



## NOTICE OF THE CONVOCAION OF THE 30TH ANNUAL SHAREHOLDERS' MEETING

### ■ Date and Time:

**Monday, June 23, 2025**  
**1:00 p.m.**

### ■ Venue:

**Keidanren Kaikan**  
**Conference Rooms #401-402**  
1-3-2 Otemachi, Chiyoda-ku, Tokyo

#### Shareholders unable to attend

Please review the reference documents and exercise your voting rights either by mailing the enclosed ballot, or via the internet.

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**Digital Arts Inc.**

(Securities Code: 2326)

Dear Shareholders:

Securities Code: 2326

June 6, 2025

(Date of commencement of electronic provision  
measures: May 30, 2025)

1-5-1 Otemachi Chiyoda-ku, Tokyo

D i g i t a l   A r t s   I n c .

Toshio Dogu

Representative Director, President and Chief Executive

## NOTICE OF THE CONVOCAION OF THE 30TH ANNUAL SHAREHOLDERS' MEETING

You are cordially invited to attend the 30th Annual Shareholders' Meeting of Digital Arts Inc. (the "Company").

In convening this shareholders' meeting, the Company has taken measures for electronic provision of information and posted matters to be provided electronically as "NOTICE OF THE CONVOCAION OF THE 30TH ANNUAL SHAREHOLDERS' MEETING" on the following website on the Internet.

The Company's website <https://www.daj.jp/ir/stock/meeting/>



The matters to be provided electronically will be posted on the website of Tokyo Stock Exchange Inc. (TSE) in addition to the above website. Please review this information by accessing the following TSE website (Listed Company Search) and search the Issue name (Digital Arts) or the Company's Code (2326), and select [Basic information] and then [Documents for public inspection/PR information].

TSE website

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



If you do not expect to attend the Meeting, you may exercise your voting rights electronically or in writing. After reviewing the Reference Documents for the Shareholders' Meeting posted in matters to be provided electronically, please exercise your voting rights by no later than 7:00 p.m. on Friday, June 20, 2025 (Japan time).

Company Orientation Invitation to the orientation	After the Annual Shareholders' Meeting, we plan to deliver an orientation about the company still in the same venue, with the aim of giving shareholders a better understanding of the Company. Shareholders who have the time are invited to attend this orientation as well as the Annual Shareholders' Meeting.
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Details are as follows:

1	Date and Time	Monday, June 23, 2025 at 1:00 p.m. (JST) * Reception desk will open at 0:30 p.m. (JST)
2	Venue	Keidanren Kaikan Conference Rooms #401-402 Located at 1-3-2 Otemachi, Chiyoda-ku, Tokyo
3	Agenda	<p>Matters to be Reported</p> <ol style="list-style-type: none"> <li>1. Business review and Consolidated Financial Statements for FY2024 (April 1, 2024 – March 31, 2025) and report by the Accounting Auditor and the Audit and Supervisory Board on the audit results of the Consolidated Financial Statements</li> <li>2. Non-Consolidated Financial Statements for FY2024 (April 1, 2024 – March 31, 2025)</li> </ol> <p>Matters to be Resolved</p> <p>Proposed Resolution 1: Appropriation of Surplus</p> <p>Proposed Resolution 2: Election of Two (2) Directors (excluding Directors who are Audit and Supervisory Board Members)</p> <p>Proposed Resolution 3: Election of One (1) Director who is an Audit and Supervisory Board Member</p>

- ◎When attending the meeting, please submit the voting rights exercise form at the reception desk to register your attendance.
- ◎If you intend to exercise your voting rights at the meeting through a proxy, the proxy must be another shareholder of the Company with voting rights who will be in attendance at the venue on the day.
- ◎If you do not indicate your approval or disapproval of the proposals on the voting form, you will be deemed to have indicated your approval.
- ◎If a shareholder who has exercised his/her voting rights in advance in writing or electronically attends the shareholders' meeting and votes again, the vote cast at the shareholders' meeting will be deemed valid. If no vote is cast at the shareholders' meeting, then the vote cast in advance in writing or electronically will be deemed valid. Please refer to the guide later in this notice for further details.
- ◎In accordance with laws and regulations and the provisions of Article 16 of the Company's Articles of Incorporation, the following matters are not stated in the document delivered to shareholders who had requested the delivery.
  - Business Report: System to Ensure the Appropriateness of Business Activities and Operating Status of the System, Basic Policy Regarding Control of the Company, and Policy Regarding Determination of Dividends from Surplus, etc.
  - Consolidated Financial Statements: Consolidated Statements of Changes in Shareholders' Equity and Notes to Consolidated Financial Statements
  - Non-Consolidated Financial Statements: Non-Consolidated Statements of Changes in Shareholders' Equity and Notes to Non-Consolidated Financial Statements

Therefore, these documents constitute only part of the documents audited by the accounting auditor and the Audit & Supervisory Committee during the preparation of their accounting audit report and audit report respectively.
- ◎If there are any changes to the matters concerning the measures for the electronic provision, we will post the corrections on each website.

## Appropriation of Surplus

The Company recognizes the return of profits to shareholders as one of its most important management tasks. While the Company maintains internal reserves to enhance its financial standing, expand existing businesses and develop new businesses, the Company adopts a basic policy to deliver adequate and stable returns to shareholders, taking into consideration its operating performance. Based on this policy, the year-end dividend per share for the fiscal year ended March 31, 2025 would be as follows:

Type of dividend property	Cash
Matters relevant to dividend property and its total cash amount	45 yen per common stock of the Company Total cash amount is 612,121,680 yen
Effective date of distribution of surplus	June 24, 2025

## Election of Two (2) Directors (excluding Directors who are Audit and Supervisory Board Members)

The terms of office for all two (2) Directors (excluding Directors who are Audit and Supervisory Board Members) will expire at the conclusion of this Meeting. Therefore, the Company asked for two (2) Directors to be appointed.

The candidates are as follows:

No.	Name		Current Position and Responsibilities at the Company	Board Meeting Attendance
1	Toshio Dogu	Re-election	Representative Director, President and Chief Executive Officer	100% (13/13)
2	Takuya Matsumoto	Re-election	Director, General Manager-Development	100% (13/13)

No.	Name (Date of Birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of the Company shares owned
1	<div>Re-election</div> <p><b>Toshio Dogu</b> (Feb. 17, 1968)</p>	<p>Oct. 1997 Representative Director, President and CEO, Digital Arts Inc. (incumbent)  Nov. 2005 Representative Director, President and CEO, IQS' Co., Ltd.  Dec. 2006 Representative Director, President and CEO, DAM Corporation (incumbent)  Apr. 2011 Director, President and CEO, Digital Arts America, Inc. (incumbent)  June 2012 Director, Digital Arts Investment, Inc.  May 2013 Representative Director, President and CEO, Polkast Japan LLC  Oct. 2013 Representative Director, President and CEO, DA Corporation (incumbent)  Oct. 2013 Representative Director, President and CEO, DM Corporation (incumbent)  Apr. 2014 Director, President and CEO, FinalCode, Inc.  Nov. 2015 Director, Digital Arts Asia Pacific Pte. Ltd. (incumbent)  Sep. 2016 Director, Digital Arts Europe Limited (incumbent)</p>	2,256,457 shares
<p>Reasons for selection as a candidate:  For many years since the founding of the Company, Toshio Dogu has taken command of the Group's overall management as President and he continues to play an instrumental role in the growth of the Group as a whole by strengthening the Group's revenue base through the establishment of business models and developing innovations in Group management to create synergy. Based on his deep insight into management, his track record, and his advanced skills, the Company believes that Mr. Dogu can continue contributing to the enhancement of the Group's corporate value in the medium and long term and sustainable development in the future and has, therefore, designated him as a candidate for Director again.</p>			

No.	Name (Date of Birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of the Company shares owned
2	<div>Re-election</div> <p><b>Takuya Matsumoto</b> (Nov. 4, 1976)</p>	<p>Apr. 1999 Joined COMAS Co., Ltd.  Apr. 2003 Joined Digital Arts Inc., Development  Apr. 2014 Associate General Manager-Development  Oct. 2016 General Manager-Development  June 2017 Director, General Manager-Development  Dec. 2017 Director, General Manager-Development, General Manager-New Product Development  Apr. 2018 Director, General Manager-Development (incumbent)</p>	3,390 shares
<p>Reasons for selection as a candidate:  As a developer, Takuya Matsumoto has engaged in a number of the Company's mainstay products and led new product development, thereby accelerating the Company's business growth and innovation and supporting the Group's growth as a senior manager of its development operations. Based on his track record, experience, and advanced specialization, the Company believes that Mr. Matsumoto can contribute to the further enhancement of corporate value and has, therefore, designated him as a candidate for Director again.</p>			

(Note) 1. None of the above candidates have any special interest in the Company.

2. The number of the Company shares owned represents figures as of March 31, 2025.

3. The number of the Company shares owned includes the number of equities held by the Shareholding Association made up of Directors.

## Election of One (1) Director who is an Audit and Supervisory Board Members

The term of office of Ms. Chise Kuwayama, who is a director serving as an Audit and Supervisory Board member, will expire at the conclusion of this Meeting. Therefore, the Company asked for One (1) Director, who serve as an Audit and Supervisory Board member, to be appointed. The submission of this proposal at this Meeting was approved by the Audit and Supervisory Board.

The candidate is as follows:

Name (Date of Birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of the Company shares owned
<div>Re-election</div> <p><b>Chise Kuwayama</b> (May 2, 1971)</p>	<p>Apr. 1995 Nov. 2004 Mar. 2015 Mar. 2021 June 2021 June 2022</p> <p>Joined Dai-ichi Mutual Life Insurance Company (currently, The Dai-ichi Life Insurance Co., Ltd.) Joined Tohmatsu &amp; Co. (currently, Deloitte Touche Tohmatsu LLC) Outside Standing Audit and Supervisory Board Member, Ceres Inc. Outside Director (Full-time Audit and Supervisory Board Member), Ceres Inc. Outside Director (Audit and Supervisory Board Member), Digital Arts Inc. (incumbent) Outside Standing Audit &amp; Supervisory Board Member, Sony Network Communications Smart Platform, Inc. (currently, MEEQ Inc.) (incumbent)</p>	390 shares
<p>Reasons for selection as a candidate and expected role:</p> <p>As a certified public accountant, Chise Kuwayama has expertise in financial affairs and accounting, and also has knowledge gained from serving as an outside auditor and audit and supervisory committee member for multiple publicly listed companies. Based on her extensive experience and insight, the Company expects that she will audit and oversee the performance of the duties of Directors from a fair and objective standpoint in order to give advice on management policies and strategies and ensure the validity and appropriateness of decisions made by the management. For this reason, the Company has designated her as a candidate for an Outside Director serving as an Audit and Supervisory Board member.</p>		

(Note) 1. This candidate has no special interest in the Company.

- Ms. Chise Kuwayama is candidates for Outside Directors.
- The Company has executed a contract with Ms. Chise Kuwayama on the limitation of liability for damages as provided for under the provisions of Paragraph 1, Article 423 of the Companies Act according to the provisions of Paragraph 1, Article 427 thereof. The maximum amount of liability based on this agreement shall be the minimum amount stipulated in Paragraph 1, Article 425 of the Companies Act, and if the appointment of Ms. Chise Kuwayama is approved, the Company intends to continue the aforementioned agreement with her.
- Ms. Chise Kuwayama is currently Outside Directors serving as Audit and Supervisory Board member, whose term of office will be four years at the conclusion of the upcoming Shareholders' Meeting.
- The Company has notified the Tokyo Stock Exchange, Inc. of Ms. Chise Kuwayama as independent director. When she is reappointed, she will continue to serve as an independent director.
- The Number of the Company shares owned is the number of shares held as of March 31, 2025.
- The Number of the Company shares owned includes the number of equities held by the Shareholding Association of the Company's Executives.

End

## (Reference) Skills matrix of Directors after this Annual Shareholders' Meeting

The Company appoints human resources having rich experience, broad insight, and advanced specialization as Directors to supervise decision making and business management appropriately and at a higher level and to achieve a continuous increase in corporate value. In addition, the Company is improving the function of supervising management, including the performance of duties and monitoring, by establishing a structure with overall balance, while also considering diversity, after defining the knowledge and experience deemed important in deliberations and decision making at meetings of the Board of Directors.

	Name	Positions and responsibilities in the Company			Independent officer	Nomination and Remuneration Advisory Committee	Knowledge, experience, and abilities particularly expected by the Company						
							Corporate management	Product development Innovation	Human resources development Personnel strategy	Business Experience in the Industry	Finance Accounting	Legal affairs Compliance Risk management	ESG Sustainability
1	Toshio Dogu	Representative Director				● (Chair)	○	○	○	○	○	○	
2	Takuya Matsumoto	Director						○	○	○			
3	Hidekazu Kubokawa	Director	Audit and Supervisory Board Member	External	●	●	○			○	○	○	○
4	Masataka Uesugi	Director	Audit and Supervisory Board Member	External	●	●	○			○		○	○
5	Chise Kuwayama	Director	Audit and Supervisory Board Member	External	●	●				○	○	○	○

Note: This table does not cover all of the knowledge, experience and skills of the Directors.