



Free Bird Institute Limited

Fiji Islands

Meeting Results

20th May 2026

Results of the 2026 Annual General Meeting of Free Bird Institute Limited

The following resolutions were passed at the Annual General Meeting of members of Free Bird Institute Limited that was held at the Free Bird Institute – Namaka Campus at 4:00 pm on 19th May 2026.

Item 1: Minutes of the last AGM

To receive, consider and adopt the Minutes of the last Annual General Meeting held on 31st May 2025 as a true and correct record of the meeting.

The motion was moved by Mereseini Toga and seconded by Miho Miyamura and was unanimously accepted by the Shareholders.

Item 2 (a): Audited Financial Statements for the year ended 31 December 2025

To receive, consider and adopt the Audited Financial Statements for the year ended 31 December 2025 comprising the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows, directors' report, statement by the directors and the Report of the Auditors together with the notes comprising significant accounting policies and other explanatory information for the year then ended.

The motion was moved by Keri Yoshida and seconded by Yoshinobu Higashi and was unanimously accepted by the Shareholders.

Item 2(b) (i): Re-appointment of Mr. Hiroshi Taniguchi

Mr Taniguchi retires in accordance with Article 3.4 of the Company's Board Charter and being eligible offers himself for re-appointment as a Director of the Company.

The motion was moved by Miho Miyamura and seconded by Tomomi Takizawa and was unanimously accepted by the Shareholders.

Item 2(b) (ii): Appointment of Mr. Yuta Horiuchi

Mr Horiuchi being eligible offers himself for appointment as a Director of the Company.

The motion was moved by Tomoko Kuriyama and seconded by Ken Nonaka and was unanimously accepted by the Shareholders.

Item 2(b) (iii): Appointment of Huang Jiang Jianlin (Paul)

Mr Paul being eligible offers himself for appointment as a Director of the Company.

The motion was moved by Eriko Shinojima and seconded by Kasumi Fusegi and was unanimously accepted by the Shareholders.

Other matters

Mr Ken Kawamura and Ms Sangeeta Singh retire in accordance with Article 3.4 of the Board Charter and will not be offering themselves for re-election.

The Board wishes to take this opportunity to acknowledge and thank them for the two years that they have served the Board.

Item 2 (c): Appointment of Auditors

The Board proposes that the appointment of the external auditors of the Company for the financial year ending 31 December 2026 be deferred pending the finalisation of negotiations regarding audit fees and terms of engagement and that the Board of Directors be authorised to continue discussions with the shortlisted audit firms and, once a preferred auditor has been identified, to convene a further general meeting of shareholders as soon as practicable for the purpose of considering and, if thought fit, approving the appointment of the auditors of the Company.

The motion was moved by Masateru Iwauchi and seconded by Yoshinobu Higashi and was unanimously accepted by the Shareholders.

Item 2 (d): Ratification of Final Dividend

The Board has ratified that no further dividend be declared with respect to the 2025 financial year and the interim dividend declared in October 2025 be considered the final dividend of 2025.

The motion was moved by Kasumi Fusegi and seconded by Mereseini Toga and was unanimously accepted by the Shareholders.

Special Business:

The Board proposes that, for the purposes of section 252(2)(n) of the Companies Act 2015 (Fiji) and all other applicable provisions of the Act and the Company's Articles of Association, approval be and is hereby given for the proposed transfer of 1,835,128 ordinary shares in the Company from Hiroshi Taniguchi to Last Resort Co., Ltd., a company incorporated in Japan, which represents approximately 50.1% of the total issued share capital of the Company, and which will result in a change in control of the Company. That the Board of Directors be and is hereby authorised to do all such acts and things, and to execute all such documents, as may be necessary or desirable to give effect to this resolution, including but not limited to the approval and registration of the transfer of shares

The motion was moved by Hitomi Yasuda and seconded by Mereseini Toga and was unanimously accepted by the Shareholders. Hiroshi Taniguchi, as the shareholder benefiting from the transaction, abstained from voting on the resolution.

No other business was brought forward in conformity with the Articles of Association of the Company.

Roqiqi Korodrau
Company Secretary

Hiroshi Taniguchi
Executive Chairman