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Securities Code: 3843

July 10, 2024

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## To Shareholders with Voting Rights

Atsuki Ishida  
Representative Director and President  
**FreeBit Co., Ltd.**  
3-6 Maruyamacho, Shibuya-ku, Tokyo

## NOTICE OF THE 24TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 24th Ordinary General Meeting of Shareholders of FreeBit Co., Ltd. (the “Company”), which will be held as described below.

We ask that, instead of attending on the day of the meeting, you consider viewing the live broadcast of the meeting and exercise your voting rights in advance in writing by submitting the Voting Rights Exercise Form or via the internet, etc. if possible. Please read the Reference Documents for the General Meeting of Shareholders and exercise your voting rights in advance in all possible circumstances.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

The Company’s website: <https://freebit.com/> (in Japanese)

(From the above website, select “IR,” “IR Library,” and then “General Meeting of Shareholders & Business Presentation for investors.”)

Tokyo Stock Exchange (TSE) website:

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Access the TSE website by using the internet address shown above, enter “FreeBit” in “Issue name (company name)” or the Company’s securities code “3843” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

- 1. Date and Time:** July 25, 2024 (Thursday), 10:00 a.m.
- 2. Venue:** Shibuya Mark City Building, 1-12-2, Dogenzaka, Shibuya-ku, Tokyo  
Shibuya Excel Hotel Tokyu, 6F Planets Room
- 3. Agenda of the Meeting:**
  - Matters to be reported:**
    1. Business Report, Consolidated Financial Statements for the Company's 24th Fiscal Year (from May 1, 2023 to April 30, 2024) and Audit Reports for the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
    2. Non-consolidated Financial Statements for the Company's 24th Fiscal Year (from May 1, 2023 to April 30, 2024)
  - Proposal to be resolved:**
    - Proposal** Election of Seven Directors

- For those attending, please present the Voting Rights Exercise Form, which was sent together with this notice, at the reception desk on arrival at the meeting.
- When attending by proxy, the proxy will be required to present documentary proof of his or her authority to exercise your voting rights in addition to the shareholder’s Voting Rights Exercise Form at the reception desk. (You may name one shareholder who holds voting rights of the Company to act as proxy and exercise your voting rights in accordance with the provisions of Article 16 of the Company’s Articles of Incorporation.)
- In accordance with the provisions of laws and regulations and Article 14 of the Company’s Articles of Incorporation, the following items are excluded from the paper-based documents delivered to shareholders who have made a request for delivery of documents stating items subject to measures for electronic provision.
  - (1) “Main Businesses,” “Main Business Offices,” “Status of Employees,” “Status of Main Lenders,” and “Other Important Information on the Corporate Group” under 1. Current Status of the Corporate Group, “Status of Share Acquisition Rights” under 2. Current Status of the Company and “Matters Concerning Outside Officers” and “Status of the Accounting Auditor” under Status of Officers, 3. Systems for Ensuring the Propriety of Business Activities and Overview of Operations of the Said Systems, 4. Basic Policy Concerning Control of the Company, and 5. Policy on Determination of Dividends of Surplus, etc., all of which are in the Business Report.
  - (2) “Consolidated Statement of Changes in Equity” and “Significant Matters Forming the Basis for Preparing Consolidated Financial Statements and Other Notes” in the Consolidated Financial Statements
  - (3) “Non-consolidated Statement of Changes in Equity” and “Notes on Significant Accounting Policies and Other Notes” in the Non-consolidated Financial Statements

(2) and (3) above are part of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor in preparing the Accounting Audit Report. (1) to (3) above are part of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members in preparing the Audit Report.
- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company’s aforementioned website and the TSE website.
- When there is no indication of approval or disapproval for a proposal on the Voting Rights Exercise Form when exercising voting rights in writing (by mail), the Company shall treat it as a vote for approval.
- If you exercise your voting rights both in writing and via the internet, the vote cast via the internet shall be considered valid.
- If you exercise your voting rights multiple times via the internet, only the last vote cast shall be considered valid. When you exercise your voting rights more than once using multiple devices such as a PC, a smartphone, and/or a tablet, the last vote cast shall be considered valid regardless of the device.
- Gifts for shareholders will not be prepared.

## Reference Documents for the General Meeting of Shareholders

### Proposal Election of Seven Directors

The terms of office of all seven Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company proposes the election of seven Directors.

The candidates for Director are as follows:

No.	Name	Position in the Company	
1	Atsuki Ishida	Representative Director and President	Reelection
2	Takashi Shimizu	Director and Executive Vice President	Reelection
3	Koichi Tomomatsu	Director	Reelection
4	Ikuko Wada	Director	Reelection
5	Nobuhiko Komeya	Outside Director	Reelection Outside Independent
6	Seiji Takeda	Outside Director	Reelection Outside Independent
7	Hideaki Doki	Outside Director	Reelection Outside Independent

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares held
1	<p>Reelection</p> <p><b>Atsuki Ishida</b> (June 18, 1972) 52 years old</p> <p>Number of attendance at the Board of Directors meetings: 18/18 (100%)</p>	<p>May 2000 Founder and Representative Director, President and CEO of the Company</p> <p>July 2004 Representative Director, Chairman and CEO</p> <p>July 2005 Representative Director, President and CEO</p> <p>Jan. 2015 Representative Director, President and CEO of FreeBit mobile inc.</p> <p>Feb. 2015 Representative Director and Chairman of the Company</p> <p>Apr. 2015 Director, CIO and CSO of Culture Convenience Club Co., Ltd.</p> <p>Apr. 2016 Managing Director, CIO and CSO of Culture Convenience Club Co., Ltd.</p> <p>May 2020 Representative Director and President, CEO and CTO of the Company (current position)</p> <p>May 2020 Executive Officer (current position)</p> <p>June 2021 Outside Director of PIA Corporation (current position)</p> <p>Oct. 2021 Director and Chairman of DREAM TRAIN INTERNET INC. (current position)</p> <p>Oct. 2021 Representative Director and President of TONE LifeStyle INC.</p> <p>(Significant concurrent positions outside the Company) Director and Chairman of DREAM TRAIN INTERNET INC. Outside Director of PIA Corporation [Securities Code: 4337]</p>	3,526,605
<p>[Reason for nomination as candidate for Director]</p> <p>Since the establishment of the Company in May 2000, Atsuki Ishida, as one of its founding managers, has grown the Group, which includes one listed corporation, to its current scale. He also possesses technical experience and insight, having served in positions such as technical head of the largest-scale data system in Japan. In addition to being intimately familiar with the ICT that is indispensable for the expansion of the Group, he combines a managerial perspective that refuses to be swayed by preconceived ideas with the ability to get things done. While taking on the role of the commercialization of cutting-edge technologies such as AI and blockchain, he is striving to expand the Group.</p> <p>In order to facilitate the further growth of the Group, the Company proposes that he be reelected to continue to serve as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares held
2	<p>Reelection</p> <p><b>Takashi Shimizu</b> (February 26, 1974) 50 years old</p> <p>Number of attendance at the Board of Directors meetings: 18/18 (100%)</p>	<p>May 2000 Founder and Director of the Company</p> <p>Aug. 2005 General Manager of Finance and Accounting Department</p> <p>July 2010 General Manager of Group Management Administration Headquarters and General Manager of Finance and Accounting Department</p> <p>Oct. 2011 Executive Officer (current position)</p> <p>Mar. 2015 Outside Director of Tone mobile inc.</p> <p>Apr. 2015 Representative Director and President of freebit investment inc. (current position)</p> <p>Apr. 2015 Representative Director and President of FreeBit Smart Works, inc (current position)</p> <p>July 2015 Executive Vice President of the Company (current position)</p> <p>July 2016 Representative Director and President of BEKKOAME INTERNET. INC. (current position)</p> <p>Sept. 2016 Director of EPARK Health Care, Inc. (currently Kusurinomadoguchi, Inc.)</p> <p>Sept. 2018 Director of ALC PRESS INC.</p> <p>June 2020 Director of GIGAPRIZE Co., Ltd.</p> <p>July 2020 General Manager of Administration Headquarters (current position)</p> <p>July 2020 Director of Full Speed Inc.</p> <p>Oct. 2020 Auditor of DREAM TRAIN INTERNET INC.</p> <p>May 2021 Representative Director and President of DREAM TRAIN INTERNET INC. (current position)</p> <p>June 2023 Audit &amp; Supervisory Board Member of GIGAPRIZE Co., Ltd. (current position)</p> <p>(Significant concurrent positions outside the Company) Representative Director and President of DREAM TRAIN INTERNET INC. Audit &amp; Supervisory Board Member of GIGAPRIZE Co., Ltd. [Securities Code: 3830]</p>	129,805
<p>[Reason for nomination as candidate for Director]</p> <p>As one of the founders of the Company Takashi Shimizu has a record that encompasses being responsible for the engineering, administration and sales departments, resulting in an accumulation of knowledge that he puts to active use through his participation in the management of each of the Group, making an important contribution to the growth of the Group. He is also engaged in pioneering the new businesses vital for the Group's expansion in the future, including serving in the management of subsidiaries and being responsible for investment in start-up companies.</p> <p>In order to facilitate the further growth of the Group, the Company proposes that he be reelected to continue to serve as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares held
3	<p>Reelection</p> <p><b>Koichi Tomomatsu</b> (February 1, 1979) 45 years old</p> <p>Number of attendance at the Board of Directors meetings: 18/18 (100%)</p>	<p>Apr. 2001 Joined Goodwill Group Inc.</p> <p>Apr. 2004 Area Marketing Manager of Supervision Department</p> <p>July 2006 General Manager of Sales Planning Department of Goodwill Co., Ltd.</p> <p>Nov. 2008 Joined Full Speed Inc.</p> <p>Nov. 2011 General Manager of Operation Supervision Department</p> <p>July 2013 Director</p> <p>July 2014 Board Member of For it Inc. (current position)</p> <p>Feb. 2015 Representative Director and President of Full Speed Inc.</p> <p>Dec. 2015 Director of THINKS Co., Ltd.</p> <p>Jan. 2017 Director of FULLSPEED TECHNOLOGIES INC.</p> <p>May 2017 Representative Director and President of Calmbold Inc. (currently CRAID Inc.)</p> <p>Sept. 2017 Director of Full Speed Link Inc.</p> <p>Dec. 2017 Director of Full Speed (China) Inc.</p> <p>July 2018 Director of CRAID Inc. (current position)</p> <p>May 2019 Representative Director and President of JobRoad Inc. (current position)</p> <p>May 2020 Representative Director and Chairman of Full Speed Inc.</p> <p>June 2020 Director of GIGAPRIZE Co., Ltd. (current position)</p> <p>July 2020 Director of the Company (current position)</p> <p>July 2020 Executive Officer (current position)</p> <p>Oct. 2020 General Manager of Group Human Resources Headquarters of the Company (current position)</p> <p>Jan. 2023 Representative Director and President of Full Speed Inc. (current position)</p> <p>(Significant concurrent positions outside the Company) Representative Director and President of Full Speed Inc. Representative Director and President of JobRoad Inc. Director of CRAID Inc. Director of GIGAPRIZE Co., Ltd. [Securities Code: 3830] Board Member of For it Inc.</p>	8,067
<p>[Reason for nomination as candidate for Director]</p> <p>Through his participation in the management of Group, Koichi Tomomatsu has been making an important contribution to the growth of the Group. He possesses extensive experience and knowledge related to business strategy and human resources. He is striving to promote and strengthen the management of the Group with his broad and advanced point of view, from the viewpoint of pursuing the sustainable growth of the Group.</p> <p>In order to facilitate the further growth of the Group, the Company proposes that he be reelected to continue to serve as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares held
4	<p>Reelection</p> <p><b>Ikuko Wada</b> (July 17, 1971) 52 years old</p> <p>Number of attendance at the Board of Directors meetings: 18/18 (100%)</p>	<p>Apr. 1994 Joined KINREI CORPORATION</p> <p>June 2004 Joined Aqua Clara, inc.</p> <p>Oct. 2008 Joined Fractalist inc. (currently UNITED, Inc.)</p> <p>May 2012 Joined the Company</p> <p>July 2014 General Manager of Group Management Administration Headquarters of the Company</p> <p>May 2016 Executive Officer (current position)</p> <p>Sept. 2018 Director of ALC PRESS INC.</p> <p>June 2020 Director of GIGAPRIZE Co., Ltd. (current position)</p> <p>June 2020 Director of FreeBit EPARK Health Care, Inc. (currently Kusurinomadoguchi, Inc.)</p> <p>July 2020 General Manager of Group Management Planning Headquarters of the Company (current position)</p> <p>July 2020 Director of Full Speed Inc. (current position)</p> <p>July 2020 Director of the Company (current position)</p> <p>Nov. 2023 Outside Director of Media Kobo, Inc. (current position)</p> <p>June 2024 Outside Director of Matching Service Japan Co., Ltd. (current position)</p> <p>(Significant concurrent positions outside the Company) Director of GIGAPRIZE Co., Ltd. [Securities Code: 3830] Director of Full Speed Inc. Outside Director of Media Kobo, Inc. [Securities Code: 3815] Outside Director of Matching Service Japan Co., Ltd. [Securities Code: 6539]</p>	11,596
<p>[Reason for nomination as candidate for Director]</p> <p>Ikuko Wada has a record that encompasses being responsible for the corporate planning, IR, human resources, legal, and finance and accounting departments. She has promoted strengthening the information management structure, training of personnel and business strategy, resulting in an accumulation of knowledge that she puts to active use through her participation in the management of each of the Group, and is striving to contribute to the growth of the Group.</p> <p>In order to facilitate the further growth of the Group, the Company proposes that she be reelected to continue to serve as Director.</p>			



Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares held
5	<p>Reelection Outside Independent</p> <p><b>Nobuhiko Komeya</b> (September 20, 1955) 68 years old</p> <p>Number of attendance at the Board of Directors meetings: 14/14 (100%)</p>	<p>Apr. 1981 Joined ALPS ELECTRIC CO., LTD. (currently ALPS ALPINE CO., LTD.)</p> <p>Mar. 2000 President of ALPS ELECTRIC (UK) LIMITED</p> <p>June 2004 Director of ALPS ELECTRIC CO., LTD. (currently ALPS ALPINE CO., LTD.)</p> <p>June 2009 Managing Director, in charge of Material Control, MMP Division</p> <p>June 2012 Senior Managing Director, General Manager, Administration Headquarters</p> <p>June 2015 Senior Managing Director of ALPINE ELECTRONICS, INC. (currently ALPS ALPINE CO., LTD.)</p> <p>June 2016 President</p> <p>Jan. 2019 Representative Director, Senior Executive Vice President of ALPS ALPINE CO., LTD.</p> <p>July 2023 Director of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) None</p>	256
<p>[Reason for nomination as candidate for Outside Director and outline of expected role]</p> <p>Nobuhiko Komeya possesses extensive management and international experience as a manager and knowledge about new businesses in fields such as EV and automated driving, and displayed leadership in the strengthening of the business foundation, such as through organizational reform and the creation of new businesses, as President of ALPINE ELECTRONICS, INC. (currently ALPS ALPINE CO., LTD.) from 2016. He carries out the supervision of management by leveraging his knowledge as an entrepreneur and offering to the Company's management opinions and advice.</p> <p>In order to facilitate the further growth of the Group, the Company expects him to offer supervision, advice, etc. to the management of the Group based on his insight and experience from an independent viewpoint, and proposes that he be reelected to continue to serve as Outside Director.</p>			
6	<p>Reelection Outside Independent</p> <p><b>Seiji Takeda</b> (April 16, 1960) 64 years old</p> <p>Number of attendance at the Board of Directors meetings: 14/14 (100%)</p>	<p>Apr. 1984 Joined MAINICHI BROADCASTING SYSTEM, INC., News Department</p> <p>June 1991 TV Sales Division</p> <p>Apr. 1999 TV Programming Department of Tokyo Branch</p> <p>Apr. 2010 TV Production Department of Tokyo Branch</p> <p>June 2015 General Manager of Programming Division of Osaka Head Office</p> <p>June 2017 General Manager of Content Business Division</p> <p>June 2019 Managing Director of GAORA Inc.</p> <p>June 2021 Representative Director and President</p> <p>July 2023 Director of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) None</p>	25
<p>[Reason for nomination as candidate for Outside Director and outline of expected role]</p> <p>Seiji Takeda possesses extensive management experience and knowledge as a producer and manager in the broadcasting industry, and displayed leadership in the creation of various TV programs. He carries out the supervision of management by leveraging his knowledge as an entrepreneur and offering to the Company's management opinions and advice.</p> <p>In order to facilitate the further growth of the Group, the Company expects him to offer supervision, advice, etc. to the management of the Group based on his insight and experience from an independent viewpoint, and proposes that he be reelected to continue to serve as Outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares held
7	<p>Reelection Outside Independent</p> <p><b>Hideaki Doki</b> (December 30, 1962) 61 years old</p> <p>Number of attendance at the Board of Directors meetings: 14/14 (100%)</p>	<p>Apr. 1988 Joined Intel K.K.</p> <p>Dec. 2009 Supervising General Manager of Engineering Department of Technology Division</p> <p>June 2010 Deputy General Manager of Technology Division</p> <p>June 2011 General Manager of Technology Division</p> <p>June 2012 Executive Officer</p> <p>Oct. 2017 Asia Pacific Regional Management, Technology Promotion Division/Technology Division Director/General Manager</p> <p>Nov. 2017 Managing Executive Officer in charge of Technology Division</p> <p>Apr. 2021 Managing Executive Officer in charge of Technology Division 2</p> <p>July 2023 Director of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) None</p>	—
<p>[Reason for nomination as candidate for Outside Director and outline of expected role]</p> <p>Hideaki Doki possesses extensive management experience and knowledge as Managing Executive Officer of the Technology Division at Intel K.K. as he supported product technologies, solved technological issues regarding the shift to AI for DX, and carried out other efforts. He carries out the supervision of management by leveraging his knowledge and offering to the Company's management opinions and advice.</p> <p>In order to facilitate the further growth of the Group, the Company expects him to offer supervision, advice, etc. to the management of the Group based on his insight and experience from an independent viewpoint, and proposes that he be reelected to continue to serve as Outside Director.</p>			

Notes:

1. There is no special interest between any of the candidates for Director and the Company.
2. Nobuhiko Komeya, Seiji Takeda, and Hideaki Doki are candidates for Outside Director. The Company has designated them as Independent Officer as provided for by the Tokyo Stock Exchange and reported them as such to the exchange. If their reelection as Director is approved, the Company plans to designate them as Independent Officer again.
3. Candidates for Outside Director Nobuhiko Komeya, Seiji Takeda, and Hideaki Doki currently serve as Outside Director of the Company. At the conclusion of this Meeting, their tenure since assuming office as Outside Director will have been one year each.
4. Candidates for Outside Director Nobuhiko Komeya, Seiji Takeda, and Hideaki Doki currently serve as Outside Director of the Company. The Company has entered into limited liability agreements with them in which the maximum amount of their liability shall be equal to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act. In the event that their reelection is approved, the Company plans to continue the said limited liability agreement with them.
5. "Number of the Company's shares held" is the substantive number of shares, including the number of shares held through the shareholding association of officers as of April 30, 2024.
6. The Company also intends to enter into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. Said policy is to provide coverage for legal damages and litigation costs should an insured party become subject to a claim for damages during the period of insurance coverage, arising due to actions he or she has taken based on his or her position. However, the aforementioned insurance policy shall not provide coverage for damages arising from actions such that have been deemed to involve illegal gain or benefit by the insured party, or criminal activity, malfeasance, or fraud, or violation otherwise of laws, regulations, or rules governing Directors. The full amount of the insurance premiums for all the insureds are borne by the Company. If each candidate assumes office as Director, the Company plans to include each of them as an insured in the insurance policy and renew the said policy as of April 1, 2025.

## Criteria for Election of Independent Officers

- (i) They shall not be an executive (including a non-executive director, Audit & Supervisory Board Member, etc.) of the Group.
- (ii) They shall not be an entity for which the Group is a major business partner, nor a major business partner of the Group.
- (iii) They shall not be a major lender to the Group.
- (iv) They shall not have received from the Group substantial monies or assets, other than directors' remuneration, in consideration for specialist services related to the law, finance or tax and suchlike.
- (v) They shall not be an accounting auditor of the Group, nor a certified public accountant that is an accounting advisor to the Group.
- (vi) They shall not have received substantial donations from the Group.
- (vii) They shall not be an entity of which the Group is a major shareholder, nor a major shareholder of the Group.
- (viii) They shall not have a cross-shareholding relationship with the Group.
- (ix) They shall not have a relationship involving mutual exchange of officers with the Group.
- (x) In cases where in (ii) to (ix) above the entity is an organization such as a corporation, any person affiliated with said organization.
- (xi) They shall not be close relatives (the spouse, or relatives within the second degree of kinship) of the person in (i) to (ix) above.
- (xii) The monetary amount in (iv) and (vi) above shall be deemed as "substantial" if it is more than ¥10 million.

Reference: Skills Matrix

	Position and office, etc.	Gender	Outside	Insight related to corporate management	Industry insight			Insight related to marketing	Insight related to international business	Insight related to labor and HR	Insight related to finance and accounting	Insight related to legal affairs and governance	Exper-tise
					5G Infrastructure Support	5G Lifestyle Support	Enterprise/Creator 5G DX Support						Qualifications related to business duties
Board of Directors	Atsuki Ishida Representative Director and President CEO and CTO	Male		•	•	•	•	•					
	Takashi Shimizu Director and Executive Vice President CFO	Male			•	•				•	•		
	Koichi Tomomatsu Director and COO	Male					•			•			
	Ikuko Wada Director and CSO	Female			•	•				•	•	•	
	Nobuhiko Komeya Outside Director	Male	•	•	•	•		•	•	•	•	•	
	Seiji Takeda Outside Director	Male	•	•		•	•	•					
	Hideaki Doki Outside Director	Male	•		•			•	•	•			
Audit & Supervisory Board	Shuichi Shino Standing Audit & Supervisory Board Member	Male		•						•	•		
	Akihiro Matsuoka Standing Outside Audit & Supervisory Board Member	Male	•	•						•	•		
	Katsuyuki Yamaguchi Outside Audit & Supervisory Board Member	Male	•	•					•		•	Attorney-at-law	
	Hiroaki Yatabori Outside Audit & Supervisory Board Member	Male	•							•	•	Certified public accountant	
Total			6	6	5	5	3	4	4	4	6	7	

The matrix above does not show all of the skills, experience, abilities and other insight and accomplishments of each person.  
 “Experience” for each item refers, in principle, to a total of three or more years of service in the relevant duties or office.