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Securities Code: 2681

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To our shareholders:

Yuzo Endo
Representative Director President
GEO HOLDINGS
CORPORATION
8-8 Fujimi-cho, Naka-ku, Nagoya-
shi, Aichi

Notice of the 37th Annual General Meeting of Shareholders

We are pleased to announce the 37th Annual General Meeting of Shareholders of GEO HOLDINGS CORPORATION (the “Company”), which will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on each website below. Please access either of those websites to view the information.

The Company’s website:

<https://www.geonet.co.jp/> (in Japanese)

(From the above website, select “Investor Relations,” “Stock Information,” and then “Reference Documents for the General Meeting of Shareholders.”)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/2681/teiiji/> (in Japanese)

Tokyo Stock Exchange website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the Tokyo Stock Exchange website by using the internet address shown above, enter “GEO HOLDINGS” in “Issue name (company name)” or the Company’s securities code “2681” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the internet. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights in accordance with the “Guidance on Exercising Voting Rights” (in Japanese only) by 6:00 p.m. on Wednesday, June 25, 2025.

1. **Date and time:** Thursday, June 26, 2025 at 10:00 a.m. (JST) (The reception desk opens at 9:30 a.m.)

2. **Venue:** Sakura, 2nd Floor, Hotel Plaza Kachigawa,
1-5 Matsushin-cho, Kasugai-shi, Aichi

3. **Purpose of the meeting**

Matters to be reported:

1. The Business Report, the Consolidated Financial Statements and the report of the audit results of Consolidated Financial Statements by the accounting auditor and the audit committee for the 37th Fiscal Term (from April 1, 2024 to March 31, 2025)
2. The Non-Consolidated Financial Statements for the 37th Fiscal Term (from April 1, 2024 to March 31, 2025)

Matters to be resolved: Proposal No. 1: Appropriation of Surplus

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

Proposal No. 3: Election of Two Directors Who Are Audit and Supervisory Committee Members

- * For those attending, please present the Exercise Voting Rights Form at the reception desk on arrival at the meeting.
- * If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the above websites.
- * Paper-based documents stating matters subject to measures for electronic provision are sent to shareholders who have requested the delivery of paper-based documents, however those documents do not include the following matters in accordance with the provisions of laws and regulations and the Company's Articles of Incorporation. The Audit and Supervisory Committee and the Accounting Auditor have audited the documents subject to audit, including the following matters.
 - (i) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements
 - (ii) Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements
- * Please note that upon conclusion of this General Meeting of Shareholders, the results of the resolutions of this General Meeting of Shareholders will be posted on the Company's website.

The Company's website: <https://www.geonet.co.jp/> (in Japanese)

<Supplementary Information for English Translation >

Our business named "2nd STREET," which mainly sells and purchases second-hand clothing and household items, is hereinafter referred to as "Reuse Store," and our businesses named "GEO," "GEO Store" and "GEO mobile," which mainly handle video games, DVDs, CDs and smartphones, are hereinafter collectively referred to as "Media Store" in this document.

Both our Reuse Store and Media Store use the term "reuse" to refer to second-hand items, and "brand-new" to refer to non-second-hand items that are procured from manufacturers or through conventional commercial distribution channels.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

Year-end dividends

The Company has given consideration to matters including the business performance of the fiscal year and future business development, and it proposes to pay year-end dividends for the 37th fiscal year as follows:

1. Type of dividend property

To be paid in cash.

2. Allotment of dividend property and their aggregate amount

The Company proposes to pay a dividend of ¥17 per common share of the Company.

In this event, the total dividends will be ¥675,206,187.

Accordingly, including the interim dividend of ¥17 per share, the annual dividend will total ¥34 per share.

3. Effective date of dividends of surplus

The effective date of dividends will be June 27, 2025.

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

The terms of office of all nine Directors (excluding Directors who are Audit and Supervisory Committee Members; The same applies hereinafter in this proposal) will expire at the conclusion of this annual general meeting of shareholders, and Directors Yasushi Yoshikawa and Masaaki Kosaka will retire from their positions. Therefore, the Company proposes the election of eight Directors (of which three are outside Directors) including one new candidate for Director.

In addition, there are no particular matters to be noted from the Audit and Supervisory Committee regarding this proposal.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
1	Yuzo Endo (January 21, 1978) Reelection	Nov. 2000	Joined GEO Corp. (currently GEO HOLDINGS Corp.)	540,000 shares
		June 2004	Director Vice Manager of Office of the President at GEO HOLDINGS Corp.	
		Nov. 2011	President and CEO at GEO HOLDINGS Corp.	
		Apr. 2013	President and Corporate Officer at GEO HOLDINGS Corp.	
		Apr. 2019	Representative Director President Operating Officer / CEO at GEO HOLDINGS Corp. (to present)	
	Reasons for nomination as candidate for Director Yuzo Endo has extensive experience and broad insight as a manager, having worked in positions in charge of store operations such as area manager since joining the Company, and serving in positions such as in the Office of the President of the Company, Director in charge of administration, Representative Director of affiliated companies, and Representative Director of the Company. The Company judges that he is qualified for the position of Director based on the leadership he has demonstrated as part of the management team and therefore proposes his election.			
2	Koji Kubo (November 20, 1971) Reelection	Oct. 1995	Joined FOR YOU Co., Ltd. (currently GEO HOLDINGS Corp.)	—
		May 2010	President and CEO at 2nd STREET Co., Ltd. (currently GEO HOLDINGS Corp.)	
		Apr. 2013	Operating Officer at GEO HOLDINGS Corp.	
		June 2016	Director / Corporate Officer at GEO HOLDINGS Corp.	
		Apr. 2018	Executive Director / Corporate Officer at GEO HOLDINGS Corp.	
		Apr. 2019	Executive Director Managing Operating Officer at GEO HOLDINGS Corp.	
		Nov. 2019	Director at GEO HONBU Corp. (currently GEO Corp.)	
		Apr. 2024	Executive Director Senior Managing Operating Officer at GEO HOLDINGS Corp. (to present)	
	Reasons for nomination as candidate for Director Koji Kubo has extensive experience and broad insight, having worked as a person in charge in the Reuse Store Management Department and Development Department since joining the Company, and managing overseas business departments. In addition, he has led the overseas development of 2nd STREET in recent years, and as the Company continues to further develop Reuse and expand and promote overseas business, therefore the Company judges that he is qualified for the position of Director and proposes his election.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
3	Yukimasa Murakami (November 3, 1968) Reelection	Apr. 1989	Joined Starling Co. Ltd.	3,000 shares
		June 1993	Joined Miyadera Yoshikazu Tax Accountant Office	
		June 1997	Joined Nozark International Inc.	
		Mar. 1998	Joined STARNET Co., Ltd.	
		Sept. 2002	Joined Index Co., Ltd.	
		Nov. 2004	Director at Index Co., Ltd.	
		Nov. 2007	Executive Director at Index Co., Ltd.	
		Nov. 2013	Executive Director at ATLUS. CO., LTD.	
		Aug. 2016	Joined GEO HOLDINGS Corp.	
		Apr. 2018	Operating Officer at GEO HOLDINGS Corp.	
		Apr. 2019	Senior Operating Officer at GEO HOLDINGS Corp.	
		June 2023	Executive Director Managing Operating Officer at GEO HOLDINGS Corp.	
		Apr. 2025	Executive Director Senior Managing Operating Officer at GEO HOLDINGS Corp. (to present)	
Reasons for nomination as candidate for Director Yukimasa Murakami has extensive experience as a person in charge of accounting and finance in other companies and broad insight regarding international finance. The Company judges that he is qualified for the position of Director based on the leadership he has demonstrated in taking charge of finance, accounting, treasury, administrative, and other departments for the entire Group and therefore proposes his election.				
4	Noriyuki Imai (November 17, 1968) Reelection	Aug. 1990	Joined GEO Milda Corp. (currently GEO HOLDINGS Corp.)	300 shares
		Mar. 2004	President and CEO at GEO GLOBAL Corp. (currently GEO HOLDINGS Corp.)	
		Apr. 2005	President and CEO at GEO EVERY Corp. (currently GEO HOLDINGS Corp.)	
		Nov. 2011	Operating Officer at GEO HOLDINGS Corp.	
		June 2016	Director / Corporate Officer at GEO HOLDINGS Corp.	
		Apr. 2018	Executive Director / Corporate Officer at GEO HOLDINGS Corp.	
		Apr. 2019	Executive Director Managing Operating Officer at GEO HOLDINGS Corp. (to present)	
		Nov. 2019	Director at GEO HONBU Corp. (currently GEO Corp.)	
Reasons for nomination as candidate for Director Noriyuki Imai has extensive experience and broad insight in the business fields of the Company, having worked as a person in charge in the Media Stores Management Department, Office of the President, and Human Resources Management Department since joining the Company. The Company judges that he is qualified for the position of Director based on the leadership he has demonstrated and therefore proposes his election.				

Cand idate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned	
5	Hirofumi Morita (May 18, 1968) New election	Mar. 1989	Joined ESPO Co., Ltd. (currently TOWA Enterprise Co., Ltd.)	4,100 shares	
		July 2001	Joined GEO Corp. (currently GEO HOLDINGS Corp.)		
		Apr. 2010	Senior Manager of Kyushu and Okinawa Region at GEO HOLDINGS Corp.		
		Oct. 2013	Deputy General Manager of Media Stores Management Department at GEO HOLDINGS Corp.		
		Apr. 2015	General Manager of Mobile Management Department at GEO HOLDINGS Corp.		
		Apr. 2017	Operating Officer at GEO HOLDINGS Corp.		
		May 2017	Representative Director at World Mobile Corporation (to present)		
		Apr. 2018	Director at GEO Corp.		
		Apr. 2019	Senior Operating Officer at GEO HOLDINGS Corp. (to present)		
		Nov. 2019	Director at GEO HONBU Corp. (currently GEO Corp.)		
(Significant concurrent positions outside the Company)					
Representative Director at World Mobile Corporation					
Reasons for nomination as candidate for Director Hirofumi Morita has extensive experience and broad insight in the field of the Company's business, having worked as a person in charge of the Media Stores Management Department and mobile business since joining the Company. In addition, due to his contributions to the expansion and advancement of the mobile business in recent years, the Company judges that he is qualified for the position of Director and proposed his election.					
6	Tsunehisa Ogino (April 17, 1963) Reelection	Sept. 1988	Joined Eiwa Audit Corporation (currently KPMG AZSA LLC)	500 shares	
		Sept. 1994	Joined Miyake Accounting Office		
		Aug. 1997	Founded Ogino Certified Public Accountant Office (to present)		
		June 2000	Representative Director at Y.K. Consulting Box (currently ICHIGO Research Institute Ltd.) (to present)		
		Oct. 2011	Outside Director at GEO HOLDINGS Corp. (to present)		
		Oct. 2019	Representative at OFFICE ICHIGO Tax Co. (to present)		
		(Significant concurrent positions outside the Company)			
		Ogino Certified Public Accountant Office			
		Representative Director at ICHIGO Research Institute Ltd.			
		Representative of OFFICE ICHIGO Tax Co.			
Reasons for nomination as candidate for outside Director and overview of expected roles Tsunehisa Ogino is capable of fully performing the expected role of an outside Director, including supervising the decision-making of the Board of Directors and the execution of duties by Directors, from an objective and professional perspective based on his many years of experience and knowledge as an accounting and tax specialist. The Company judges that he is qualified for the position of outside Director based on his sufficient contributions to the Company's efforts to ensure proper governance and therefore proposes his election.					

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
7	Kana Yasuda (April 10, 1969) Reelection	Oct. 1993 Joined Century Audit Corp. (currently Ernst & Young ShinNihon LLC.) Apr. 1997 Certified Public Accountant Registration Mar. 2000 Founder and Representative at Yasuda Accounting Firm (to present) Mar. 2004 Tax Accountant Registration Sept. 2009 Outside Corporate Auditor at SHINPO CO., LTD. May 2010 External Auditor at SUGI HOLDINGS CO., LTD. (to present) June 2016 Outside Director at GEO HOLDINGS Corp. (to present) June 2019 Outside Director at CHUO SPRING CO.,LTD. (to present) June 2020 Outside Director at KONDOTEC INC. (Audit & Supervisory Committee member) (to present) Sept. 2021 Outside Director at The Monogatari Corporation (to present) (Significant concurrent positions outside the Company) Representative at Yasuda Accounting Firm External Auditor at SUGI HOLDINGS CO., LTD. Outside Director at CHUO SPRING CO.,LTD. Outside Director at KONDOTEC INC. (Audit & Supervisory Committee member) Outside Director at The Monogatari Corporation	1,000 shares
Reasons for nomination as candidate for outside Director and overview of expected roles Kana Yasuda is capable of fully performing the expected role of an outside Director, including supervising the decision-making of the Board of Directors and the execution of duties by Directors, from an objective and professional perspective based on her many years of experience and knowledge as an accounting and tax specialist. The Company judges that she is qualified for the position of outside Director based on her sufficient contributions to the Company's efforts to ensure proper governance and therefore proposes her election. She has never in the past been directly involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an outside Director based on the above reasons.			
8	Yoko Horie (December 22, 1986) Reelection	Apr. 2009 Joined KPMG AZSA & Co. (currently KPMG AZSA LLC) Apr. 2011 Certified Public Accountant Registration Jan. 2024 Founder and Representative at Yoko Horie Certified Public Accounting Firm (to present) Mar. 2024 Tax Accountant Registration June 2024 Outside Director at santec Holdings Corporation (Audit and Supervisory Committee Member) (to present) June 2024 Outside Director at GEO HOLDINGS Corp. (to present) (Significant concurrent positions outside the Company) Representative at Yoko Horie Certified Public Accounting Firm Outside Director at santec Holdings Corporation (Audit and Supervisory Committee Member)	500 shares
Reasons for nomination as candidate for outside Director and overview of expected roles Yoko Horie is capable of fully performing the expected role of an outside Director, including supervising the decision-making of the Board of Directors and the execution of duties by Directors, from an objective and professional perspective based on her experience and knowledge as an accounting and tax specialist, which includes overseas assignments. The Company judges that she is qualified for the position of outside Director and therefore proposes her election. She has never in the past been directly involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an outside Director based on the above reasons.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Of the candidates, Tsunehisa Ogino, Kana Yasuda and Yoko Horie are candidates for outside Director.
 3. Tsunehisa Ogino, Kana Yasuda and Yoko Horie are currently outside Directors of the Company, and their terms of office as outside Directors will have been 13 years and nine months for Mr. Ogino, nine years for Ms. Yasuda, and one year for Ms. Horie at the conclusion of this meeting.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Tsunehisa Ogino, Kana Yasuda and Yoko Horie to limit their liability for damages under Article

423, paragraph (1) of the same Act. If the reelection of Mr. Ogino, Ms. Yasuda and Ms. Horie is approved, the Company plans to renew the aforementioned agreements with them. Overview of the agreement is as follows:

- If a Director (excluding a person who is an executive director, etc.) is liable to the Company for failing to perform his/her duties, the maximum amount of liability for compensation for damage to the Company shall be the minimum liability amount provided in Article 425, paragraph (1) of the Companies Act.
 - The above limitation of liability shall be applied only when the relevant Director (excluding a person who is an executive director, etc.) acted in good faith and without gross negligence in performing the duties that caused the liabilities.
5. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. This insurance policy covers damages arising from corporate suits, third-party suits and shareholder derivative suits borne by an insured. Each candidate will be included as an insured in the policy. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.
 6. The Company has submitted notification to Tokyo Stock Exchange that Tsunehisa Ogino, Kana Yasuda and Yoko Horie have been designated as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their designation as independent officers to continue.

Proposal No. 3: Election of Two Directors Who Are Audit and Supervisory Committee Members

The Company proposes the election of two Directors who are Audit and Supervisory Committee Members, increasing the number of Directors who are Audit and Supervisory Committee Members by two to strengthen the audit system.

In addition, the consent of the Audit and Supervisory Committee has been obtained for the submission of this proposal.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

The candidates for Directors who are Audit and Supervisory Committee Members are as follows.				
Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
1	Yasushi Yoshikawa (September 28, 1965) New election	Apr. 1988	Joined A.V. STATION Co. Ltd. (currently GEO HOLDINGS Corp.)	57,600 shares
		June 2000	Director / General Manager of Product Division at GEO HOLDINGS Corp.	
		June 2007	Representative Director at GEO HOLDINGS Corp.	
		Jan. 2010	Director at GEO HOLDINGS Corp.	
		June 2016	Managing Director and Operating Officer at GEO HOLDINGS Corp.	
		Apr. 2019	Executive Director Senior Managing Operating Officer at GEO HOLDINGS Corp. (to present)	
		Nov. 2019	Representative Director at GEO HONBU Corp. (currently GEO Corp.) (to present)	
		(Significant concurrent positions outside the Company)		
	Representative Director at GEO Corp.			
	Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member Since joining the Company as the store manager of the first GEO store, Yasushi Yoshikawa has served as the person in charge of purchasing, distribution and store operations during the expansion of its media business. In recent years, as the person responsible for both the Management Department and Internal Audit Department, he has striven to enhance the governance system for the Company's diversified businesses including its reuse business and overseas development. Furthermore, he has also held roles as Director and Representative Director, consistently demonstrating his leadership as part of the management team. Possessing in-depth knowledge of the Company Group's organization, businesses, work processes and the relevant laws and regulations concerning the Company Group, he offers a solid basis for highly effective audits, supervision, and advice. For these reasons the Company proposes his election as Director who is an Audit and Supervisory Committee Member.			
2	Shinya Hattori (December 19, 1980) New election	Sept. 2007	Registered as an attorney	—
		Oct. 2007	Joined NAGOYA CENTRAL LAW OFFICE	
		July 2013	Partner Attorney at NAGOYA CENTRAL LAW OFFICE (to present)	
		June 2016	Outside Corporate Auditor at GEO HOLDINGS Corp.	
		(Significant concurrent positions outside the Company)		
	NAGOYA CENTRAL LAW OFFICE			
Reasons for nomination as candidate for outside Director who is an Audit and Supervisory Committee Member and overview of expected roles Shinya Hattori is a qualified attorney at law. The Company expects him to provide advice from an advanced legal perspective to aid in management decisions and therefore proposes his election as outside Director who is an Audit and Supervisory Committee Member. He has never in the past been directly involved in the management of a company. However, the Company judges that he will appropriately fulfill his duties as an outside Director who is an Audit and Supervisory Committee Member based on the above reasons.				

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Yasushi Yoshikawa is currently a “Director (excluding Directors who are Audit and Supervisory Committee Members),” but is newly nominated as a candidate for “Director who is an Audit and Supervisory Committee Member.”
 3. Shinya Hattori is a candidate for outside Director. He was previously an Outside Corporate Auditor of the Company, serving for eight years from June 2016 to June 2024.
 4. If the election of Yasushi Yoshikawa and Shinya Hattori is approved, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company plans to enter into an agreement with them to limit their liability for damages under Article 423, paragraph (1) of the same Act. Overview of the agreement is as follows:
 - If a Director (excluding a person who is an executive director, etc.) is liable to the Company for failing to perform his/her duties, the maximum amount of liability for compensation for damage to the Company shall be the minimum liability amount provided in Article 425, paragraph (1) of the Companies Act.
 - The above limitation of liability shall be applied only when the relevant Director (excluding a person who is an executive director, etc.) acted in good faith and without gross negligence in performing the duties that caused the liabilities.
 5. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. This insurance policy covers damages arising from corporate suits, third-party suits and shareholder derivative suits borne by an insured. Each candidate will be included as an insured in the policy. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.
 6. Shinya Hattori satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, and if his election is approved, the Company plans to submit notification to the aforementioned exchange concerning his designation as an independent officer.

Reference Skills Matrix of each Director at the Conclusion of this Meeting

If each candidate for Director is elected in this meeting, the skills matrix will be as follows.

	Name		Sex		Expertise								
			Male	Fe- male	Manage- ment	Sales	Finance	IT	Labor affairs	Legal affairs	Global	Com.	Sus.
Director	Yuzo Endo		○		●	●	●	●					●
	Koji Kubo		○		●	●		●			●		●
	Yukimasa Murakami		○				●				●		●
	Noriyuki Imai		○		●	●		●	●				●
	Hirofumi Morita		○			●		●			●		●
	Tsunehisa Ogino	Outside/ Indepen- dent	○		●		●			●			●
	Kana Yasuda	Outside/ Indepen- dent		○			●			●			●
	Yoko Horie	Outside/ Indepen- dent		○			●				●		●
Director (Audit and Supervisory Committee Member)	Kazuo Sasano		○		●		●						●
	Yasushi Yoshikawa		○		●	●			●	●		●	●
	Futoshi Komiyama	Outside/ Indepen- dent	○		●		●						●
	Hiroyuki Ota	Outside/ Indepen- dent	○							●		●	●
	Shinya Hattori	Outside/ Indepen- dent	○						●	●		●	●

Management: Corporate management

Sales: Sales and marketing

Finance: Finance and M&A

IT: IT and digital

Labor affairs: Labor affairs, personnel affairs and human resources development

Legal affairs: Legal affairs and risk management

Global: Global experience

Com.: Compliance

Sus.: Sustainability promotion