

Cover

Documents submitted	Extraordinary Report
Submitted to	Director-General of the Kanto Local Finance Bureau
Submission date	December 28, 2023
Company name	Kabushiki-Kaisha Amvis Holdings
English name	Amvis Holdings, Inc.
Name and title of representative	Keiichi Shibahara, Representative Director and CEO
Location of the head office	1-6-1 Kyobashi, Chuo-ku, Tokyo, Japan
Phone number	+81-3-6262-5105
Administrative contact	Shingo Yamaguchi, Director
The nearest point of contact	1-6-1 Kyobashi, Chuo-ku, Tokyo, Japan
Phone number	+81-3-6262-5105
Name of the administrative contact person	Shingo Yamaguchi, Director
The location where information is available for public inspection	Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabuto-cho, Chuo-ku, Tokyo, Japan)

1. Reason for Submitting

Amvis Holdings, Inc. submits this extraordinary report in accordance with the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act, and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc. because the matters below were resolved at the 7th Ordinary General Meeting of Shareholders held on December 22, 2023.

2. Description of Report

(1) Date of the Ordinary General Meeting of Shareholders: December 22, 2023

(2) Details of matters resolved

Proposal No. 1: Appropriation of Surplus

- (a) Matters concerning the allocation of dividend property to shareholders and the total amount
3 yen per share of common shares of the Company
Total amount 294,097,332 yen

- (b) Effective date of the dividends from surplus
December 25, 2023

Proposal No. 2: Election of Five (5) Directors

Messrs. Keiichi Shibahara, Shingo Yamaguchi, Nobutaka Ushigome, Tsuyoshi Yamada and Norie Honda were elected as directors.

Proposal No. 3: Revision of the Maximum Amount of Compensation for Directors

The Company proposes to revise the total amount of compensation for directors to 250 million yen (including up to 50 million yen for outside directors) per year.

Proposal No. 4: Determination of Compensation for Directors for the Purpose of Granting Restricted Shares to Directors

The Company proposes to grant restricted shares to directors excluding outside directors, separating from the amount of compensation in proposal No. 3 (Revision of the Maximum Amount of Compensation for Directors). The total number of common shares of the Company to be allocated to the eligible directors shall not exceed 50,000 shares per year, and the total amount of such compensation shall not exceed 150 million yen per year.

(3) The number of affirmative and negative votes and the number of abstentions to the above matters, the requirements for approval and the resolution results

Matters resolved		Number of affirmative votes	Number of negative votes	Number of abstentions	Requirements for approval	Resolution results	
						Approval ratio (%)	Approved/ Disapproved
Proposal No. 1: Appropriation of Surplus		903,406	2,509	0	(Note) 1	99.72	Approved
Proposal No. 2: Election of Five (5) Directors	Keiichi Shibahara	900,513	5,402	0	(Note) 2	99.40	Approved
	Shingo Yamaguchi	901,818	4,097	0		99.55	Approved
	Nobutaka Ushigome	892,977	12,935	0		98.57	Approved
	Tsuyoshi Yamada	901,898	4,017	0		99.56	Approved
	Norie Honda	903,527	2,388	0		99.74	Approved
Proposal No. 3: Revision of the Maximum Amount of Compensation for Directors		902,807	2,650	458	(Note) 1	99.66	Approved
Proposal No. 4: Determination of Compensation for Directors for the Purpose of Granting Restricted Shares to Directors		901,324	4,506	85	(Note) 1	99.49	Approved

(Notes) 1. A majority of the affirmative voting rights of shareholders present at the meeting is required.

2. The presence of shareholders accounting for one-third or more of the voting rights of shareholders entitled to exercise voting rights at the meeting, and affirmative vote of majority of the voting rights of the shareholders present at the meeting are required.

(4) Reason for not including some voting rights of shareholders present at the Ordinary General Meeting of Shareholders in the total number of voting rights

As the sum of the number of voting rights exercised up to the day prior to the meeting and the number of voting rights of the portion of shareholders present at the meeting whose intentions of affirmative, negative or abstentions for all matter were confirmed revealed that requirements for approval were met. As a result, since the matters were resolved in accordance with the Companies Act, the number of voting rights of the portion of shareholders present at the meeting whose intentions of affirmative, negative or abstentions were not confirmed were not included.