

Note: This document has been translated from a part of the Japanese original for reference purposes only.

(Stock Exchange Code 6200)
December 17, 2021

To Our Shareholders

Takayuki Funahashi
Representative Director, President, and CEO
Insource Co., Ltd.
(Head Office)
Insource Dokanyama Bldg. 4-19-12 Nishi Nippori,
Arakawa-ku. Tokyo

Notice: Resolution of the 19th Ordinary General Meeting of Shareholders

You are hereby notified that the reports and resolutions of the 19th Ordinary General Meeting of Shareholders of Insource Co. Ltd. (the “Company”) were made as described below.

Reports:

1. Business Report and Consolidated Financial Statements and audit results of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee for the Company’s 19th Fiscal Year (October 1, 2020~September 30, 2021)
2. Non-consolidated Financial Statements for the Company’s 19th Fiscal Year (October 1, 2020~September 30, 2021)

The details of the above were reported.

Resolutions:

- Proposal No.1 Disposal of surplus
It was resolved as the proposal, and the year-end dividend was set at 15.5 yen per share.
- Proposal No.2 Partial Amendment to the Articles of Incorporation
It was resolved as the proposal, and details of the change are as follows:

(Underlined parts indicate changes.)

Current Articles of Incorporation	Proposed change
Article 2 (Purpose) The purpose of the Company shall be to engage in the following businesses. 1.-2. (text omitted) (newly established) (newly established) <u>3.-20.</u> (text omitted) (newly established) <u>21.</u> (text omitted)	Article 2 (Purpose) The purpose of the Company shall be to engage in the following businesses. 1.-2. (unchanged) <u>3. Consulting services for sales promotion activities</u> <u>4. Sales promotion and sales agency services for products and services</u> <u>5.-22.</u> (unchanged) <u>23. Investment business</u> <u>24.</u> (unchanged)

- Proposal No.3 Election of eight Directors
It was resolved as the proposal.
Takayuki Funahashi, Kumiko Kawabata, Shigeo Fujimoto, Tetsuya Sawada, Daisuke Kanai, Norio Kambayashi, and Katsuko Hirotoomi were re-appointed and Hidenori Fujioka was newly appointed. Hidenori Fujioka, Norio Kambayashi, and Katsuko Hirotoomi are outside directors.
- Proposal No.4 Election of one Corporate Auditor
It was resolved as the proposal.
Kazuo Iizuka was appointed and assumed office as an outside corporate auditor.
- Proposal No.5 Revision of Remuneration Amount for Directors & Introduction of Restricted Stock Compensation Plan
It was resolved as the proposal.
The annual amount of remuneration for Directors was determined to be 200 million yen or less (including 20 million yen or less for Outside Directors), and the total amount of monetary compensation claims to be paid to the Company's directors (excluding outside directors) as compensation for restricted stock to be no more than 40 million yen per year.

END