

May 27th, 2022

To Whom It May Concern,

Strategic Capital, Inc.
Tsuyoshi Maruki, President & CEO

Re: The Withdrawal of a part of Shareholder Proposal to
TACHI-S CO., LTD. (TSE Code 7239)

INTERTRUST TRUSTEES (CAYMAN) LIMITED SOLELY IN ITS CAPACITY AS TRUSTEE OF JAPAN-UP (hereinafter referred to as the "Fund") and Strategic Capital, Inc. (hereinafter referred to as the "Strategic Capital") notified TACHI-S CO., LTD..(hereinafter referred to as "TACHI-S") of our execution of the shareholders' right to make a proposal at the annual shareholder meeting held in the coming June by the documents dated April 22nd, 2022.

The Fund and Strategic Capital, however, are pleased to announce that we are withdrawing part of our proposal regarding "Revision of the provisions of articles with regard to cancellation of treasury stock" and "Cancellation of treasury stock" at the annual shareholder meeting in consideration of the following.

- On May 13th, 2022, TACHI-S released a "Notice Regarding Receipt of Shareholder Proposal and the Opinions of the Board of Directors" ([Japanese only](#)) in which it states the treasury stocks held are effectively only 1.79% of the total shares outstanding after taking into account stock-based compensation to officers and employees. Although TACHI-S did not disclose the specific usage for the treasury stock, we have concluded the amount is not excessive and there is no longer a need to request the cancellation of the treasury stock through a shareholder proposal.
- Therefore, we have decided to withdraw the above-mentioned proposals from the list of proposals.

Disclaimer

This press release is an abbreviated reference translation of the original announcement in Japanese. In the event of any differences between the original Japanese version and the English translation, the original Japanese version shall prevail.