

June 27, 2019

Dear Shareholders,

1-30-8 Sendagaya, Shibuya-ku, Tokyo

Prospect Co., Ltd.

Representative Director, President Masato Tabata

Notice of Convening the 118th Annual General Meeting of Shareholders

Thank you very much for your continuous support.

We would like to report the following resolutions, which were made at today's 118th Annual General Meeting of Shareholders.

Sincerely

Note

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| Proposition No. 1 | Partial Amendment of the Articles of Incorporation (1)
This proposition was approved as proposed, and the Articles of Incorporation was changed in relation to the Company will transition to a company with an Audit and Supervisory Committee. |
| Proposition No. 2 | Partial Amendment of the Articles of Incorporation (2)
This proposition was approved as proposed, and the Articles of Incorporation was changed in relation to the accounting auditor. |
| Proposition No. 3 | Partial Amendment of the Articles of Incorporation (3)
This proposition was approved as proposed, and the Articles of Incorporation was changed in relation to the change in the total number of shares authorized to be issued. |
| Proposition No. 4 | Reduction in the amount of capital reserve and reserve for retained earnings and distribution of surplus
This proposition was approved as proposed. |
| Proposition No. 5 | Appointment of four (4) Directors (except for Directors who are Audit and Supervisory Committee Members)
This proposition was approved as proposed. Masato Tabata, Mitsuharu Iida, Dominic Henderson, and Thomas R. Zengage were appointed and assumed office respectively. |

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- Proposition No. 6** Appointment of four (4) Directors who are Audit and Supervisory Committee Members
This proposition was approved as proposed. Akio Tsukishima, Yuki Ichikawa, Hitoshi Matsufuji, and Tomonori Utsumi were appointed and assumed office respectively.
- Proposition No. 7** Establishment of compensation for Directors (except for Directors who are Audit and Supervisory Committee Members)
This proposition was approved as proposed. The annual compensation limit was set to 230 million yen (including the compensation for outside directors within 12 million yen).
- Proposition No. 8** Establishment of compensation for Directors who are Audit and Supervisory Committee Members
This proposition was approved as proposed, and the total annual compensation limit was set to 28 million yen.
- Proposition No. 9** Appointment of Accounting Auditor
This proposition was approved as proposed, and Yotsuya Audit Corporation was appointed as Accounting Auditor.
- Proposition No. 10** Granting Retirement Benefits to Resigning Directors
This proposition was approved as proposed, granting retirement benefits of 132,444,001 yen to resigning directors.

End

At the Board of Directors meeting held after the Annual General Meeting of Shareholders, Masato Tabata was re-elected and assumed office as President and Representative Director.