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Stock code: 4343 April 26, 2023 (Start date of measures for providing information in electronic format: April 21, 2023)

AEON Fantasy Co., Ltd.

1-5-1, Nakase, Mihama-ku, Chiba-shi, Chiba President and Representative Director: Tokuya Fujiwara

To the Shareholders of AEON Fantasy Co., Ltd.:

Notice of the 27th Ordinary General Meeting of Shareholders

We are pleased to announce the 27th Ordinary General Meeting of Shareholders of AEON Fantasy Co., Ltd. (the "Company"), to be held as described below:

The Company has taken measures upon convening this Ordinary General Meeting of Shareholders to provide information in electronic format. It has therefore posted the contents of this notice as "Notice of Convocation of the 27th Ordinary General Meeting of Shareholders" on the following website.

The Company's website: https://www.fantasy.co.jp/company/ircontent/stock_bond/stock_bond_08.html (in Japanese)

In addition to the above, the information is also posted on the following website.

Tokyo Stock Exchange (TSE) website: https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)

(Please visit the TSE website listed above and enter the Company's name or stock code to search, then select "Basic information" followed by "Documents for public inspection/PR information.")

For those who will be attending the meeting in person, we request that you submit the enclosed Form for Exercising Voting Rights to a receptionist at the meeting venue. Those who will not attend may vote by postal mail or via the Internet, etc. Please exercise your voting rights no later than 6:00 p.m. on Wednesday, May 17, 2023, after reviewing the Reference Documents for the General Meeting of Shareholders under matters subject to measures for providing information in electronic format.

1. Date and Time: Thursday, May 18, 2023; 10:00 a.m.

2. Place:	Multi-purpose hall, 3 rd floor, AEON TOWER Annex
	1-5-1, Nakase, Mihama-ku, Chiba-shi, Chiba
	(Reception will open at 9:00 a.m.)

3. Objectives of Meeting

Matters to be reported: 1. Business Report and Consolidated Financial Statements for the
27 th fiscal year (from March 1, 2022 to February 28, 2023) and
Reports of Audit on the Consolidated Financial Statements by
Financial Auditor and Audit & Supervisory Board
2. Nonconsolidated Financial Statements for the 27 th fiscal year

2. Nonconsolidated Financial Statements for the 27th fiscal year (from March 1, 2022 to February 28, 2023)

Matters to be resolved:

Agenda Item 1:	Election of nine (9) Directors
Agenda Item 2:	Election of two (2) Audit & Supervisory Board Members

If revisions to the matters subject to measures for providing information in electronic format arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's aforementioned website and the TSE website.

Reference Documents for the General Meeting of Shareholders

Agenda Item 1: Election of nine (9) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes to elect nine (9) Directors.

The candidates for Directors are as follows.

(Procedures in the appointment of candidates for Directors.)

After deliberation by the Nomination and Remuneration Advisory Committee, of which an Outside Director is Chairperson, and Outside Directors form a majority of the members, the candidates for Directors are determined by the Board of Directors and submitted at this meeting.

Reelection

1. Tokuya Fujiwara

Jun. 5, 1970 Date of birth Number of the Company's shares owned: 6,500 shares Career summary, Mar. 2000 Joined the Company position and areas of Mar. 2008 Chief Manager of Machines Group, Merchandising Department, the Company responsibility in the Mar. 2009 Chief Manager of Medal Games Group, Merchandising Department, the Company Company, and Dec. 2010 significant Acting Senior General Manager of Merchandising Department, the Company concurrent positions Sep. 2011 Senior General Manager of Merchandising Department, the Company outside the Company Mar. 2013 Senior General Manager of Merchandising Development Department, the Company May 2013 Director, the Company Mar. 2017 In charge of Global Merchandising and New Business Control, the Company May 2017 Managing Director, the Company Mar. 2020 Chief of Domestic Business and Senior General Manager of Amusement Business Department, the Company Mar. 2021 Chief of Domestic Business, the Company May 2021 President and Representative Director, the Company (present post) Tokuya Fujiwara has been involved in the area of merchandising and sales for many years, and has promoted efforts to **Reasons for selection** realize merchandising and domestic business strategies. The Company proposes him as a candidate for reelection as as a candidate for Director as it deems he will apply his abundant experience and knowledge gained up until now to realize strategies for Director business growth for the Company overall and further contribute to improving corporate value. No conflict of interest exists between the Company and Tokuya Fujiwara **Conflicts of interest**

2. Yoshinori Iseki

Reelection

Date of birth	Jul. 8, 1967	Number of the Company's shares owned: - shares
Career summary,	Apr. 1990	Joined The Daiei, Inc.
position and areas of responsibility in the	Apr. 1995	Joined The Daiei Leisure Land, Inc. (currently known as the Company)
Company, and	Sep. 2006	General Manager of Business Management Department, Fun Field Co., Ltd. (currently known as the
significant		Company)
concurrent positions	Sep. 2014	General Manager of Business Planning Department, Fun Field Co., Ltd.
outside the Company	Jun. 2015	Acting General Manager of President's Office, the Company
	Mar. 2016	General Manager of Public Relations, the Company
	Mar. 2017	Acting Senior General Manager of Financial Affairs & Administrative Department, the Company
	Sep. 2017	Senior General Manager of Financial Affairs & Administrative Department, the Company
	Mar. 2018	Senior General Manager of Financial Affairs Department, the Company
	May 2019	Director, the Company
	May 2021	Managing Director in charge of Management Control, Senior General Manager of Financial Affairs
		Department and Officer of Risk Management, the Company
	Mar. 2022	Managing Director in charge of Management Control and Officer of Risk Management, the Company
	May 2022	Director, Managing Executive Officer in charge of Management Control and Officer of Risk Management,
		the Company (present post)
	Yoshinori Ise	eki has been involved in the areas of bookkeeping, control, public relations and investor relations for many
Reasons for selection	· ·	rrently executes operations of financial affairs, personnel, general affairs, risk management, etc. The
as a candidate for	Company pro	oposes him as a candidate for reelection as Director as it deems he will apply his abundant experience and
Director	knowledge ga	ained up until now to realize financial strategies and further contribute to strengthening corporate governance
	and improvin	ng corporate value.
Conflicts of interest	No conflict o	f interest exists between the Company and Yoshinori Iseki.

3. Takeshi Kyogoku

	e	
Date of birth	Jun. 25, 1971	Number of the Company's shares owned: 1,800 shares
Career summary,	Apr. 1994	Joined MYCAL Corp. (currently known as AEON RETAIL Co., Ltd.)
position and areas of	Sep. 1997	Joined Mycal Create Corp. (currently known as the Company)
responsibility in the Company, and	Apr. 2012	General Manager of Personnel Group, the Company
significant	May 2014	President and Representative Director, AEON FANTASY GROUP PHILIPPINES, INC.
concurrent positions	Jun. 2018	Senior General Manager of Personnel Department, the Company
outside the Company	May 2019	Director, Senior General Manager of Personnel Department and Officer of Diversity Promotion, the
	-	Company
	Mar. 2021	Director, Senior General Manager of Personnel & General Affairs Department and Officer of Diversity, the
		Company
	May 2021	Managing Director, Chief of Domestic Business, the Company
	Mar. 2022	Managing Director in charge of Store Operations Control, the Company
	May 2022	Director, Managing Executive Officer in charge of Store Operations Control (present post)
	Takeshi Kyog	oku has been involved in the areas of sales and personnel for many years. He served as the President of an
Reasons for selection	overseas subs	idiary and Senior General Manager of Personnel & General Affairs Department and currently executes
as a candidate for	operations as	the person responsible for sales for domestic business overall. The Company proposes him as a candidate
Director	for reelection	as Director as it deems he will apply his abundant experience and knowledge gained up until now to
	promote vario	us measures to realize growth strategies and further contribute to improving corporate value.
Conflicts of interest	No conflict of	interest exists between the Company and Takeshi Kyogoku.

4. Yoshihiro Tamura

Date of birth	May 5, 1968	Number of the Company's shares owned: 6,700 shares
Career summary,	Dec. 1993	Joined Jusco Co., Ltd. (currently known as AEON CO., LTD.)
position and areas of	Mar. 2008	Chief Manager of Keihin (Prize) Group, Merchandising Department, the Company
responsibility in the Company, and	Mar. 2009	Chief Manager of Prize Group, Merchandising Department, the Company
significant	Feb. 2011	Senior General Manager of West Japan Business Department, the Company
concurrent positions	Apr. 2012	Senior General Manager of West Japan Store Operations Department, the Company
outside the Company	May 2012	Director, the Company (present post)
	Dec. 2013	Senior General Manager of West Japan Store Operations Department and Senior General Manager of New
		Business Development Department, the Company
	May 2014	In charge of Store Operations Control and Senior General Manager of New Business Development Department, the Company
	Sep. 2014	In charge of Store Operations Control, the Company
	May 2015	Senior General Manager of West Japan Store Operations Department, the Company
	Sep. 2015	Senior General Manager of Sales Planning Department, the Company
	May 2016	In charge of Store Operations Control, the Company
	May 2017	Senior General Manager of Business Development Department, the Company
	Mar. 2020	Senior General Manager of Global Development Department, the Company
	Mar. 2021	Senior General Manager of Business Development Department, the Company
	Mar. 2022	In charge of Merchandising Development Control and Senior General Manager of Business Development Department, the Company
	May 2022	Executive Officer in charge of Merchandising Development Control and Senior General Manager of Business Development Department, the Company (present post)
	Yoshihiro Tai	mura has been involved in areas such as merchandising and store operations for many years. Currently, as
Reasons for selection	the person responsible for overall merchandising and development, he has been promoting efforts to realize growth	
as a candidate for	strategies. The	e Company proposes him as a candidate for reelection as Director as it deems he will apply his abundant
Director	experience and knowledge gained up until now to realize strategies for business growth and further contribute to	
	improving con	rporate value.
Conflicts of interest	No conflict of	f interest exists between the Company and Yoshihiro Tamura.

5. Wataru Koiwa

Reelection

Date of birth	Mar. 7, 1977	Number of the Company's shares owned: 1,300 shares
Career summary,	Mar. 2003	Joined the Company
osition and areas of	Feb. 2012	General Manager of Store Format Development Group, the Company
esponsibility in the Company, and	May 2013	Acting Senior General Manager of Global Business Development Department, the Company
significant	Aug. 2014	Acting Senior General Manager of New Business Development Department, the Company
concurrent positions	Mar. 2016	Chief of ASEAN Business and Senior General Manager of Indoor Playground Business, the Company
outside the Company	Apr. 2016	Director, AEON Fantasy (Thailand) Co., Ltd. (present post)
	Apr. 2016	Director, PT. AEON FANTASY INDONESIA (present post)
	Apr. 2016	Director, AEON FANTASY GROUP PHILIPPINES, INC. (present post)
	Jun. 2016	Director and Chairman, AEON FANTASY (MALAYSIA) SDN. BHD. (present post)
	May 2017	Director, the Company (present post)
	Mar. 2019	Senior General Manager of Overseas Business Department and Senior General Manager of Indoor
	10101. 2019	Playground Business, the Company
	Mar. 2020	Chief of ASEAN Business, the Company
	Mar. 2022	Chief of ASEAN Business and Senior General Manager of Edutainment Business Development
		Department, the Company
	May 2022	Executive Officer in charge of Overseas Business Control and Senior General Manager of Edutainment
	2	Business Development Department, the Company (present post)
		(Significant concurrent positions)
		Director and Chairman, AEON FANTASY (MALAYSIA) SDN. BHD.
		Director, AEON Fantasy (Thailand) Co., Ltd.
		Director, PT. AEON FANTASY INDONESIA
		Director, AEON FANTASY GROUP PHILIPPINES, INC.
	Wataru Koiw	a has been involved in the area of business development for many years, and currently as the person
Reasons for selection	responsible for	or the Overseas Business and the Edutainment Business, he has been promoting efforts to realize growth
as a candidate for	strategies. Th	e Company proposes him as a candidate for reelection as Director as it deems he will apply his abundant
Director	experience an	d knowledge gained up until now to realize the growth strategies for the Overseas Business, promote the
	Edutainment	Business, and further contribute to improving corporate value.
Conflicts of interest	No conflict of	f interest exists between the Company and Wataru Koiwa.

6. Nobuyuki Fujiwara

Date of birth	Aug. 20, 196	58 Number of the Company's shares owned: 4,900 shares	
Career summary,	May 2004	Joined the Company	
position and areas of responsibility in the	Jan. 2012	Director and Senior General Manager, AEON Fantasy (Beijing) Co., Ltd. (currently known as AEON Fantasy (China) Co., Ltd.)	
Company, and significant	Jan. 2013	President and Senior General Manager, AEON Fantasy (Beijing) Co., Ltd.	
concurrent positions	Jan. 2014	President, AEON Fantasy (China) Co., Ltd.	
outside the Company	Sep. 2015	Chief of China Business, the Company	
	May 2017	Director, the Company	
	May 2018	President and Representative Director, the Company	
	Mar. 2021	Chief of Service & Specialty Stores Businesses, AEON CO., LTD.	
	May 2021	Chairman and Representative Director, the Company	
	May 2021	Director, Mega Sports Co., LTD. (present post)	
	May 2021	Director, G-FOOT CO, LTD.	
	May 2021	Director, COX CO., LTD. (present post)	
	May 2022	Director, the Company (present post)	
	May 2022	Director and Chairman, Aeon Entertainment Co., Ltd.	
	Mar. 2023	Officer of Service Business, AEON CO., LTD. (present post)	
	Mar. 2023	Representative Director and President, Aeon Entertainment Co., Ltd. (present post)	
		(Significant concurrent positions)	
		Officer of Service Business, AEON CO., LTD.	
		Director, Mega Sports Co., LTD.	
		Director, COX CO., LTD.	
		Representative Director and President, Aeon Entertainment Co., Ltd.	
Reasons for selection		ijiwara has been involved in the area of overseas business for many years, and has promoted efforts to realize	
s a candidate for	growth strategies. The Company proposes him as a candidate for reelection as Director as it deems he will apply his		
Director		perience and knowledge gained up until now to realize the growth strategies, and further contribute to	
	1 0	orporate value.	
Conflicts of interest	No conflict o	of interest exists between the Company and Nobuyuki Fujiwara.	

7. Kazuko Ohya		[Reelection	Candidate for Outside Director	Candidate for Independent Officer	Number of years served as Outside Director:	10 years
Date of birth	Sep. 5, 1950 Number of the Company's shares owned: - shares						
Career summary, position and areas of responsibility in the Company, and significant concurrent positions outside the Company	Apr. 1973 Ja Jun. 2001 C Jun. 2007 F Jun. 2010 C May 2011 C Jun. 2011 A Dec. 2011 E May 2013 C Jul. 2013 C Jun. 2015 C	 Corporate Officer, Shiseido Company, Limited Full-time Audit & Supervisory Board Member, Shiseido Company, Limited Outside Auditor, Tokyo Electric Power Company, Incorporated Chairman, Shiseido Social Welfare Foundation Advisor, Shiseido Company, Limited External Statutory Auditor, MTI Ltd. Outside Director, the Company (present post) Outside Director, Asahi Mutual Life Insurance Company (present post) Outside Corporate Auditor, MIRAIT Corporation 					
Reasons for selection as a candidate for Outside Director and expected roles	Outside Director, Asahi Mutual Life Insurance Company Kazuko Ohya has been applying her abundant experience in global company management, which includes serving as a senior manager and audit & supervisory board member in a company that operates business in countries around the world, and her extensive knowledge to proactively offer her opinions and advice on important matters related to the management of the Company in deliberations by the Board of Directors. Accordingly, the Company proposes her as a candidate for reelection as Outside Director as it deems it would be most appropriate to continue receiving her supervision relating to the management of the Company.					the world, nagement ate for	
Conflicts of interest	No conflict of interest exists between the Company and Kazuko Ohya.						

8. Mami Yam	ashita		Reelection	Candidate for Outside Director	Candidate for Independent Officer	Number of years served as Outside Director:	1 year
Date of birth	May 23, 1978	1978 Number of the Company's shares owned: shares					
Career summary, position and areas of responsibility in the Company, and significant concurrent positions outside the Company	Apr. 2001 Aug. 2006 Nov. 2007 Dec. 2013 Feb. 2017 Jun. 2018	In char Group Repres Board	Manager, Busines entative Director a Member, General	, Credit Sales Division s Promotion Departm	6 ,	1	
	May 2022	Outside Director, the Company (present post) (Significant concurrent positions) Representative Director and President, Kokoruku, Inc.					
Reasons for selection as a candidate for Outside Director and expected roles	Mami Yamashita has been active as a senior manager for many years, and possesses an extremely abundant amount of experience and knowledge related to starting a business and management. The Company proposes her as a candidate for reelection as Outside Director as it deems she will provide a high level of guidance and advice regarding overseas development and new businesses, which are indispensable for the future growth of the Company as she has a high level of understanding concerning international business and an advanced ability to analyze information in Japan and overseas because of her experience studying abroad and working at an American investment bank.					date for is sh level of	
Conflicts of interest	No conflict of interest exists between the Company and Mami Yamashita						

9. Chisaki Kusaiima

9. Chisaki Kusajima		New election	Candidate for Outside Director	Candidate for Independent Officer		
Date of birth	Apr. 8, 1965	Number of the Company's shares owned: - shares				
Career summary, position and areas of responsibility in the Company, and significant concurrent positions outside the Company	Jan. 2011 Gener Sep. 2018 Repre Jun. 2019 Outsic (Signi Repre	Joined SEGA Enterprises, Ltd. (currently known as SEGA CORPORATION) General Manager of Information System Department, Corporate Headquarters, SEGA CORPORATION Representative Director, Wiz Sophia Co., Ltd. (present post) Outside Director, Syuppin Co., Ltd. (present post) (Significant concurrent positions) Representative Director, Wiz Sophia Co., Ltd. Outside Director, Syuppin Co., Ltd.				
Reasons for selection as a candidate for Outside Director and expected roles	Chisaki Kusajima has overseen a wide range of IT-related operations for many years, and has played a significant role in the development of several systems. Subsequently, she founded her own business as an independent IT consultant and has gained substantial management experience and knowledge. The Company proposes her as a candidate for election as Outside Director as it deems she will provide a high level of guidance and advice regarding the promotion of DX and business expansion in the online field, which are indispensable for the future growth of the Company as she has a high-level understanding of the amusement industry.					
Conflicts of interest	No conflict of interest exists between the Company and Chisaki Kusajima.					

- (Note 1) The Company has taken out a directors and officers liability insurance policy with an insurance company with all of the Directors included as the insureds. The policy covers damages arising from liability borne by the insureds in the course of performance of their duties or claims pertaining to the pursuit of such liability. The full amount of the insurance premiums is borne by the Company, and the Company plans to renew the policy with the same or similar terms at the next renewal. If the election of each candidate in this proposal is approved and adopted, the Company plans to take out a policy under the same terms with each of them as an insured.
- (Note 2) The Company has notified the Tokyo Stock Exchange of the election of Kazuko Ohya and Mami Yamashita, as Independent Officers pursuant to Regulations of the Tokyo Stock Exchange. If their reelections are approved, the Company plans to maintain their positions as Independent Officers.
- (Note 3) If the election of Chisaki Kusajima is approved, the Company will notify the Tokyo Stock Exchange of her election as an Independent Officer pursuant to Regulations of the Tokyo Stock Exchange.
- (Note 4) The Company has entered into an agreement with Kazuko Ohya and Mami Yamashita that limits the liability for damages under Article 423, paragraph 1 of the Companies Act, to the extent stipulated by laws and regulations, provided that candidates have performed their duties in good faith and without gross negligence. If their reelections are approved, the Company will continue the said agreement with them.
- (Note 5) If the election of Chisaki Kusajima is approved, the Company will enter into an agreement with her that limits the liability for damages under Article 423, paragraph 1 of the Companies Act, to the extent stipulated by laws and regulations, provided that the candidate has performed her duties in good faith and without gross negligence.
- (Note 6) Number of years served as Outside Director is the number of years as of the end of this General Meeting of Shareholders.

Agenda Item 2: Election of two (2) Audit & Supervisory Board Members

Audit & Supervisory Board Members Yoshihiko Takegaki and Yukiko Hayashi will retire from office at the conclusion of this General Meeting of Shareholders due to their resignation. Accordingly, the Company proposes to elect two (2) Audit & Supervisory Board Members. As provided for in the Articles of Incorporation, their terms of office shall be the remaining terms of the predecessors.

The candidates for Audit & Supervisory Board Member are as follows.

(Procedures in the appointment of candidates for Audit & Supervisory Board Members.)

After deliberation by the Nomination and Remuneration Advisory Committee, of which an Outside Director is Chairperson, and Outside Directors form a majority of the members, the consent of the Audit & Supervisory Board is obtained, and the candidates for Audit & Supervisory Board Members are determined by the Board of Directors and submitted at this meeting.

1. Masanori	Kawaguchi	New election	Candidate for Outside Audit & Supervisory Board Member		
Date of birth	Oct. 14, 1963 Number of the Company's shares owned: - shares				
Career summary and position in the Company, and significant concurrent positions outside the Company	Sep. 2002 Genera Dec. 2007 Repres Mar. 2009 Genera Apr. 2009 Deputy Apr. 2011 Directo May 2013 Directo Japan d	entative Director an Il Manager of Gene / General Manager or and General Man	ral Planning Office, Acond nd President, AEONBO ral Planning Office and of Administration Divis mager of Administration 1 mager of Administration 1	,	
	May 2021 Director and Officer of Business Management, Reform Studio Co., Ltd. (present post)				
Reasons for selection as a candidate for Outside Audit & Supervisory Board Member	Masanori Kawaguchi has been involved in the business management at Aeon Forest Co., Ltd. for many years. He has served in various posts in the area of Administration and has contributed to the growth and development of that firm. The Company proposes him as a candidate for election as Outside Audit & Supervisory Board Member as it expects him to apply his abundant experience and broad insight to provide supervision of overall management and valuable advice.				
Conflicts of interest	No conflict of interest exists between the Company and Masanori Kawaguchi.				

2 Katsuvoshi Noguchi

2. Katsuyosh	i Noguchi	New election]		
Date of birth	Apr. 19, 1970		Number of the Company's shares owned: - shares		
Career summary and position in the Company, and significant concurrent positions outside the Company	May 2010 Manag Aug. 2013 Manag Apr. 2018 Manag	ger of Accounting Gr ger of Consolidated 1 ger of Financial Acco	rently known as AEON CO., LTD.) roup, Financial Accounting Department, AEON CO., LTD. Financial Accounting Department, AEON CO., LTD. punting Department, AEON CO., LTD.		
Reasons for selection as a candidate for Audit & Supervisory Board Member	Mar. 2022 General Manager of Financial Accounting Department, AEON CO., LTD. (present post) Katsuyoshi Noguchi has been involved in financial accounting of AEON Group over many years. The Company proposes him as a candidate for election as Audit & Supervisory Board Member as it expects him to apply his abundant experience and broad insight to provide supervision of overall management and valuable advice.				
Conflicts of interest	No conflict of interest exists between the Company and Katsuyoshi Noguchi.				

(Note) The Company has taken out a directors and officers liability insurance policy with an insurance company with all of the Audit & Supervisory Board Members included as the insureds. The policy covers damages arising from liability borne by the insureds in the course of performance of their duties or claims pertaining to the pursuit of such liability. The full amount of the insurance premiums is borne by the Company, and the Company plans to renew the policy with the same or similar terms at the next renewal. If the election of each candidate in this proposal is approved and adopted, the Company plans to take out a policy under the same terms with each of them as an insured.