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Securities Code 7735
June 8, 2020

To Those Shareholders with Voting Rights

Toshio Hiroe
Representative Director
President
Member of the Board
Chief Executive Officer
SCREEN Holdings Co., Ltd.
Tenjinkita-machi 1-1, Teranouchi-agaru
4-chome, Horikawa-dori, Kamigyo-ku,
Kyoto, Japan

NOTICE OF THE 79th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially notified of the 79th Ordinary General Meeting of Shareholders of the Company. The Meeting will be held as described below.

If you exercise your voting rights in writing or through electromagnetic devices (Internet, etc.), please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. (JST) on June 23, 2020 (Tuesday).

1. **Date and Time:** **Wednesday, June 24, 2020 at 10:00 a.m. (JST)**
2. **Place:** **5th Floor of the Head Office Building, SCREEN Holdings Co., Ltd. Tenjinkita-machi 1-1, Teranouchi-agaru 4-chome, Horikawa-dori, Kamigyo-ku, Kyoto, Japan**
3. **Agenda of the Meeting:**

Matters to be reported:
(1) The Business Report, the Consolidated Financial Statements, and results of each audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors for the 79th fiscal term (from April 1, 2019 to March 31, 2020)
(2) The Non-consolidated Financial Statements for the 79th fiscal term (from April 1, 2019 to March 31, 2020)

Proposals to be resolved:

Proposal No. 1: Appropriation of Surplus
Proposal No. 2: Election of Eight Directors
Proposal No. 3: Election of Three Corporate Auditors
Proposal No. 4: Election of One Substitute Corporate Auditor

Notes:

1. Of the documents to be included in this Notice of Convocation, the "Consolidated Statements of Changes in Shareholders' Equity" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements and the "Statements of Changes in Shareholders' Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements are posted on the Company's website (www.screen.co.jp/) in accordance with laws and regulations and Article 16 of the Articles of Incorporation of the Company, and are not included in the attached documents of this Notice of Convocation. The Consolidated Statements of Changes in Shareholders' Equity, the Notes to the Consolidated Financial Statements, the Statements of Changes in Shareholders' Equity and the Notes to the Non-consolidated Financial Statements are a subset of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor and Corporate Auditors during preparation of the Audit Reports.
2. In the event that the Business Report, the Consolidated Financial Statements, the Non-consolidated Financial Statements and the Reference Documents for the General Meeting of Shareholders are modified, the Company will post such modification on its website (www.screen.co.jp/).
3. For those attending, please hand in the enclosed Voting Rights Exercise Form at the reception desk on arrival at the Meeting.

Cancellation of the Management Conditions Briefing Session and the Café Corner

The Management Conditions Briefing Session and the Café Corner that were to be held after the General Meeting of Shareholders have been canceled this year as a measure to prevent the novel coronavirus infection.
Thank you for your understanding.

Guidance on Exercise of Voting Rights

Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by the following methods.
In order to prevent the novel coronavirus infection, we strongly recommend that you refrain from visiting the venue on the day of the meeting this year and exercise your voting rights in writing or via the Internet, etc.

Shareholders Who Are Attending the Meeting

Please submit the enclosed Voting Rights Exercise Form at the reception.
Date and Time: 10:00 a.m. on Wednesday, June 24, 2020

Shareholders Who Are Exercising Their Voting Rights in Writing or via the Internet, etc.

Exercise of Voting Rights in Writing (Postal Mail)

Please indicate your vote for or against each of the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the following deadline.
Deadline for Exercise of Voting Rights: 5:00 p.m. on Tuesday, June 23, 2020

Exercise of Voting Rights via the Internet, etc.

Please access the Company's designated website for exercise of voting rights (www.web54.net), use the "Voting Rights Exercise Code" and "Password" stated on the enclosed Voting Rights Exercise Form, and follow the instructions on the screen to indicate your vote for or against the proposals.
Deadline for Exercise of Voting Rights: 5:00 p.m. on Tuesday, June 23, 2020

(Note) Internet service provider and telecommunications carrier fees (connection fees, etc.) when using the Internet shall be borne by the shareholder.

Exercise of Voting Rights by Smartphone (Smart Voting)

You can exercise your voting rights by scanning the "Voting Rights Exercise Website Login QR Code for Smartphones" stated on the enclosed Voting Rights Exercise Form. This does not require the use of the "Voting Rights Exercise Code" or "Password."
Deadline for Exercise of Voting Rights: 5:00 p.m. on Tuesday, June 23, 2020

(Note) If you wish to change your vote after exercising your voting rights, you will need to scan the QR code again and enter the "Voting Rights Exercise Code" and "Password" stated on the Voting Rights Exercise Form.

(Note) Internet service provider and telecommunications carrier fees (connection fees, etc.) when using the Internet shall be borne by the shareholder.

Handling the Exercise of Voting Rights

- If your voting rights are exercised in duplicate in writing (postal mail) and via the Internet, etc., the vote exercised via the Internet, etc. shall be the vote deemed valid.
- If you exercise your voting rights multiple times via the Internet, or exercise your voting rights in duplicate using a personal computer and smartphone, only the last vote exercised shall be deemed valid.

Inquiries Concerning the Operation Procedures of Personal Computers, etc.

Sumitomo Mitsui Trust Bank Stock Transfer Agency web support (exclusive number)
Toll Free Number: 0120-652-031 (9:00 a.m. to 9:00 p.m. (JST))

For Institutional Investors

Institutional investors may also exercise voting rights through electromagnetic means using the "Electronic Voting Rights Exercise Platform" operated by ICJ, Inc. for this Ordinary General Meeting of Shareholders.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The SCREEN Group works to secure the retained earnings necessary for growth investment and the sound maintenance of a financial base able to respond to future changes in the business environment. Considering this aim and other factors, the SCREEN Group's basic policy is to provide a total consolidated shareholder return ratio of 25% or above.

Based on the policy above, it is proposed that year-end dividends for the 79th fiscal term be distributed as follows:

(1) Matters concerning the distribution of dividend property to shareholders and its aggregate amount
30 yen per share of common stock of the Company, or 1,402,707,570 yen in an aggregate amount

(2) Date on which the dividend of surplus becomes effective
June 25, 2020

Proposal No. 2: Election of Eight Directors

The terms of office of nine Directors, namely Messrs. Eiji Kakiuchi, Toshio Hiroe, Katsutoshi Oki, Soichi Nadahara, Yoichi Kondo, Kimito Ando, Shigeru Saito, Makoto Yoda, and Hidemi Takasu will expire at the close of this Meeting. Accordingly, the Company proposes election of eight Directors.

The nominees for Directors are as follows:

No.	Name		Position and responsibility in the Company	Attendance at Meetings of the Board of Directors
1	Eiji Kakiuchi	Reelection	Representative Director Chairman Member of the Board	100% (14/14 meetings)
2	Toshio Hiroe	Reelection	Representative Director President Member of the Board Chief Executive Officer	100% (10/10 meetings)
3	Soichi Nadahara	Reelection	Managing Director Member of the Board Chief Technology Officer	100% (14/14 meetings)
4	Yoichi Kondo	Reelection	Managing Director Member of the Board Chief Financial Officer	100% (14/14 meetings)
5	Kimito Ando	Reelection	Managing Director Member of the Board General Affairs & Human Resources Strategy Tokyo Representative	100% (14/14 meetings)
6	Shigeru Saito	Reelection Outside Independent	Director Member of the Board	100% (14/14 meetings)
7	Makoto Yoda	Reelection Outside Independent	Director Member of the Board	100% (14/14 meetings)
8	Hidemi Takasu	Reelection Outside Independent	Director Member of the Board	100% (10/10 meetings)

Note:

Attendance by Messrs. Toshio Hiroe and Hidemi Takasu represents their attendance at Meetings of the Board of Directors held after their assumption of office on June 25, 2019.

No. 1

Eiji Kakiuchi

Reelection

Date of Birth
April 3, 1954

Number of shares of the Company held
24,976

■ **Profile, position and responsibility in the Company**

April 1981	Joined the Company
April 2005	Corporate Officer
April 2006	Corporate Officer (Senior)
April 2007	Corporate Executive Officer
April 2011	Chief Officer of IR, Security Export Control, GPS and Group G10
June 2011	Director
April 2014	Representative Director President
April 2016	Chief Executive Officer (CEO)
June 2019-present:	Representative Director, Chairman, Member of the Board

■ **Reasons for selection as a candidate for Director**

Mr. Eiji Kakiuchi is currently Chairman and Member of the Board, and has a wealth of management experience and wide insights in domestic and overseas business divisions of the Company, and the Company has judged that he can fulfill his responsibilities and duties as Director to improve corporate value of the Company, and requests his continued election as Director.

No. 2

Toshio Hiroe

Reelection

Date of Birth
May 5, 1959

Number of shares of the Company held
13,367

■ **Profile, position and responsibility in the Company**

April 1983	Joined the Company
April 2006	Vice President, Semiconductor Equipment Company
April 2007	Corporate Officer
October 2009	Deputy General Manager, R&D Center
April 2011	Corporate Officer (Senior)
April 2014	President, FPD Equipment Company
August 2014	President, SCREEN Finetech Solutions Co., Ltd.
April 2019	Chairman, SCREEN Finetech Solutions Co., Ltd.
June 2019-present:	Representative Director, President, Member of the Board, the Company Chief Executive Officer (CEO)

■ **Significant concurrent positions**

Director, SCREEN Semiconductor Solutions Co., Ltd.
Director, SCREEN Graphic Solutions Co., Ltd.
Director, SCREEN Finetech Solutions Co., Ltd.
Director, SCREEN PE Solutions Co., Ltd.
Director, SCREEN Advanced System Solutions Co., Ltd.

■ **Reasons for selection as a candidate for Director**

Mr. Toshio Hiroe is currently President and Member of the Board, and has a wealth of experience and wide insights in domestic and overseas business and technology divisions, and the Company has judged that he can fulfill his responsibilities and duties as Director to further improve corporate value of the Company, and requests his continued election as Director.

No. 3

Soichi Nadahara

Reelection

Date of Birth
December 2, 1957

Number of shares of the Company held
15,151

■ **Profile, position and responsibility in the Company**

April 1986	Joined TOSHIBA CORPORATION
April 2001	Group Manager, Processing Technology Promotion Center, Semiconductor Company, TOSHIBA CORPORATION
April 2004	Joined the Company
October 2004	Vice President, Semiconductor Equipment Company
April 2006	Corporate Officer
April 2011	Corporate Officer (Senior)
April 2013-present:	Chief Technology Officer (CTO)
June 2014-present:	Managing Director, Member of the Board

■ **Reasons for selection as a candidate for Director**

Mr. Soichi Nadahara is currently Managing Director and Member of the Board, and has a wealth of experience and diverse expertise in technology and development divisions of another company and the Company, and the Company has judged that he can fulfill his responsibilities and duties as Director of the Company, and requests his continued election as Director.

No. 4

Yoichi Kondo

Reelection

Date of Birth
September 25, 1958

Number of shares of the Company held
4,954

■ **Profile, position and responsibility in the Company**

April 1982	Joined The Bank of Tokyo, Limited (Currently MUFG Bank, Ltd.)
June 2010	Corporate Officer, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (Currently MUFG Bank, Ltd.)
June 2013	Joined the Company Corporate Officer (Senior)
April 2014	General Manager, General Administration Division
June 2014-present:	Managing Director, Member of the Board Chief Financial Officer (CFO)

■ **Reasons for selection as a candidate for Director**

Mr. Yoichi Kondo is currently Managing Director and Member of the Board, and has a wealth of experience in domestic and overseas areas and expertise regarding finance and accounting, and the Company has judged that he can fulfill his responsibilities and duties as Director of the Company, and requests his continued election as Director.

No. 5

Kimito Ando

Reelection

Date of Birth
December 25, 1958

Number of shares of the Company held
6,541

■ **Profile, position and responsibility in the Company**

April 1981	Joined the Company
April 2006	President, Human Resources Company
April 2011	Corporate Officer
April 2014	Corporate Officer (Senior)
August 2014	Director, SCREEN Semiconductor Solutions Co., Ltd.
April 2016	Corporate Executive Officer, SCREEN Semiconductor Solutions Co., Ltd.
June 2017	Director of the Company
June 2017-present:	Chief Officer of General Affairs & HR Strategy Chief Officer of Tokyo Representative
June 2019-present:	Managing Director Member of the Board

■ **Reasons for selection as a candidate for Director**

Mr. Kimito Ando is currently Managing Director and Member of the Board, and has a variety of experience and wide insights in the Company's businesses and its General Administration Division. As he has made significant contributions to the development of the Company's businesses and its General Administration Division, the Company has judged that he can fulfill his responsibilities and duties as Director, and requests his continued election as Director.

No. 6

Shigeru Saito

Reelection
Outside
Independent

Date of Birth
January 26, 1957

Number of shares of the Company held
1,439

■ **Profile, position and responsibility in the Company**

November 1979	Joined TOSE CO., LTD. Head of Development Division, TOSE CO., LTD.
October 1985	Director, TOSE CO., LTD.
February 1987	President, TOSE CO., LTD.
September 2004	President and CEO, TOSE CO., LTD.
June 2013-present:	Director of the Company Member of the Board
December 2015-present	Chairman and CEO, TOSE CO., LTD.
June 2017-present:	Outside Director, Wacoal Holdings Corp.

■ **Significant concurrent positions**

Chairman and CEO, TOSE CO., LTD.
Outside Director, Wacoal Holdings Corp.

■ **Reasons for selection as a candidate for Outside Director**

Mr. Shigeru Saito is currently Outside Director and Member of the Board, and serves as Chairman and CEO at another company, and based on his accumulated wealth of knowledge and experience, the Company has judged that he can further improve the supervisory functions of management by expressing opinions from various viewpoints, and requests his continued election as Outside Director.

No. 7

Makoto Yoda

Reelection
Outside
Independent

Date of Birth
January 24, 1950

Number of shares of the Company held
900

■ **Profile, position and responsibility in the Company**

March 1972	Joined Japan Storage Battery Co., Ltd. (Currently GS Yuasa International Ltd.)
June 2004	President, GS Yuasa Power Supply Co., Ltd. (Currently GS Yuasa International Ltd.)
June 2006	President, GS Yuasa Corporation
October 2007	Chief Executive Officer (CEO), GS Yuasa Corporation
June 2015	Chairman, GS Yuasa Corporation Chairman, GS Yuasa International Ltd.
May 2016	Chairman, Kyoto Industrial Association, Inc.
June 2017-present:	Advisor, GS Yuasa Corporation
June 2018-present:	Director of the Company Member of the Board

■ **Significant concurrent position**
Advisor, GS Yuasa Corporation

■ **Reasons for selection as a candidate for Outside Director**
Mr. Makoto Yoda is currently Outside Director and Member of the Board, and has a wealth of insights as a manager for many years, and based on his diverse experiences, including as Chairman of Kyoto Industrial Association, Inc., the Company has judged that he can further improve the supervisory functions of management by expressing opinions from various viewpoints, and requests his continued election as Outside Director.

No. 8

Hidemi Takasu

Reelection
Outside
Independent

Date of Birth
January 5, 1948

Number of shares of the Company held
1,000

■ **Profile, position and responsibility in the Company**

March 1971	Joined Toyo Electronics Industry Corporation (Currently ROHM Co., Ltd.)
June 1997	Director and Deputy General Manager, ULSI Research & Development Headquarters, ROHM Co., Ltd.
June 2009	Managing Director and General Manager, LSI General Headquarters, in charge of Research & Development Headquarters, ROHM Co., Ltd.
October 2009	Managing Director and General Manager, Research & Development Headquarters, ROHM Co., Ltd.
May 2013	Managing Director in charge of Quality and General Manager, Research & Development Headquarters, ROHM Co., Ltd.
July 2013	Managing Director in charge of Business Creation and Quality, ROHM Co., Ltd.
August 2017-present:	Advisor, Samco Inc.
October 2018-present:	Substitute Corporate Auditor, Samco Inc.
June 2019-present:	Director of the Company Member of the Board

■ **Significant concurrent position**
Substitute Corporate Auditor, Samco Inc.

■ **Reasons for selection as a candidate for Outside Director**
Mr. Hidemi Takasu is currently Outside Director and Member of the Board, and has a wealth of management experience as an officer in charge of technology at another company as well as strong relationship with domestic and overseas universities. Based on his wealth of knowledge and expertise, the Company has judged that he can further improve the supervisory functions of management by expressing opinions from various viewpoints, and requests his continued election as Outside Director.

Notes:

1. Of Director nominees, Messrs. Shigeru Saito, Makoto Yoda and Hidemi Takasu are nominated as Outside Director. The Company has reported Messrs. Shigeru Saito, Makoto Yoda and Hidemi Takasu to Tokyo Stock Exchange, Inc. as an independent director/auditor. They will continuously serve as an independent director/auditor if they are re-elected as proposed.
2. There is no special interest between the Director nominees and the Company.
3. The number of years for which the Outside Director nominees have served as Director of the Company
   (1) Mr. Shigeru Saito will have served as Director of the Company for seven years at the close of this Meeting.
   (2) Mr. Makoto Yoda will have served as Director of the Company for two years at the close of this Meeting.
   (3) Mr. Hidemi Takasu will have served as Director of the Company for one year at the close of this Meeting.
4. Limitation of Liability Agreement with Outside Directors
   The Company has concluded a Limitation of Liability Agreement with Messrs. Shigeru Saito, Makoto Yoda and Hidemi Takasu to limit their liability as prescribed in the provision of Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the Companies Act. Under the agreement, their liability for damages shall be limited within the amount prescribed by laws and regulations. When Messrs. Shigeru Saito, Makoto Yoda and Hidemi Takasu are elected as proposed, their agreement will be renewed.
5. Director nominee Mr. Yoichi Kondo is scheduled to assume the position of Director of SCREEN Semiconductor Solutions Co., Ltd. upon approval of this year’s ordinary general meeting of shareholders of the company.

Proposal No. 3: Election of Three Corporate Auditors

The terms of Corporate Auditors Messrs. Hirofumi Ota, Kenzaburo Nishikawa and Yoshio Nishi will expire at the close of this Meeting. Accordingly, the Company proposes election of three Corporate Auditors.
The consent of the Board of Corporate Auditors has been obtained for this proposal.
The nominees for Corporate Auditors are as follows:

No. 1

Hirofumi Ota

Reelection
Date of birth
June 17, 1957

Number of shares of the Company held
2,000

■ **Profile and position in the Company**

April 1981	Joined the Company
April 2005	General Manager, Finance & Accounting Department, Accounting Company
April 2012	General Manager, Finance & Accounting Group, Business Service Center
April 2014	General Manger, Finance & Accounting Group, General Administration Division
October 2014	General Manager, Finance & Accounting Department
April 2016	Corporate Officer
June 2019-present	Senior Corporate Auditor (Full-time)

■ **Reasons for selection as a candidate for Corporate Auditor**
Mr. Hirofumi Ota has experienced the accounting operations of the Company for many years, and has professional knowledge regarding finance and accounting. Based on this wealth of experience and expertise, the Company has judged that he can appropriately fulfill his duties and responsibilities as Corporate Auditor, and requests his continued election.

No. 2

Tetsuo Kikkawa

New candidate
Outside
Independent
Date of birth
July 28, 1947

Number of shares of the Company held
0

■ **Profile and position in the Company**

April 1982	Registered with Osaka Bar Association Joined Miyake Joint Partnership Law Office (Currently Miyake & Partners)
April 1986	Registered with Kyoto Bar Association Established Masukawa & Kikkawa Joint Partnership Law Firm
April 1995	Vice-chairman, Kyoto Bar Association
October 2002	Established Kyoto Mirai Law Firm
October 2002-present	President and Attorney-at-Law, Kyoto Mirai Law Firm
June 2010-present	Outside Corporate Auditor, Kosei Kensetsu Co., Ltd.
April 2012	Chairman, Kyoto Bar Association

■ **Significant concurrent positions**
President and Attorney-at-Law, Kyoto Mirai Law Firm
Outside Corporate Auditor, Kosei Kensetsu Co., Ltd.

■ **Reasons for selection as a candidate for Outside Corporate Auditor**
Mr. Tetsuo Kikkawa has a wealth of knowledge and experience accumulated over many years working as an Attorney-at-Law, and based on this, the Company has judged that he is a person who has high ethics and can conduct fair and unbiased audits, and requests his election as Outside Corporate Auditor. Although Mr. Kikkawa does not have any experience in being involved in corporate management other than serving as an outside officer, the Company believes that he can properly carry out his duties as Outside Corporate Auditor for the reasons stated above.

No. 3

Seiji Yokoyama

New candidate
Outside
Independent

Date of birth
July 10, 1960

Number of shares of the Company held
0

■ **Profile and position in the Company**

April 1983	Joined Toray Industries, Inc.
October 1985	Joined Tohmatsu Awoki & Co. (currently Deloitte Touche Tohmatsu LLC)
March 1989	Registered as Certified Public Accountant
February 2000	Registered as California-Licensed Certified Public Accountant (USA)
July 2001-present	Partner, Deloitte Touche Tohmatsu LLC (scheduled to retire on June 15, 2020)

■ **Reasons for selection as a candidate for Outside Corporate Auditor**

As a certified public accountant, Mr. Seiji Yokoyama has a profound insight into finance and accounting. The Company has judged that he is a person who can conduct audits from a fair and neutral position based on the audit experience of many domestic and overseas companies at an audit firm, and requests his election as Outside Corporate Auditor. Although Mr. Yokoyama does not have any experience in being directly involved in corporate management, the Company believes that he can properly carry out his duties as Outside Corporate Auditor for the reasons stated above.

Notes:
1. Of Corporate Auditor nominees, Messrs. Tetsuo Kikkawa and Seiji Yokoyama are nominated as Outside Corporate Auditors. If they are elected as proposed, the Company intends to report Messrs. Tetsuo Kikkawa and Seiji Yokoyama to Tokyo Stock Exchange, Inc. as an independent director/auditor.
2. There is no special interest between the Corporate Auditor nominees and the Company.
3. Corporate Auditor nominee Mr. Hirofumi Ota has experienced the accounting operations of the Company for many years, and Mr. Seiji Yokoyama is a certified public accountant. They both have extensive knowledge regarding finance and accounting.
4. Limitation of Liability Agreement with Outside Corporate Auditors
   When Messrs. Tetsuo Kikkawa and Seiji Yokoyama are elected as proposed, the Company intends to conclude a Limitation of Liability Agreement with them to limit their liability as prescribed in the provision of Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the Companies Act. Under the agreement, their liability for damages shall be limited within the amount prescribed by laws and regulations.

Proposal No. 4: Election of One Substitute Corporate Auditor

The effective term of office of Mr. Tetsuo Kikkawa, the Substitute Corporate Auditor, will expire at the commencement of this Meeting. Accordingly, the Company requests the election of one Substitute Corporate Auditor to prepare for a contingency in which the Company does not have the number of Audit & Supervisory Board Members required by laws and regulations.

The candidate for Substitute Corporate Auditor is a substitute for Outside Corporate Auditor, and consents to assuming the office of Corporate Auditor in the event that an Outside Corporate Auditor retires during the term of office and the Company does not have the number of Corporate Auditors required by laws and regulations.

The consent of the Board of Corporate Auditors has been obtained for this proposal.

The nominee for Substitute Corporate Auditor is as follows:

Tomoyuki Ito

New candidate
Outside
Independent

Date of birth
June 25, 1959

Number of shares of the Company held
0

■ **Profile**

April 1989	Appointed as Judge, Osaka District Court
April 1991	Assigned to Kanazawa District Court
April 1994	Registered with Kyoto Bar Association
April 1994-present	Attorney-at-Law, Ashida Law Office

■ **Significant concurrent position**
Attorney-at-Law, Ashida Law Office

■ **Reasons for selection as a candidate for Substitute Corporate Auditor**
As an attorney-at-law, Mr. Tomoyuki Ito has a sophisticated specialized knowledge and a wealth of experience cultivated through practical work. The Company has judged that he is a person who can conduct audits from a fair and neutral position, and requests his election as Substitute Outside Corporate Auditor. Although Mr. Ito does not have any experience in being directly involved in corporate management, the Company believes that he can properly carry out his duties as Outside Corporate Auditor for the reasons stated above.

Notes:
1. Mr. Tomoyuki Ito is nominated as Substitute Outside Corporate Auditor. When he is elected as proposed and assumes the office of Outside Corporate Auditor, the Company intends to report him to Tokyo Stock Exchange, Inc. as an independent director/auditor.
2. There is no special interest between the nominee for Substitute Corporate Auditor and the Company.
3. Limitation of Liability Agreement with Outside Corporate Auditors
   When Mr. Tomoyuki Ito assumes the office of Outside Corporate Auditor, the Company intends to enter into an agreement with him to limit his liability as prescribed in the provision of Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the Companies Act. Under the agreement, his liability for damages shall be limited within the amount prescribed by laws and regulations.

[Reference] Policies and Procedures Regarding the Nomination of Director and Corporate Auditor Candidates

Regarding the nomination of candidates for Director and Corporate Auditor positions, candidates are selected in accordance with SCREEN Holdings' "Criteria for Appointing Candidates for Directors and Corporate Auditors" and approved by the Board of Directors after seeking the advice of the Nomination and Compensation Advisory Committee, which is comprised of Outside Directors and the Chairman of the Board of Directors (with the Outside Directors accounting for the majority of its members). Criteria for appointing candidates for Directors and Corporate Auditors are as follows respectively.

<Criteria for Appointing Candidates for Directors>

1. Candidates must be equipped with sufficient business experience and robust expertise in the area of their specialty and be capable of living up to stakeholder expectations and contributing to medium- to long-term growth in the SCREEN Group's corporate value.
2. Candidates must be capable of making fair judgment based on a neutral viewpoint without sectional partiality and be equipped with risk management abilities.
3. Candidates must be able to secure sufficient time and resources to appropriately fulfill their roles and responsibilities as directors.
4. Candidates must be knowledgeable individuals with integrity and high moral bearing.
5. Candidates must not fulfill any of the conditions disqualifying directors under Article 331-1 of the Companies Act.
6. Candidates for outside director positions must fulfill SCREEN Holding's "Criteria for Independence of Outside Directors and Outside Corporate Auditors."
7. Candidate selection must be undertaken with the intention of securing diversity in experience and specialty, thereby maximizing the Board of Directors' functional efficiency and effectiveness and maintaining a balanced composition that helps SCREEN Holdings exercise management oversight covering all business units.

<Criteria for Appointing Candidates for Corporate Auditors>

1. Candidates must be equipped with abundant auditing experience and capable of conducting audits from a neutral and objective viewpoint without sectional partiality.
2. Candidates must be independent from those charged with business execution and well-positioned to maintain fair and impartial standing.
3. Candidates must be able to secure sufficient time and resources to appropriately fulfill their roles and responsibilities during their term of office.
4. Candidates must be knowledgeable individuals with integrity and high moral bearing.
5. Candidates must not fulfill any of the conditions disqualifying directors under Article 331-1 of the Companies Act, which also apply to corporate auditors in accordance with Article 335-1 of said Act.
6. Candidates for outside corporate auditor positions must fulfill SCREEN Holding's "Criteria for Independence of Outside Directors and Outside Corporate Auditors."
7. Candidates selection must be undertaken with the intention of securing a balanced composition in terms of knowledge, experience and specialties. In addition, at least one corporate auditor must be equipped with considerable expertise in finance and accounting.

(Note) The above is an excerpt of policies and procedure regarding the nomination of Director and Corporate Auditor candidates from "Corporate Governance Report (updated on November 14, 2019)" that is posted on the Company's website.