Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 4186
March 6, 2025
(Start date of measures for providing information in electronic format: February 27, 2025)

To Those Shareholders with Voting Rights

Noriaki Taneichi, President and Representative Director
**TOKYO OHKA KOGYO CO., LTD.**
150 Nakamaruko, Nakahara-ku, Kawasaki, Kanagawa, Japan

# NOTICE OF THE CONVOCATION OF THE 95th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby announce the 95th Ordinary General Meeting of Shareholders of TOKYO OHKA KOGYO CO., LTD. ("the Company"), which will be held as described below.

**If you are unable to attend the meeting in person, please exercise your voting rights either in writing or by electromagnetic means (via the Internet, etc.).**

**Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m., Thursday, March 27, 2025 (JST).**

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as "Notice of the Convocation of the 95th Ordinary General Meeting of Shareholders" on the following websites. Please access each website using the Internet address shown below to review the information.

The Company's website: https://www.tok.co.jp/ir/shareholders/shm.html (in Japanese)

Website for posted informational materials for the general meeting of shareholders:
https://d.sokai.jp/4186/teiji/ (in Japanese)

Tokyo Stock Exchange (TSE) website (Listed Company Search):
https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)

To access this information on the TSE website, visit the Listed Company Search page by using the Internet address given above, input the issue name (company name) or securities code, and click "Search," and then click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting]."

The General Meeting of Shareholders will be streamed live over the Internet so that participants can watch the events taking place on the day. For details, please refer to the separate "Guide to Live Streaming of the 95th Ordinary General Meeting of Shareholders (in Japanese only)," which is enclosed with this notice of convocation.

**Exercise of Voting Rights in Writing**

Please indicate your votes for or against the proposals on the enclosed Voting Rights Exercise Form and return it to the Company, ensuring that the form reaches us no later than the above voting deadline.

**Exercise of Voting Rights by Electromagnetic Means (via the Internet, etc.)**

Please review the "Guide for Exercising Voting Rights" and enter your approval or disapproval for each proposal no later than the above voting deadline.

1. **Date and Time:** Friday, March 28, 2025 at 10:00 a.m. (JST)
2. **Place:** Meeting Room, 5F, Corporate Headquarters of the Company
   150 Nakamaruko, Nakahara-ku, Kawasaki, Kanagawa, Japan

3. **Agenda of the Meeting:**

**Matters to be reported:**

1. The Business Report and the Consolidated Financial Statements for the 95th fiscal year (from January 1, 2024 to December 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
2. The Non-Consolidated Financial Statements for the 95th fiscal year (from January 1, 2024 to December 31, 2024)

**Proposals to be resolved:**

**Proposal No. 1:** Appropriation of Surplus

**Proposal No. 2:** Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

**Proposal No. 3:** Election of Four Directors Who Are Audit and Supervisory Committee Members

4. **Matters Decided for the Convocation:**

(1) If you do not indicate your approval or disapproval for each proposal on your returned Voting Rights Exercise Form, we will treat it as if you indicated approval for each proposal.

(2) If you exercise your voting rights by two different means, that is, by electromagnetic means (via the Internet, etc.) as well as in writing, votes by electromagnetic means (via the Internet, etc.) shall prevail.

(3) If you exercise your voting rights by electromagnetic means (via the Internet, etc.) more than once, your final votes shall prevail.

* For those attending the meeting, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival.
* If any changes are made to the items for which measures for providing information in electronic format are to be taken, those will be posted on each website on the Internet as given above.

**Guide for Exercising Voting Rights**

Voting rights can be exercised using the following three methods.

**[Attending the General Meeting of Shareholders]**
Please hand in the enclosed Voting Rights Exercise Form at the reception desk.

**Date and Time:** Friday, March 28, 2025 at 10:00 a.m. (JST)
**Place:** Meeting Room, 5F, Corporate Headquarters of the Company
150 Nakamaruko, Nakahara-ku, Kawasaki, Kanagawa, Japan

**[Exercise of Voting Rights in Writing]**
Please indicate your votes for or against the proposals on the enclosed Voting Rights Exercise Form and mail it without a stamp.

**Deadline for exercising voting rights**: 5:30 p.m., Thursday, March 27, 2025 (JST)

**[Exercise of Voting Rights via the Internet, etc.]**
Please access the website for exercising voting rights (https://evote.tr.mufg.jp/) from personal computer or smartphone, enter the "login ID" and "temporary password" provided on the Voting Rights Exercise Form and then enter your vote for each proposal according to the instructions on the screen.

**Deadline for exercising voting rights**: 5:30 p.m., Thursday, March 27, 2025 (JST)

**Points to note when exercising the voting rights by electromagnetic means (via the Internet, etc.)**

(1) If you exercise your voting rights by two different means, that is, by electromagnetic means (via the Internet, etc.) as well as in writing, votes by electromagnetic means (via the Internet, etc.) shall prevail.
(2) If you exercise your voting rights by electromagnetic means (via the Internet, etc.) more than once, your final votes shall prevail.
(3) To prevent people who are not shareholders (impostors) from illegally accessing the website and altering the content of your voting selections, we will ask shareholders who use the website to change their "temporary passwords" on the website for exercising voting rights.
(4) You will be provided with a new "login ID" and "temporary password" each time a General Meeting of Shareholders is convened.

**Website to use for exercising voting rights**

(1) Exercise of voting rights via the Internet is possible by accessing the website designated by the Company exclusively for the purpose of exercising voting rights (https://evote.tr.mufg.jp/) via a personal computer or smartphone. (Access is unavailable between 2:00 a.m. and 5:00 a.m. (JST) every day.)
(2) Depending on the Internet user environment, shareholders using personal computers or smartphones may not be able to exercise their voting rights via the website for exercising voting rights. For more details, please contact the Help Desk by telephone at the following number.
(3) Costs arising from accessing the website for exercising voting rights (Internet access fees, communication charges, etc.) will be borne by the shareholder.

**Electronic proxy voting platform**

If you are nominee shareholders such as management trust banks (including standing proxy) and apply in advance for the use of the electronic proxy voting platform operated by ICJ, Inc., you may use such platform operated by ICJ, Inc.

**For inquiries concerning systems, etc. please contact:**

Mitsubishi UFJ Trust and Banking Corporation, Stock Transfer Agency Department (Help Desk)
Tel: 0120-173-027 (Business hours: 9:00 a.m.–9:00 p.m. (JST) toll free)

**Reference Documents for the General Meeting of Shareholders**

**Proposals and References**

**Proposal No. 1: Appropriation of Surplus**

Regarding the appropriation of surplus, the Company proposes the following.

**Matters related to the year-end dividend:**

The Company considers the return of its profits to shareholders an important managerial issue. The Company, in light of its financial condition and business performance from a long-term point of view, makes it its basic policy to carefully secure sufficient internal reserves for the enhancement of the corporate competitiveness and enlargement of its profit. On the other hand, the Company also makes it its basic policy to continue its payments of dividends with a consolidated dividend on equity (DOE) ratio of 4.0% as the target level of dividend payout, and flexibly acquire its own stock, to realize stable and continued return of profit.

Under this policy, with regard to the year-end dividend for the fiscal year, the Company proposes to pay ¥34 per share. This payment takes into account various factors, including the Company's business performance, and also reflects the Company's desire to reciprocate the consistent support of its shareholders. Accordingly, including the interim dividend of ¥29 per share paid in September 2024, the annual dividend for the fiscal year is ¥63 per share.

1 Type of dividend property
Cash

2 Matters related to distribution of dividend property to shareholders and the total amount
¥34 per common share of the Company
Total amount: ¥4,078,254,882

3 Effective date of the distribution of surplus
March 31, 2025

**Proposal No. 2: Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)**

The terms of office of all six Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company requests that six Directors be elected.

The candidates for Director are as follows:

| No. | Name | Current position | Current responsibility | Attributes |
|---|---|---|---|---|
| 1 | Noriaki Taneichi | Representative Director President | Chief Executive Officer | [Re-election] |
| 2 | Harutoshi Sato | Director | - | [Re-election] |
| 3 | Kosuke Doi | Director | Senior Managing Executive Officer Division Manager, Marketing Division | [Re-election] |
| 4 | Hirotaka Yamamoto | Director | Executive Officer Division Manager, Manufacturing Division | [Re-election] |
| 5 | Katsumi Ohmori | - | Executive Officer Division Manager, Research and Development Division | [New election] |
| 6 | Hisashi Ando | Outside Director (Audit and Supervisory Committee Member) | - | [New election] [Outside] [Independent Officer] |

[The opinion of the Audit and Supervisory Committee]

The Audit and Supervisory Committee reviewed the decision-making process at the Nomination and Remuneration Advisory Committee regarding the election of Directors and their remuneration, and deliberated at the meeting. As a result, the Audit and Supervisory Committee has determined that the policy and decision-making process regarding the election of candidates are appropriate. In addition, the Audit and Supervisory Committee has determined that the basic policy and decision-making process for remuneration, etc., are also appropriate.

<table>
<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="3">1</td><td>Noriaki Taneichi<br>(November 23, 1962, 62 years old)<br>[Re-election]</td><td>Apr. 1986<br>June 2009<br><br>June 2011<br><br>June 2015<br><br>June 2017<br><br>Jan. 2019</td><td>Joined the Company<br>General Manager, Marketing Development Department<br>General Manager, New Business Development Department<br>Executive Officer; Deputy Division Manager, New Business Development Division<br>Director; Executive Officer; Division Manager, New Business Development Division<br>Representative Director, President and Chief Executive Officer<br>(to the present)</td><td>91,100 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)</td><td colspan="2"></td><td></td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for Director<br>Since assuming the position of Representative Director, President and Chief Executive Officer, Mr. Noriaki Taneichi has led the management of the Group as its top executive and contributed to the Group’s further development through the measures in the Medium- to Long-Term Management Plan. Thus, since the Company judges that Mr. Noriaki Taneichi can be expected to continue contributing to the management of the Company, it requests his election as a Director.</td></tr>
<tr><td rowspan="3">2</td><td>Harutoshi Sato<br>(June 1, 1961, 63 years old)<br>[Re-election]</td><td>Apr. 1984<br>Apr. 2004<br><br>Apr. 2007<br><br>Apr. 2008<br><br>June 2009<br><br><br><br>June 2011<br><br><br><br>June 2012<br><br>June 2017<br><br>Mar. 2019<br><br><br>Mar. 2022</td><td>Joined the Company<br>General Manager, Quality Assurance Department<br>General Manager, Advanced Material Development Department 2<br>General Manager, Advanced Material Development Department 1<br>Executive Officer; Deputy Division Manager, Research and Development Division and General Manager, Advanced Material Development Department 3<br>Executive Officer; Deputy Division Manager, Research and Development Division and General Manager, Advanced Material Development Department 1<br>Director; Executive Officer; Division Manager, Research and Development Division<br>Director; Managing Executive Officer; Division Manager, Research and Development Division<br>Director; Senior Managing Executive Officer; Division Manager, Research and Development Division<br>Director<br>(to the present)</td><td>55,800 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)</td><td colspan="2"></td><td></td></tr>
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<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td></td><td colspan="4">Reasons for nomination as candidate for Director<br>Mr. Harutoshi Sato has held important positions in the Group, serving in such roles as representative at a U.S. subsidiary, person responsible for quality assurance, and person responsible for product development before assuming the position of Division Manager of the Research and Development Division. Owing to this experience, he is well acquainted with the Company’s business characteristics and customers and consequently possesses necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Harutoshi Sato can be expected to continue strengthening the supervisory function of the Board of Directors through his valuable advice to the management of the Company, it requests his election as a Non-executive Director.</td></tr>
<tr><td rowspan="2">3</td><td rowspan="2">Kosuke Doi<br>(May 10, 1962, 62 years old)<br>[Re-election]</td><td>Apr. 1986<br>June 2009<br><br>June 2011<br><br>June 2016<br><br><br>Jan. 2019<br><br>Mar. 2020<br><br>Mar. 2022<br><br><br><br>Mar. 2023<br><br><br><br>Jan. 2025</td><td>Joined the Company<br>General Manager, Advanced Material Development Department 1<br>President and Director of TOKYO OHKA KOGYO AMERICA, INC.<br>Executive Officer of the Company (President and Director of TOKYO OHKA KOGYO AMERICA, INC.)<br>Executive Officer; Division Manager, New Business Development Division<br>Managing Executive Officer; Division Manager, Marketing Division<br>Director; Managing Executive Officer; Division Manager, Marketing Division and Division Manager, Research and Development Division<br>Director; Senior Managing Executive Officer; Division Manager, Marketing Division and Division Manager, Research and Development Division<br>Director; Senior Managing Executive Officer; Division Manager, Marketing Division<br>(to the present)</td><td rowspan="2">41,424 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)</td></tr>
<tr><td></td><td colspan="4">Reasons for nomination as candidate for Director<br>Mr. Kosuke Doi has held important positions in the Group, serving in such roles as President and Director of a U.S. subsidiary, Division Manager of the New Business Development Division, Division Manager of the Marketing Division, and Division Manager of the Research and Development Division. Owing to this experience, he is well versed in not only the Company’s existing business areas but also in new business areas. He is well acquainted with the Company’s business characteristics and customers, and possesses the necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Kosuke Doi can be expected to continue contributing to the management of the Company, it requests his election as a Director.</td></tr>
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<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">4</td><td>Hirotaka Yamamoto<br>(January 14, 1970, 55 years old)<br>[Re-election]</td><td>Apr. 1992<br>Feb. 2013<br><br>Mar. 2019<br><br>Mar. 2020<br><br>Mar. 2023</td><td>Joined the Company<br>Plant General Manager of TOK ADVANCED MATERIALS CO., LTD.<br>Deputy Division Manager, Corporate Planning Division of the Company<br>Executive Officer; Division Manager, Corporate Planning Division<br>Director; Executive Officer; Division Manager, Manufacturing Division<br>(to the present)</td><td rowspan="2">21,861 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)</td></tr>
<tr><td colspan="5">Reasons for nomination as candidate for Director<br>Mr. Hirotaka Yamamoto has held important positions in the Group, serving in such roles as representative at a U.S. subsidiary and Plant General Manager of the Korean subsidiary before assuming the positions of Division Manager of the Corporate Planning Division and Division Manager of the Manufacturing Division, and worked as a person responsible for the development of the Group’s Medium- to Long-Term Management Plan. Owing to this experience, he is well acquainted with the Company’s business strategy and business characteristics and possesses necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Hirotaka Yamamoto can be expected to continue contributing to the management of the Company, it requests his election as a Director.</td></tr>
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<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">5</td><td>Katsumi Ohmori<br>(October 8, 1967, 57 years old)<br>[New election]</td><td>Apr. 1991<br>June 2012<br><br>June 2016<br><br>Mar. 2020<br><br><br>Mar. 2021<br><br><br>Jan. 2025</td><td>Joined the Company<br>General Manager, Next-Generation Material Development Department<br>Deputy Division Manager, Research and Development Division<br>Vice President and General Manager of Research Laboratory of TOK ADVANCED MATERIALS CO., LTD.<br>Executive Officer; Deputy Division Manager, Research and Development Division of the Company<br>Executive Officer; Division Manager, Research and Development Division<br>(to the present)</td><td>11,508 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>Not applicable</td></tr>
<tr><td></td><td colspan="4">Reasons for nomination as candidate for Director<br>Mr. Katsumi Ohmori has held important positions in the Group, serving in such roles as representative at a U.S. subsidiary, person responsible for product development, and Vice President and General Manager of Research Laboratory of the Korean subsidiary before assuming the position of Division Manager of the Research and Development Division. Owing to this experience, he is well acquainted with the Company’s business characteristics and customers, possessing necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Katsumi Ohmori can be expected to contribute to the management of the Company, it newly requests his election as a Director.</td></tr>
<tr><td>6</td><td>Hisashi Ando<br>(February 7, 1955, 69 years old)<br>[New election]<br>[Outside Director]<br>[Independent Officer]</td><td>Apr. 1979<br><br>Oct. 2006<br><br><br>Dec. 2007<br><br>Apr. 2010<br><br>Sept. 2012<br><br><br>Apr. 2014<br><br><br><br>Apr. 2016<br><br><br>June 2016<br><br><br>Jan. 2019<br><br>June 2019</td><td>Joined Sony Chemicals Corporation (currently Dexerials Corporation)<br>Corporate Executive; Kanuma Plant Manager of Sony Chemical & Information Device Corporation (currently Dexerials Corporation)<br>Executive Officer; Kanuma Plant Manager of Sony Chemical & Information Device Corporation<br>Director; Kanuma Plant Manager of Sony Chemical & Information Device Corporation<br>Director and Executive Officer; Senior General Manager, Research & Development Division; Kanuma Plant Manager of Dexerials Corporation<br>Director and Senior Executive Officer; Senior General Manager, Research & Development Division; Procurement, New Business Planning & Promotion of Dexerials Corporation<br>Director and Managing Executive Officer; Officer in charge of Manufacturing & Technology; Corporate R&D Division Head of Dexerials Corporation<br>Representative Director and Senior Managing Executive Officer; Corporate R&D Division Head of Dexerials Corporation<br>Representative Director and Senior Managing Executive Officer of Dexerials Corporation<br>Director and Managing Executive Officer; Lieutenant President of Dexerials Corporation</td><td>3,000 shares</td></tr>
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<tr><th>No.</th><th>Name<br>(Date of birth)</th><th>Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="3"></td><td></td><td>Mar. 2020 Director and Managing Executive Officer; Lieutenant President of Dexerials Corporation; President of Dexerials America Corporation<br>June 2020 Technical Advisor of Dexerials Corporation<br>Mar. 2022 Outside Director of the Company<br>Sept. 2022 Outside Director of AeroEdge Co., Ltd. (to the present)<br>Mar. 2023 Outside Director (Audit and Supervisory Committee Member) of the Company (to the present)<br>(Significant concurrent positions)<br>Outside Director of AeroEdge Co., Ltd.<br>(Number of years serving as an Outside Director)</td><td rowspan="2"></td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)</td><td>Three years (as of the conclusion of this General Meeting of Shareholders)</td></tr>
<tr><td colspan="3">Reasons for nomination as candidate for Outside Director and overview of the role expected<br>The election of Mr. Hisashi Ando as Outside Director is proposed to request his supervision of the Company’s management from an objective and neutral point of view based on his abundant experience and considerable insight gained from serving as an executive of a listed company and Outside Director (Audit and Supervisory Committee Member) of the Company, as well as his contribution to enhancement of the corporate governance with his advice on the general management of the Company. Moreover, as Mr. Hisashi Ando can be expected to provide a supervisory function for the decision-making process for the nomination of candidates for officers of the Company and officer remuneration, etc. as chairperson of the Nomination and Remuneration Advisory Committee from an objective and neutral point of view, the Company newly requests his election as an Outside Director.</td></tr>
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Notes:
1. No conflict of interest exists between the Company and any of the candidates.
2. The Company has entered into a directors and officers liability insurance policy agreement, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company to provide coverage for damages that insured persons may incur due to liability arising from the execution of their duties or claims related to the pursuit of such liability, and the premiums for the insured persons are fully borne by the Company. However, to ensure that the appropriateness of the execution of duties by the insured persons is not impaired, the insurance policy exempts coverage in cases of losses arising from claims for damages due to performance of an illegal act with full knowledge of its illegality. All candidates for Directors will be included as insured persons under this insurance policy. The Company also plans to renew the insurance policy with the same content at the time of the next renewal.
3. Mr. Hisashi Ando is a candidate for Outside Director. The Company has designated him as an Independent Officer in accordance with the regulations of the Tokyo Stock Exchange and has notified the exchange accordingly. If his election is approved, the Company plans to maintain his designation as an Independent Officer.
4. In accordance with the current Articles of Incorporation, the Company is able to enter into liability limitation agreements with Directors (excluding Executive Directors, etc.) that limit the maximum amount of liability provided for in Article 423, paragraph (1) of the Companies Act. The Company has entered into such agreements with Mr. Harutoshi Sato and Mr. Hisashi Ando. The maximum amount of liability in accordance with the agreement shall be the minimum liability amount stipulated by laws and regulations. If their election is approved, the Company plans to continue such agreements with them.
5. Mr. Hisashi Ando is currently an Outside Director (Audit and Supervisory Committee Member) of the Company, but he is scheduled to retire from his position as Outside Director (Audit and Supervisory Committee Member) of the Company at the conclusion of this General Meeting of Shareholders due to the expiration of his term of office.

**Proposal No. 3: Election of Four Directors Who Are Audit and Supervisory Committee Members**

The terms of office of all four Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company requests that four Directors who are Audit and Supervisory Committee Members be elected.

The Audit and Supervisory Committee has previously given its approval to this proposal.

The candidates for Director who is an Audit and Supervisory Committee Member are as follows:

| No. | Name | Current position | Current responsibility | Attributes |
|---|---|---|---|---|
| 1 | Yusuke Narumi | Director | Executive Officer<br>Division Manager, New Business Development Division | [New election] |
| 2 | Kazuo Ichiyanagi | Outside Director (Audit and Supervisory Committee Member) | - | [Re-election] [Outside] [Independent Officer] |
| 3 | Ayako Ikeda | Outside Director | - | [New election] [Outside] [Independent Officer] |
| 4 | Isao Nakajima | - | - | [New election] [Outside] [Independent Officer] |

<table>
<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">1</td><td>Yusuke Narumi<br>(December 2, 1965, 59 years old)<br>[New election]</td><td>Apr. 1988<br>June 2012<br>Jan. 2019<br><br>Apr. 2019<br><br>Mar. 2020<br><br>Mar. 2021</td><td>Joined the Company<br>General Manager, Marketing Department<br>General Manager, Display and PV Panel Material Marketing Department<br>General Manager, Imaging Material Marketing Department<br>Executive Officer; Division Manager, New Business Development Division<br>Director; Executive Officer; Division Manager, New Business Development Division<br>(to the present)</td><td rowspan="2">27,834 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)<br>Attendance at the meetings of the Audit and Supervisory Committee<br>Not applicable</td><td colspan="2"></td></tr>
<tr><td></td><td colspan="4">Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member<br>Mr. Yusuke Narumi has held important positions in the Group, serving in such roles as representative at the Chinese office, person responsible for sales and marketing of mainstay products before assuming the position of Division Manager of the New Business Development Division. Owing to this experience, he is well acquainted with not only the Group’s business characteristics and customers but also new business areas. Moreover, as Mr. Yusuke Narumi can be expected to supervise and audit the Company’s management from an objective and neutral point of view based on this experience while contributing to enhancement of the corporate governance with his advice on the general management of the Company, the Company newly requests his election as a Director who is an Audit and Supervisory Committee Member.</td></tr>
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<table>
<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="3">2</td><td>Kazuo Ichiyanagi<br>(September 26, 1953, 71 years old)<br>[Re-election]<br>[Outside Director]<br>[Independent Officer]</td><td>Mar. 1977<br>Apr. 2005<br><br><br><br>Apr. 2008<br><br><br><br>Dec. 2008<br><br><br>June 2009<br><br><br>Oct. 2009<br><br><br>June 2010<br>June 2019<br><br>Mar. 2020<br>Mar. 2023</td><td>Joined Teikoku Tsushin Kogyo Co., Ltd.<br>Executive Officer in charge of Development Department; General Manager, Development Department of Teikoku Tsushin Kogyo Co., Ltd.<br>Executive Officer responsible for Development & Engineering and in charge of Engineering Management Department of Teikoku Tsushin Kogyo Co., Ltd.<br>Executive Officer responsible for Development & Engineering of Teikoku Tsushin Kogyo Co., Ltd.<br>Director; Executive Officer responsible for Development & Engineering of Teikoku Tsushin Kogyo Co., Ltd.<br>Director; Executive Officer responsible for Development Headquarters of Teikoku Tsushin Kogyo Co., Ltd.<br>President of Teikoku Tsushin Kogyo Co., Ltd.<br>Director and Advisor of Teikoku Tsushin Kogyo Co., Ltd.<br>Outside Director of the Company<br>Outside Director (Audit and Supervisory Committee Member)<br>(to the present)</td><td rowspan="2">3,000 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>15 out of 15 (100%)<br>Attendance at the meetings of the Audit and Supervisory Committee<br>16 out of 16 (100%)</td><td colspan="2">(Number of years serving as an Outside Director)<br>Five years (as of the conclusion of this General Meeting of Shareholders)</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the role expected<br>The election of Mr. Kazuo Ichiyanagi as Outside Director is proposed to request his supervision and auditing of the Company’s management from an objective and neutral point of view based on his abundant experience and considerable insight as an executive of a listed company, as well as his contribution to enhancement of the corporate governance with his advice on the general management of the Company. Moreover, as Mr. Kazuo Ichiyanagi can be expected to continue to provide a supervisory function for the decision-making process for the nomination of candidates for officers of the Company and officer remuneration, etc. as member of the Nomination and Remuneration Advisory Committee from an objective and neutral point of view, the Company requests his election as an Outside Director who is an Audit and Supervisory Committee Member.</td></tr>
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<table>
<tr><th>No.</th><th>Name<br>(Date of birth)</th><th>Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">3</td><td>Ayako Ikeda<br>(December 5, 1959, 65 years old)<br>[New election]<br>[Outside Director]<br>[Independent Officer]</td><td rowspan="2">Apr. 1984 Registered as attorney and affiliated with the Daini Tokyo Bar Association<br>Joined Harago Law Offices (currently Harago & Partners Law Offices)<br>Jan. 1990 Joined Steptoe & Johnson LLP, USA<br>Apr. 1991 Admitted to the New York State Bar<br>Sept. 1992 Joined Hamada & Matsumoto (currently Mori Hamada & Matsumoto)<br>Apr. 2002 Professor at The Legal Training and Research Institute of Japan (in charge of defense in civil cases)<br>Apr. 2006 Deputy Secretary General of Japan Federation of Bar Associations<br>Apr. 2015 Executive Director of Japan Federation of Bar Associations<br>Vice President of Daini Tokyo Bar Association<br>June 2021 Outside Director (Audit & Supervisory Committee Member) of Tokai Tokyo Financial Holdings, Inc.<br>(to the present)<br>Mar. 2024 Outside Director of the Company<br>(to the present)<br>Jan. 2025 Joined Harago & Partners Law Offices<br>(to the present)<br>(Significant concurrent positions)<br>Partner at Harago & Partners Law Offices<br>Outside Director (Audit & Supervisory Committee Member) of Tokai Tokyo Financial Holdings, Inc.<br>(Number of years serving as an Outside Director)<br>One year (as of the conclusion of this General Meeting of Shareholders)</td><td rowspan="2">0 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>11 out of 11 (100%)<br>Attendance at the meetings of the Audit and Supervisory Committee<br>Not applicable</td></tr>
<tr><td></td><td colspan="3">Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the role expected<br>Although she does not have experience of being involved in corporate management directly by any method other than being an outside officer in the past, the election of Ms. Ayako Ikeda as Outside Director is proposed to request her supervision and auditing of the Company’s management from an objective and professional point of view based on her extensive experience, broad insight and expertise developed through her professional career as a legal expert and an Outside Director of the Company. Moreover, as Ms. Ayako Ikeda can be expected to contribute to enhancement of the corporate governance with her advice on the general management of the Company while providing a supervisory function for the decision-making process for the nomination of candidates for officers of the Company and officer remuneration, etc. as member of the Nomination and Remuneration Advisory Committee from an objective and neutral point of view, the Company newly requests her election as an Outside Director who is an Audit and Supervisory Committee Member.</td></tr>
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<tr><th>No.</th><th>Name<br>(Date of birth)</th><th colspan="2">Career summary, position and responsibility at the Company, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="3">4</td><td>Isao Nakajima<br>(December 5, 1958, 66 years old)<br>[New election]<br>[Outside Director]<br>[Independent Officer]</td><td>Apr. 1982<br>Apr. 2008<br>Apr. 2011<br>Apr. 2012<br>Apr. 2013<br><br><br>Apr. 2015<br><br><br>Apr. 2017<br><br>Apr. 2018<br><br><br>June 2019<br>June 2021<br>June 2023</td><td>Joined Tokyo Gas Co., Ltd.<br>General Manager, Finance Dept. of Tokyo Gas Co., Ltd.<br>General Manager, Middle Branch of Tokyo Gas Co., Ltd.<br>General Manager, TG-Group Reorganization Project Dept. of Tokyo Gas Co., Ltd.<br>Executive Officer; General Manager, Residential Sales Planning Dept., Residential Sales and Service Div. of Tokyo Gas Co., Ltd.<br>Senior Executive Officer, CFO and in charge of Finance Dept., Accounting Dept., Purchasing Dept. and Real Estate Management Dept. of Tokyo Gas Co., Ltd.<br>Senior Executive Officer, CFO and in charge of Finance Dept., Accounting Dept. and Personnel Dept. of Tokyo Gas Co., Ltd.<br>Senior Managing Executive Officer, CFO and in charge of Finance Dept., Accounting Dept., Personnel Dept. and Purchasing Dept. of Tokyo Gas Co., Ltd.<br>Standing Audit & Supervisory Board Member of Tokyo Gas Co., Ltd.<br>Director and Standing Audit Committee Member of Tokyo Gas Co., Ltd.<br>Director and Chairman of the Board of Tokyo Gas Real Estate Co., Ltd.</td><td rowspan="2">0 shares</td></tr>
<tr><td>Attendance at the meetings of the Board of Directors<br>Not applicable<br>Attendance at the meetings of the Audit and Supervisory Committee<br>Not applicable</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the role expected<br>The election of Mr. Isao Nakajima as Outside Director is proposed to request his supervision and auditing of the Company’s management from an objective and neutral point of view based on his abundant experience as an executive of a listed company, his considerable insight in finance and accounting, and his experience of serving as an Audit & Supervisory Board Member and an Audit Committee Member at other companies, as well as his contribution to enhancement of the corporate governance with his advice on the general management of the Company. Moreover, as Mr. Isao Nakajima can be expected to provide a supervisory function for the decision-making process for the nomination of candidates for officers of the Company and officer remuneration, etc. as member of the Nomination and Remuneration Advisory Committee from an objective and neutral point of view, the Company newly requests his election as an Outside Director who is an Audit and Supervisory Committee Member.</td></tr>
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Notes:
1. No conflict of interest exists between the Company and any of the candidates.
2. The Company has entered into a directors and officers liability insurance policy agreement, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company to provide coverage for damages that insured persons may incur due to liability arising from the execution of their duties or claims related to the pursuit of such liability, and the premiums for the insured persons are fully borne by the Company. However, to ensure that the appropriateness of the execution of duties by the insured persons is not impaired, the insurance policy exempts coverage in cases of losses arising from claims for damages due to performance of an illegal act with full knowledge of its illegality. All candidates for Directors who are Audit and Supervisory Committee Members will be included as insured persons under this insurance policy. The Company also plans to renew the insurance policy with the same content at the time of the next renewal.
3. Mr. Kazuo Ichiyanagi, Ms. Ayako Ikeda and Mr. Isao Nakajima are candidates for Outside Director who is an Audit and Supervisory Committee Member. The Company has designated Mr. Kazuo Ichiyanagi and Ms. Ayako Ikeda as Independent Officers in accordance with the regulations of the Tokyo Stock Exchange and has notified the exchange accordingly. If their election is approved, the Company plans to maintain their designation as Independent Officers. The Company plans to designate Mr. Isao Nakajima as an Independent Officer in accordance with the regulations of the Tokyo Stock Exchange and notify the exchange accordingly. If his election is approved, he will be an Independent Officer.
4. In accordance with the current Articles of Incorporation, the Company is able to enter into liability limitation agreements with Directors (excluding Executive Directors, etc.) that limit the maximum amount of liability provided for in Article 423, paragraph (1) of the Companies Act. The Company has entered into such agreements with Mr. Kazuo Ichiyanagi and Ms. Ayako Ikeda. The maximum amount of liability in accordance with the agreement shall be the minimum liability amount stipulated by laws and regulations. If their election is approved, the Company plans to continue such agreements with them. If the election of Mr. Yusuke Narumi and Mr. Isao Nakajima is approved, the Company will enter into the same liability limitation agreement with them.
5. Mr. Yusuke Narumi and Ms. Ayako Ikeda are currently Directors of the Company who are not Audit and Supervisory Committee Members, but they are scheduled to retire from their positions as Directors of the Company who are not Audit and Supervisory Committee Members at the conclusion of this General Meeting of Shareholders due to the expiration of their terms of office.
6. Attendance at the meetings of the Board of Directors for Ms. Ayako Ikeda refers to the number of the Board of Directors meetings she attended after her assumption of Director of the Company on March 28, 2024.

(Reference) Skills and experience required of Directors of the Company
(planned as of the conclusion of the 95th Ordinary General Meeting of Shareholders)

| Name | Position | Gender | Outside | Nomination and Remuneration Advisory Committee | Skills and experience | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Management experience in other corporate groups | Research & development/ Technology/ Production | Sales/ Marketing | Legal/ Compliance/ Risk management | Finance/ Accounting | Global |
| Noriaki Taneichi | Representative Director, President | Male | | ● | | ● | ● | | | ● |
| Harutoshi Sato | Director | Male | | | | ● | | | | ● |
| Kosuke Doi | Director | Male | | | | ● | ● | | | ● |
| Hirotaka Yamamoto | Director | Male | | | | ● | | | | ● |
| Katsumi Ohmori | Director | Male | | | | ● | | | | ● |
| Hisashi Ando | Director | Male | ● | ● | ● | ● | ● | | | |
| Yusuke Narumi | Director (Standing Audit and Supervisory Committee Member) | Male | | | | ● | ● | | | ● |
| Kazuo Ichiyanagi | Director (Audit and Supervisory Committee Member) | Male | ● | ● | ● | ● | ● | | | ● |
| Ayako Ikeda | Director (Audit and Supervisory Committee Member) | Female | ● | ● | ● | | | ● | | ● |
| Isao Nakajima | Director (Audit and Supervisory Committee Member) | Male | ● | ● | ● | | ● | ● | ● | |

Note: The above list does not represent all of the skills and experience possessed by the candidates for Director.

(Reference) Criteria for the independence of outside officers

The Company has prescribed criteria for the independence of outside officers, and an outside officer who does not fall under any of the following is deemed to be independent:

a. A person who executes the business of the Company or one of its consolidated subsidiaries (hereinafter referred to as "the Group"), or a person who executed the business of the Group during the ten years before taking up the position.

b. An entity whom the Group is a key customer of (*1) or a person who executes the business of that entity.

c. A key customer of the Group (*2) or a person who executes the business of that customer.

d. A key lender of the Group (*3) or a person who executes the business of that lender.

e. A consultant, accounting expert, or legal expert who receives a considerable amount of money and other assets (*4) that are not officer compensation from the Group (if a corporation, association, or similar entity, a member of that entity).

f. A party who fell under any of the above b.– e. within the past three years.

g. A party who has received an average of ¥3 million or more annually in donations from the Group over the past three years.

h. A major shareholder (*5) of the Group or a person who executes the business of that shareholder.

i. A person who executes the business of another company that has a reciprocal outside officer employment relationship (*6).

j. A party whose spouse or family member within the second degree of kinship falls under any of a.– i.

k. Regardless of the stipulations of the preceding items, parties for whom a conflict of interest with the Company could arise.

Note 1. "Entity whom the Group is a key customer of" refers to a vendor who supplies the Group with products, services, etc., the value of which averages ¥10 million or more annually over the past three years and exceeds 2% of the vendor's annual consolidated sales for the most recent fiscal year.

Note 2. "Key customer of the Group" refers to a customer to whom the Group supplies products, services, etc., the value of which averages ¥10 million or more annually over the past three years and exceeds 2% of the Group's annual consolidated sales for the most recent fiscal year.

Note 3. "Key lender of the Group" refers to a financial institution whose loans are equivalent to 2% or more of the Group's consolidated total assets.

Note 4. "Considerable amount of money and other assets" refers to assets with an economic value that averages ¥10 million or more annually over the past three years and exceeds 2% of annual consolidated sales for the consultant, accounting expert, or legal expert in the most recent fiscal year (if a corporation, association, or similar entity receives these assets, assets with an economic value that averages ¥10 million or more annually over the past three years and exceeds 2% of the entity's annual consolidated sales in the most recent fiscal year).

Note 5. "Major shareholder" refers to a shareholder who holds 10% or more of voting rights.

Note 6. "Reciprocal outside officer employment relationship" refers to a relationship in which a person who executes the business of the Group serves as an outside officer of another company, and a person who executes the business of that other company serves as an outside officer of the Company.