

# Independent Directors/Auditors (ID/A) Notification Form

## 1. Basic information

Company Name	Digital Garage, Inc.	Code	4819
Submission Date	2026/6/1	(Scheduled) Revision Date	2026/6/24
Reason for Submitting ID/A Notification	A proposal for the election of Outside Directors will be submitted to the Ordinary General Meeting of Shareholders.		
<input checked="" type="checkbox"/> All persons who satisfy the qualifications of ID/A are designated as ID/As (*1)			

## 2. Information on Independence of ID/As and Outside Officers

#	Name	Outside Director/ Company Auditor	ID/A	Attributes (*2-3)												Details of Change	Consent of the Officer	
				a	b	c	d	e	f	g	h	i	j	k	l			N/A
1	Mitsushi Nishida	Outside Director															Correction/ Change	
2	Masako Ikeda	Outside Director	○													○		Yes
3	Nanako Ishido	Outside Director	○													○		Yes
4	Hidefumi Kawabe	Outside Director															New appointment	
5	Ken Sakamura	Outside Director	○													○	New appointment	Yes
6	Junji Inoue	Outside Director	○													○		Yes
7	Shuma Uchino	Outside Director	○													○		Yes
8	Masahiko Chino	Outside Director	○										○				New appointment	Yes

## 3. Explanation of the Attributes of the ID/As and the Reasons for their Appointment

#	Explanation of the Attributes (*4)	Reasons for Appointment (*5)
1		
2		Although Masako Ikeda has not been involved in corporate management in the past, she has specialist knowledge and a wealth of experience in law as an attorney. Deeming that she will be able to continue contributing to the appropriate oversight and the ensuring of sound business management from both general management and legal perspectives for the Company, in a business environment where the move to DX and digitalization are progressing in each industry, and where related legislation is being formulated in parallel to this, the Company nominated her as a candidate for Outside Director who is not an Audit and Supervisory Committee Member. There is no special interest between the Company and her, and since there is no risk of a conflict of interest with general shareholders, the Company has designated her as an Independent Officer.
3		Deeming that Nanako Ishido possesses deep expertise and experience in the IT and digital fields as an academic expert, and that she will be able to provide appropriate strategic guidance and oversight of management in the business domains of the Company Group, where rapid technological advances are driving significant transformations in business models, the Company nominated her as a candidate for Outside Director who is not an Audit and Supervisory Committee Member. There is no special interest between the Company and her, and since there is no risk of a conflict of interest with general shareholders, the Company has designated her as an Independent Officer.
4		
5		Although Ken Sakamura has not been involved in corporate management in the past other than having served as an outside officer, he has deep expertise and valuable insight as a person with academic experience in fields such as computer science, IoT, and AI. The Company therefore expects him to provide appropriate strategic guidance and oversee management from a broad perspective in the business domains of the Company Group, where technology is rapidly evolving, and nominated him as a candidate for Outside Director who is not an Audit and Supervisory Committee Member. There is no special interest between the Company and him, and since there is no risk of a conflict of interest with general shareholders, the Company has designated him as an Independent Officer.
6		Junji Inoue has a wealth of overseas business experience, experience as CEO and CTO of a global IT company, experience at an IT company in Silicon Valley, and development experience at a Japanese payment systems company, and as Outside Auditor and Outside Director who is an Audit and Supervisory Committee Member of the Company, he has provided us with valuable opinions and suggestions from a global perspective. Deeming that he can continue to provide oversight and advice concerning the business execution of Directors from his specialist perspective, and that he can be expected to contribute to appropriate oversight of business operation of the Company and ensure its sound business management, the Company nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member. There is no special interest between the Company and him, and since there is no risk of a conflict of interest with general shareholders, the Company has designated him as an Independent Officer.

7		Shuma Uchino has extensive experience in corporate management and financial accounting through his career history that includes serving as CFO at a major listed company. Deeming that he can use that insight to provide oversight and advice concerning the business execution of Directors from his specialist perspectives pertaining particularly to management and administration, and that he will continue to contribute to appropriate oversight of business operation of the Company and ensure its sound business management, the Company nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member. There is no special interest between the Company and him, and since there is no risk of a conflict of interest with general shareholders, the Company has designated him as an Independent Officer.
8	Masahiko Chino serves as Co-Managing Partner of KPMG FAS Co., Ltd. and Representative Director of KPMG Consulting Co., Ltd. Although the Company has business relationships with KPMG FAS Co., Ltd. and KPMG Consulting Co., Ltd., the transaction amount accounts is less than 1% of the Company's consolidated revenue. In light of the scale, nature, and other factors of these transactions, the Company judges that there is no risk of a conflict of interest with general shareholders and that they are not material enough to affect his independence.	Masahiko Chino has specialized knowledge of finance and accounting as a certified public accountant, and has extensive experience in business management, having long served in top management positions at consulting firms and other companies. The Company therefore expects him to contribute to appropriate oversight of business operation of the Company and ensuring its sound business management by leveraging his experience and specialized insight, and nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member. There is no special interest between the Company and him, and since there is no risk of a conflict of interest with general shareholders, the Company has designated him as an Independent Officer.

#### 4. Supplementary Explanation

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- \*1 Check the box if all of the outside officers who meet the qualifications for an ID/A have been reported as ID/As.  
Checklist of board member attributes
- \*2
- a. An executive of the listed company or its subsidiary
  - b. A director or accounting advisor who is not an executive of the listed company or its subsidiary. (limited to case of the outside company auditor)
  - c. A director or accounting advisor who is not an executive of the listed company's parent company
  - d. A company auditor of the listed company's parent company (limited to case of the outside company auditor)
  - e. An executive of the listed company's sister company
  - f. An entity or an executive of the entity for which the listed company is a major client
  - g. The listed company's major client or an executive of said client
  - h. A consulting firm, accounting firm, or legal firm which receives a large amount of money or other assets from the company, in addition to their remuneration as an officer
  - i. A major shareholder of the listed company (if the major shareholder is a legal entity, its executive)
  - j. An executive of a client of the listed company (excluding cases falling under f., g. or h.) (applies to outside officer him/herself only)
  - k. An executive of another company that holds cross-outside directorships/auditorships with the listed company (applies to outside officer him/herself only)
  - l. An executive of an entity receiving donations from the listed company (applies to outside officer him/herself only)
- Please note that the above notations of items a through l are a summary of the wording of the items specified in the TSE's regulations.
- \*3 Please use "○" when the outside officer presently falls or has recently fallen under the category; and "△" when they fell under the category in the past.  
Please use "●" when a close relative of the outside officer presently falls or has recently fallen under the category; and "▲" when a close relative of them fell under the category in the past.
- \*4 If any of the item a through l apply, please state to that effect and outline thereof.
- \*5 Please state the reason for the appointment of the ID/A.
- \*6 If a situation arises in which the listed company is unable to secure at least one ID/A and one outside director, this will constitute a violation of the code of corporate conduct under the Securities Listing Regulations. In such case, please contact a Tokyo Stock Exchange listed company representative immediately.