Securities Code: 9474
May 27, 2022

NOTICE OF THE 62nd ORDINARY GENERAL MEETING OF SHAREHOLDERS OF ZENRIN CO., LTD.

Dear Shareholders,

This is to notify you of the 62nd Ordinary General Meeting of Shareholders of Zenrin Co., Ltd. to be held as described below.

Instead of attending the meeting, you can exercise your voting rights either in writing or over the Internet. Please read the Reference Documents for the Ordinary General Meeting of Shareholders attached hereto, and exercise your voting rights no later than 5:30 p.m., Thursday, June 16, 2022.

Yours very truly,
Zenshi Takayama
President & C.E.O.
Zenrin Co., Ltd.
1-1-1, Muromachi, Kokurakita-ku, Kitakyushu-shi

Notice

1. Date: 10:00 a.m., Friday, June 17, 2022 (reception will open at 9:30 a.m.)
2. Place: Royal Hall, 4th floor, Rihga Royal Hotel Kokura,
2-14-2, Asano, Kokurakita-ku, Kitakyushu-shi, Fukuoka-ken, Japan

3. Agenda
Matters to report: i) The Business Report, consolidated financial statements and the Audit Reports of the Independent Auditors and the Audit and Supervisory Committee for consolidated financial statements for the 62nd fiscal year (from April 1,2021 to March 31, 2022)
ii) The non-consolidated financial statements and the contents thereof for the 62nd fiscal year (from April 1,2021 to March 31, 2022)

Matters to be resolved:
Proposal 1: Appropriation of retained earnings
Proposal 2: Partial amendments to the Articles of Incorporation
Proposal 3: Election of eight (8) directors (excluding directors serving as Audit and Supervisory Committee members)
Proposal 4: Election of three (3) directors serving as Audit and Supervisory Committee members

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Matters concerning the Reference Documents for the Ordinary General Meeting of Shareholders and the Documents Attached to this Notice

* The following matters among those to be presented on attached documents are presented on the Company's website under laws and regulations and the provision of Article 15 of the Company's Articles of Incorporation, and are therefore not stated in these attached documents: "Systems to Ensure Appropriate Operations and Their Implementation Status" and "Basic Policy Regarding Control of the Company" in the Business Report; "Consolidated Statements of Changes in Equity" and "Notes to Consolidated Financial Statements" of the Consolidated Financial Statements; and "Non-consolidated Statements of Changes in Equity" and "Notes to Non-consolidated Financial Statements" of the Non-consolidated Financial Statements.
Therefore, the documents attached to this notice constitute only part of the consolidated and non-consolidated financial statements audited by the accounting auditor in preparing its accounting audit report and part of the business report, consolidated and non-consolidated financial statements audited by the Audit and Supervisory Committee in preparing their audit report.
* Any changes in the Business Report, consolidated or non-consolidated financial statements or the Reference Documents for the Ordinary General Meeting of Shareholders will be reported on the Company's website.
* The Company's website https://www.zenrin.co.jp/company/ir/stock/meeting/

Reference Documents for the Ordinary General Meeting of Shareholders

Proposal 1: Appropriation of retained earnings

Positioning the returning of income to shareholders as a top priority, the ZENRIN Group adopts a basic policy of implementing stable, uninterrupted payments of dividends derived from income growth based on the medium- to long-term business plan on a consolidated basis. In line with this policy, the ZENRIN Group has set dividend on equity (DOE)(*) on a consolidated basis of 3% or higher as the target

In accordance with this policy, the Company proposes to pay a year-end dividend for the 62nd fiscal year of ¥13.50, an increase by ¥1 per share from the previous fiscal year. With this, the annual dividend per share including the interim dividend would be ¥26 per share, an increase by ¥1 per share from the previous fiscal year.

*Dividend on equity on a consolidated basis (DOE) = Total amount of dividends / Shareholders' equity
Shareholders' equity is the amount arrived at when the amount of treasury shares is subtracted from the sum total of common stock, capital surplus and retained earnings.

1. Type of distributed assets
   Dividends will be paid in cash.

2. Allocation and total amount of the dividends
   We propose that the amount of dividend per common share to be ¥13.5.
   The total amount of dividends in this case would be ¥736,077,848.

3. Date when the appropriation of retained earnings becomes effective
   We propose to make this date June 20, 2022.

Proposal 2: Partial amendments to the Articles of Incorporation

1. Reason for the proposal

(1) With the enforcement of the revised provisions stipulated in the proviso of Article 1 of the Supplementary Provisions of the "Act for Partial Revision of the Companies Act" (Act No.70 of 2019) on September 1, 2022, the electronic provision system of the materials for the General Meeting of Shareholders will be introduced, and the following required changes shall be made.

i. Since it is obligatory to stipulate in the Articles of Incorporation that electronic provision measures will be taken for the information contained in the reference documents, etc. for the General Meeting of Shareholders, Article 15 (electronic provision measures, etc.), paragraph 1 of the proposed amendment shall be newly established.

ii. Article 15 (electronic provision measures, etc.), paragraph 2 of the proposed amendment will be newly established so that the scope of matters to be stated in the documents to be delivered to the shareholders who requested the delivery of the documents can be limited to the range specified by the Ordinance of the Ministry of Justice.

iii. When the electronic provision system for materials for the General Meeting of Shareholders is introduced, Article 15 of the existing Articles of Incorporation (Internet disclosure and deemed provisions of reference documents for the General Meeting of Shareholders) will no longer be necessary and shall be deleted.

iv. Supplementary provisions regarding the effect of the above new and deleted provisions shall be provided. The supplementary provisions shall be deleted after the due date.

(2) The Articles shall be revised so that the minutes of the meetings of the Board of Directors and the Audit and Supervisory Committee can be handled by electromagnetic records.

2. Description of the amendments

The amendments are as described below.

Provisions of the existing Articles of Incorporation that are not subject to amendments have been omitted.

(Amended text is underlined.)

Existing Articles of Incorporation	Draft Amendment
Chapter 3: General Meeting of Shareholders (Internet disclosure and deemed provisions of reference documents, etc. for the General Meeting of Shareholders) Article 15 When convening a General Meeting of Shareholders, the Company will disclose information related to matters to be stated or displayed in the reference documents for General Meeting of Shareholders, business reports, financial statements and consolidated financial statements by using the Internet in accordance with the Ordinance of the Ministry of Justice, and it shall be regarded as provided to the shareholders. (New)	Chapter 3: General Meeting of Shareholders (Deleted) (Electronic provision measures, etc.) Article 15 The Company will take measures to electronically provide the information contained in the reference documents, etc. for the General Meeting of Shareholders when convening the General Meeting of Shareholders. ii. The Company may not describe all or part of the matters for which electronic provision measures are to be taken by the Ordinance of the Ministry of Justice in the document to be delivered to the shareholders who have requested the issuance in writing by the record date of voting rights.
Chapter 4: Directors and Board of Directors (Minutes of the Board of Directors) Article 29 The minutes of the Board of Directors shall describe the progress of the proceedings, the results thereof, and other matters specified by laws and regulations, and the chairman and the attending directors shall sign or seal them.	Chapter 4: Directors and Board of Directors (Minutes of the Board of Directors) Article 29 The minutes of the Board of Directors shall describe or record the progress of the proceedings, the results thereof, and other matters specified by laws and regulations, and the chairman and the attending directors shall sign, seal or electronically sign them.

Existing Articles of Incorporation	Draft Amendment
Chapter 5: Audit and Supervisory Committee (Minutes of the Audit and Supervisory Committee) Article 35 The minutes of the Audit and Supervisory Committee shall describe the progress of the proceedings, the results thereof, and other matters specified by laws and regulations, and the Audit and Supervisory Committee members who attended shall sign or seal them.	Chapter 5: Audit and Supervisory Committee (Minutes of the Audit and Supervisory Committee) Article 35 The minutes of the Audit and Supervisory Committee shall state or record the progress of the proceedings, the results thereof, and other matters specified by laws and regulations, and the Audit and Supervisory Committee members who attended shall sign, seal or electronically sign them.
Supplementary Provisions (Transitional measures regarding exemption from liability of Audit & Supervisory Board members) (Omitted)	Supplementary Provisions (Transitional measures regarding exemption from liability of Audit & Supervisory Board members) (Unchanged)
(New)	(Transitional measures regarding electronic provision measures, etc.) 1. The deletion of Article 15 of the existing Articles of Incorporation (Internet disclosure and deemed provision of reference documents etc. for the General Meeting of Shareholders) and proposed newly established Article 15 (electronic provision measures, etc.) shall come into effect from September 1, 2022 (hereinafter referred to as the "enforcement date") which is the date of enforcement of the revised provisions stipulated in the proviso of Article 1 of the Supplementary Provisions of the Act for Partial Revision of the Companies Act (Act No. 70 of 2019). 2. Notwithstanding the provisions of the preceding paragraph, Article 15 of the existing Articles of Incorporation shall still be effective for a General Meeting of Shareholders whose date is within 6 months from the enforcement date. 3. This Supplementary Provision shall be deleted after 6 months have passed from the enforcement date or 3 months have passed from the date of the General Meeting of Shareholders set forth in the preceding paragraph, whichever is later.

3. Supplementary explanation

The electronic provision system for General Meetings of Shareholders is to post the materials for General Meetings of Shareholders on the company's website, etc., and give simple convocation notices stating that the materials have been posted on the website and how to access the website, etc. to shareholders. The electronic provision system will be compulsorily applied to all listed companies, and will be applied from the next Ordinary General Meeting of Shareholders by the Company.

Shareholders who wish to receive the materials for the General Meeting of Shareholders at the next and subsequent General Meetings of Shareholders can complete the procedure for "request for issuance of documents" by the end of the fiscal year.

For the procedure of "request for issuance of documents," please contact the securities company that has your account if you apply to a securities company, or contact Mitsubishi UFJ Trust and Banking Corporation if you apply to a shareholder registry administrator.

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Proposal 3: Election of eight (8) directors (excluding directors serving as Audit and Supervisory Committee members)

The term of office of all nine (9) directors (excluding directors who are Audit and Supervisory Committee members) will expire at the close of this General Meeting of Shareholders. Accordingly, we hereby propose the election of eight (8) directors (excluding directors who are Audit and Supervisory Committee members).

The candidates for directors are nominated in accordance with the following policy and procedure: To secure the optimal balance and diversity in the knowledge, experience, and skills of the Board of Directors as a whole that are necessary for corporate value enhancement and sustainable growth of the Company, candidates are selected from among those who are to be promoted internally, senior corporate executives, experts, etc., who have a thorough knowledge of businesses or urgent issues of the Company in consideration of their experience, insight, and expertise and approved by the Board of Directors.

The Audit and Supervisory Committee exchanged opinions with the Representative Director regarding the nomination of the candidates for directors and determined them to be appropriate after deliberating on them.

The candidates for directors (excluding directors serving as Audit and Supervisory Committee members) are as follows.

Candidate Number	Name		Current Position and Responsibility at the Company	Attendance at Meetings of Board of Directors	Number of years of service as director
1	Zenshi Takayama	Reappointment	President and CEO, Representative Director	100% (17 out of 17 meetings)	16 years
2	Junya Amita	Reappointment	Executive Vice President, Representative Director	100% (17 out of 17 meetings)	18 years
3	Masaru Yamamoto	Reappointment	Director, Senior Vice President & Head of Production & Deveropment	94% (16 out of 17 meetings)	4 year
4	Hideyuki Fujisawa	Reappointment	Director, Senior Vice President & Head of Business Operation	100% (17 out of 17 meetings)	4 year
5	Masami Matsuo	Reappointment	Director, Senior Vice President	100% (17 out of 17 meetings)	4 year
6	Masuo Osako	Reappointment	Director	88% (15 out of 17meetings)	42 years
7	Tatsuhiko Shimizu	Reappointment	Director	100% (17 out of 17 meetings)	16 years
8	Miki Ryu	Reappointment Outside director Independent officer	Director	92% (13 out of 14 meetings)	1 years

Notes:

The attendance shown above is based on the meetings of the Board of Directors held during the 62nd fiscal year.

The attendance of Miki Ryu above shows the attendance status after she took office on June 18, 2021.

1	Zenshi Takayama (Born on Apr. 24, 1962)	Reappointment Number of the Company's shares held: 12,350 shares Number of years of service as director: 16 years



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1986:	Joined the Company
Apr. 2004:	Senior General Manager of Sales Division of the Company
Apr. 2005:	General Manager of Management Strategy Office of the Company
Apr. 2006:	Head of Sales Division of the Company
Jun. 2006:	Director & head of Sales Division of the Company
Apr. 2008:	President and CEO, Representative Director of the Company (incumbent position) General Manager of Management Strategy Office of the Company
Apr. 2013:	General Manager of Zenrin Information Platform Business Development Office of the Company
Apr. 2016:	General Manager of Corporate Planning Office of the Company
Apr. 2022:	In charge of Corporate Strategy Office, Business Planning Office, and Executive Office (incumbent position)

<Reason for Nomination as Candidate for Director >

Since the assumption of office as President and CEO, Representative Director in April 2008, he has led the Company and the Group, directed the formulation of medium- to long-term management plans to build a strong business foundation, and has been demonstrating strong leadership in fulfilling them.

We nominated him as a candidate for Director again as we determined that he would be indispensable for future corporate value enhancement and sustainable growth of the Group for the reason above.

2	Junya Amita (Born on Jun. 23, 1959)	Reappointment Number of the Company's shares held: 17,850 shares Number of years of service as director: 18 years



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Jan. 1984:	Joined the Company
Apr. 2004:	Head of ITS Business Division of the Company
Jun. 2004:	Director & head of ITS Business Division of the Company
Apr. 2005:	Managing Director & head of ITS Business Division of the Company
Apr. 2006:	Managing Director in charge of Management Planning Office and ITS-related Business of the Company
Apr. 2007:	Managing Director in charge of ITS-related Business & head of Production & Development Division of the Company
Apr. 2008:	Executive Vice President, Representative Director of the Company (incumbent position)
Apr. 2010:	General Manager of Technical Planning Office of the Company
Jul. 2010:	General Manager of Information System Office of the Company
Apr. 2022:	In charge of Database Strategy Office, R&D Office, and Information System Office (incumbent position)

<Reason for Nomination as Candidate for Director >

The candidate has long been engaged in the production and development division and has been instrumental in the development of map databases, which are the business foundation of the Company. Since April 2008, he has promoted the development of platforms to provide new services as Executive Vice President, Representative Director of the Company.

We nominated him as a candidate for Director again as we determined that he would be indispensable for future corporate value enhancement and sustainable growth of the Group for the reason above.

3	Masaru Yamamoto (Born on Feb. 24, 1966)	Reappointment Number of the Company's shares held: 2,856 shares Number of years of service as director: 4 year



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1990:	Joined the Company
Apr. 2005:	General Manager, in charge of business strategy, of Management Strategy Office of the Company
Apr. 2006:	General Manager, in charge of sales strategy, of Sales Division of the Company
Apr. 2007:	General Manager, in charge of business strategy, of Sales Division of the Company
Apr. 2008:	General Manager, in charge of business strategy, of Management Strategy Office of the Company
Apr. 2009:	Executive officer & Head of Contents Solution Division of the Company
Apr. 2012:	Senior Executive officer & Head of Business Group-1 of the Company
Apr. 2018:	Senior Vice President & Head of Production & Development
Jun. 2018:	Director, Senior Vice President & Head of Production & Development (incumbent position)

<Reason for Nomination as Candidate for Director >
The candidate has long been engaged in the sales division where he promoted sales process reform and has been instrumental in profit growth.
Since April 2018, he has supervised the production division of the Company as Head of Production & Development and has worked to ensure stable operation of and productivity improvements in the Zenrin Integrated Geospatial System. We nominated him as a candidate for Director again as we determined that he would be indispensable for the promotion of production activities for the reason above.

4	Hideyuki Fujisawa (Born on Jul. 17, 1961)	Reappointment Number of the Company's shares held: 1,400 shares Number of years of service as director: 4 year

Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1986:	Recruit FromA Co., Ltd. (current Recruit Co., Ltd.)
Apr. 2003:	Joined Zenrin DataCom Co., Ltd.
Jun. 2003:	Managing Director of Zenrin DataCom Co., Ltd.
Apr. 2008:	Executive Vice President of Zenrin DataCom Co., Ltd.
Jun. 2009:	Executive Vice President, Representative Director of Zenrin DataCom Co., Ltd.
Apr. 2016:	Joined the Company. Senior Executive Officer & Head of Business Group-2
Apr. 2018:	Senior Vice President & Head of Business Operation
Jun. 2018:	Director, Senior Vice President & Head of Business Operation (incumbent position)

<Reason for Nomination as Candidate for Director >
The candidate has been leveraging his wealth of experience in and knowledge of the advertising and publishing industry and contributing to the business expansion of the Group since joining Zenrin DataCom Co., Ltd.
Since April 2018, he has supervised the business of the Company in general as Head of Business Operation and has promoted the starting-up of and profit growth in new businesses. We nominated him as a candidate for Director again as we determined that he would be indispensable for the promotion of business activities for the reason above.

5	Masami Matsuo (Born on Oct. 24, 1960)	Reappointment Number of the Company's shares held: 8,100 shares Number of years of service as director: 4 year



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1983:	Joined Yasuda Mutual Life Insurance Company (current Meiji Yasuda Life Insurance Company).
Nov. 2004:	Joined Mizuho Bank, Ltd.
Apr. 2005:	Joined the Company
Apr. 2007:	General Manager of General Affairs & Personnel Division
Apr. 2008:	Senior General Manager of Administration Division of the Company
Apr. 2009:	Executive Officer & Head of Administration Division of the Company
Apr. 2012:	Executive Officer & Head of Governance office of the Company
Apr. 2013:	Executive Officer & Head of Corporate Management Division
Apr. 2018:	Senior Vice President & Head of Corporate Administration
Jun. 2018:	Director, Senior Vice President (incumbent position) & Head of Corporate Administration
Apr. 2022:	In charge of Internal Auditing Office, Corporate Management Division (incumbent position)

<Reason for Nomination as Candidate for Director >

The candidate has long been involved in administrative divisions, and areas of his responsibility included capital policy and M&A. His work in these areas has been instrumental in the enhancement of the corporation value of the Group.

He has also been leading the promotion of "workstyle reform" and the implementation of measures for the "new personnel system," leveraging his ample experience and insight in personnel affairs. We nominated him as a candidate for Director again as we determined that he would be indispensable for the realization of growth strategies through the optimization of management resources.

6	Masuo Osako (Born on Jul. 30, 1953)	Reappointment Number of the Company's shares held: 461,674 shares Number of years of service as director: 42 years

Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1977:	Joined Kabushiki-kaisha Zenrin (current Zenrin Co., Ltd.)
Mar. 1980:	Director of the Company
Mar. 1986:	Managing Director & head of plant at headquarters of the Company
Apr. 1991:	Senior Managing Director of the Company
Jun. 1992:	Director of the Company (incumbent position)

<Significant concurrent position>
Chairman, Director of Zenrin Printex Co., Ltd.

<Reason for Nomination as Candidate for Director >

The candidate has long been engaged in the production division since joining the Company. He previously served as head of plant at headquarters, Senior Managing Director, etc. and is currently serves as Chairman, Director of Zenrin Printex Co., Ltd.

We nominated him as a candidate for Director again as we determined that he would be indispensable for future corporate value enhancement and sustainable growth of the Group on the grounds of his wealth of experience and insight in business administration in general.

7	Tatsuhiko Shimizu (Born on Jan. 20, 1964)	Reappointment Number of the Company's shares held: 13,450 shares Number of years of service as director: 16 years



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1986:	Joined the Company
Jun. 2000:	Vice President of Zenrin USA, Inc.
Apr. 2002:	Seconded to Zenrin DataCom Co., Ltd.
Jun. 2002:	Director of Zenrin DataCom Co., Ltd.
Apr. 2003:	Transferred to Zenrin DataCom Co., Ltd.
Apr. 2003:	Executive Vice President & Director of Zenrin DataCom Co., Ltd.
Jun. 2006:	Director of the Company (incumbent position)

<Significant concurrent position>
President and CEO, Representative Director of Zenrin DataCom Co., Ltd.

<Reason for Nomination as Candidate for Director >
After serving as Vice President of Zenrin USA, Inc., the candidate currently serves as President and CEO, Representative Director of Zenrin DataCom Co., Ltd., where he takes command and is working to strengthen group synergy in the business field.
We nominated him as a candidate for Director again as we determined that he would be indispensable for future corporate value enhancement and sustainable growth of the Group on the grounds of his wealth of experience and insight in business administration in general.

8	Miki Ryu (Born on Sep. 18, 1961)	Reappointment Outside director　Independent officer Number of the Company's shares held: 200 shares Number of years of service as director: 1 years



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1985:	Joined Kyushu Electric Power Co., Inc.
Jul. 2005:	Head of Management Planning Group, Planning Management Office, Fukuoka Branch of the Company
Jul. 2007:	Head of Nuclear Power PR Group, Public Relations Department of the Company
Jul. 2010:	Head of News Report Group, Public Relations Department and Section Manager of IR Group, Corporate Planning Division of the Company
Jul. 2013:	Head of PR Strategy Group, District Symbiosis Division of the Company
Jun. 2014:	Representative Director and President of Kyushu Jimaku Housou Kyoudou Seisaku Center Co., Ltd. (current Q-CAP Co., Ltd.) with concurrent assignment to District Symbiosis Division of the Company
Jun. 2017:	Managing Director of Fukuoka Tower Co., Ltd. with concurrent assignment to District Symbiosis Division of the Company (incumbent position)
Jun. 2021:	Outside Director of the Company (incumbent position)

<Significant concurrent position>
Managing Director of Fukuoka Tower Co., Ltd.

< Reason for Nomination as Candidate for Outside Director and expected roles if elected as Outside Director >
Since assuming the office of Outside Director in June 2021, the candidate has actively given opinions and recommendations on the management of the Company in general from a professional standpoint regarding corporate management. As such, the candidate has ample experience and knowledge of corporate management. We nominate her as a candidate for Outside Director as we expect her to conduct management supervision based on her broad knowledge and insight developed through her experience in corporate management and have determined that she would be a necessary person for the improvement of corporate governance.

<Special notes concerning outside director>
- The Company, pursuant to the provision of paragraph 1 of Article 427 of the Companies Act, has concluded an agreement with the candidate to limit the liability for damages under paragraph 1 of Article 423 of said Act. The amount of liability for damages pursuant to said agreement is limited to the Minimum Liability Amount prescribed in paragraph 1 of Article 425 of the Companies Act.
  If the election of the candidate is approved, the Company plans to continue said agreement with the candidate.
- The Company has filed the designation of the candidate as an independent officer of the Company with both the Tokyo Stock Exchange and the Fukuoka Stock Exchange.

Notes:
1. There is no interest to be stated between each candidate and the Company.
2. The Company has entered into an officers' liability insurance contract prescribed in Article 430-3, paragraph 1 of the Companies Act with an insurance company, under the insured persons will be compensated for any damage incurred when they owe a liability for damages arising from the execution of their business duties. The insurance premiums of this contract are borne by the Company. If the election of each candidate is approved, they will become the insured persons under this insurance contract, and the Company plans to renew the insurance contract during their term of office under the same terms and conditions that are currently in force.

Proposal 4: Election of three (3) directors serving as Audit and Supervisory Committee members

The term of office of all three (3) directors serving as Audit and Supervisory Committee members will expire at the close of this General Meeting of Shareholders. Accordingly, we hereby propose the election of three (3) directors serving as Audit and Supervisory Committee members.

The submission of this proposal is agreed by the Audit and Supervisory Committee.

The candidates for directors serving as Audit and Supervisory Committee members are as follows.

Candidate Number	Name	Current Position at the Company	Attendance at Meetings of Board of Directors	Attendance at Meetings of Audit and Supervisory Committee	Number of years of service as director
1	Naoya Isoda Reappointed Outside director Independent officer	Director serving as Audit and Supervisory Committee members	94% (16 out of 17 meetings)	100% (14 out of 14 meetings)	6 years
2	Ichiro Shinkai Reappointed Outside director Independent officer	Director serving as Audit and Supervisory Committee members	100% (17 out of 17 meetings)	100% (14 out of 14 meetings)	4 years
3	Yuji Shibata Reappointed Outside director Independent officer	Director serving as Audit and Supervisory Committee members	100% (17 out of 17 meetings)	100% (14 out of 14 meetings)	4 years

Notes:

The attendance shown above is based on the meetings of the Board of Directors and the Audit and Supervisory Committee held during the 62nd fiscal year.

1	Naoya Isoda (Born on Sep. 10, 1977)	Reappointed Outside director Independent officer Number of the Company's shares held: 2,050 shares Number of years of service as outside corporate auditor:1 year Number of years of service as outside director: 6 year



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Oct. 2004:	Admission as attorney at law (Tokyo Bar Association)
Oct. 2004:	Joined Yuasa and Hara (present)
Sep. 2010:	Joined Dorsey & Whitney, Seattle, WA
Jun. 2011:	Left Dorsey & Whitney, Seattle, WA
Jun. 2011:	Admission as Attorney-at-law in New York
Jun. 2015:	Outside Corporate Auditor of the Company
Jun. 2016:	Outside Director serving as Audit and Supervisory Committee members (incumbent position)

<Significant concurrent position>
Attorney-at-law, YUASA & HARA

<Reason for Nomination as Candidate for Outside Director who is an Audit and Supervisory Committee member and expected roles if elected as Outside Director>

Since assuming the office of Outside Audit & Supervisory Board member in June 2015 and the office of Outside Director who is an Audit and Supervisory Committee member in June 2016, the candidate has conducted the audit and supervision of the Company's management from an objective standpoint, independently from the Company's management, which is in charge of business execution. Although he has no experience in managing a company in the past, he has ample experience in and knowledge of corporate legal affairs as a lawyer. We nominate him as a candidate for Outside Director who is an Audit and Supervisory Committee member again as we have determined that he would be able to properly execute the improvement of corporate governance of the Company and the duties of Audit and Supervisory Committee members on the grounds of his experience and knowledge.

<Special notes concerning outside director>

- The Company, pursuant to the provision of paragraph 1 of Article 427 of the Companies Act, has concluded an agreement with the candidate to limit the liability for damages under paragraph 1 of Article 423 of said Act. The amount of liability for damages pursuant to said agreement is limited to the Minimum Liability Amount prescribed in paragraph 1 of Article 425 of the Companies Act.
  If the election of the candidate is approved, the Company plans to continue said agreement with the candidate.
- The Company has filed the designation of the candidate as an independent officer of the Company with both the Tokyo Stock Exchange and the Fukuoka Stock Exchange.

2	Ichiro Shinkai (Born on Sep. 10, 1952)	Reappointed Outside director Independent officer Number of the Company's shares held: 1,700 shares Number of years of service as outside director: 4 years



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Apr. 1976:	Joined Yasuda Mutual Life Insurance Company (current Meiji Yasuda Life Insurance Company)
Jan. 2004:	General Manager of Miyazaki Branch of Meiji Yasuda Life Insurance Company
Mar. 2006:	General Manager of Related Business Division of Meiji Yasuda Life Insurance Company
Apr. 2008:	Seconded to Oki Wintech Co., Ltd (current OKI Cross Tech., Ltd.).
Jun. 2008:	Director & General Manager of Market Development Department of Oki Wintech Co., Ltd.
Jun. 2011:	Director and General Manager of Telecommunication Sales Department of Oki Wintech Co., Ltd.
Apr. 2012:	Full-time Auditor of Oki Wintech Co., Ltd.
Apr. 2014:	Board Member of Oki Wintech Co., Ltd.
Jun. 2018:	Outside Director serving as Audit and Supervisory Committee members (incumbent position)

<Reason for Nomination as Candidate for Outside Director who is an Audit and Supervisory Committee member and expected roles if elected as Outside Director>

Since assuming the office of Outside Director who is an Audit and Supervisory Committee member in June 2018, the candidate has conducted the audit and supervision of the Company's management based on his ample experience in and knowledge of corporate management. He is also in an objective position and is independent from the Company's management, which is in charge of business execution. We nominate him as a candidate for Outside Director who is an Audit and Supervisory Committee member again as we have determined that he would be able to properly execute the improvement of corporate governance of the Company and the duties of Audit and Supervisory Committee members.

<Special notes concerning outside director>

- The Company, pursuant to the provision of paragraph 1 of Article 427 of the Companies Act, has concluded an agreement with the candidate to limit the liability for damages under paragraph 1 of Article 423 of said Act. The amount of liability for damages pursuant to said agreement is limited to the Minimum Liability Amount prescribed in paragraph 1 of Article 425 of the Companies Act.
  If the election of the candidate is approved, the Company plans to continue said agreement with the candidate.
- The Company has filed the designation of the candidate as an independent officer of the Company with both the Tokyo Stock Exchange and the Fukuoka Stock Exchange.

3	Yuji Shibata (Born on Sep. 12, 1961)	Reappointed Outside director Independent officer Number of the Company's shares held: 4,600 shares Number of years of service as outside director:4 years



Brief personal history (Position and responsibility in the Company and significant concurrent positions)

Oct. 1988:	Joined Ota Showa Audit Corporation (current Ernst & Young ShinNihon LLC)
Mar. 1992:	Registered as a certified public accountant
Oct. 2016:	Established Yuji Shibata Accounting Firm (incumbent position)
Nov. 2016:	Registered as a tax accountant
Jun. 2018:	Outside Director serving as Audit and Supervisory Committee members (incumbent position)

<Significant concurrent position>
Certified public accountant and tax accountant at Yuji Shibata Accounting Firm
PLATZ Co.,Ltd. Outside Director serving as Audit and Supervisory Committee members

<Reason for Nomination as Candidate for Outside Director who is an Audit and Supervisory Committee member and expected roles if elected as Outside Director>

Since assuming the office of Outside Director who is an Audit and Supervisory Committee member in June 2018, the candidate has conducted the audit and supervision of the Company's management from an objective standpoint, independently from the Company's management, which is in charge of business execution. Although he has no experience in managing a company in the past, we nominate him as a candidate for Outside Director who is an Audit and Supervisory Committee member again as we have determined that he would be able to properly execute the improvement of corporate governance of the Company and the duties of Audit and Supervisory Committee members from the perspective of an expert in business accounting and tax as a certified public accountant and tax accountant.

<Special notes concerning outside director>

- The Company, pursuant to the provision of paragraph 1 of Article 427 of the Companies Act, has concluded an agreement with the candidate to limit the liability for damages under paragraph 1 of Article 423 of said Act. The amount of liability for damages pursuant to said agreement is limited to the Minimum Liability Amount prescribed in paragraph 1 of Article 425 of the Companies Act.
  If the election of the candidate is approved, the Company plans to continue said agreement with the candidate.
- The Company has filed the designation of the candidate as an independent officer of the Company with both the Tokyo Stock Exchange and the Fukuoka Stock Exchange.

Notes:

1. There is no interest to be stated between each candidate and the Company.
2. The Company has entered into an officers' liability insurance contract prescribed in Article 430-3, paragraph 1 of the Companies Act with an insurance company, under the insured persons will be compensated for any damage incurred when they owe a liability for damages arising from the execution of their business duties. The insurance premiums of this contract are borne by the Company. If the election of each candidate is approved, they will become the insured persons under this insurance contract, and the Company plans to renew the insurance contract during their term of office under the same terms and conditions that are currently in force.

[Reference]
Skills matrix of members of the Board of Directors after the conclusion of this Ordinary General Meeting of Shareholders

The skills matrix of the members of the Board of Directors of the Company when candidates for Proposals 3 and 4 are selected as originally proposed is as follows.

Name	Age	Business-related skills				Specialized skills		
		Business management	Production/ Development/ R&D/ ICT	Sales/ Marketing	Global	Corporate management	Financial accounting	Legal/ Risk management
Zenshi Takayama	60	●		●		●		
Junya Amita	62	●	●			●		
Masaru Yamamoto	56	●	●	●				
Hideyuki Fujisawa	60	●		●	●	●		
Masami Matsuo	61	●					●	●
Masuo Osako	68	●	●			●		
Tatsuhiko Shimizu	58	●		●	●	●		
Miki Ryu （Outside）	60					●		
Naoya Isoda （Outside・Audit）	44				●			●
Ichiro Shinkai （Outside・Audit）	69					●		
Yuji Shibata （Outside・Audit）	60						●	

Note：
1. “Outside” = Outside director, “Audit” = Audit and Supervisory Committee member
2. The age is as of the end of this Ordinary General Meeting of Shareholders.
3. The "corporate management" skill is intended for directors other than outside directors who have experience as representative directors, and for outside directors who have experience as directors outside the Group.