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Securities code: 3623
March 9, 2026
Start date of measures for electronic provision: March 2, 2026

To Shareholders with Voting Rights:

Akihiro Ishizuka
President and Representative Director
Billing System Corporation
1-2-2 Uchisaiwaicho, Chiyoda-ku,
Tokyo, Japan

NOTICE OF THE 26TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 26th Annual General Meeting of Shareholders of Billing System Corporation (the "Company") will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures to electronically provide the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (Matters for Electronic Provision), and these are posted on the Company's website as "Notice of the 26th Annual General Meeting of Shareholders." Please visit the Company's website below to check this information.

The Company's website: https://www.billingsystem.co.jp/ir/library/StockholderMtg/ (in Japanese)

In addition to the website shown above, Matters for Electronic Provision are also posted on the website of Tokyo Stock Exchange, Inc. (TSE). Please visit TSE website below (Listed Company Search), enter either "Billing System Corporation" in the "Issue name (company name)" field or "3623" in the "Code" field, click "Search," and then select "Basic information," followed by "Documents for public inspection/PR information" in order to view the information provided.

TSE website (Listed Company Search):
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

In lieu of attending the meeting in person, you can exercise your voting rights via the internet or in writing (by postal mail). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

1. Date and Time: Tuesday, March 24, 2026 at 1:00 p.m. Japan time

2. Place: Hibiya Kokusai Building Conference Square, Room 8D
Hibiya Kokusai Building, 8th Floor
2-2-3 Uchisaiwaicho, Chiyoda-ku, Tokyo, Japan

3. Meeting Agenda:

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the Company's 26th Fiscal Year (January 1, 2025–December 31, 2025) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Auditors
2. Non-Consolidated Financial Statements for the Company's 26th Fiscal Year (January 1, 2025–December 31, 2025)

Matters to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Determination of Remuneration under the Restricted Stock Remuneration Plan for Directors of the Company (excluding External Directors and Non-Executive Directors)

- Pursuant to the provisions of laws and regulations and Article 16 of the Articles of Incorporation of the Company, the document sent to shareholders who have requested to receive the document does not include "Basic Policy on Control of the Company" in the Business Report, "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements, and "Notes to Non-Consolidated Financial Statements" in the Non-Consolidated Financial Statements. Therefore, the documents we are sending you are only a part of the items audited by the Auditors and the Accounting Auditor in preparing their audit reports.

- When attending the General Meeting of Shareholders in person, you are kindly requested to submit the enclosed form for exercise of voting rights at the reception desk.

- In the event of a change in the Matters for Electronic Provision, the Company will post a notice on its website and the Tokyo Stock Exchange website, together with a description of the matters before and after the change.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The Company recognizes that returning profits to shareholders is one of the most important matters in its management. Distribution of profits is made with consideration of the Company's business performance and financial condition, as well as the need to increase internal reserves to prepare for the future. Our basic policy is to provide shareholders with stable returns linked to business performance.

Based on the above, we propose the payment of a year-end dividend for the current fiscal year as follows, taking into consideration our business results for the current fiscal year and future business development.

Matters related to year-end dividends:

(1) Type of dividend property:
Cash

(2) Allotment of dividend property and the total amount thereof:
Amount per common share of the Company: ¥25.80
Total amount: ¥162,266,004

(3) Effective date of distribution of surplus:
March 25, 2026

Proposal 2: Determination of Remuneration under the Restricted Stock Remuneration Plan for Directors of the Company (excluding External Directors and Non-Executive Directors)

Monetary remuneration for Directors of the Company was approved to be within ¥150 million annually at the 8th Annual General Meeting of Shareholders held on March 26, 2008.

The Company has decided to review the current remuneration system for Officers. For the purpose of providing incentives to sustainably enhance the Company's corporate value, as well as promoting initiatives toward improving medium-to-long-term corporate value and furthering value sharing with shareholders, the Company seeks approval for the adoption of a Restricted Stock Remuneration Plan, separate from the existing remuneration framework, for Directors of the Company (excluding External Directors and Non-Executive Directors; hereinafter referred to as "Eligible Directors").

Based on this Proposal, remuneration granting restricted stock to Eligible Directors shall be paid in the form of monetary compensation claims against the Company, and the total amount of such monetary compensation claims to be paid to Eligible Directors under this Plan shall be within ¥30 million annually. Furthermore, based on a resolution by the Board of Directors, the Eligible Directors shall contribute the full amount of the monetary compensation claims granted by the Company under this Plan as contributions in kind and, in return, receive the issuance or disposal of the Company's common stock. The total number of shares of the Company's common stock to be issued or disposed of under the Plan shall not exceed 25,000 shares annually (however, if a stock split of the Company's common stock, including a gratuitous allotment of the Company's common stock, or a reverse stock split is conducted with an effective date set for a day after the resolution of the General Meeting of Shareholders, the total number will be adjusted on and after the effective date in a reasonable manner according to the split or reverse split ratio, as necessary).

The amount per share to be paid to Eligible Directors shall be calculated based on the closing price of the Company's common stock on the Tokyo Stock Exchange on the business day preceding the date of each Board of Directors resolution (or, if no trading occurred on that day, the closing price on the immediately preceding trading day). The price shall be determined by the Board of Directors and set within a range that is not deemed particularly advantageous to the Eligible Directors.

As of the day of this General Meeting of Shareholders, the number of Eligible Directors under this Plan is three. The specific timing and distribution of payments to each Eligible Director will be determined by the Board of Directors.

This Plan, as described above, is to provide incentive to Eligible Directors to sustainably enhance the corporate value of the Company as well as for the purpose of promoting initiatives toward improving medium-to-long-term corporate value and furthering value sharing with shareholders, and as such, we consider the content of this Proposal as reasonable.

[Outline of the Plan]

1. Overview of the Plan

Under the Plan, Eligible Directors shall be paid in the form of monetary compensation claims for the purpose of granting restricted stock. The Eligible Directors shall contribute the monetary compensation claims as contributions in kind and, in return, receive the issuance or disposal of the Company's common stock (hereinafter referred to as "Delivery"). The Delivered stock will be held subject to transfer restrictions for a specified period.

When Delivering the Company's common stock under this Plan, the Company and Eligible Directors shall enter into a restricted stock allocation agreement (hereinafter referred to as the "Allocation Agreement") as described below in "2. Overview of the Details of the Allocation Agreement."

2. Overview of the Details of the Allocation Agreement

(1) Transfer Restriction Period

Eligible Directors may not transfer, create a security interest on, or otherwise dispose of the Company's common stock allotted to them under the Allocation Agreement (hereinafter referred to as "Allotted Shares") during the period from the delivery date of the Allotted Shares through to ceasing to hold a position, as determined in advance by the Board of Directors of the Company, among the positions of officer or employee of the Company or a Company subsidiary (hereinafter referred to as the "Transfer Restriction Period").

(2) Lifting of the Transfer Restrictions

The Company shall lift the transfer restrictions for all of the Allotted Shares upon expiration of the Transfer Restriction Period, on the condition that the Eligible Director continuously holds a position of officer or employee of the Company or a Company subsidiary, as determined in advance by the Company's Board of Directors, from the start of the Transfer Restriction Period through to the day of the first General Meeting of Shareholders of the Company (hereinafter referred to as the "Term of Service").

However, if an Eligible Director of the Company resigns or retires from the position of officer or employee of the Company or a Company subsidiary, as determined in advance by the Company's Board of Directors, before the expiration of the Term of Service for reasons deemed valid by the Company's Board of Directors, or due to death, the number of Allotted Shares for which transfer restrictions are lifted shall be reasonably adjusted, as necessary.

(3) Acquisition of Allotted Shares without Consideration

If an Eligible Director ceases to hold their position of officer or employee of the Company or a Company subsidiary, as determined in advance by the Company's Board of Directors, before the expiration of the Term of Service due to death, or for reasons other than those deemed valid by the Company's Board of Directors, the Company shall automatically acquire the Allotted Shares without consideration.

(4) Administration of Shares

To prevent any Eligible Director from transferring, creating a security interest on, or disposing of Allotted Shares during the Transfer Restriction Period, Allotted Shares will be administered in a dedicated account at a financial instruments business operator stipulated by the Company and opened by each Eligible Director during the Transfer Restriction Period.

(5) Treatment in the Event of Organizational Restructuring, etc.

Notwithstanding the provisions of (1) above, if a merger agreement in which the Company will be the absorbed company, a share exchange agreement or a share transfer plan in which the Company will become a wholly owned subsidiary, or any other matter related to organizational restructuring or the like is approved at the Company's General Meeting of Shareholders (or by the Board of Directors of the Company, where such organizational restructuring or the like does not require approval of the General Meeting of Shareholders of the Company) during the Transfer Restriction Period, the Company shall, by resolution of the Board of Directors of the Company, lift the transfer restrictions for all of the Allotted Shares, prior to the effective date of such organizational restructuring or the like. In the case prescribed above, the Company shall automatically acquire for no consideration the Allotted Shares for which the transfer restrictions have not been lifted immediately upon the lifting of the transfer restrictions.

(6) Other Matters

Other matters concerning the Allocation Agreement shall be determined by the Company's Board of Directors.

The Company has established the policy for determining the content of remuneration of individual Directors by the Board of Directors, with details of this included on Page 14 of the Business Report. Subject to the approval of this Proposal, the Policy will be revised in accordance with this Proposal and the granting of restricted shares under this Proposal will be conducted in a necessary and reasonable manner, in accordance with the revised Policy.