Securities Code: 7618 June 3, 2022

To Our Shareholders

1-2-5 Takashima, Nishi-ku, Yokohama PC DEPOT CORPORATION Representative Director, President & CEO Takahisa Nojima

## Notice of Convocation of the 28th Ordinary General Shareholders' Meeting

We would like to express our heartfelt appreciation for your long-standing patronage of PC DEPOT CORPORATION.

We hereby notify you that the 28<sup>th</sup> Ordinary General Shareholders' Meeting of PC DEPOT CORPORATION will be held as stated below.

Shareholders are allowed to participate in the resolutions by exercising your voting rights beforehand in writing or via the internet. The General Shareholders' Meeting will be broadcast live via the Internet on the day of the meeting. Therefore, we ask that you carefully consider your attendance of the meeting from the standpoint of preventing infection of yourself and others, taking into consideration the prevalence of COVID-19 and the health of fellow shareholders as of the date of the meeting. After the meeting is concluded, a report on the content of the meeting and a notice on resolutions will be made available on the Company's official website.

Please exercise your voting rights no later than 5:30 p.m. on Friday, June 24, 2022, as you may do so after reading the attached general shareholders' meeting reference documents by using one of two methods: either indicating your voting instructions on the enclosed voting card and returning it by mail; or using a personal computer or smartphone to visit the voting website (https://evote.tr.mufg.jp/) on the internet and entering your voting instructions.

		Notice of Meeting
1.	Date and time:	Saturday, June 25, 2022, 10:00 a.m. (Reception starts at 9:30 a.m.)
2.	Place:	Yokohama Gate Tower, 18th Floor (Corporate Office Conference Room)
		1-2-5 Takashima, Nishi-ku, Yokohama, Kanagawa
		(Due to the relocation of our corporate office, the venue for the meeting has changed from the previous meeting. Please refer to "Directions to the Ordinary General Shareholders' Meeting" at the end of this document.)
3.	Agenda	
	Matters to be reported:	1. Business report, consolidated financial statements, and other documents for the 28th fiscal year (from April 1, 2021 to March 31, 2022)
		2. Consolidated financial statement audit reports by the accounting auditors and the Board of Corporate Auditors
	Matters to be resolved:	
	Proposal No. 1	Partial Amendment to the Articles of Incorporation
	Proposal No. 2	The Election of Five (5) Directors

# 4. Reference documents for the Shareholders' Meeting and the documents provided together with the Notice of Convocation

- In accordance with relevant laws and ordinances as well as the provisions of Article 15 of the Articles of Incorporation, the Company posts on its website at (https://www.pcdepot.co.jp/co\_ir/) those documents to be provided to its shareholders, which are listed below. Therefore, these are not included in the documents provided together with this Notice of Convocation of the forthcoming Meeting.
   (i) Main sales offices
  - (ii) Status of employees

  - (iii) Status of Principal lenders
  - (iv) Measures to ensure appropriate business operations
  - (v) Basic policy on payment of dividends, etc., from surplus and dividends for the current and following fiscal year
  - (vi) Notes to the consolidated financial statements
  - (vii) Notes to the individual statement of accounts

Consolidated financial statements and individual statements of accounts audited by the Corporate Auditors and the Accounting Auditors, respectively, in the preparation of the Corporate Auditors'

Report and the Accounting Auditors' Report include items that should be presented as "main sales offices," "status of employees," "status of principal lenders," "measures to ensure appropriate business operations," "basic policy on payment of dividends, etc., from surplus and dividends for the current and following fiscal year," "notes to the consolidated financial statements," and "notes to the individual statement of accounts."

- (2) If revisions are made to any of the reference documents for shareholders, business reports, consolidated financial statements, and other accounts, said revisions will be the posted on the Company's website.
- (3) To provide information early, this Notice of Convocation was posted on our website prior to being sent out.

Information for shareholders who will be attending the Meeting in person

- 1. At the venue of the Meeting, the Company will take measures to prevent infection, such as provision of alcohol disinfectants, ensuring proper ventilation, and social distancing depending on the situation as of the date of the meeting.
- 2. If you attend the Meeting, you are kindly asked to submit the enclosed voting card to the venue reception desk. In order to save natural resources, also please bring this Notice of Convocation with you.
- 3. If you are not able to attend the Meeting, you may designate as your representative another shareholder who possesses voting rights at the Meeting. However, you must provide proof in writing that this individual is serving as your proxy.
- 4. As part of a campaign to save energy and protect the environment, COOLBIZ, we will not be wearing any ties on the day of the Meeting. You are also requested to attend the Meeting in business casual attire.
- 5. We will not be handing out souvenirs to the shareholders who attend the Meeting. We greatly appreciate your understanding on this matter.

#### **Reference Documents for the General Shareholders' Meeting**

Proposal and Reference Information

Proposal No. 1: Partial Amendment to the Articles of Incorporation

1. Background of the Proposal

(1) Addition to the Purpose Statement

Addition to the purpose statement in the current Articles of Incorporation is to be made from the perspective of expanding the Group's scope of business.

(2) Compliance to Policy for Electronic Provision of Shareholder Meeting Materials

The Company proposes to amend its Articles of Incorporation as follows, as the revised provision stipulated in the proviso of Article 1 of the Supplementary Provision of the "Act for Partial Revision of the Companies Act" (Law No. 70 of 2019) will take effect on September 1, 2022, and the policy on electronic provision of material for the General Shareholders' Meeting will be implemented.

- (i) Paragraph 1 of Article 15 (Electronic Provision of Information) of the Proposed Amendment shall be newly introduced, as the Articles of Incorporation will be required to stipulate that the Company shall take measures for electronic provision of information that comprise the content of reference documents of the General Shareholders' Meeting.
- (ii) Paragraph 2 of Article 15 (Electronic Provision of Information) of the Proposed Amendment shall be newly introduced to allow the Company to limit the scope of matters which are information that comprise the content of reference documents of the General Shareholders' Meeting to be provided electronically that are to be included in document in writing to be delivered to shareholders who have requested provision of materials in hard copy to the scope specified by the applicable Ordinance of the Ministry of Justice.
- (iii) The Company proposes to delete Article 15 (Internet Disclosure and Deemed Provision of Reference Documents of the General Shareholders' Meeting) of the current Articles of Incorporation as it will become obsolete once the policy for Electronic Provision of Materials for the General Shareholders' Meeting is implemented.
- (iv) Supplementary provisions regarding the effect of the provisions to be newly introduced and deleted above are hereby established. These Supplementary Provisions shall be deleted after the expiration of the effective date.
- (3) Other correction of typographical errors and changes to the numbering of articles in the current Articles of Incorporation in accordance with the introduction and deletion of provisions.
- (4) The amendments to the Articles of Incorporation in this proposal, except for (2) above, shall take effect at the conclusion of this General Shareholders' Meeting.

### 2. Details of Proposed Amendments

Details of the proposed amendments are as follows.

Current Articles of Incorporation	Proposed Amendments
<ul> <li>(Purpose)</li> <li>Article 2 The purpose of the Company shall be to engage in the following businesses.</li> <li>1. (Text omitted)</li> </ul>	<ul> <li>(Purpose)</li> <li>Article 2 The purpose of the Company shall be to engage in the following businesses.</li> <li>1. (As per current text)</li> </ul>
(New introduction)	2. <u>Management, planning, contracting, and representation of</u> <u>member businesses</u>
2. <u>Research on behalf on trends in the computer industry and</u> <u>consulting work</u>	3. <u>Research on social trends and consulting work</u>
<u>3.</u> to <u>22.</u> (Text omitted)	4 to $23$ . (As per current text)
23. Agency services related to subscription procedures for telecommunications and broadcasting services	24. Agency services related to <u>operation</u> and subscription procedures for telecommunications and broadcasting services
<u>24.</u> to <u>37.</u> (Text omitted)	<u>25.</u> to <u>38.</u> (As per current text)
III General Shareholders' Meeting	III General Shareholders' Meeting
(Internet Disclosure and Deemed Provision of Reference Documents for the General Shareholders' Meeting) Article 15 The Company may, upon convening a General Shareholders' Meeting, be deemed to have provided information pertaining to matters to be stated or indicated in the reference documents for the General Shareholders' Meeting, business report, financial statements, and consolidated financial statements to	(Deleted)
the shareholders by disclosing such information via the Internet in accordance with the applicable Ordinance of the Ministry of Justice.	
(Newly introduced)	(Electronic Provision of Information)         Article 15 The Company shall take measures, when convening a         General Shareholders' Meeting, to provide         information pertaining to matters to be stated or         indicated in the reference documents for the General         Shareholders' Meeting, electronically.         2. The Company shall not be required to include all or         part of the matters for which electronic provision         measures are taken that are stipulated in the applicable         Ordinance of the Ministry of Justice in the document         to be delivered to shareholders who have made a         request for delivery of documents by the Record Date         for Voting Rights.

(Underlined sections indicate changes.)

Current Articles of Incorporation	Proposed Amendments			
(Substitute Statutory Auditor) Article 40 (Text omitted)	(Substitute Statutory Auditor) Article 40 (As per current text)			
2. The provisions of <u>Article 32</u> shall apply mutatis mutandis to the quorum for the resolution for the election of a Substitute Statutory Auditor.	2. The provisions of <u>Article 33, Paragraph 2</u> shall apply mutatis mutandis to the quorum for the resolution for the election of a Substitute Statutory Auditor.			
(Newly introduced)	(Supplementary provisions)			
	(Transitional Measures Concerning Electronic Provision of Materials for General Shareholders' Meeting)			
(Newly introduced)	Article 1       The deletion of Article 15 (Internet Disclosure and Deemed Provision of Reference Documents for the General Shareholders' Meeting) and the introduction of Article 15 (Electronic Provision of Information) of the Articles of Incorporation shall take effect as of September 1, 2022.         2.       Notwithstanding the provisions of the preceding paragraph, Article 15 of the Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for General Shareholders' Meeting) shall remain in force with respect to general meetings of shareholders whose date is within six (6) months from September 1, 2022.         3.       The provisions of this Article shall be deleted after the expiration of six (6) months from September 1, 2022, or three (3) months from the date of the General Shareholders' Meeting set forth in the preceding paragraph, whichever is later.			

Proposal No. 2: The Election of Five (5) Directors

The term of office of all eight (8) Directors will expire at the conclusion of the forthcoming Meeting. Therefore, the Company proposes to reduce the number of Directors by three (3) so that the Board of Directors can make decisions flexibly by reforming the organizational structure and proposes the election of five (5) Directors.

This proposal was approved by the Board of Directors upon obtaining an opinion in favor from the Nomination and Remuneration Committee, a discretionary advisory body to the Board of Directors chaired by an independent Outside Director.

	Candidate No.	Name		Post and Responsibilities at the Company	Attendance at Board of Directors Meetings
_	1	Takahisa Nojima	Reappointment	Representative Director, President & CEO, Member of Nomination and Remuneration Committee	93% Attended 13 out of 14 meetings
-	2 Yasuyo Kaneko		New	Vice President and Executive Officer	— % — out of — meetings
_	3	Hideki Saitoh	Reappointment	Director & Senior Executive Officer and General Manager of Operations and Manufacturing Headquarters	100% Attended 14 out of 14 meetings
_	4	Yumiko Masuda	Reappointment Outside Independent	Outside Director, Member of Nomination and Remuneration Committee	100% Attended 14 out of 14 meetings
_	5	Emiko Magoshi	New Outside Independent	_	— % — out of — meetings
	New	<sup>7</sup> Candidate Rea	<sub>pointment</sub> Reappointment Candidate	Outside Director Candidate	endent Officer idate

The candidates for election as Director as listed below.

Candidate No.	Takahis	a Nojima (Born on August 20, 1959)	Years in Office 27 years and 10 months	Number of Shares of the Company Held: 18,159,160 shares
Reappointment	Career history, j the candidate)	posts, and responsibilities at the Company (and o	other important pos	sts concurrently held by
	August 1994	President and Chief Executive Officer of PC I	DEPOT Corp.	
	July 2009	Representative Director and President of PC E DEPOT STORES Co., Ltd.)	DEPOT KYUSHU	Co., Ltd. (currently PC
	June 2012	Director of ejworks Corporation		
	June 2014	Chairman of the Board of Directors of the ejw	orks Corporation	
	February 2019	Member of the Nomination and Remuneration	Committee (curre	ent)
	June 2020	Representative Director, President & CEO of	PC DEPOT Corp.	(current)
	October 2020	Representative Director of FUTURE DESIGN	I INVESTMENT (	Corp. (current)
	October 2020	Director of EW Design Co., Ltd. (current)		

(Reason for choosing this candidate to be elected as a Director)

He is the founder of the Company and has been directing the Group's corporate management over the past 27 years as a Representative Director, and established subscription-based Premium Membership, an innovative and unrivaled business model. The Company has chosen him as a candidate for election to continue as Director as he is demonstrating strong leadership toward further development and reform of the entire Group without being confined to preconceived notions.

Candidate No.	Yasuyo I	Kaneko (Born on July	y 17, 1959)	Years in Office —	Number of Shares of the Company Held: 25,000 shares		
New	Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)						
	March 1984	Joined C'BON Cosmetics G	eneral Store (Current C'BON Cosmetics Co., Ltd.)				
	June 2000	Director and General Manag Co., Ltd.	ger of the Adminis	tration Division	of C'BON Cosmetics		
	June 2002	Senior Managing Director a	nd Head of Sales a	t C'BON Cosm	netics Co., Ltd.		
	September 2004 Executive Vice President, General Manager of Sales and Administration at Cosmetics Co., Ltd.				inistration at C'BON		
	December 2005	December 2005 President and Representative Director					
	October 2021	Joined and took on the position of Vice President and Executive Officer of PC DEPOT Corp. (current)					

(Reason for choosing this candidate to be elected as a Director)

The Company has chosen her as a candidate for election as Director because she is deemed capable of expanding the Group's scope of business and strengthening governance of the Company, as well as restructuring the Corporate Division, based on her extensive background and high-level insight as a manager of a business company.

Candidate No.	Hideki	Saitoh	(Born on April 12, 1973)	Years in Office 10 years and 0 months	Number of shares of the Company held: 124,940 shares		
Reappointment Career history, posts, and responsibilities at the Company (and other important posts concut the candidate)							
	March 1999	Joined PC DI	EPOT Corp.				
	April 2008	Executive Di	rector of the Company				
	June 2010 Director of KITAMURA PC DEPOT CO., LTD.						
	May 2011	Senior Execu	tive Director of the Company				
June 2012 Director of the Company							
	June 2012 Director of PC DEPOT STORES Co., Ltd.						
	August 2013	ust 2013 Director, General Manager of the Sales Management Headquarters, and General Manager of the MD Headquarters of the Company					
	June 2014		Managing Director, General Manager of the Sales Management Headquarters, and General Manager of the MD Headquarters of the Company				
	June 2016	Senior Managing Director, General Manager of the Sales Management Headquarters, and General Manager of the MD Headquarters of the Company					
	June 2016	President and Chief Executive Officer of PC DEPOT STORES Co., Ltd					
	March 2018	Senior Managing Director and General Manager of Operations and Manufacturing Headquarters of PC DEPOT STORES Co., Ltd					
	June 2020	eneral Manager of O STORES Co., Ltd (					
	June 2020	Representativ	ve Director, President & CEO	of PC DEPOT STOP	RES Co., Ltd (current)		

(Reason for choosing this candidate to be elected as a Director)

He has a broad knowledge of merchandising, and the Company can expect him to maximize the value of subscriptionbased Premium Membership and to develop human resources as a person in charge of store operation and marketing. The Company has chosen him as a candidate for election to continue as Director because we judged that he would be a key person to realize customer success through these activities.

Candidate No.	Yumiko N	Iasuda (Born on October 20, 1955)	Years in Office 4 years and 0 months	Number of shares of the Company held: – shares			
Reappointment	Career history, posts the candidate)	s, and responsibilities at the Company (and	other important po	osts concurrently held by			
Outside	May 1992	Joined BELLSYSTEM24, Inc.					
	September 1996	Joined IBM Japan, Ltd.					
Independent	July 2006	Joined SAP Japan Co., Ltd.					
	June 2009	Representative Director of Consumer V	oice Research Insti	tute, Ltd. (current)			
	June 2018	current)					
	February 2019	eration Committee	of PC DEPOT Corp.				

(Reason for choosing this candidate to be elected as an Outside Director and outline of expected roles) The Company has chosen her as a candidate for election to continue as Outside Director because, as she is qualified as a consumer lifestyle advisor on the basis of her extensive customer service, she is an expert in consumer- and customerfirst management and customer interfaces and is expected to provide more appropriate governance to the Company. She may also increase management transparency in order for the Company to propose a future digital life plan for the customer. Although she had been an executive at a firm with which the Company had dealings from September 2016 to fiscal 2017, those dealings have been terminated, and she satisfies the Company's criteria for determining the independence of independent outside directors. Subject to the approval of her appointment, she is scheduled to continue to serve as a member of the Nomination and Remuneration Committee.

Candidate No.	Emiko N	Magoshi	(Born on April 16, 1952)	Years in Office —	Number of shares of the Company held: — shares				
New	Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)								
Outside	December 1989	Representative	Director of Interlink Co., Ltd	1.					
	April 2002	Professor of Int	ernational Business at J. F. O	berlin University (	current)				
Independent	March 2003	Chairman of Tr	anscultural Management Soc	eiety (current)					
	April 2008	Dean of Depart	ment of Aviation Managemen	nt at J. F. Oberlin U	Jniversity				
	June 2014	Director of Hita	achi Transport System, Ltd.						
	March 2016	Director of AX.	A Life Insurance Co., Ltd.						
	April 2019 Director and Member of the Auditors Committee at AXA Holdings Japan Co., Ltd. (current)								
	April 2019	Vice President	of J. F. Oberlin University						
	June 2021	Director of DA	IHEN Corporation (current)						

(Reason for choosing this candidate to be elected as an Outside Director and outline of expected roles) She is nominated as a candidate for Outside Director based on our expectation on her to strengthen the supervisory and decision-making function of the Company's Board of Directors by providing supervision and advice from an independent standpoint based on her extensive knowledge and experience in advancing the Company's purpose management. The Company made a donation in 2020 to J. F. Oberlin University, from which Ms. Emiko Magoshi retired as Vice President in March 2021. The amount of the donation, 20 million yen, is minimal in relation to the school's total revenue and meets the Company's criteria for determining the independence of an independent Outside Director. (Notes) 1. No special interests exist between the above candidates and the Company.

- 2. The Company established the Nomination and Remuneration Committee, a discretionary advisory body to the Board of Directors that is chaired by an independent Outside Director. The committee secures the objectivity, fairness, and transparency of the procedures for nomination of candidates for election as Directors and Directors' remuneration, the nomination of candidates for Corporate Auditors, and the decision on succession plans etc., and aims to strengthen the corporate governance system.
- 3. The number of shares of the Company held by Mr. Takahisa Nojima, as shown herein, includes the number of those held by TN Holdings Co., Ltd., an asset management company of his.
- 4. Ms. Yumiko Masuda and Ms. Emiko Magoshi are candidates for election as Outside Directors. In addition, the Company has appointed Ms. Yumiko Masuda and Ms. Emiko Magoshi as an Independent Director as stipulated in the regulations of the Tokyo Stock Exchange and notified their designation to the TSE.
- 5. Ms. Emiko Masuda is currently the Company's Outside Director and will have served as such for four years when the forthcoming General Shareholders' Meeting is concluded.
- 6. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Ms. Yumiko Masuda to limit her liability for damages under Article 423, Paragraph 1 of the said Act. The maximum amount of liability for damages under the said agreement is 1,000,000 yen or the amount stipulated by law, whichever is higher, and if the reappointment of Ms. Yumiko Masuda is approved, the Company plans to extend the said agreement. In addition, the Company plans to enter into a similar liability limitation agreement with Ms. Mieko Magoshi if her appointment is approved.
- 7. The Company plans to enter into a directors and officers liability insurance (D&O insurance) policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, which will insure directors. The purpose of the D&O insurance policy is to cover damages incurred by the insured directors in the event that they are held liable for the performance of their duties or are subject to claims related to the pursuit of such liability. The Company will pay all premiums for the D&O insurance. If and when each of the nominated candidate is elected and assume office, each Director will be insured through a D&O insurance policy. The term of the D&O insurance policy is one (1) year and will be renewed upon resolution of the Board of Directors prior to the expiration of the said term.
- 8. Positions and responsibilities are as of the date of dispatch of the notice of convocation. For the positions and responsibilities of the candidates scheduled after the close of this General Shareholders' Meeting, please refer to "(Reference) Structure of the Board of Directors for FY2022" on page 17.

		Management & Responsibility	People Development	Management	Sales & Marketing	IT DX	Financial Accounting Internal Controls	Legal Affairs Governance
Takahisa Nojima	Representative Director, President & CEO	<ul><li>Chief Executive Officer</li><li>Overseeing Sustainable Design</li></ul>	0	0	0	0		
Yasuyo Kaneko	Director, Vice Executive President	<ul> <li>General Manager, Corporate Division</li> <li>Overseeing Restructure of Store Headquarters</li> </ul>	0	0			0	0
Hideki Saitoh	Director, Senior Managing Executive Officer	<ul> <li>General Manager, Store Division</li> <li>Overseeing Restructure of Store Structure</li> </ul>	0		0			
Yumiko Masuda	Independent Outside Director	_	0	0		0		
Emiko Magoshi	Independent Outside Director	_	0	0			0	0
Takashi Asayama	Full-time Corporate Auditor	_		0				0
Masaki Nishimura	Independent Outside Auditor	_						0
Yoshinari Noguchi	Independent Outside Auditor	_				0	0	0
Satoshi Tamai	Independent Outside Auditor						0	

(Reference) Structure of the Board of Directors for FY2022 (In case Proposal No. 2 is approved and passed)

\* Expertise and experience of Directors and Auditors (skill matrix)

(Reference) Policy and procedures for designation of Director candidates

Our policy is to appoint personnel who are able to respond to managerial consignment from shareholders as Directors, in order to offer enriched managerial experience and profound insights, and to fulfill the duties and responsibilities of Directors. Under this policy, the Board of Directors determined candidates for Director after obtaining an opinion in favor from the Nomination and Remuneration Committee.

# (Reference) The Company's "Criteria for Determining the Independence of Independent Outside Directors and Independent Outside Auditors"

Based on the Corporate Governance Code (Principle 4-9) stipulated by the Financial Instruments and Exchange and the Independence Standards, the Company has established the following "<u>Criteria for Determining the</u> <u>Independence of Independent Outside Directors and Independent Outside Auditors</u>" to ensure the independence of Independent Outside Directors and <u>Independent Outside Auditors</u>, and all candidates nominated for Outside Directors satisfy the criteria.

- The individual must not currently or in the past three (3) years fall under any of the following descriptions.
   a. Persons related to the Company. Persons who meet the descriptions specified below shall be considered as persons related to the Company.
  - Executives of companies in which the Company's executive officers (Note 1) serve as directors.
  - Major shareholders of the Company (those who directly or indirectly hold 10% or more of the voting rights) or an executive officer thereof
  - Partners of the Company's Accounting Auditor or employees engaged in the audit of the Company
  - b. Business executors of the Company's principal lender (Note 2)
  - e. Business executors (including partners, etc.) of the Company's major business partners (Note 3)
  - d. Those who receive remuneration in excess of 10 million yen per annum from the Company, separate from remuneration for Directors and Corporate Auditors
  - e. An individual who executes the business of an organization that receives donations (Note 4) from the Company exceeding a certain amount
- (2) The individual's spouse, relative within second degree of kinship, or person or persons living with the individual does not currently correspond to any of the descriptions listed below (excluding non-material persons).
  - a. The Company's business executor
  - b. Those listed in (1)a. to e. above.
- (3) Even if an individual falls under one or more of the above descriptions, if the Company considers that the individual is suitable as an Outside Director and/or Auditor with independence in light of the individual's character, insight, etc., the Company may appoint the individual as an Outside Director and/or Auditor with independence on condition that the Company is able to explain externally why it considers the individual is suitable for the position.
  - Note 1: Business executors shall refer to executive directors, executive officers, and important employees, such as executive officers.
  - Note 2: Major lender shall refer to those with amounts equivalent to 2% or more of total consolidated assets.
  - Note 3: Major business partner shall refer to those whose transactions with the Company exceed 2% of the annual consolidated net sales of that business partner in the last fiscal year of that business partner's business.
  - Note 4: Donations in excess of a certain amount refers to donations to an organization in excess of 10 million yen per year or 2% of the total income of the organization, whichever is greater.