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Document for submission:	Extraordinary report
Authority:	Director-General of the Kanto Finance Bureau
Filing date:	May 29, 2026
Company name:	Seven & i Holdings Co., Ltd.
Company name in English:	Seven & i Holdings Co., Ltd.
Name and title of representative:	Stephen Hayes Dacus, Representative Director & President, CEO
Location of head office:	8-8 Nibancho, Chiyoda-ku, Tokyo
Tel number:	(03) 6238-3000 (operator)
Name of contact:	Akira Okamoto, Senior Officer of the Accounting Department
Nearest contact site:	8-8 Nibancho, Chiyoda-ku, Tokyo
Tel number:	(03) 6238-3000 (operator)
Name of contact:	Akira Okamoto, Senior Officer of the Accounting Department
Place for inspection:	Tokyo Stock Exchange, Inc. (2-1 Nihonbashi Kabutocho, Chuo-ku, Tokyo)

1. Reason for submission

As the following resolutions were made at the Company's 21st Annual Shareholders' Meeting held on May 27, 2026, this Company hereby submits this extraordinary report pursuant to the provisions of Article 24-5, paragraph (4) of the Financial Instruments and Exchange Act and Article 19, paragraph (2), item (ix)-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, Etc.

2. Particulars of the report

(1) Date of the shareholders' meeting: May 27, 2026

(2) Contents of the resolution items

Item No. 1: Appropriation of retained earnings

Matters concerning year-end dividends

¥25 per share of the Company's common stock

Item No. 2: Decrease in additional paid-in capital (additional paid-in capital transferred to other capital surplus)

In order to increase the amount available for distribution and prepare for future capital policies, ¥350.0 billion will be withdrawn from the additional paid-in capital and transferred to other capital surplus, in accordance with the provisions of Article 448, Paragraph 1 of the Companies Act.

Item No. 3: Partial amendment of the Articles of Incorporation

1. Reason for amendment

To make it easy for many shareholders to attend, regardless of their address, and to invigorate the shareholders meeting and enhance the efficiency and smoothness of its operations, and also to mitigate risks such as the spread of infectious diseases and the occurrence of major natural disasters, it is proposed that Article 13, Paragraph 2 be added to the Articles of Incorporation to enable shareholders meetings to be held without a designated location.

2. Details of amendments

The proposed amendments are as follows:

(Underlined portions indicate amendments.)

Articles of Incorporation (before amendment)	Articles of Incorporation (after amendment)
Article 13 (Convocation) An annual shareholders meeting of the Company shall be convened in May each year, and extraordinary shareholders meetings shall be convened from time to time as necessary. (Newly established)	Article 13 (Convocation) <u>1. An annual shareholders meeting of the Company shall be convened in May each year, and extraordinary shareholders meetings shall be convened from time to time as necessary.</u> <u>2. The Company may hold a shareholders meeting without a designated location.</u>

Item No. 4: Election of thirteen (13) Directors

The following persons are to be elected as Directors: Junro Ito, Stephen Hayes Dacus, Shigeki Kimura, Tamaki Wakita, Tetsuya Takagi, Fuminao Hachiuma, Yoshiyuki Izawa, Meyumi Yamada, Paul Yonamine, Takashi Sawada, Masaki Akita, Tatsuya Terazawa and Christine Edman.

(Note) The Chinese character of the name of Mr. Yoshiyuki Izawa contains characters other than those available under the provisions of "Notes on special measures for procedures using electronic data processing systems for disclosure" and "Specifications on document files to be submitted" (Planning and Coordination Bureau, Financial Services Agency), and therefore they are substituted by characters that can be used on the electronic disclosure system (EDINET).

Item No. 5: Election of three (3) Audit & Supervisory Board Members

The following persons are to be elected as Audit & Supervisory Board Members: Seiji Oku, Hitoshi Matsumoto and Yukiko Omura.

Item No. 6: Revision of the Amount of Compensation for Directors

This proposal revises the Monetary Compensation Upper Limit to be within ¥2.5 billion per year (of which, no more than ¥0.5 billion per year applies for Outside Directors) from within ¥2.0 billion per year (of which, no more than ¥0.5 billion per year applies for Outside Directors). As was the case before, this does not include the portion of employee salaries paid to Directors who serve concurrently as employees.

Item No. 7: Partial Revision of Stock-Based Compensation Plan for Directors (Excluding Outside Directors)

Item No. 8: Introduction of Stock-Based Compensation Plan for Outside Directors

(3) Number of voting rights for approval/dissent/abstention by expression of intent for the resolution items, requirements for the resolution items to be approved, and results of the resolutions

Resolution items	Approval	Dissent	Abstention	Voting results	
				Approval rate	Result
Item No. 1	19,006,177	22,841	0	99.88%	Approved
Item No. 2	18,995,537	33,499	0	99.82%	Approved
Item No. 3	16,875,429	2,153,575	0	88.68%	Approved
Item No. 4					
Junro Ito	18,133,712	889,044	6,247	95.30%	Approved
Stephen Hayes Dacus	18,524,132	492,152	12,719	97.35%	Approved
Shigeki Kimura	18,684,016	344,994	0	98.19%	Approved
Tamaki Wakita	18,800,080	228,941	0	98.80%	Approved
Tetsuya Takagi	18,871,152	157,866	0	99.17%	Approved
Fuminao Hachiuma	18,585,795	443,220	0	97.67%	Approved
Yoshiyuki Izawa	18,664,516	364,502	0	98.08%	Approved
Meyumi Yamada	18,791,323	237,699	0	98.75%	Approved
Paul Yonamine	18,814,719	214,303	0	98.87%	Approved
Takashi Sawada	18,780,290	248,728	0	98.69%	Approved
Masaki Akita	18,854,250	174,772	0	99.08%	Approved
Tatsuya Terazawa	18,956,264	72,758	0	99.62%	Approved
Christine Edman	18,960,501	68,522	0	99.64%	Approved
Item No. 5					
Seiji Oku	18,886,887	134,547	7,583	99.25%	Approved
Hitoshi Matsumoto	19,002,293	26,726	0	99.86%	Approved
Yukiko Omura	18,999,319	29,700	0	99.84%	Approved
Item No. 6	18,680,149	342,330	6,542	98.17%	Approved
Item No. 7	18,520,259	508,768	0	97.33%	Approved
Item No. 8	18,666,647	362,385	0	98.10%	Approved

Note : The requirements for each resolution item to be approved are as follows:

Item No.1, Item No.2, Item No.6, Item No.7 and Item No.8 to be approved by a majority of voting rights of shareholders in attendance who are entitled to exercise their voting rights.

Item No.3 to be approved by one third or more attendance of shareholders who are entitled to exercise their voting rights and by two thirds or more of voting rights of the shareholders in attendance.

Item No.4 and Item No.5 to be approved by one third or more attendance of shareholders who are entitled to exercise their voting rights and by a majority of voting rights of the shareholders in attendance.

(4) Reason for not counting some of the votes of the shareholders who attended the Annual Shareholders' Meeting in the number of votes

Since the total number of voting rights exercised in advance prior to the day before this Annual Shareholders' Meeting and the number of voting rights for and against each resolution item of some of the shareholders, who were in attendance on the day of the meeting, met the requirements for passage of the resolution items, the resolutions were thereby enacted in accordance with the Companies Act and, as a result, some of the votes were not included in the count.