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Securities Code: 9470

December 6, 2023

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

To our shareholders:

Hiroaki Miyahara,
President, Representative Director
Gakken Holdings Co., Ltd.
2-11-8 Nishigotanda, Shinagawa-ku,
Tokyo

Notice of the 78th Annual General Meeting of Shareholders

We are pleased to announce the 78th Annual General Meeting of Shareholders of Gakken Holdings Co., Ltd. (the “Company”), which will be held as indicated below.

In convening this General Meeting of Shareholders, the Company has taken measures to provide information in electronic format. Accordingly, matters subject to the measures for electronic provision are posted on the following websites as the “Notice of the 78th Annual General Meeting of Shareholders” and “Other Matters Subject to Measures for Electronic Provision (Matters Omitted from the Delivered Paper Copy) for the 78th Annual General Meeting of Shareholders.” Please access either of the websites and check the materials.

Company website	https://ir.gakken.co.jp/en/ir/stock/meeting.html
TSE website (Listed Company Search)	https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Shohow Please access the TSE website above, enter “Gakken Holdings” in the “Issue name (company name)” field or enter Gakken Holdings’ securities code, 9470, in the “Code” field, for information search. Select “Basic information” and then “Documents for public inspection/PR information.” The documents will be available from the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under the “Filed information available for public inspection.”

If you wish to attend the meeting in person, please refer to the following information and register in advance. If you do not plan to attend it, you can exercise your voting rights via the Internet or in writing. Please exercise your voting rights by **5:00 p.m. on Thursday, December 21, 2023, Japan time.**

1. **Date and Time:** Friday, December 22, 2023, at 10:00 a.m. (JST)
2. **Venue:** Meeting Room “Maioji” on the second floor
HOTEL GAJOEN TOKYO
1 chome-8-1 Shimomeguro Meguro-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. Report on the business report, the consolidated financial statements and the audit results of the consolidated financial statements by the Accounting Auditors and the Audit & Supervisory Board for the 78th fiscal year (from October 1, 2022 to September 30, 2023)
2. Report on the non-consolidated financial statements for the 78th fiscal year (from October 1, 2022 to September 30, 2023)

Matters to be resolved:

Proposal No. 1 Election of Twelve (12) Directors

Proposal No. 2 Election of One (1) Audit & Supervisory Board Member

- If any revisions are made to the information that has been provided electronically, the revised content will be posted on the websites given above.
- Among the matters to be provided electronically, the following matters are not included in the paper copy delivered to shareholders based on the provisions of laws and regulations and Article 16, Paragraph 2 of the Company’s Articles of Incorporation. These documents are part of the documents audited by Audit & Supervisory Board Members and the Accounting Auditors in preparing their respective audit reports.
 - “Matters Concerning Share Options” and “System to Ensure Appropriate Operations” in the business report.
 - “Consolidated Statements of Changes in Equity” and “Notes to the Consolidated Financial Statements” in the consolidated financial statements
 - “Non-consolidated Statements of Changes in Equity” and “Notes to the Non-consolidated Financial Statements” in the non-consolidated financial statements