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June 25, 2026

Tekscend Photomask Corp.

Teruo Ninomiya, Representative Director, President and CEO

Contact: Corporate Planning Department TEL 03-5418-3905

Stock Code: 429A

<https://www.photomask.com/en/>

The status of our corporate governance is as follows.

I. Basic Approach to Corporate Governance, Capital Structure, Corporate Attributes, and Other Basic Information

1. Basic Approach

The Company recognizes that corporate governance is a critical issue in realizing our mission, vision, and values. We will strive to maintain and strengthen our management foundation by enhancing the soundness and transparency of our management, fulfilling our responsibilities to all stakeholders—including shareholders—and building relationships of trust.

[Reasons for Not Implementing Certain Principles of the Corporate Governance Code]

The Company implements all principles of the Corporate Governance Code.

[Disclosures Based on the Principles of the Corporate Governance Code]

[Principle 1-4: Policy-Held Shares]

1. Policy on Strategic Shareholdings

Currently, we do not hold any policy-held shares among listed stocks.

The Company may invest in business partners and other entities, whether listed or unlisted, for the purpose of creating business opportunities or building strong partnerships; however, when making such investments, we carefully evaluate whether they align with enhancing the corporate value of both the Company and the investee.

2. Review of Continued Holding of Strategic Shareholdings

Regarding strategic holdings, our CFO thoroughly examines each individual stock to determine whether the purpose of holding it is appropriate and whether the benefits and risks associated with holding it are commensurate with the cost of ownership. Based on this analysis, the CFO comprehensively evaluates the appropriateness of continuing to hold the shares and reports the findings to the Board of Directors annually. If it is determined that holding the shares is inappropriate, we will take steps to reduce our holdings, such as selling

them.

3. Policy on the Exercise of Voting Rights

Regarding voting rights for policy-held shares, we exercise them appropriately, using as our basic criterion whether their exercise aligns with the enhancement of medium- to long-term corporate value for both our company and the investee company.

[Principle 1-7. Transactions with Related Parties]

The Company conducts transactions with related parties, such as its officers and major shareholders, in accordance with the provisions of the “Regulations on the Management of Related-Party Transactions.”

To identify related parties, the Finance Department compiles a list of related parties after the end of the fiscal year and obtains responses from the Company Group’s officers.

When entering a new transaction with a related party, we confirm and verify the rationality of the transaction and the appropriateness of the transaction terms and proceed with the transaction only after obtaining approval from the Board of Directors or other relevant bodies in accordance with internal regulations. We also seek the opinion of the Corporate Auditors.

For ongoing transactions, our CFO reviews the necessity of the transactions at the end of each fiscal year and reports to the Board of Directors.

The appropriateness of these transactions and procedures is also verified by the corporate auditors and through internal audits.

In addition to the above, when conducting transactions with major shareholders and others, to ensure that the interests of the Company and its shareholders are not harmed, we convene a “Special Committee” composed of a majority of independent outside directors to deliberate on the appropriateness of the transaction and other matters, and proceed with the transaction only after obtaining a resolution from the Board of Directors.

[Supplementary Principle 2-4(1): Ensuring Diversity in the Appointment of Core Personnel, etc.]

① Approach to Ensuring Diversity in the Appointment of Managers and Core Personnel

The Company does not discriminate based on any attributes or values, including gender, nationality, or career background. We provide appropriate treatment commensurate with each individual’s role and work performance, and we promote personnel based on the principle of placing the right person in the right position.

1. Promotion of Women to Management Positions (Core Personnel)

We promote employees regardless of gender so that they can maximize their abilities and proactively shape their own careers.

We conduct recruitment and selection based on suitability for the job and actively promote the hiring of women; as a result, women accounted for 34.3% of new hires and experienced hires in fiscal year 2025. We are also steadily advancing the promotion of women to managerial and supervisory positions; the proportion of women in management roles, which stood at 7.3% in fiscal year 2024, rose to 8.4% in fiscal year 2025, and we aim to reach 15.0% by 2030.

At the same time, we are enhancing measures to support women's career advancement, such as implementing programs that provide emotional support to employees balancing work and childcare, so that they can continue their careers even after life events such as childbirth and child-rearing.

2. Promotion of Foreign Nationals to Management Positions (Core Personnel)

Our Group operates on a global scale, with over 70% of our workforce consisting of foreign employees at our overseas sites. Furthermore, four (50.0%) of our eight executive officers—including the Managing Director—are foreign nationals, and within the Group's overall global management structure, nine out of 15 members (60.0%) are foreign nationals.

To continue operating as "One Team, One Operation" on a global scale and to foster a cross-border management structure within the Group, we will not set or disclose specific targets for the number of foreign managers at our company alone; however, we will continue to promote the appointment of the right people to the right positions.

3. Promotion of Mid-Career Hires to Management Positions (Core Personnel)

To strengthen the foundation of our business environment and effectively address future management challenges, we actively recruit experienced professionals with diverse insights, experience, and high levels of expertise.

In addition, we have strengthened our onboarding program to enable new hires to contribute effectively as soon as possible. We also conduct follow-up training for experienced hires who have been with the company for a certain period to promote understanding of our corporate culture and facilitate networking among experienced hires.

② Self-Directed and Measurable Goals

Metrics	Goals	Actual (End of FY2024)	Actual (End of FY2025)
Percentage of Female Employees in Management Positions (%)	15.0%	7.3%	8.4%

③ Disclose the company's personnel development policies and internal environment improvement policies aimed at ensuring diversity, along with their implementation status

Our company supports proactive career development for each employee, ensuring diversity while enabling them to maximize their potential well into the future. In addition to conducting career development training, we provide training for managers to support their subordinates' career development. Furthermore, we encourage managers to actively exchange views not only on work-related matters but also on careers and work-life balance during one-on-one meetings in the workplace.

In terms of talent development, we offer e-learning programs and have established internal job postings and a self-declaration system for career-related matters. Furthermore, through mutual exchanges with overseas sites—

including the dispatch of trainees—we cultivate talent capable of thriving in a global environment.

[Supplementary Principle 2-6: Fulfilling the Role of Asset Owner for Corporate Pension Plans]

Our company has adopted a defined contribution pension plan. To support our employees' wealth accumulation, we provide them with education and information regarding the selection of investment managers and products, as well as financial knowledge related to asset management. The defined benefit pension plan based on plan regulations applies only to employees who were employed by TOPPAN Holdings Inc.—the company from which we were spun off—and who were of a certain age or older at the time that company transitioned to a defined contribution pension plan in October 2017. The Asset management under this defined-benefit pension plan is conducted by TOPPAN Holdings Inc, in accordance with the “Basic Investment Policy,” which was established to ensure the reliable provision of pension benefits into the future. For asset management, an Asset Management Committee has been established, consisting of personnel from the Human Resources and Finance departments, including executive officers, who possess the necessary qualifications and knowledge for investment management. This committee regularly reviews optimal asset allocation ratios, evaluates outsourced financial institutions and funds, and monitors investment performance. It also seeks advice from independent external experts as appropriate, striving to enhance the qualifications of its members while managing pension assets with a focus on stability and soundness.

[Principle 3-1: Enhancement of Information Disclosure]

(i) The Company's Objectives (Management Philosophy, etc.), Management Strategy, and Management Plan

We disclose our management philosophy and business strategies on our website, in financial results presentation materials, and other publications.

(ii) Basic Approach and Basic Policies Regarding Corporate Governance

Please refer to “I-1 Basic Approach” in this report.

(iii) Policies and Procedures for the Board of Directors in Determining Compensation for Senior Management and Directors

Please refer to “II 1 [Director Compensation] Disclosure of the Policy for Determining Compensation Amounts or Calculation Methods” in this report.

(iv) Policies and Procedures for the Board of Directors Regarding the Appointment and Removal of Senior Management and the Nomination of Candidates for Directors and Auditors

Regarding the appointment of directors and auditors, the Company establishes selection criteria for directors and auditors. Taking into account the composition and balance of the Board of Directors, candidates who meet these criteria are recommended; following consultation with the Nomination and Compensation Committee, a report is submitted to the Board of Directors for resolution, and appointments are made by resolution of the General Meeting of Shareholders.

(v) Explanation of individual appointments, removals, and nominations made by the Board of Directors in accordance with (iv) above

Regarding candidates for directors and auditors, we disclose their backgrounds and other relevant information in the reference materials for the General Meeting of Shareholders, along with the reasons for each recommendation.

[Supplementary Principle 3-1③. Sustainability Initiatives]

The Company is actively working to minimize the environmental impact of the entire semiconductor supply chain and to realize a sustainable society. As part of our approach to sustainability, we have formulated the “Basic CSR Policy,” which is posted on our website (<https://www.photomask.com/policies/csr-policy/>).

In addition, we have published policies regarding human capital management and related matters.

Furthermore, to enhance our sustainability, including addressing climate change and other issues—we have identified materiality in the areas of Environment, Social, and Governance (ESG) as priority issues and have set KPIs and targets for each materiality. The Sustainability Secretariat regularly monitors the progress of these initiatives, and the results are disclosed in our Annual Securities Report.

[Supplementary Principle 4-1(1): Disclosure of an Overview Regarding the Scope of Delegation to Management]

The Company has established the “Board of Directors Rules,” “Regulations on Authority and Responsibilities,” and “Table of Authority and Responsibilities,” which define matters stipulated by laws and regulations or the Articles of Incorporation, as well as other important management-related matters, as items to be submitted to the Board of Directors for deliberation. With regard to specific authority and responsibilities, the “Table of Authority and Responsibilities” clearly defines the scope of decision-making and execution authority for the Board of Directors, the CEO, the CFO, CxOs, and the Management Meeting.

The Board of Directors meets once a month in principle to make decisions on the Company’s important business operations, discuss progress on business performance, and consider countermeasures and other actions.

[Principle 4-9. Criteria for Determining the Independence of Independent Outside Directors]

The Company has established the following criteria for assessing the independence of outside directors, including independent outside directors.

1. If a director or auditor does not fall under any of the categories listed below, the Company shall deem that person to be independent of the Company and that there is no risk of a conflict of interest with general shareholders.

(1) The individual or a close relative (meaning a relative within the second degree of kinship; the same applies hereinafter) who falls under any of the following categories:

① Current or former executives of the Company, its parent company, sister companies, or subsidiaries (meaning directors (excluding outside directors), executive officers, and other employees; provided, however, that this applies only to those with significant relationships to close relatives; the same shall apply hereinafter)

② Any individual who, in any one of the past three fiscal years, received remuneration exceeding 10 million yen from the Company (excluding remuneration as an officer of the Company) in their capacity as a consultant, legal professional, accounting professional, or medical professional, etc.

(2) The individual or a close relative of the individual who is currently serving, or has served within the past 10 years, as an executive at a corporation or other organization falling under the following categories:

① Business Relationships

(a) Business partners for whom the transaction amount—as consideration for the provision of products or services to or from our Group—exceeded 2% of any company’s consolidated net sales in any one of the past three fiscal years

(b) Business partners such as consulting firms, law firms, audit firms, or tax accounting firms, where, in any one of the past three fiscal years, the proportion of remuneration and other payments received from the Company Group exceeded 10% of their total revenue

(c) Lenders whose loans to the Group as of the end of the most recent fiscal year exceed 10% of the Group’s consolidated total assets

(2) Major Shareholders

- Companies or other legal entities that are major shareholders of the Company at the time of assessing independence, or companies in which the Company is a major shareholder. A “major shareholder” refers to a shareholder holding 10% or more of the total number of issued shares.

③ Recipients of Donations

- Recipients of donations from the Company that exceeded 10 million yen in any one of the past three fiscal years and exceeded 2% of the total revenue of the relevant corporation or other organization

④ Accounting Auditor

- An audit firm that serves as the accounting auditor for our Group both currently and during the past three fiscal years

⑤ Cross-Appointment Relationships

- A listed company in which an executive of the Company currently serves as an outside director or outside auditor

2. Even if any of the cases described in the preceding paragraph applies, the Board of Directors or the Board of Auditors may, after conducting a comprehensive review, determine that the requirements for outside officers are met if it is judged that independence is ensured.

[Supplementary Principle 4-10(1): Utilization of Voluntary Mechanisms]

Although the Company operates under a system with a Board of Corporate Auditors and independent outside directors do not constitute a majority of the Board of Directors, we have established a voluntary Nomination and Compensation Committee with the aim of enhancing the fairness, transparency, and objectivity of procedures related to the nomination and compensation of directors, and thereby strengthening corporate

governance.

The Nomination and Compensation Committee consists of three or more members, including one Representative Director and two or more outside directors, with independent outside directors constituting a majority; the chairperson is selected from among the outside director members.

The Nomination and Compensation Committee deliberates on the following matters in response to requests for advice from the Board of Directors and submits reports to the Board.

(1) Nomination-related matters

- ① Matters concerning the appointment and removal of directors to be submitted to the General Meeting of Shareholders
- ② Matters concerning the selection and dismissal of Representative Directors and Executive Directors
- ③ Matters concerning the appointment, dismissal, and assignment of titles to executive officers
- ④ Matters concerning proposed candidates for officers, succession planning, etc.
- ⑤ Matters concerning the appointment, removal, selection, or dismissal of officers of significant subsidiaries
- ⑥ Other matters concerning the nomination of officers for which the Board of Directors has consulted the Nomination and Compensation Committee

(2) Compensation Matters

- ① Matters concerning the compensation of directors to be submitted to the General Meeting of Shareholders
- ② Matters concerning the details of individual compensation for directors and executive officers
- ③ Matters concerning the basic policy on executive compensation and the compensation system
- ④ Matters concerning the compensation of officers of significant subsidiaries
- ⑤ Other matters concerning executive compensation that the Board of Directors has referred to the Nomination and Compensation Committee

In addition, when reviewing the above matters referred to it, the Nomination and Compensation Committee provides advice, considering the diversity and skills of the directors.

[Supplementary Principle 4-11(1): Approach to the Balance of Knowledge, Diversity, and Size of the Board of Directors as a Whole]

The Company has appointed 3 directors (2 male and 1 female) of its 7 directors (6 male and 1 female) and 2 auditors (1 male and 1 female) of its 3 auditors (2 male and 1 female) as independent outside directors and independent outside auditors, respectively, to strengthen the Board of Directors' supervisory functions and ensure highly transparent management.

Independent outside officers have no personal, capital, or transactional relationships with the Company, nor any other conflicts of interest that could arise between them and the Company's general shareholders.

Independent outside officers contribute to strengthening the Board of Directors' supervisory function and enhancing transparency; the Board is structured so that, when making important decisions regarding business execution, it can receive advice based on the knowledge and experience of experts in management, technological trends, the environment and sustainability, finance, taxation, accounting, and law.

Regarding the appointment of directors, we have established selection criteria for directors and auditors. In addition to the composition and balance of the Board of Directors described above, we recommend candidates who meet these selection criteria; following consultation with the Nomination and Compensation Committee, the Board of Directors makes a report and resolution, and the candidates are appointed by resolution of the General Meeting of Shareholders.

In addition, we create a skills matrix summarizing the knowledge, experience, and abilities of each director, which is included in the notice of convocation for the annual General Meeting of Shareholders.

Furthermore, the Company's three independent outside directors have management experience at other companies, and we believe that all of them can be expected to contribute to high-quality discussions and the strengthening of oversight functions within the Board of Directors.

[Supplementary Principle 4-11(2): Concurrent Positions Held by Directors]

Although we have not established specific restrictions on concurrent positions held by our directors and auditors, when a director or auditor concurrently serves as an officer of another listed company, we verify that such concurrent position does not affect their duties as a director or auditor of our company.

Information regarding significant concurrent positions held by each director and auditor as officers of other listed companies is disclosed in the Business Report, reference materials for the General Meeting of Shareholders, and other relevant documents.

[Supplementary Principle 4-11(3): Analysis and Evaluation of the Effectiveness of the Board of Directors]

The Company has conducted the following analysis and evaluation of the effectiveness of the Board of Directors for the current fiscal year.

(1) Overview of the Methodology for Evaluating Effectiveness

Using the current fiscal year (April 2025 to March 2026) as the evaluation period, the Company conducted a survey using a four-point rating scale and open-ended questions targeting all directors (8 as of May 2026) and all auditors (3 as of May 2026) and received responses from all participants. In conducting this evaluation, we tabulated the survey results after consulting with an external organization. Based on these results, all directors and all auditors engaged in discussions to analyze and evaluate the effectiveness of the Board of Directors.

Board Effectiveness Evaluation Criteria

1. Composition of the Board of Directors
2. Management by Directors
3. Board Agenda
4. Systems Supporting the Board of Directors
5. Dialogue with Shareholders by the Board of Directors

(2) Summary of Analysis and Evaluation Results

Regarding the results of the analysis and evaluation of the Board of Directors' effectiveness, the average score for all five themes was 3 or higher. We assessed that the Board's composition, meeting frequency, agenda items, deliberation time, and decision-making process are appropriate, and that the Board's effectiveness is generally adequately ensured in terms of both the decision-making process and its supervisory functions.

Regarding the composition of the Board of Directors, it was noted that the Board has a well-balanced composition of directors with diversity and expertise. Furthermore, regarding the operation of the Board, it was noted that the Chairperson conducts meetings in a neutral and concise manner, and that an environment has been established in which all directors and auditors, including outside directors, can engage in free, open, and constructive discussions.

On the other hand, some opinions called for ensuring sufficient time for prior review of Board agenda items and for further enhancing education and training opportunities for directors and outside directors.

Regarding Board agenda items, we recognized the need to increase opportunities for discussion in the future, as there has not been sufficient discussion to date on topics such as the establishment and operation of risk management systems, human resources strategies aimed at enhancing corporate value over the medium to long term, and the promotion of digital transformation (DX).

Based on these evaluation results, we will continue to work to address these issues. Furthermore, the Board of Directors will strive to further enhance corporate value by strengthening corporate governance and pursuing continuous improvement to ensure transparent and fair decision-making going forward.

[Supplementary Principle 4-14(2): Training of Directors]

Based on our training policy for directors and auditors, we formulate an annual training plan and provide training opportunities for newly appointed officers, as well as training to acquire necessary knowledge regarding the industry, business operations, laws and regulations, finance, and organizational structure.

In addition, when new outside directors or outside auditors assume their positions, we provide briefings to help them acquire necessary information—including details on the industry in which the Company operates, its history, business overview, and financial information—and, as needed, arrange site visits to various locations.

[Principle 5-1: Policy on Constructive Dialogue with Shareholders]

Regarding shareholders and investors, we hold financial results briefings for institutional investors and analysts at least once every half-year. Furthermore, in response to requests for dialogue from shareholders, we conduct individual or small group meetings as needed. Additionally, regardless of whether they are domestic or international, we verify the characteristics of our stakeholders and strive to enhance corporate value through communication via various opportunities, such as briefings.

[Measures to Realize Management That Takes Capital Costs and Stock Prices into Account]

Content	Disclosure of Initiatives (Initial)
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Availability of English Disclosure	Yes
Update Date	September 22, 2025

Explanation of Relevant Items

To achieve management that takes into account the cost of capital and stock price, and with the aim of sustainably enhancing corporate value, we are conducting analyses and evaluations of our current return on capital and market valuation. Based on these findings, we plan to discuss and formulate policies, targets, and specific initiatives for improvement at the Board of Directors and reflect them in our future management strategies.

In particular, we recognize the nature of our business—which requires continuous, substantial capital expenditures—as a key management challenge. Through dialogue with investors, we will work to expand future disclosures and pursue continuous improvement regarding our approach to the cost of capital and our target metrics.

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2. Capital Structure

Foreign Shareholding Ratio	10% or more but less than 20%
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[Major Shareholders]

Name or Company Name	Number of Shares Held (shares)	Percentage (%)
TOPPAN Holdings Inc.	46,237,901	46.55
The Master Trust Bank of Japan, Ltd. (Trust Account)	6,873,000	6.91
QATAR HOLDING LLC	4,600,641	4.63
CEPLUX-THE INDEPENDENT UCITS PLATFORM 2	2,232,600	2.24
THE CHASE MANHATTAN BANK, N.A. LONDONSECS LENDING OMNIBUS ACCOUNT	1,436,700	1.44
Custody Bank of Japan, Ltd. (Trust Account)	1,385,200	1.39
NORTHERN TRUST CO. (AVFC) RE UKUC UCITS CLIENTS NON LENDING 10PCT TREATY ACCOUNT	1,322,200	1.33
STATE STREET BANK AND TRUST COMPANY 505025	1,131,704	1.13
Masahiro Miki	1,116,300	1.12
Integral Corporation	849,633	0.85

Name of Controlling Shareholder (excluding parent company)	-----
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Name of Parent Company	None
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Supplementary Explanation

3. Company Attributes

Listing Exchange and Market Category	Tokyo Prime
Fiscal Year-End	March
Industry	Other Products
Number of (consolidated) employees at the end of the most recent fiscal year	1,000 or more
(Consolidated) Revenue for the Most Recent Fiscal Year	100 billion yen or more, but less than 1 trillion yen
Number of consolidated subsidiaries as of the end of the most recent fiscal year	10 or more but fewer than 50

4. Guidelines on Measures to Protect Minority Shareholders in Transactions with Controlling Shareholders

5. Other Special Circumstances That May Have a Significant Impact on Corporate Governance

Affiliated Companies

(1) The Company's Position within the TOPPAN Group

TOPPAN Holdings Inc. (hereinafter referred to as "TOPPAN HD") is one of the Company's other affiliated companies.

(2) TOPPAN HD's Involvement in the Company's Decision-Making Process

In the management of our Group, we have not established any matters that require prior approval or consultation with TOPPAN HD. Furthermore, we have appointed three outside directors out of our seven directors, and all three are deemed independent based on the independence criteria set forth in <Principle 4-9: Criteria for Determining the Independence of Outside Directors and Qualifications>.Based on the foregoing, we have determined that there is no risk that TOPPAN HD will impede the Company's freedom of decision-making in its management.

(3) Use and Role of the Voluntary Nomination and Compensation Advisory Committee

The Company has established and operates a Nomination and Compensation Committee consisting of one Representative Director and President and two independent outside directors, with an independent outside director serving as chair. Based on advice from the Company's Board of Directors, this committee deliberates on important matters related to executive compensation, including personnel proposals concerning the Company's directors (such as their appointment and removal), succession planning for the President, compensation determination policies, and compensation systems.

(4) Agreements Related to TOPPAN HD's Approach and Policies on Group Management

The Company has not entered into any agreements with TOPPAN HD that would impose business restrictions on the Company's management matters.

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II. Status of Management Structures and Other Corporate Governance Systems Related to Management Decision-Making, Execution, and Oversight

1. Matters Concerning Organizational Structure and Operations

Organizational Structure	Company with a Board of Auditors
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[Directors]

Number of Directors as Specified in the Articles of Incorporation	13
Term of Office for Directors as Specified in the Articles of Incorporation	1 year
Chair of the Board of Directors	President
Number of Directors	7
Appointment Status of Outside Directors	Appointed
Number of Outside Directors	3
Number of Outside Directors Designated as Independent Directors	3

Relationship with the Company (1)

Name	Category	Relationship with the Company (*1)											
		a	b	c	d	e	f	g	h	i	j	k	N/A
Tadahiro Suhara	From another company								○				
Chiharu Tokoro	Scholar												○
Mao Song Deng	From another company								○				

*1: Selection options regarding relationship with the company

*2 If the individual currently or recently falls under any of the items, mark “○”; if they did so in the past, mark “△”

*3 If a close relative currently or recently falls under any of the items, mark “●”; if they did so in the past, mark “▲”

a. Executive of a listed company or its subsidiary

b. An executive officer or non-executive director of the parent company of the listed company

c. An executive officer of a sister company of the listed company

d. Any person or its executive officer whose principal business partner is the listed company

e. A major business partner of the listed company or its executive

f. Consultants, accounting professionals, or legal professionals who receive substantial sums of money or other assets from the listed company in addition to executive compensation

g. A major shareholder of the listed company (if such major shareholder is a corporation, the executive of that corporation)

h. An executive of a business partner of the listed company (excluding those falling under f, g, or h) (the individual only)

i. An executive of an entity with which the listed company has a cross-appointment arrangement for outside directors (the individual

only)

j. An executive of an entity to which the listed company makes donations (the individual only)

Relationship with the Company (2)

Name	Independence Officer	Supplementary Explanation Regarding Applicable Items	Reasons for Appointment
Tadahiro Suhara	○	Although Mitsui Chemicals, Inc., where Director Suhara holds a concurrent position, has a business relationship with our company, it does not qualify as a business partner whose transactions exceed 2% of our consolidated net sales in any of the past three fiscal years. Therefore, we determine that this appointment is in accordance with our basic policy regarding the appointment of officers and that the independence requirements are satisfied.	He possesses expertise in the semiconductor industry and related technologies cultivated at an operating company, as well as extensive experience in corporate management. We have appointed him based on our judgment that he will be able to provide advice and recommendations regarding the Company's overall future management and contribute to the realization of the Company's sustainable growth and enhancement of corporate value.
Chiharu Tokoro	○	———	We have appointed him based on our judgment that, by leveraging his expertise in resource recycling engineering and the development of advanced separation technologies required for resource development and metal resource recycling, he will provide valuable advice and recommendations regarding environmental and sustainability issues—which are critical management challenges for our company—and contribute to the realization of our sustainable growth and enhancement of corporate

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Name	Independence Officer	Supplementary Explanation Regarding Applicable Items	Reasons for Appointment
			value.xml-ph-0000@deepl.internal
Mao Song Deng	○	Although our company has a business relationship with Etron Technology, Inc., where Director Deng also serves, Etron Technology, Inc. did not account for more than 2% of our consolidated net sales in any of the past three fiscal years. Therefore, we have determined that this appointment is in accordance with our basic policy on the appointment of officers and that Director Deng satisfies the independence requirements.	He possesses long-standing expertise in the semiconductor industry and extensive experience in corporate management. We appointed him based on our judgment that he can provide advice and recommendations regarding our future growth strategy and contribute to the Company's sustainable growth and enhancement of corporate value.

[Voluntary Committees]

Existence of Voluntary Committees Equivalent to a Nomination Committee or Compensation Committee	Yes
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Status of establishment of voluntary committees, committee composition, and attributes of the chairperson

Voluntary committee equivalent to a Nomination Committee

Name of the committee			Voluntary Nomination and Compensation Committee			
All members (number)	Full-time members (No.)	Internal Directors (No.)	Outside Directors (No.)	In-house Experts (No.)	Other (No.)	Chairperson (Chair)
3	1	1	2	0	0	Outside Directors

Voluntary committee equivalent to a compensation committee

Committee Name			Voluntary Nomination and Compensation Committee			
Total Members (number)	Full-time members (No.)	Internal Directors (No.)	Outside Directors (No.)	In-house Experts (No.)	Other (No.)	Chairperson (Chair)
3	1	1	2	0	0	Outside Director

Supplementary Explanation

The Company's Advisory Committee combines both nomination and compensation functions into a single committee.

[Auditors]

Existence of a Board of Auditors	Number of auditors established
Number of auditors specified in the Articles of Incorporation	5
Number of auditors	3

Cooperation Among Auditors, External Auditors, and the Internal Audit Department

The auditors hold regular and ad hoc meetings with the audit firm to share their respective audit plans, audit methods, and audit results, and to exchange views on issues facing the Company Group, thereby fostering close cooperation.

Auditors and the Management Audit Office exchange and explain their respective audit plans and report on them during regular and ad hoc meetings, sharing information on the audit environment and other issues specific to the Company. In addition, auditors accompany the Management Audit Office on site visits to various departments and locations as necessary to enhance the quality of audits.

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Appointment Status of Outside Auditors	Appointed
Number of Appointed	2
Number of Outside Auditors Designated as Independent Officers	2

Relationship with the Company (1)

Name	Category	Relationship with the Company (*1)												
		a	b	c	d	e	f	g	h	i	j	k	l	m
Takeshi Motomura	Attorney at Law										○			
Fumiko Kosao	Certified Public Tax Accountant													

*1. Selection options regarding relationship with the company

*2 If the individual currently or recently falls under any of the items, mark “○”; if they did so in the past, mark “△”

*3 If a close relative currently or recently falls under any of the items, mark “●”; if they did so in the past, mark “▲”

a. Executive of a listed company or its subsidiary

b. Non-executive director or accounting advisor of a listed company or its subsidiary

c. An executive officer or non-executive director of the parent company of the listed company

d. Auditor of the listed company's parent company

e. An executive officer of a sister company of the listed company

f. Any person or its executive officer whose principal business partner is the listed company

g. A major business partner of the listed company or its executive

h. Consultants, accounting professionals, or legal professionals who receive substantial sums of money or other assets from the listed company in addition to executive compensation

i. A major shareholder of the listed company (if such major shareholder is a corporation, the executive of that corporation)

j. An executive of a business partner of the listed company (excluding those falling under f, g, or h) (the individual only)

k. An executive of an entity with which the listed company has a cross-appointment arrangement for outside directors (the individual only)

l. An executive of an entity to which the listed company makes donations (the individual only)

m. Other

Relationship with the Company (2)

Name	Independence Officer	Supplementary Explanation Regarding Applicable Items	Reason for Appointment
Takeshi	○	Although we had a retainer	In addition to possessing extensive

Corporate Governance

CORPORATE GOVERNANCE

Motomura		agreement with Iwata Godo Law Office, to which Auditor Motomura belongs, the firm did not qualify as a business partner for which payments from our Group exceeded 10% of its total revenue in any of the past three fiscal years. Furthermore, since consultations in his capacity as a retained attorney are conducted completely separately, we have determined that he satisfies the independence requirements.	experience in legal affairs as an attorney, he has experience providing advice and recommendations on management and corporate governance at various companies in his capacity as an outside director and outside auditor. We have appointed him in the expectation that he will contribute to the Company's sustainable growth and enhancement of corporate value, and that he will conduct appropriate audits of the Company's business execution system.
Fumiko Kosao	○		With many years of experience in tax administration, she possesses a high level of expertise in tax matters and deep insight into corporate management. We have appointed her as an outside auditor in the expectation that she will contribute to the Company's sustainable growth and enhancement of corporate value, and conduct accurate and effective audits of the Company's business execution structure.

[Regarding Independent Directors]

Number of Independent Directors	5
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Other Matters Concerning Independent Directors

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[Incentives]

Status of Implementation of Measures Regarding Incentives for Directors	Introduction of a Performance-Based Compensation System Introduction of a Stock Option Plan
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Supplementary Explanation Regarding the Relevant Items

The Company has implemented a performance-based compensation system and a stock option plan for directors, excluding outside directors. Among the performance-based compensation components, long-term performance-based compensation takes the form of stock-based compensation.

For details, please refer to “Eligibility for Stock Options” and “Existence of a Policy for Determining Compensation Amounts or Calculation Methods.”

Eligibility for Stock Options	Internal directors, executive officers, and employees Directors of subsidiaries, executive officers of subsidiaries, auditors of subsidiaries, and employees of subsidiaries
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Supplementary Explanation Regarding Relevant Items

The Group has introduced an equity-settled stock option plan with the aim of improving medium- to long-term business performance and corporate value by providing incentives to directors, employees, and others. Stock options are measured at their fair value as of the grant date, and the fair value of stock options is calculated using the Black-Scholes model and other methods.

[Director Compensation]

Disclosure Status	Disclosed separately
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Supplementary Explanation Regarding the Relevant Item

Disclosure is limited to individuals whose total consolidated compensation, etc., is 100 million yen or more.

Fiscal Year 2025

1. Total annual compensation for directors: 388 million yen (excluding outside directors)
2. Individuals with consolidated compensation totaling 100 million yen or more

Teruo Ninomiya (Representative Director, President and CEO)

Total consolidated compensation, etc.: 118 million yen

<Breakdown>

Tekscend Photomask Corp.

(Fixed Compensation) 26 million yen

(Performance-Based Compensation) 92 million yen

Michael G. Hadsell (Director, Executive Officer, COO)

Total consolidated compensation: 217 million yen

<Breakdown>

Tekscend Photomask Corp.

(Fixed Compensation) 79 million yen

(Performance-Based Compensation) 138 million yen

Existence of a policy for determining compensation amounts or calculation methods	Yes
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Details of the Disclosure Regarding the Policy for Determining Compensation Amounts or Calculation Methods

1. Basic Policy

To achieve sustainable enhancement of corporate value and share profits with shareholders, the Company has adopted a compensation system linked to short-term and medium- to long-term performance.

The remuneration for each director consists of fixed compensation and performance-based compensation. Our basic policy is to set the remuneration for each individual director at a competitive and appropriate level within the semiconductor industry or related industries, taking into account their respective responsibilities. Furthermore, from the perspective of ensuring the independence of the management oversight function, outside directors receive only fixed compensation, while performance-based compensation is paid only to executive directors.

The remuneration breakdown is as follows (for Representative Directors):

Fixed Compensation: 45.4%

Short-term performance-based compensation: 27.3%

Long-term performance-based compensation: 27.3%

2. Performance-Based Compensation

Performance-based compensation consists of two types: short-term performance-based compensation (STI) and long-term performance-based compensation (LTI).

STI is a cash incentive paid based on: (1) revenue growth rate, (2) operating profit margin, (3) EBITDA margin, (4) achievement of period-based targets for ROIC, and (5) individual performance results. The amount varies between 0% and 240% depending on the degree to which each metric is achieved. We have adopted these metrics because we believe they appropriately reflect the Company's profitability, growth potential, and capital efficiency, and are highly correlated with shareholder value.

As a medium- to long-term incentive, LTI has introduced Performance-Based Stock Units (PSUs) with a performance evaluation period spanning three consecutive fiscal years. Units are granted based on a base amount calculated by multiplying fixed compensation by a fixed percentage determined for each position. After the performance evaluation period ends, the final number of shares to be granted is determined within a range of 0 to 200%, based on a payout rate calculated according to the degree of achievement of predetermined performance metrics. Specific performance metrics, calculation methods, and grant rates are determined by the

Board of Directors following deliberation by a voluntary Nomination and Compensation Committee, in which independent outside directors constitute a majority. For the performance evaluation period in fiscal year 2026, the following performance metrics—which are considered to be highly correlated with the enhancement of the Company’s corporate value—will be adopted: (1) Relative TSR (Total Shareholder Return), (2) ROE (Return on Equity), (3) Consolidated Operating Profit Margin, (4) Revenue Growth Rate, and (5) Strategic Execution Metrics. We selected these metrics as LTI performance indicators because we determined that they are appropriate for measuring the Company’s sustainable corporate value, business performance, and the contributions of its directors.

3. Compensation Determination Process

The individual compensation and other benefits for these directors are deliberated by a voluntary Nomination and Compensation Committee, in which independent outside directors constitute a majority, and are determined by the Board of Directors based on the committee’s recommendations.

4. Compensation Cap

Director compensation was resolved at the Ordinary General Meeting of Shareholders held in June 2026 to be capped at 620 million yen per year.

[Support System for Outside Directors (Outside Auditors)]

With regard to outside directors, they exchange information and opinions with other directors as appropriate, and the Corporate Planning Department provides them with internal and external information. With regard to outside auditors, internal and external information is conveyed as appropriate through full-time auditors and the Audit Office, facilitating information sharing and the exchange of opinions.

2. Matters Related to Functions Such as Business Execution, Audit and Supervision, Nomination, and Compensation Determination (Overview of the Current Corporate Governance Structure)

In addition to establishing the Board of Auditors to serve as the supervisory body for the Board of Directors, the Company has established a voluntary Nomination and Compensation Committee to serve as an advisory body to the Board of Directors for nomination and compensation decisions. Furthermore, the Company has established an Executive Officer system and a Management Meeting to expedite decision-making and enhance the efficiency of business execution.

[Board of Directors]

Composed of seven directors (three of whom are outside directors) and three auditors (two of whom are outside auditors), the Board of Directors makes important management decisions following thorough deliberation. In accordance with the Board of Directors Regulations, the Board of Directors meets at least once a month as a

general rule; however, extraordinary meetings are convened as necessary to ensure swift and flexible decision-making, as well as the formulation and execution of overall policies and strategies. Specific matters considered by the Board of Directors include making decisions on important matters based on laws and regulations, the Articles of Incorporation, the Board of Directors Regulations, and the Regulations on Duties and Authorities. The Board also receives timely reports from directors on the status of business execution and supervises the directors' execution of their duties.

[Audit & Supervisory Board]

The Board of Auditors consists of three auditors who possess a considerable degree of expertise in finance, accounting, and business operations. The Board of Auditors meets once a month and convenes extraordinary meetings as necessary to audit policies and plans, the status of corporate governance operations, and the development and operation of internal control systems. Furthermore, the Board maintains close coordination with internal audit staff and the auditing firm through information exchanges, discussions, and consultations to enhance the effectiveness of audits and build an effective and efficient audit system.

[Nomination and Compensation Committee]

To strengthen the fairness, transparency, and objectivity of procedures and content related to the nomination and compensation of directors, the Company has established a voluntary Nomination and Compensation Committee as an advisory body to the Board of Directors. The Nomination and Compensation Committee is chaired by an independent outside director, and a majority of its members are independent outside directors. The Nomination and Compensation Committee submits recommendations to the Board of Directors in response to its requests for advice regarding the appointment, removal, and compensation of officers.

[Management Meeting]

The Company has established a Management Meeting chaired by the Representative Director, President and Executive Officer, and composed of directors and individuals nominated by the directors. As a general rule, the committee meets every other week. The Management Meeting conducts preliminary reviews and deliberations on matters to be resolved by the Board of Directors, and makes certain decisions—excluding those to be submitted to the Board of Directors—with the aim of improving management efficiency and expediting decision-making. In addition, the Company conducts regular post-decision evaluations of matters decided upon by the Board of Directors and the Management Meeting.

[Internal Audit System]

To enhance the soundness of management and the appropriateness and effectiveness of internal controls, the Company has established a Management Audit Office under the direct supervision of the President and Representative Director. Operating independently from the business execution departments, the Office conducts

audits of all business locations and factories—including the companies comprising the Group—based on an annual audit plan, primarily from the perspectives of management audit and operational audit. If areas for improvement are identified through these audits, we request specific corrective actions from the relevant departments and Group companies, monitor the progress of those improvements, and report all audit results directly to the President and CEO.

3. Reasons for Adopting the Current Corporate Governance Structure

The Company has established a General Meeting of Shareholders, a Board of Directors, and a Board of Auditors, as well as an Internal Audit Office to monitor day-to-day operations. We have adopted this structure because we believe that the mutual cooperation among these bodies ensures the soundness, efficiency, and transparency of management.

III. Status of Implementation of Measures Concerning Shareholders and Other Stakeholders

1. Initiatives to Revitalize General Shareholders' Meetings and Facilitate the Exercise of Voting Rights

	Supplementary Explanation
Early Dispatch of Notice of General Shareholders' Meeting	Notices convening the General Meeting of Shareholders are mailed two weeks prior to the statutory date, and electronic provision (via our website and the Tokyo Stock Exchange website) begins approximately three weeks prior to the mailing date of the notice.
Exercise of Voting Rights via Electronic Means	Voting via the Internet and other electronic means is available.
Participation in the Electronic Voting Platform and Other Initiatives to Improve the Voting Environment for Institutional Investors	We participate in the "Electronic Voting Platform" operated by ICJ Co., Ltd.
Provision of the Notice of Convocation (Summary) in English	We post the English-language notice of convocation on our website, TDnet, and the "Electronic Voting Platform."

Other	We accept advance questions from shareholders via the Internet regarding matters to be reported and resolved at the General Meeting of Shareholders, and we plan to answer questions on matters of high interest on the day of the meeting. In addition, the proceedings of the General Meeting of Shareholders will be simulcast via the Internet and posted on our website at a later date.
Not implemented	-----

2. Status of IR Activities

	Supplementary Explanation	Whether the Representative Provided an Explanation
Preparation and Publication of a Disclosure Policy	We have formulated a disclosure policy and published it on our website.	
Holding Regular Briefings for Individual Investors	For individual investors, we hold briefings through securities firms and other intermediaries, and we strive to promote understanding of our operating results and business conditions through business reports presented at our annual general meetings of shareholders.	Yes
Holding Regular Briefings for Analysts and Institutional Investors	We regularly hold quarterly financial results briefings for analysts and institutional investors. We also conduct one-on-one meetings through conferences and other events. Based on requests from analysts and institutional investors, we will consider providing opportunities such as factory tours and business strategy briefings in the future.	Yes
Holding Regular Briefings for Overseas Investors	We conduct one-on-one meetings through regular visits to key investors and at conferences. Furthermore, based on requests from overseas investors, we will consider offering opportunities such as factory tours and business strategy briefings in the future.	Yes
IR Materials Posted on Our Website	We post financial results briefing materials and other documents on our website.	
Establishment of an IR Department (Personnel)	We have established the IR Office as the department responsible for IR.	
Other	-----	
Not implemented	-----	

3. Status of Initiatives Related to Respecting Stakeholder Perspectives

	Supplementary Explanation
Provisions regarding respect for stakeholders' perspectives are set forth in internal regulations, etc.	Our Group has established the principle of respecting the perspectives of stakeholders in our Mission, Vision, and Values, which are disclosed on our website. https://www.photomask.com/about/philosophy/
Implementation of Environmental Conservation and CSR Activities	Our Group recognizes that it is our responsibility to minimize the environmental impact across the entire semiconductor supply chain and to realize a sustainable society. Accordingly, we have established a Basic CSR Policy and are promoting business activities in accordance with the RBA Code of Conduct. Specifically, we have established a “Sustainability Committee” chaired by the President and CEO to share information on sustainability issues and measures—including those related to climate change—to discuss future initiatives, and to report important matters to the Board of Directors. The Board of Directors oversees sustainability initiatives and makes comprehensive decisions, ensuring that these are reflected in the formulation and management of management strategies and measures. (Environmental Conservation Activities) Our Group has identified “Climate Change Response” as a material issue. Based on climate change challenges facing our Group and industry-specific guidance such as IFRS S2, we are taking steps to mitigate risks and capitalize on opportunities. In particular, to promote the reduction of CO₂ emissions associated with our business activities, we have set a target to reduce CO₂ emissions (Scope 1+2) by 35.1% by fiscal year 2030 compared to fiscal year 2017. We have established specific measures and are working to reduce CO₂ emissions. (CSR Activities) We have formalized our Basic CSR Policy and our stance on conflict minerals, published them on our website, and are conducting our business activities in accordance with these documents. https://www.photomask.com/csr
Formulation of	Please refer to “5-1 Policy on Constructive Dialogue with Shareholders” in the

Policies Regarding the Provision of Information to Stakeholders	disclosures based on the principles of the Corporate Governance Code.
Other	_____
Not implemented	_____

IV. Matters Concerning the Internal Control System, etc.

1. Basic Approach to the Internal Control System and Status of Its Implementation

Based on the following basic policy, the Company has established and operates a system (internal control system) to ensure the proper conduct of its business operations, and strives for continuous improvement.

(System to Ensure That Directors and Employees Perform Their Duties in Compliance with Laws, Regulations, and the Articles of Incorporation)

To clarify the accountability structure for corporate ethics, the Company has established a Crisis Management Committee and a Compliance Committee, through which it works to establish corporate ethics, promote compliance, and conduct education and training.

Based on the “Code of Corporate Conduct” and other guidelines that set forth the standards and norms of conduct expected of our officers and employees, we strive to manage and supervise the proper execution of business operations through our organizational hierarchy.

Furthermore, to detect and rectify legal and ethical issues at an early stage, we have established an internal reporting channel staffed by our General Manager of Human Resources and attorneys from a law firm separately designated by the Company, and we accept reports and consultations from all officers and employees.

In addition, in accordance with our Internal Audit Regulations, we conduct planned audits—including those of affiliated companies—with the aim of ensuring the appropriateness and effectiveness of business processes, compliance with laws and regulations, and the reliability and propriety of financial reporting. We provide guidance and awareness training to each department and affiliated company, and we appropriately report significant matters to the Board of Directors and the Board of Auditors.

(System for the Preservation and Management of Information Related to the Execution of Directors’ Duties)

The Company prepares information (documents and minutes) related to decision-making at Board of Directors meetings and other important meetings, as well as information (approval forms) related to significant approvals, in accordance with various regulations such as the Board of Directors Rules and the Approval Procedures Regulations, and stores and manages such information in accordance with the Document Management Regulations.

(Basic Policy and Framework for Excluding Antisocial Forces)

Our basic policy is to have absolutely no involvement with antisocial forces, groups, or individuals, and to refuse to comply with any unjust or illegal demands. We have established Regulations for the Exclusion of Antisocial Forces and ensure that all executives and employees are fully aware of this policy.

In addition, we make a continuous effort to gather information from relevant government agencies and other sources, and have established a system that enables the entire organization to respond promptly by maintaining close communication with relevant government agencies and legal experts when incidents occur.

(Regulations and Other Systems Concerning Risk Management)

The Company has established crisis management regulations. Based on these regulations, we have established a Crisis Management Committee chaired by the President and Representative Director and composed of executives and employees in charge of each department. This committee oversees risk management across all departments and determines basic risk management policies, implementation frameworks, and other important matters.

(System to Ensure the Efficient Execution of Directors' Duties)

To ensure that the Board of Directors makes decisions in accordance with relevant laws and regulations and the principles of business judgment, the Company regularly convenes Management Meetings and Executive Officer Meetings—composed of CXOs, including the Representative Director and Executive Directors, as well as Executive Officers—prior to submitting matters to the Board of Directors. These meetings conduct preliminary deliberations to enrich the Board's discussions.

(System to Ensure Proper Business Operations Within the Corporate Group Comprising the Company and Its Subsidiaries)

The Company has established Affiliated Company Management Regulations and, in conjunction with the operations of the Compliance Committee and the Crisis Management Committee, implements appropriate management and guidance of affiliated companies.

(Matters concerning employees requested by auditors to assist them in their duties

and matters concerning ensuring the effectiveness of instructions given by auditors to such employees)

If a Corporate Auditor requests the assignment of an employee to assist them, the Company consults with the Corporate Auditor regarding matters such as the number of employees, the organizational structure, and independence, and takes the necessary measures. The authority to issue commands and instructions to such employees rests with the Corporate Auditor, and to ensure the proper performance of duties, prior consultation with the Corporate Auditor is required regarding personnel matters as well.

(System for Directors and Employees to Report to Auditors and Other Reporting Mechanisms to Auditors)

Officers and employees of our Group are required to report the following matters to the auditors without delay. Furthermore, the Company prohibits any adverse treatment of officers and employees who have reported to the auditors on the grounds that they made such reports.

- (1) Matters that may cause significant damage to the Company
- (2) Violations of laws, regulations, or the Articles of Incorporation, or financial matters that could have a significant impact on the Company
- (3) The content of announcements regarding business performance and performance forecasts, as well as the content of important disclosure documents
- (4) Significant accounting policies, accounting standards, and changes thereto
- (5) The status of internal audits
- (6) Provision of important internal approval documents, contract documents, and meeting minutes to auditors for review
- (7) Operation of the internal whistleblowing system and the content of reports

(System to Ensure the Effective Conduct of Audits by Auditors)

In accordance with the “Board of Auditors Regulations” and the “Audit Standards for Auditors,” the Company’s auditors audit the execution of duties by the directors and exchange views with the Representative Director, the external auditors, and the internal auditors on a regular basis and as necessary.

For this reason, we permit auditors to attend not only Board of Directors meetings but also other important meetings, and to seek advice from external experts regarding their audit duties as necessary.

(Procedures for the advance payment or reimbursement of expenses incurred in the performance of duties by auditors, and other matters concerning policies for the handling of expenses or liabilities arising from the performance of such duties)

When a Corporate Auditor submits a claim for expenses incurred in the performance of duties, the Company promptly settles such expenses, unless they are deemed unnecessary for the performance of that Corporate Auditor’s duties.

2. Basic Policy on the Exclusion of Antisocial Forces and Status of Its Implementation

(Basic Policy on the Exclusion of Antisocial Forces)

It is the Company’s fundamental policy to have absolutely no involvement with antisocial forces, groups, or individuals; to refuse to comply with any unjust or unlawful demands made by them; and to refrain from providing money or other economic benefits to them. Based on this, the Company has established Regulations for the Exclusion of Antisocial Forces and ensures that all officers and employees are thoroughly familiar with this policy.

Furthermore, we strive to gather information from relevant government agencies on a regular basis, and in the event of an incident, we have established a system that allows the entire organization to respond promptly and appropriately by working closely with relevant government agencies and legal experts.

(Status of Measures to Exclude Antisocial Forces)

We have established a manual for conducting investigations related to the exclusion of antisocial forces. In accordance with this manual, we conduct checks to determine whether all new and existing business partners fall under the category of antisocial forces. Furthermore, when entering into business transactions, we exchange declarations and commitments—through basic transaction agreements or individual memorandums of understanding—stating that the counterparty does not fall under the category of antisocial forces and has no relationship with such groups. In addition, we have established a Manual for Dealing with Antisocial Forces, which documents specific response procedures based on actual case examples for situations where we receive unreasonable demands or similar issues, and we are committed to providing training on these procedures to all executives and employees of our Group.

V. Other

1. Whether a Policy on Responding to Takeover Attempts Has Been Introduced

Whether a Policy on Responding to Takeover Attempts Has Been Introduced	None
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Supplementary Explanation Regarding This Item

2. Other Matters Concerning Corporate Governance Structures, etc.

The diagram illustrates the governance structure of the Group, centered around the **General Meeting of Shareholders**. The structure is divided into two main sections: **the Group** (enclosed in a dashed green box) and external entities.

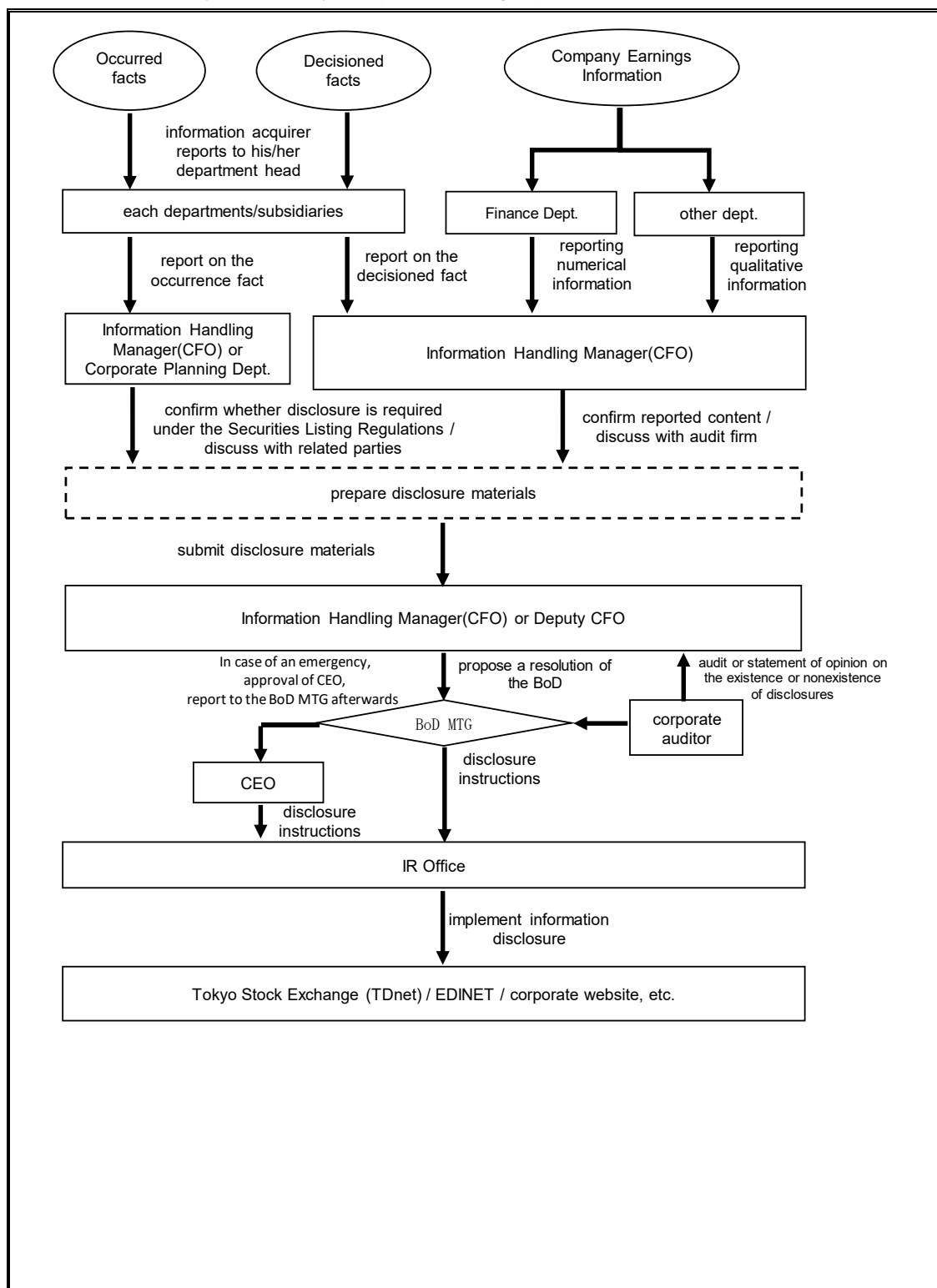
Internal Governance (the Group):

- General Meeting of Shareholders** (top) oversees the **Board of Directors** and the **Audit & Supervisory Board** through **Election and Dismissal**.
- The **Board of Directors** is responsible for the **Election, Dismissal, and Supervision** of the **Representative Director, President** and the **Management Meeting**. It also receives **Reports** from the **Special Committee** and the **Nomination and Compensation Committee**, and provides **Inquiry** to them.
- The **Representative Director, President** provides **Instructions** to the **Management Meeting** and receives **Proposals** and **Reports** from it. The **Management Meeting** oversees the **Division / Site**.
- The **Corporate Audit Office** reports to the **Representative Director, President** and provides **Audit** to the **Audit & Supervisory Board**. It also coordinates with the **Auditing Firm**.
- The **Audit & Supervisory Board** reports to the **General Meeting of Shareholders** and provides **Coordination** and **Accounting Audit** to the **Auditing Firm**.
- The **Auditing Firm** provides **Coordination** to the **Corporate Audit Office** and **Reports** to the **Audit & Supervisory Board**.

External Governance:

- The **Special Committee** and **Nomination and Compensation Committee** are part of the internal structure but have specific reporting and inquiry lines to the **Board of Directors**.
- The **Crisis Management Committee** and **Compliance Committee** report to the **Representative Director, President**.
- The **Sustainability Committee** reports to the **Management Meeting**.

[Overview of the Timely Disclosure System (Schematic Diagram)]



End