

Note : This document is the English translation of Notice of the 44th Ordinary General Meeting of Shareholders and is provided solely for reference purposes. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities code: 3677

December 7, 2023

(Commencement date of measures for electronic provision: November 30, 2023)

Dear Shareholders,

1-7-3 Kachidoki, Chuo-ku, Tokyo

SYSTEM INFORMATION CO., LTD.

President and Representative Director **Takashi Suzuki**

Notice of the 44th Ordinary General Meeting of Shareholders

Thank you very much for your continued support.

We hereby notify you of the 44th Ordinary General Meeting of Shareholders of SYSTEM INFORMATION CO., LTD. (“the Company”), as detailed below.

In convening the General Meeting of Shareholders, the Company has taken measures for providing the information contained in the Reference Documents for the General Meeting of Shareholders (Matters Subject to Measures for Electronic Provision) electronically. Such information is posted on the Company’s website on the Internet, as below.

The Company’s website
<https://www.sysj.co.jp/ir/ir#ir>



In addition to the above, the information is also posted on the following website of the Tokyo Stock Exchange (TSE). Please access the website of TSE, search for the Company by entering “System Information” in the “Issue name (company name)” field or our securities code “3677” in the “Code” field, select “Basic information” > “Documents for public inspection/PR information,” and see the “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” field in “Filed information available for public inspection.”

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



In addition to the above websites, the Matters Subject to Measures for Electronic Provision are also posted on the website of PRONEXUS Inc. Please visit the website of PRONEXUS Inc. below to view them.

PRONEXUS’s website
<https://d.sokai.jp/3677/teiji/>



In lieu of attending the meeting, you may exercise your voting rights by either of the following methods. Please exercise your voting rights after reviewing the Reference Documents for the General Meeting of Shareholders.

[Exercising voting rights in writing]

Please indicate your vote for or against each proposal on the voting form and return it so that it arrives by 6:00 p.m. on Thursday, December 21, 2023.

[Exercising voting rights via the Internet]

Please access the website for exercising voting rights designated by the Company (<https://www.web54.net>) and follow the instructions shown on the screen to submit your vote for or against each proposal by 6:00 p.m. on Thursday, December 21, 2023.

For exercising voting rights via the Internet, please refer to the “Guidance on the Exercise of Voting Rights via the Internet” on page 5.

- © The amendment to the Companies Act provides that, in principle, the Matters Subject to Measures for Electronic Provision shall be reviewed by accessing the websites shown above, and paper-based documents shall be delivered only to shareholders who requested the delivery of such paper-based documents by the record date. For this General Meeting of Shareholders, however, the Company will deliver paper-based documents stating the Matters Subject to Measures for Electronic Provision to all shareholders, regardless of whether they have requested the delivery of paper-based documents.
- © If there is a revision to the Matters Subject to Measures for Electronic Provision, the Company will post a notice to that effect, the content prior to the revision and the content following the revision on each website.
- © Shareholders who attend the General Meeting of Shareholders will not be provided any souvenirs, refreshments before the commencement of the meeting, food and beverages after the conclusion of the meeting, or the like.

Notice

1. **Date and time** 10:00 a.m. on Friday, December 22, 2023 (Doors open at 9:30)
 2. **Venue** 5-15-8 Ginza, Chuo-ku, Tokyo
Jiji Press Hall (second floor of Jiji Press Building)
 3. **Purpose of the General Meeting of Shareholders**
 1. **Matters to be reported** Report on the Content of the Business Report, the Content of the Consolidated Financial Statements, and the Results of the Audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee for the 44th Period (from October 1, 2022, to September 30, 2023)
 2. Report on the Content of the Non-consolidated Financial Statements for the 44th Period (from October 1, 2022, to September 30, 2023)
- Matters to be resolved**
1. **Proposal** Election of Four (4) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Matters Relating to Exercise of Voting Rights

You can exercise your voting rights in the following three ways.

When attending the meeting in person



Please submit the enclosed Voting Rights Exercise Form to the receptionist at the meeting.

Date and Time 10:00 a.m. (Reception starts at 9:30 a.m.)
on Friday, December 22, 2023

Exercising Voting Rights in Writing (by Mail)



Please indicate your vote “for” or “against” the proposals on the enclosed Voting Rights Exercise Form and post it without a stamp. If there is no indication of approval or disapproval of a proposal on the Voting Rights Exercise Form, it shall be treated as if the intention of approval was expressed.

Deadline To be received by 6:00 p.m. on Thursday, December 21, 2023

Exercising Voting Rights via the Internet



Please access the voting website (<https://www.web54.net>) from your computer or smartphone, enter the “Voting Rights Exercise Code” and “Password” indicated on the enclosed Voting Rights Exercise Form, and follow the instructions on the screen to vote “for” or “against” the proposals.

Deadline To be entered by 6:00 p.m. on Thursday, December 21, 2023

- ① Please note that you will be asked to change your password on the voting website in order to prevent unauthorized access (“spoofing”) and falsification of votes by persons other than shareholders.
- ② A new “Voting Rights Exercise Code” and “Password” will be provided each time a General Meeting of Shareholders is convened.
- ③ Any costs incurred in accessing the website for exercising voting rights (Internet connection fees, telephone charges, etc.) shall be borne by the shareholder. When mobile phones are used, packet communication fees and other mobile phone usage fees are also borne by shareholders.

※ In the event of multiple exercised voting rights via the Internet by a shareholder, the last exercised voting rights shall prevail.

※ In the event that any shareholder exercises voting rights in writing (by mail) and via the Internet, the exercised voting rights via the Internet shall prevail.

Instructions for Exercising Voting Rights via the Internet

If you exercise your voting rights via the Internet, please access the voting website designated by the Company from a computer or smartphone and follow the instructions on the screen.

Voting website

<https://www.web54.net>



It is also possible to read the two-dimensional code on the upper right using a smartphone with a barcode reading function and connect to the voting website. For details on the operation procedures, please refer to the instruction manual of your smartphone.

Voting deadline : To be entered by 6:00 p.m.
on Thursday, December 21, 2023

1 Please access the voting website

2 Please enter the "Voting Rights Exercise Code" provided on the Voting Rights Exercise Form

3 Please enter the "Password" provided on the Voting Rights Exercise Form



• Click "Next"



• Enter "Voting Rights Exercise Code"
• Click "Login"



• Enter "Password"
• Please set a new password to use actually
• Click "Registration"

※The operation screen is an image

Please follow the instructions on the screen to vote "for" or "against" the proposals thereafter

Inquiries on Exercising Voting Rights via the Internet

Stock Transfer Agency Web support,
Sumitomo Mitsui Trust Bank, Limited
Direct line 0120-652-031 (Toll free within Japan)

(Operating hours 9 : 00 a.m. to 9 : 00 p.m.)

Reference Documents for the General Meeting of Shareholders


Proposal Election of Four (4) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)


The terms of office of all four (4) Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies hereinafter in this proposal) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of four (4) Directors.


Regarding this proposal, the Audit and Supervisory Committee has expressed its opinion that all the candidates are qualified to serve as Directors of the Company.

The candidates for Director are as follows.

Candidate No.	Name (Date of birth)	Career summary, and positions and responsibilities at the Company (Status of significant concurrent positions)	Number of shares of the Company owned
1	 Takashi Suzuki (February 18, 1948)	Apr. 1970 Joined Nippon Telegraph and Telephone Public Corporation (current Nippon Telegraph and Telephone Corporation) July 1988 President, Hokuriku branch of NTT DATA Japan Corporation Feb. 1999 Marketing Manager, SCAW Business Promotion Headquarters of NTT DATA Japan Corporation Apr. 2000 Sales Manager, Nippon Steel Information and Communication Systems Inc. Apr. 2001 Director, Software Products Division of NS Solutions Corporation Sep. 2003 Joined the Company Nov. 2003 Director of the Company Nov. 2004 Managing Director of the Company Oct. 2005 Senior Managing Director of the Company Dec. 2011 Vice President of the Company Apr. 2014 President and Representative Director of the Company (current position)	1,332,071 shares
<p>[Reasons for appointment]</p> <p>As President and Representative Director, Mr. Takashi Suzuki has strong leadership skills, having supervised the Group as a whole and promoted the expansion of synergies within the Group. The Company intends to continuously promote the business of the Group as a whole by appointing him to lead the decision-making of the Board of Directors, etc. by utilizing his experience and knowledge mentioned above, and has determined that he is suitable for the role of supervising business execution. The Company, therefore, requests his re-election as a Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and positions and responsibilities at the Company (Status of significant concurrent positions)	Number of shares of the Company owned
2	 Katsumasa Ishikawa (January 16, 1959)	<p>Apr. 1981 Joined Nippon Telegraph and Telephone Public Corporation (current Nippon Telegraph and Telephone Corporation)</p> <p>June 2011 Senior Vice President, Head of Fourth Financial Sector of NTT DATA Japan Corporation</p> <p>June 2013 Senior Vice President, Head of First Enterprise Sector of NTT DATA Japan Corporation</p> <p>July 2015 Senior Vice President, Head of Telecom and Utility of NTT DATA Japan Corporation</p> <p>June 2016 Director of NJK Corporation (current NTT DATA NJK Corporation)</p> <p>Aug. 2016 President of NJK Corporation</p> <p>June 2021 Senior Corporate Officer of the Company</p> <p>Oct. 2021 Senior Corporate Officer and General Manager, Business General Headquarters of the Company</p> <p>Dec. 2021 Director, Senior Managing Officer and General Manager, Business General Headquarters of the Company</p> <p>Oct. 2022 Director, Senior Managing Officer and General Manager, System Integration Headquarters of the Company (current position)</p>	13,875 shares
<p>[Reasons for appointment] Mr. Katsumasa Ishikawa has a wealth of experience, a strong track record and great insight as a manager of companies in the software development industry, as well as companies in the field of software development technology. The Company has determined that he is suitable for the role of drawing up the growth story of the business division by utilizing such experience and insight. The Company, therefore, requests his re-election as a Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and positions and responsibilities at the Company (Status of significant concurrent positions)	Number of shares of the Company owned
3	 <p data-bbox="359 869 553 922">Hayato Kono (September 25, 1970)</p>	<p data-bbox="582 472 1160 1064"> Apr. 1991 Joined Japan Metals & Chemicals Co., Ltd. Nov. 1999 Transferred to Aiko Technology Co., Ltd. June 2003 Joined Eil solution Co., Ltd. May 2005 Joined the Company Apr. 2014 Corporate Officer and General Manager, Sales Headquarters of the Company Dec. 2016 Director and General Manager, Sales Headquarters of the Company Dec. 2021 Director, Senior Corporate Officer and General Manager, Sales Headquarters of the Company Oct. 2022 Director, Senior Corporate Officer and General Manager, Digital Solutions Headquarters, and General Manager, Sales Planning Headquarters of the Company Oct. 2023 Director, Senior Corporate Officer and General Manager, Digital Solutions Headquarters of the Company (current position) </p>	44,356 shares
<p data-bbox="343 1081 1345 1240"> [Reasons for appointment] Mr. Hayato Kono has led the business and sales divisions of the Company for many years and has extensive business experience and deep insight into the Company's business. The Company has determined that he will contribute to the sustainable growth of the Group by promoting internal growth in line with the Medium-term Management Plan, utilizing his experience and insight. The Company, therefore, requests his re-election as a Director. </p>			

4	 Kota Masuda (December 16, 1977)	Apr. 2001 Joined NSD Co.,Ltd. May 2007 Joined the Company Apr. 2014 Corporate Officer and General Manager, Business Headquarters of the Company Oct. 2016 Corporate Officer and General Manager, Solution Headquarters of the Company Dec. 2016 Director and General Manager, Solution Headquarters of the Company Oct. 2021 Director and General Manager, DX Technology Headquarters of the Company Dec. 2021 Director, Senior Corporate Officer and General Manager, DX Technology Headquarters of the Company Oct. 2022 Director, Senior Corporate Officer and General Manager, DX Technology Headquarters, and General Manager, Corporate Planning Headquarters of the Company Oct. 2023 Director and Senior Corporate Officer (in charge of DX Technology Headquarters and Corporate Planning Headquarters) of the Company (current position)	36,356 shares
	<p>[Reasons for appointment]</p> <p>Mr. Kota Masuda has led the technology division of the Company for many years and has a wealth of experience and a strong track record in system development projects and DX technology development. The Company has determined that the human capital and intangible assets of the Group can be maximized through his supervision of both the creative division and the corporate division. The Company, therefore, requests his re-election as a Director.</p>		

- (Note)
- 1 There is no special interest between any candidate for Director and the Company.
 - 2 The number of shares of the Company held by each candidate for Director includes shares held via the System Information Officers Shareholding Association.
 - 3 The Company has concluded directors and officers liability insurance agreements as prescribed in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to indemnify the insured against damages (excluding those that fall under the grounds for exemption specified in the insurance agreements), etc. in the event that the insured is liable for damages arising from the performance of duties. The candidates for Director pertaining to this proposal will be included among the insured under those insurance agreements. The Company also plans to renew the insurance agreements with the same content upon the next renewal.