	IP creation	Marketing and branding	Global business	Finance and accounting	Risk management and internal control	Remuneration, nomination, and human resource development
Chairman	Kozo Morishita	●	●	●		●	●				
President	Katsuhiko Takagi	●	●	●	●						●
Managing Director	Satoshi Shinohara			●	●						
Managing Director	Kiichiro Yamada		●		●						
Managing Director	Hidenori Tsuji		●		●			●		●	●
Board Director	Minoru Fuse								●		
Board Director	Noriyuki Tada	●		●	●					●	●
Board Director	Fumio Yoshimura	●	●	●	●			●		●	●
Outside Board Director	Gengo Sunami	●		●						●	
Outside Board Director	Kenji Shimizu	●		●	●	●					
Outside Board Director	Hiroko Nakayama	●								●	●
Outside Board Director	Miyako Okada	●					●	●		●	●
Corporate Auditor (full-time)	Masahisa Nakayama	●	●							●	●
Corporate Auditor	Koichi Wada	●							●	●	●
Outside Corporate Auditor	Naoji Kobayashi								●	●	●
Independent Outside Corporate Auditor	Kenshi Imamura									●	●