

To our shareholders:

Atsushi Tanaka
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2-2-3 Minami-Aoyama, Minato-ku, Tokyo

Notice of Resolutions of the Extraordinary General Meeting of Shareholders

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

We hereby announce that the matters outlined below were resolved at the Extraordinary General Meeting of Shareholders of JTOWER Inc. (the “**Company**”) held today.

Matters Resolved:

Proposal No. 1: Share Consolidation

This item was approved and resolved as originally proposed. Effective as of January 9, 2025, 2,338,750 shares of the Company’s ordinary shares (the “**Company Shares**”) will be consolidated into one share.

Proposal No. 2: Partial Amendments to the Articles of Incorporation

This item was approved and resolved as originally proposed. Due to the implementation of the share consolidation, the Company resolved to partially amend the articles of incorporation.

Proposal No. 3: Setting of Acquisition Date of Stock Acquisition Rights without Consideration

This item was approved and resolved as originally proposed. The Company resolved to set the acquisition date of stock acquisition rights without consideration to January 8, 2025.

Share Consolidation and Abolition of Provisions on the Number of Shares Per Unit

The Company has resolved at the extraordinary general meeting of shareholders held today to consolidate 2,338,750 shares of the Company Shares into one share (the “**Share Consolidation**”) on January 9, 2025 and to abolish the provisions on the number of shares per unit.

Generally, shareholders do not need to follow any procedures regarding the Share Consolidation and the abolition of provision on the number of shares per unit.

1. Method of treatment in the case where fractions of less than one share occur

With respect to the total number of fractions of less than one share that occurred as a result of the Share Consolidation (if there is any fraction of less than one share in such total number, such fraction shall be rounded down), the number of shares equivalent to such total number shall be sold and the proceeds of such sale will be distributed to the Company’s shareholders in proportion to fractional shares they owned. In accordance with the provisions of Article 234, Paragraph 2 of the Companies Act (Act No. 86 of 2005, as amended) as applied mutatis mutandis pursuant to Article 235, Paragraph 2 of the same Act, such shares will be sold to DB Pyramid Holdings, LLC (the “**Tender Offeror**”) with the permission of the court.

In such case, when the aforementioned permission of the court is obtained as scheduled, the amount of the sale will be the amount that would enable the distribution to the Company’s shareholders of cash equivalent to the amount obtained by multiplying the number of shares owned by each shareholders of the Company listed or recorded on the Company’s final register of shareholders as of January 8, 2025, the date immediately preceding the effective date of the Share Consolidation by 3,600 Japanese yen, which is the same amount as the price of the tender offer implemented by the Tender Offeror for the Company Shares. However, in the case where the permission of the court could not be obtained or adjustments of fractions are required, the distribution amount may differ from the amount described above.

The Company expects to deliver the proceeds from the disposal of fractional shares to shareholders around mid-April 2025.

2. Main Schedule

January 6, 2025 (scheduled)	Last day of purchase and sales of the Company Shares
January 7, 2025 (scheduled)	Date of delisting of the Company Shares
January 9, 2025 (scheduled)	Effective date of the Share Consolidation
Mid-April 2025 (scheduled)	Commencement of the delivery of the proceeds from disposal of fractional shares

End