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Securities code: 6036
September 6, 2024
(Date of commencement of electronic provision measures: September 5, 2024)

To Shareholders with Voting Rights:

Toshiyuki Kaku
Representative Director and President
and Co-COO
KeePer Technical Laboratory Co., Ltd.
4-17 Yoshikawacho, Obu-shi, Aichi
Prefecture, Japan

NOTICE OF
THE 32nd ANNUAL GENERAL MEETING OF SHAREHOLDERS

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 32nd Annual General Meeting of Shareholders (the "Meeting") of KeePer Technical Laboratory Co., Ltd. (the "Company") will be held as described below.

In convening the Meeting, the Company has adopted electronic provision measures and posted the matters subject to electronic provision measures on the websites shown below as "Notice of the 32nd Annual General Meeting of Shareholders."

The Company's website:
https://keepergiken.co.jp/en/ir

The information is also posted on the following website. Please access the website, search by entering "KeePer Technical Laboratory" in the "Issue name (company name)" or "6036" in the "Code," then select "Basic information" followed by "Documents for public inspection/PR information" to view the details.

Tokyo Stock Exchange website:
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

If you will not be attending the Meeting, you may exercise your voting rights in writing or via the internet (including smartphones). After reviewing the Reference Documents for the General Meeting of Shareholders posted in the matters subject to electronic provision measures, please exercise your voting rights by 6:00 p.m., Thursday, September 26, 2024 (Japan time).

1. **Date and Time:** Friday, September 27, 2024 at 2:00 p.m. (Japan time)
(Reception opens at 1:00 p.m.)

2. **Place:** Midland Hall
5th Floor, Midland Square Office Tower
4-7-1 Meieki, Nakamura-ku, Nagoya, Aichi Prefecture, Japan

3. **Meeting Agenda:**
Matters to be reported: The Business Report and Financial Statements for the Company's 32nd Fiscal Year (July 1, 2023 – June 30, 2024)

Proposals to be resolved:

Proposal 1: Election of Nine (9) Directors who are not Audit Committee Members
Proposal 2: Election of One (1) Director who is an Audit Committee Member
Proposal 3: Election of One (1) Substitute Director who is an Audit Committee Member
Proposal 4: Grant of Retirement Bonus to a Retiring Director who is not an Audit Committee Member

- If attending the Meeting, please submit the Voting Rights Exercise Form at the meeting venue.
- If there is no indication of your vote in favor of or against the proposals on the Voting Rights Exercise Form, we will treat this as your vote in favor of the proposals.
- Any revisions to the matters subject to electronic provision measures will be posted on the websites on which they have been posted.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Election of Nine (9) Directors who are not Audit Committee Members

The terms of office of all nine (9) Directors who are not Audit Committee Members will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of nine (9) Directors who are not Audit Committee Members, once again distinguishing them from Directors who are Audit Committee Members.

The Audit Committee has considered this proposal and confirmed that it has no particular objection.

The candidates for Directors who are not Audit Committee Members are as follows.

Reference: List of Candidates

No.		Name	Current positions and responsibilities at the Company	Attendance at the Board of Directors meetings
1	[Reappointment]	Yoshimichi Tani	Representative Director and Chairman and CEO	14/14 (100%)
2	[Reappointment]	Toshiyuki Kaku	Representative Director and President and Co-COO	14/14 (100%)
3	[Reappointment]	Chikashi Suzuoki	Senior Managing Director and Co-COO	14/14 (100%)
4	[Reappointment]	Ayako Yamashita	Managing Director and CFO	11/11 (100%)
5	[Reappointment]	Kensuke Miura	Director, General Manager, Sales Management Division	14/14 (100%)
6	[Reappointment]	Keisuke Nozaki	Director, Division General Manager, KeePer LABO Business Division	14/14 (100%)
7	[Reappointment]	Takashi Masuda	Director, General Manager, Product Department and CTO	11/11 (100%)
8	[Reappointment] [Outside] [Independent]	Moe Oshima	Director	14/14 (100%)
9	[Reappointment] [Outside] [Independent]	Ryosuke Saito	Director	11/11 (100%)

[Reappointment] Candidate for reappointment as Director
[Outside] Candidate for Outside Director
[Independent] Candidate for Independent Director

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions, responsibilities,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">1</td><td>Yoshimichi Tani
(March 18, 1952)

[Reappointment]

[Attendance at the Board of Directors meetings]
14/14
(100%)</td><td>August 1985 Established TaniCo Ltd. (founding company)
Representative Director and President (current position)
February 1993 Established i-Tac Co. Ltd. (current KeePer Technical Laboratory Co., Ltd.)
Representative Director and President
February 2019 Representative Director and Chairman and CEO, the Company (current position)
[Significant concurrent positions]
Representative Director and President, TaniCo Ltd.</td><td>40,000</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Director and expected roles]
Mr. Yoshimichi Tani possesses knowledge as the founder and Representative Director of the Company and a wealth of experience and achievements in the Company’s business overall. For this reason, the Company believes that he is an appropriate person to make decisions on the execution of important operations and to supervise the Directors’ execution of their duties, and has nominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">2</td><td>Toshiyuki Kaku
(May 4, 1971)

[Reappointment]

[Attendance at the Board of Directors meetings]
14/14
(100%)</td><td>February 1999 Joined Chugai Sekiyu Co., Ltd.
November 2006 Joined the Company
January 2008 General Manager, Kanto Area of Kaisentai Operations Department
January 2009 Director, General Manager, KeePer LABO Operations Division
July 2011 Managing Director, General Manager, KeePer LABO Operations Division
February 2013 Managing Director, General Manager, East Japan Business Division
July 2014 Managing Director, General Manager, Corporate Planning Division
January 2015 Director and Vice President, General Manager, Corporate Planning Division
July 2015 Managing Director, General Manager, East Japan Business Division
July 2016 Managing Director, General Manager, East Japan Branch
February 2019 Representative Director and President and COO
September 2023 Representative Director and President and Co-COO (current position)
[Significant concurrent positions]
None</td><td>1,178,000</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Director and expected roles]
Mr. Toshiyuki Kaku possesses knowledge as Representative Director and a wealth of experience and achievements in the Company’s business, particularly in product-related businesses and the KeePer LABO Operations business. For this reason, the Company believes that he is an appropriate person to make decisions on the execution of important operations and to supervise the Directors’ execution of their duties, and has nominated him as a candidate for Director.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions, responsibilities,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">3</td><td>Chikashi Suzuoki
(September 15, 1978)

[Reappointment]

[Attendance at the Board of Directors meetings]
14/14
(100%)</td><td>April 2001 Joined the Company
July 2005 General Manager, Kanto Sales Department
July 2007 Director, Deputy General Manager, Sales Division
January 2009 Managing Director, General Manager, Sales Division
February 2013 Managing Director, General Manager, Corporate Planning Division
July 2014 Managing Director, General Manager, East Japan Business Division
July 2015 Managing Director, General Manager, Corporate Planning Division
April 2016 Managing Director, General Manager, West Japan Business Division
July 2016 Managing Director, General Manager, West Japan Branch
February 2019 Senior Managing Director
September 2023 Senior Managing Director and Co-COO (current position)
[Significant concurrent positions]
None</td><td>646,600</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Director and expected roles]
In addition to his deep insights into product-related businesses and the KeePer LABO Operations business, Mr. Chikashi Suzuoki has gained great respect from many sites, and he has experience and achievements in the Company’s business overall. For these reasons, the Company believes that he is an appropriate person to make decisions on the execution of important operations and to supervise the Directors’ execution of their duties, and has nominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">4</td><td>Ayako Yamashita
(February 7, 1978)

[Reappointment]

[Attendance at the Board of Directors meetings]
11/11
(100%)</td><td>July 2000 Joined Bloomberg L.P., Princeton Office, U.S.A.
July 2001 Joined Lehman Brothers Inc., Tokyo Branch
Japan equity sales
May 2004 Joined Oasis Advisers Limited, Tokyo Branch (currently Rockhampton Management Limited)
Japan equity analyst
February 2023 Joined the Company
Chief Financial Officer (CFO)
September 2023 Managing Director and CFO (current position)
[Significant concurrent positions]
None</td><td>3,100</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Director and expected roles]
From her previous employment as a financial analyst, Ms. Ayako Yamashita has a deep understanding of a wide range of industries, including the Company’s industry, and of the Company, and she has a wealth of insight into finance and investor relations. For these reasons, the Company believes that she is an appropriate person to make decisions on the execution of important operations and to supervise the Directors’ execution of their duties and has nominated her as a candidate for Director.</td></tr>
</table>

<table>
<tr><td>No.</td><td>Name
(Date of birth)</td><td colspan="2">Career summary, positions, responsibilities,
and significant concurrent positions</td><td>Number of shares of the Company held</td></tr>
<tr><td rowspan="2">5</td><td>Kensuke Miura
(July 19, 1984)

[Reappointment]

[Attendance at the Board of Directors meetings]
14/14
(100%)</td><td>April 2007
November 2007
July 2017

April 2018

July 2019
September 2019

[Significant concurrent positions]
None</td><td>Joined Nagoya Railroad Co., Ltd.
Joined the Company
Executive Officer, General Manager, Kanto Sales Department
Executive Officer, General Manager, Sales Department
General Manager, Sales Department
Director, General Manager, Sales Management Division (current position)</td><td>16,600</td></tr>
<tr><td colspan="4">[Reason for nomination as candidate for Director and expected roles]
Since joining the Company, Mr. Kensuke Miura accumulated a great deal of insight and experience through his involvement in the KeePer LABO Operations business. He subsequently assumed the position of General Manager of Sales Department in 2018, and he has a wide range of business experience. Due to such achievements and experience, the Company believes that he is an appropriate person to make decisions on the execution of important operations and to supervise the Directors' execution of their duties, and has nominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">6</td><td>Keisuke Nozaki
(December 27, 1986)

[Reappointment]

[Attendance at the Board of Directors meetings]
14/14
(100%)</td><td>April 2009
July 2016
October 2020

September 2022

September 2023

[Significant concurrent positions]
None</td><td>Joined the Company
General Manager, Planning Department
General Manager, KeePer LABO Operations Business Division
Director, General Manager, KeePer LABO Operations Business Division
Director, Division General Manager, KeePer LABO Business Division (current position)</td><td>4,200</td></tr>
<tr><td colspan="4">[Reason for nomination as candidate for Director and expected roles]
Mr. Keisuke Nozaki possesses a wealth of experience and achievements in the Company's businesses, particularly in the KeePer LABO Operations business. For this reason, the Company believes that he is an appropriate person to make decisions on the execution of important operations and to supervise the Directors' execution of their duties, and has nominated him as a candidate for Director.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions, responsibilities,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">7</td><td>Takashi Masuda
(August 9, 1979)

[Reappointment]

[Attendance at the Board of Directors meetings]
11/11
(100%)</td><td>April 2003 Joined the Company
July 2015 Executive Officer, General Manager, West Japan Engineering Department
July 2016 Executive Officer, General Manager, Product Development Department, General Manager, West Japan Branch Business Division
September 2016 Director, General Manager, Product Development Department, General Manager, West Japan Branch Business Division
July 2017 Director, General Manager, Product Development Department
July 2018 Director, General Manager, Product Department
April 2021 General Manager, Product Department
September 2023 Director, General Manager, Product Department and CTO (current position)
[Significant concurrent positions]
None</td><td>34,300</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Director and expected roles]
Leveraging his deep insights, primarily in the product quality control division, Mr. Takashi Masuda possesses a wealth of experience and achievements related to the Company’s product development. For this reason, the Company believes that he is an appropriate person to make decisions on the execution of important operations and to supervise the Directors’ execution of their duties, and has nominated him as a candidate for Director.</td></tr>
<tr><td rowspan="2">8</td><td>Moe Oshima
(current surname: Sakano)
(June 13, 1976)

[Reappointment]
[Outside]
[Independent]

[Attendance at the Board of Directors meetings]
14/14
(100%)

[Length of term of office (as of the conclusion of this Meeting)]
2 years</td><td>April 1999 Member of staff, Aichi Prefectural University
January 2001 Secretary for Member of the House of Representatives
May 2003 Member of Owariasahi City Assembly, Aichi Prefecture (1st to 4th terms)
February 2019 Established smile lab m’s (teaching business)
September 2022 Outside Director, the Company (current position)
May 2023 Member of Owariasahi City Assembly, Aichi Prefecture (5th term, current position)
May 2024 Audit Commissioner of Owariasahi City, Aichi Prefecture (current position)
[Significant concurrent positions]
Audit Commissioner of Owariasahi City, Aichi Prefecture
[Special interests]
None</td><td>300</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Outside Director and expected roles]
The Company has nominated Ms. Moe Oshima as a candidate for Outside Director because it expects that she will provide supervision and advice for the Company’s management from the perspectives of gender and diversity, based on her wealth of knowledge and extensive experience as a member of a city assembly, and requests her re-election as Outside Director.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions, responsibilities,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">9</td><td>Ryosuke Saito
(March 26, 1973)

[Reappointment]
[Outside]
[Independent]

[Attendance at the Board of Directors meetings]
11/11
(100%)

[Length of term of office (as of the conclusion of this Meeting)]
1 year</td><td>April 1995 Joined KANKO KOGYO CO., LTD.
April 2002 Joined TOHOKUSHINSHA FILM CORPORATION (Seconded to Hakuhodo Incorporated)
December 2003 Joined KANKO Corporation (former KANKO KOGYO CO., LTD.)
January 2004 Seconded to DENTSU Nikkai Advertising Co. Ltd. to establish an operating company in China
July 2006 Established Beat Promotions Inc. (wholly owned subsidiary of KANKO Corporation)
Deputy President, Beat Promotions Inc.
January 2009 President, BP&A Inc./BP&T Inc.
January 2013 Chairman
March 2019 Director and CMO, KANKO Corporation
April 2023 Established River Co., Ltd.
Representative Director (current position)
September 2023 Outside Director, the Company (current position)
[Significant concurrent positions]
Representative Director, River Co., Ltd.
[Special interests]
None</td><td>300</td></tr>
<tr><td colspan="3">[Reason for nomination as candidate for Outside Director and expected roles]
The Company has nominated Mr. Ryosuke Saito as a candidate for Outside Director because he possesses a wide range of views in the promotion and marketing sector both in Japan and overseas. The Company believes that he will appropriately execute his duties as Director and requests his re-election as Outside Director.</td></tr>
</table>

Notes: 1. Ms. Moe Oshima and Mr. Ryosuke Saito are candidates for Outside Director.

2. The Company has designated Ms. Moe Oshima and Mr. Ryosuke Saito as Independent Directors and filed the said designation with the Tokyo Stock Exchange and the Nagoya Stock Exchange. If Ms. Moe Oshima and Mr. Ryosuke Saito are re-elected as Directors, the Company plans to continue to file their designation as Independent Directors with both exchanges.
3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Ms. Moe Oshima and Mr. Ryosuke Saito that limits the amount of liability for damages set forth under Article 423, Paragraph 1 of the same Act. The maximum amount of liability for damages pursuant to this agreement shall be the amount stipulated in laws and regulations. In the event that the re-election of Ms. Oshima and Mr. Saito is approved, the Company intends to continue this agreement with them.

Proposal 2: Election of One (1) Director who is an Audit Committee Member

The term of office of Director who is an Audit Committee Member, Mr. Tadashi Mizushima will expire at the conclusion of this General Meeting of Shareholders.

In addition, Mr. Takashi Muto will resign. Accordingly, the Company proposes the election of one (1) Director who is an Audit Committee Member to fill the vacancy.

The term of office of the Director who is an Audit Committee Member elected to fill the vacancy shall expire upon the expiration of the term of office of the retiring Director who is an Audit Committee Member, as prescribed in the Company's Articles of Incorporation.

The consent of the Audit Committee has been obtained for this proposal.

The candidate for Director who is an Audit Committee Member is as follows.

Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
Morihiro Ito (October 26, 1972) [New appointment] [Outside] [Independent]	March 2004 Completed the doctoral program at Graduate School of Medicine, Mie University, and obtained a Doctor of Medicine degree April 2004 Teaching associate, Department of Pathological Elucidation Medicine, Graduate School of Medicine, Mie University April 2009 Associate Professor, Department of Biomedical Sciences, College of Life and Health Science, Chubu University April 2011 Associate Professor, Department of Lifelong Sports and Health Sciences, College of Life and Health Science, Chubu University April 2018 Professor, Graduate School of Life and Health Sciences; Department of Biomedical Sciences, College of Life and Health Sciences, Chubu University April 2020 Professor, Graduate School of Life and Health Sciences; Department of Lifelong Sports and Health Sciences, College of Life and Health Sciences, Chubu University (current position) [Significant concurrent positions] · Assistant to the President, Chubu University · Professor, Graduate School of Life and Health Sciences; Department of Lifelong Sports and Health Sciences, College of Life and Health Sciences, Chubu University [Special interests] None	-

[Reason for nomination as candidate for Outside Director who is an Audit Committee Member and expected roles]

The Company has nominated Mr. Morihiro Ito as a candidate for Outside Director because the health and safety of employees working outdoors is a critical issue for the Company in the face of the progress of global warming. The Company believes that his wealth of insight into the study of heatstroke and viral infections will be of great benefit, and requests his election as Outside Director.

Although he has no experience in corporate management other than serving as an outside director or auditor, the Company believes that he will appropriately execute his duties as Outside Director by bringing new insights to the Company's management based on his specialized academic knowledge.

Notes: 1. No special interests exist between Mr. Morihiro Ito and the Company.
2. Mr. Morihiro Ito is a candidate for Outside Director.
3. In the event that Mr. Morihiro Ito is elected and he assumes office as an Outside Director, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company intends to enter into an agreement with him that limits the amount of liability for damages set forth under Article 423, Paragraph 1 of the same Act. The maximum amount of liability for damages pursuant to this agreement shall be the amount stipulated in laws and regulations.
4. In the event that Mr. Morihiro Ito is elected and he assumes office as an Outside Director, the Company intends to designate him as an Independent Director and file the said designation with the Tokyo Stock Exchange and the Nagoya Stock Exchange.

Proposal 3: Election of One (1) Substitute Director who is an Audit Committee Member

To prepare for an eventuality in which the number of Directors who are Audit Committee Members falls short of that stipulated by laws and regulations, the Company proposes the re-election of Mr. Junya Haruna as substitute Director who is an Audit Committee Member.

Regarding the effectiveness of election under this proposal, such election may be cancelled at any time prior to assumption of office by resolution of the Board of Directors with the consent of the Audit Committee.

The consent of the Audit Committee has been obtained for this proposal.

The candidate for substitute Director who is an Audit Committee Member is as follows.

Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
Junya Haruna (July 15, 1981) [Outside] [Independent]	September 2008 Passed the bar exam November 2008 Admitted to the Legal Training and Research Institute of Japan affiliated to the Supreme Court of Japan December 2009 Registered as an attorney at the Aichi Bar Association December 2009 Joined Nagoya Central Law Office September 2013 Part-time lecturer, Aichi Institute of Technology (intellectual property) April 2014 Partner, Nagoya Central Law Office (current position) October 2020 External Auditor, Foundation for Designing 100-year Life Society (current position) July 2021 Outside Auditor, Medium Japan, Co., Ltd. (current position) [Significant concurrent positions] Partner, Nagoya Central Law Office Outside Auditor, Medium Japan, Co., Ltd.
[Reason for nomination as candidate for substitute Outside Director who is an Audit Committee Member and expected roles] Since Mr. Junya Haruna possesses his expert insights as an attorney and a wealth of knowledge of corporate legal matters, the Company has determined that he can be expected to leverage his expertise and knowledge to supervise the strengthening of corporate governance and the supervision of the Directors' execution of their duties.	

Notes: 1. No special interests exist between Mr. Junya Haruna and the Company.
2. Mr. Junya Haruna is a candidate for substitute Outside Director.
3. In the event that Mr. Junya Haruna is elected and he assumes office as an Outside Director, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company intends to enter into an agreement with him that limits the amount of liability for damages set forth under Article 423, Paragraph 1 of the same Act. The maximum amount of liability for damages pursuant to this agreement shall be the amount stipulated in laws and regulations.
4. In the event that Mr. Junya Haruna is elected and he assumes office as an Outside Director, the Company intends to designate him as an Independent Director and file the said designation with the Tokyo Stock Exchange and the Nagoya Stock Exchange.

Proposal 4: Grant of Retirement Bonus to a Retiring Director who is not an Audit Committee Member

In recognition of the services rendered by Mr. Hiroshi Yajima, who retired from his position as a Director who is not an Audit Committee Member upon the expiration of his term on September 27, 2023, the Company proposes to grant him a retirement bonus within a reasonable amount in accordance with the Company's standards. It is proposed that the determination of the specific amount, timing, method, and other terms of the grant be entrusted to the Board of Directors.

The Company deems it appropriate to grant a retirement bonus to Mr. Hiroshi Yajima for his contribution to improving the Company's business performance and corporate value as a Director. The amount to be paid will be calculated based on his monthly fixed remuneration, length of service, and other factors in accordance with the Company's regulations on retirement bonuses for Directors.

The retiring Director's career summary is as follows.

Name	Career summary	
Hiroshi Yajima	November 2008	Joined the Company
	September 2014	Appointed as Director, General Manager, Engineering Department, East Japan Business Division
	September 2023	Retired as Director, General Manager, KeePer LABO Operations Business Division

Reference: Composition of the Board of Directors in the Event of the Approval of Proposal No. 1 and Proposal No. 2

The skills and areas of expertise that the Company particularly expects of each Director for sustainable growth and enhancement of corporate value are listed below.

Directors Skills Matrix

Name	Position and Area of Responsibility	Corporate Management	Store Development/Operation	Product/Technology Development	Sales	Accounting/Capital Market	Marketing	Governance	DX/IT	Sustainability
Yoshimichi Tani	Representative Director and Chairman and CEO	●	●	●		●	●	●		●
Toshiyuki Kaku	Representative Director and President and Co-COO	●	●		●	●	●	●		●
Chikashi Suzuoki	Senior Managing Director and Co-COO	●	●		●	●	●	●		●
Ayako Yamashita	Managing Director and CFO	●				●	●	●	●	●
Kensuke Miura	Director General Manager, Sales Management Division				●		●			
Keisuke Nozaki	Director Division General Manager, KeePer LABO Business Division		●				●			
Takashi Masuda	Director General Manager, Product Department and CTO			●	●					
Moe Oshima	Outside Director							●		●
Ryosuke Saito	Outside Director						●			●
Yoshihiro Matsubara	Outside Director (Audit Committee Member)	●		●				●		●
Fumio Kono	Outside Director (Audit Committee Member)	●				●		●	●	●
Morihiro Ito	Outside Director (Audit Committee Member)							●		●