(Note) This document has been translated from 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: 6222
June 4, 2026

To: Our Shareholders

85 Sakata, Wakayama
SHIMA SEIKI MFG., LTD.
Mitsuhiro Shima
President

Notice of the 65th Ordinary General Meeting of Shareholders

We would like to take this opportunity to thank you for your kind and continuous support. Shima Seiki Mfg., Ltd., (the "Company") will convene the 65th Ordinary General Meeting of Shareholders as stated below. The Company implements measures for the electronic provision of the convocation of this general meeting of shareholders. Matters subject to measures for the electronic provision are posted on the following websites.

≪The Company's website≫
https://www.shimaseiki.com/ire/meeting/

≪Tokyo stock exchange (TSE) website (TSE Listed Company Search)≫
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show
(Please access the above-mentioned TSE website, and then enter and search the issue name (company name) or code and select "Basic Information and Documents for Public Inspection/PR Information" in order before checking out the field Notice of General Shareholders' Meeting/Informational Materials for a General Shareholders' Meeting)

If you are unable to attend the meeting, you may exercise voting rights via the internet or in writing (by mail). In such a case, please review the reference document for the general meeting of shareholders provided below and cast your vote by 5:45 p.m., Wednesday, June 24, 2026.

1. **Date and Time** 10:00 a.m., Thursday, June 25, 2026 (reception starts at 9:00 a.m.)
2. **Place** Hall on the first floor, Company Headquarters, 85 Sakata, Wakayama
3. **Objectives**

Matters to report

1. The business report, consolidated financial statements, and the results of the consolidated financial statements of audits by the accounting auditor and the Audit and Supervisory Committee for the 65th business period from April 1, 2025, to March 31, 2026.

2. The unconsolidated financial statements for the 65th business period from April 1, 2025, to March 31, 2026.

Proposals to resolve

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Appointment of Five (5) Directors (excluding Directors who are Audit & Supervisory Committee Members)

Proposal No. 3: Appointment of Three (3) Directors who are Audit & Supervisory Committee Members

4. **Matters determined for convocation**

- The following matters concerning measures for the electronic provision of materials are not stated in the documents issued to shareholders who have requested the issuance of documents in accordance with the provisions of the relevant laws and regulations and the Company's Articles of Association. The Audit Committee and the accounting auditor have audited documents that are to be audited and that include the following matters:

  (1) Major office and plants, matters concerning stock acquisition rights etc. of the Company, matters concerning the accounting auditor, and the corporate structure and policies as set forth in the Business Report

  (2) Consolidated Statement of Changes in Net Assets and Notes to Consolidated Financial Statements as set forth in the consolidated financial statements

  (3) Statements of Changes in Net Assets and Notes to Unconsolidated Financial Statements as set forth in the financial statements

- In the case of executing voting rights both via the internet and mail, the execution of voting rights via the internet shall be deemed to be effective. If voting rights are exercised more than once via the internet, the last exercise of such rights will be deemed the valid and official vote.
- Any returned voting instruction form with no instruction of the pros and cons of proposals will be deemed to show approval.

◎ Any revisions to matters subject to measures for electronic provision would be posted on the websites where the matters are posted.
◎ Shareholders attending the meeting are asked to submit the enclosed voting form to the receptionist at the venue.
◎ If you are unable to attend the meeting, please exercise voting rights in advance by mailing the Voting Rights Exercise Form or submitting the form online. For more details of the way to exercise voting rights, please see pp. 3-4 in this notice.
◎ The video concerning the matters to be reported on the day of the general meeting of shareholders will be available on our website later. Please refer to it. (https://www.shimaseiki.co.jp/irj/irj.html)
◎ In the event changes in the operation of the general meeting of shareholders arise from future conditions, such changes will be announced on our website. (https://www.shimaseiki.co.jp/irj/irj.html)
◎ There are no gifts prepared for shareholders attending the general meeting of shareholders. We hope you understand.

Instructions on the Exercise of Voting Rights

Voting rights should be exercised in the following ways. Please review the reference document for the general meeting of shareholders provided on page 6 and thereafter and cast your vote.

When exercising voting rights via the internet:

Please access the website to exercise voting rights as specified by the Company (https://evote.tr.mufg.jp/) by personal computer or smartphone using the login ID and the temporary password printed on the enclosed voting form. Enter your vote of approval or disapproval according to the guidance on the screen.

Please refer to the next page for more information.

Exercise period: No later than 5:45 p.m., Wednesday, June 24, 2026.

When exercising voting rights in writing (by mail):

After indicating approval or disapproval of the proposals on the enclosed voting form, please return the completed form to the Company. Any returned voting instruction form with no instructions regarding the pros and cons of proposals will be deemed to show approval.

*Please consider the postal situation and post your voting form as soon as possible to ensure its reliable arrival.

Exercise period: No later than 5:45 p.m., Wednesday, June 24, 2026.

When attending the general meeting of shareholders:

Please present the enclosed voting form to the receptionist at the meeting.

Time and date of the meeting: 10:00 a.m., Thursday, June 25, 2026.

Procedures for Exercising Voting Rights via the Internet

Please access the Company's designated voting rights website (https://evote.tr.mufg.jp/) and exercise voting rights via the internet according to the guidance displayed on the screen (However, access is not available from 2:30 a.m. to 4:30 a.m. daily.)

Exercise period: No later than 5:45 p.m., Wednesday, June 24, 2026.

How to read the QR code

You can scan the QR code and access the website via smartphone without entering the login ID and temporary password.

[Access instructions]

(i) Scan the QR code for login, which is provided on the right side of the enclosed voting form (on the stub of the voting form) and access the website via smartphone.

(ii) Then, exercise voting rights according to the guidance displayed on the screen.

* QR code is a registered trademark of Denso Wave Incorporated.

How to enter the login ID and temporary password (if you use your PC or smartphone)

[Access instructions]

(i) Access the website.

(ii) Enter your login ID and temporary password.

(iii) Then, exercise voting rights according to the guidance displayed on the screen.

*Institutional investors may use the electronic voting platform operated by ICJ, Inc., to exercise voting rights via the Internet.

*Please understand that the internet connection and communication fees arising from access to the voting rights website are charged to shareholders.

Inquiries about the system

Mitsubishi UFJ Trust and Banking Corporation, Corporate Agency Division (Help Desk)

Phone: 0120-173-027 (9:00 a.m. to 9:00 p.m. <Tokyo Time>; toll-free within Japan only)

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The Company has made it the basic policy to pay stable dividends over the long term through continuous business development by setting profit returns to shareholders as one of the most important managerial issues. In addition, the Company has a policy of investing balanced allocations for growth from the long-term perspective and internal reserve in preparation for future business development. According to such a policy, the Company will execute the appropriation of a surplus and the payment of the year-end dividend for the current period as follows.

Year-End Dividends

To reward shareholders' assistance, the Company will pay year-end dividends for this period as follows:

(1) Type of dividend property
Cash

(2) Distribution of dividends to shareholders and total of dividends
10 yen per share of common stock of the Company.
This will amount to total dividends of 339,196,160 yen.

(3) Effective date of the distribution of retained earnings
June 26, 2026

The interim dividend per share of 10 yen was paid; consequently, the annual dividend per share, which consists of interim and year-end dividends, amounts to 20yen.

Proposal No. 2: Appointment of Five (5) Directors
(excluding directors as Audit and Supervisory Committee members)

For the current five (5) directors (excluding directors as Audit and Supervisory Committee members), their terms of office will expire at the closing of the general meeting of shareholders. In line with this, the Company asks you to appoint five (5 directors (excluding directors as Audit and Supervisory Committee members).

As a result of the discussion on the proposal at the Audit and Supervisory Committee, the opinion was expressed that all candidates for directors were determined appropriate, and there were no particular matters to be stated at the general meeting of shareholders.

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

Candidate No.		Name	Present position in the Company	Sex	Characteristics		Number of times in attendance at meetings of the Board of Directors
1	Reappointment	Mitsuhiro Shima	President, Representative Director	Male			12/12 times
2	Reappointment	Shosaku Kitagawa	Director	Male			12/12 times
3	Reappointment	Akihiro Ohtani	Director	Male			12/12 times
4	Reappointment	Rieko Zamma	Director	Female	Outside	Independent	12/12 times
5	New Appointment	Hiroshi Onishi	–	Male	Outside	Independent	–

No.	Name (Date of birth)	Profile, position, responsibility, and significant concurrent positions		Number of shares of the Company held
1	Mitsuhiro Shima (June 23, 1961) Reappointment	March 1987 March 1998 June 2002 June 2007 June 2011 June 2012 June 2017 June 2018 June 2020 June 2021 June 2022 June 2023 June 2024 June 2025 	Joined the Company General Manager of the System Development Division Director, General Manager of the System Development Division Executive Director in charge of the Control System Development Division, Intellectual Property Department and Total Design Center, General Manager of the Graphic System Development Division Senior Executive Director in charge of the Machinery Production Technology Division and Total Design Center, Director of the Production Headquarters Executive Vice President in charge of the Corporate Planning Division and Total Design Center, Deputy Director of the Sales Headquarters President, Representative Director, Director of the Sales Headquarters of the Company in charge of the Corporate Planning Division President, Representative Director and Executive Officer in charge of the Corporate Planning Division President, Representative Director and Executive Officer, Director of the Sales Headquarters in charge of the Total Design Center and Corporate Planning Division President, Representative Director and Executive Officer and Director of the Sales Headquarters in charge of the Total Design Center President, Representative Director and Executive Officer, Director of the Sales Headquarters in charge of the Internal Auditing Division and President, Representative Director and Executive Officer, Director of Sales Headquarters, CEO of Shima Seiki (Hong Kong) Ltd. in charge of the Internal Auditing Division and Sustainability Management Division President, Representative Director and Executive Officer, Director of the Sales Headquarters in charge of the Internal Auditing Division, and the Sustainability Management Division President, Representative Director and Executive Officer, Director of the Sales Headquarters in charge of the Internal Auditing Division, the Sustainability Management Division, and the Cutting Solutions Division (current)	1,061,600 shares
	[Reasons for nomination as a candidate for director] Mr. Mitsuhiro Shima has a wide range of work experience as a person responsible for R&D, manufacturing, and sales with substantial experience and knowledge of management as a director. He has served as president and representative director since 2017 and has been engaged in the control of the group to make decisions regarding significant matters on the management and supervision of the execution of operations. Based on the experience and the insights gained via the above, he was nominated as a candidate for director because of the need for sustainable growth and an increase in the enterprise value of the company.			

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Profile, position, responsibility, and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">2</td><td>Shosaku Kitagawa
(June 23, 1967)
Reappointment</td><td>March 1991
March 2016

June 2018

June 2021

June 2024

June 2025</td><td>Joined the Company
General Manager of the Corporate Planning Division
Executive Officer and General Manager of the Corporate Planning Division
Director, Executive Officer, General Manager of the Corporate Planning Division in charge of General Affairs and the Personnel Division and the Information System Division
Director, Managing Executive Officer, General Manager of the Corporate Planning Division in charge of the General Affairs and Personnel Division, the Information System Division, the Accounting, and Finance Division and Administrative Division
Director, Managing Executive Officer, General Manager of the Corporate Planning Division in charge of the General Affairs and Personnel Division, the Information System Division, and the Accounting, and Finance Division (current)</td><td>1,600 shares</td></tr>
<tr><td colspan="4">[Reasons for nomination as a candidate for director]
Mr. Shosaku Kitagawa worked in the Accounting and Finance Division before serving as the general manager of the Corporate Planning Division. He has also been in charge of the General Affairs and Personnel Division and Information System Division since 2021. Therefore, he has a wealth of experience and general knowledge of the Business Management Division. He also supervises the strengthening of corporate governance and internal control areas, including compliance and risk management. He appropriately performs duties and responsibilities as director. Based on the experience and the insights gained via the above, he was nominated as a candidate for director because of the need for sustainable growth and an increase in the enterprise value of the company.</td></tr>
<tr><td rowspan="2">3</td><td>Akihiro Ohtani
(November 20, 1963)
Reappointment</td><td>August 1988
March 2018

June 2018

June 2021

June 2024

July 2024

July 2025</td><td>Joined the Company
General Manager of the Production Headquarters
Executive Officer and General Manager of the Production Headquarters
Director, Executive Officer, General Manager of the Production Headquarters in charge of the Development Headquarters
Director, Managing Executive Officer, General Manager of the Production Headquarters in charge of the Development Headquarters and Physical Distribution Division
Director, Managing Executive Officer, General Manager of the Production Headquarters in charge of the Development Headquarters
Director, Managing Executive Officer, General Manager of the Production Headquarters in charge of the Development Headquarters (current)</td><td>1,600 shares</td></tr>
<tr><td colspan="4">[Reasons for nomination as a candidate for director]
Mr. Akihiro Ohtani has been engaged in the operations of the Development and Manufacturing divisions since joining the Company and has a wealth of experience and insights in areas ranging from product development to manufacturing. He now supervises the Production and Manufacturing departments as general manager of the Production Headquarters, makes decisions about important managerial matters, supervises the execution of operations as director, and appropriately performs his duties and responsibilities. Based on the experience and the insights gained via the above, he was nominated as a candidate for director because of the need for sustainable growth and an increase in the enterprise value of the company.</td></tr>
</table>

No.	Name (Date of birth)	Profile, position, responsibility, and significant concurrent positions	Number of shares of the Company held
4	Rieko Zamma (March 21, 1950) Reappointment Outside Independent	April 1970 Joined Shizuoka Broadcasting System Co., Ltd. June 1973 Joined Kobunsha Co., Ltd. June 1980 Established Candid, Inc. (Merged with Candid Produce, Inc. in May 2021) CEO July 2005 Established Creative Senior, Inc. (now Candid Produce, Inc.) CEO (current) January 2009 Established club willbe, a network for grownups Representative (current) June 2016 Director (current) (Significant concurrent positions) CEO, Candid Produce, Inc. Outside Director (Audit and Supervisory Committee Member), Open Up Group Inc.	1,800 shares
	[Reasons for nomination as a candidate for outside director and expected roles] Ms. Rieko Zamma has a wealth of experience in event planning and public relations strategy as a producer, as well as a wide range of views and experience in general management as a business entrepreneur. She also fulfills an appropriate role as outside director in the supervision of the execution of operations from an objective standpoint independent of management. She also contributes to securing the health and transparency of the company's management as a member of the Nominating and Remuneration Committee, which is an advisory body to the Board of Directors. She was determined as a candidate for outside director because she was continuously expected to give advice from a wide management viewpoint and supervise the execution of operations.		

No.	Name (Date of birth)	Profile, position, responsibility, and significant concurrent positions	Number of shares of the Company held
5	Hiroshi Onishi (June 13, 1955) New Appointment Outside Independent	April 1979 Joined Isetan Co., Ltd. June 2009 Representative Director, President and Executive Officer, Isetan Co., Ltd. June 2010 Director, Isetan Mitsukoshi Holdings Ltd. April 2011 President, Representative Director, Executive Officer, Isetan Mitsukoshi Ltd. February 2012 Representative Director, President and Executive Officer, Isetan Mitsukoshi Holdings Ltd. June 2018 Member of the Board of Directors, Executive Vice President and Executive Officer, Japan Airport Terminal Co., Ltd. February 2021 Outside Auditor, E-SUPPORTLINK, Ltd. (current) June 2021 Outside Director, KOMATSU MATERE Co., Ltd. (current) June 2023 Representative Director, Executive Vice President and Executive Officer, Japan Airport Terminal Co., Ltd. 2026 May President & CEO, SBI Local Creators Co.,Ltd(current) (Significant concurrent positions) President & CEO, SBI Local Creators Co.,Ltd Outside Auditor, E-SUPPORTLINK, Ltd. Outside Director, KOMATSU MATERE Co., Ltd.	- shares
	[Reasons for nomination as a candidate for outside director and expected roles] Mr. Hiroshi Onishi had served as representative directors of several companies and has a wide range of views and experience in general management as a business entrepreneur. In addition, he still serves as outside director or auditor for listed companies. We decided that he can contribute to the realization of appropriate decision-making and management supervision by the board of directors from an objective standpoint independent of management. Therefore, he was selected as a candidate for outside director.		

(Notes)

1. Director candidate Mr. Mitsuhiro Shima has all the shares of Wajima Kosan Co., Ltd., a major shareholder of the Company, and the Company has transaction relationships in real estate leasing with Wajima Kosan. There are no special interests between other director candidates and the Company.
2. The number of shares held by each candidate includes their shareholding through the stock ownership plan for officers of Shima Seiki.
3. The Company has an agreement with Ms. Rieko Zamma concerning the limitation of liability for damage as stipulated in Article 423, Paragraph 1, of the Companies Act. The limit of liability under the agreement is the minimum liability stipulated in Article 425, Paragraph 1, of the same law. The Company will maintain the above agreement with her concerning the limitation on liability for damage if she is reappointed. The Company will enter into the same agreement with Mr. Hiroshi Onishi if he is appointed.
4. The Company has a liability insurance policy for directors and officers as stipulated in Article 430-3, Paragraph 1, of the Companies Act, with all directors being insured. The insurance policy covers damages arising from the fact that the insured directors are responsible for executing their duties or claims against them related to the pursuit of their responsibilities. Candidates for director are insured by the insurance policy when they become a director. The insurance policy will be renewed during their terms of office without changes in its provisions.
5. Matters concerning candidates for outside director are as follows.
   (1) Ms. Rieko Zamma and Mr. Hiroshi Onishi are candidates for outside director.
   (2) Ms. Rieko Zamma will serve as an outside director of the Company for ten years as of the end of the general meeting of shareholders.
6. The Company designated Ms. Rieko Zamma as independent officers based on the provisions of the Tokyo Stock Exchange and reported this to the exchange. The Company will designate Mr. Hiroshi Onishi an independent officer and report this to the exchange if he is appointed a director according to this proposal.

Proposal No. 3: Appointment of Three (3) Directors who are Audit & Supervisory Committee Members

For all directors who now serve as Audit and Supervisory Committee members (three persons), their terms will expire at the end of the annual general meeting of shareholders. Therefore, we ask you to appoint three directors to serve as Audit and Supervisory Committee members.

The proposal has already obtained the prior consent of the Audit and Supervisory Committee.

The candidates for director who are Audit & Supervisory Committee members are as follows:

Candidate No.		Name	Present position in the Company	Sex	Characteristics		Number of times of attendance
1	Reappointment	Hisahito Totsui	Director (Audit and Supervisory Committee Member)	Male			12/12 times for meetings of Board of Directors 13/13 times for meetings of Audit & Supervisory Board
4	Reappointment	Sachiko Nomura	Director (Audit and Supervisory Committee Member)	Female	Outside	Independent	12/12 times for meetings of Board of Directors 13/13 times for meetings of Audit & Supervisory Board
5	New Appointment	Atsuko Shinoto	–	Female	Outside	Independent	–

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Profile, position, responsibility and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">1</td><td>Hisahito Totsui
(April 3, 1965)
Reappointment</td><td>March 1988 Joined the Company
March 2008 Deputy General Manager, Internal Auditing Division
June 2018 Standing Audit & Supervisory Board Member of the company
June 2020 Director (Full-time Audit and Supervisory Committee Member) (current)</td><td>3,100 shares</td></tr>
<tr><td colspan="3">[Reasons for nomination as a candidate for outside director and an Audit & Supervisory Committee member]
Mr. Hisahito Totsui has belonged to the Accounting and Finance Division for a long time and has a wealth of experience and insights in the area, as well as being familiar with the overall businesses of the Company as he served as head of the Internal Auditing division. He has served as an Audit and Supervisory Committee member since 2020, utilizing his experience. He appropriately performs audits from a fair and objective standpoint.
In light of the above, we think that he can contribute to securing the health and transparency of the Company's management as an Audit and Supervisory Committee member, and so he was elected a director who serves as an Audit and Supervisory Committee member.</td></tr>
<tr><td rowspan="2">2</td><td>Sachiko Nomura
(December 31, 1973)
Reappointment
Outside
Independent</td><td>April 2000 Registered as attorney
Joined Dojima Law Office (to present)
June 2015 Audit & supervisory board member
June 2020 Director (Audit and Supervisory Committee Member) (current)

(Significant concurrent positions)
Attorney
Outside corporate auditor, B&P Co., Ltd.
Outside director, Kobe Bussan Co., Ltd.
Outside corporate auditor, Shinobu Foods Products Co., Ltd.
Adjunct professor, Osaka University Graduate School of Law</td><td>2,000 shares</td></tr>
<tr><td colspan="3">[Reasons for nomination as a candidate for outside director and an Audit & Supervisory Committee member and expected roles]
Ms. Sachiko Nomura has a good personality and insights and has a wealth of experiences as a lawyer, and he has appropriately audited the execution of operations from a legal perspective as an Audit and Supervisory Committee member of the Company since 2020.
In light of the above, we expect that she can contribute to securing the health and transparency of the Company's management from a standpoint independent of the execution of operations as an Audit and Supervisory Committee member, and so she was elected an outside director who serves as an Audit and Supervisory Committee member.</td></tr>
</table>

No.	Name (Date of birth)	Profile, position, responsibility and significant concurrent positions	Number of shares of the Company held
3	Atsuko Shinoto (May 31, 1964) New Appointment Outside Independent	March 1993 Registered as certified public accountant March 1993 Established Shinoto CPA office Office Director March 2005 Registered as Tax accountant (Significant concurrent positions) Certified public accountant; Tax accountant Office Director, Shinoto CPA office Outside Auditor, Yuzawaya Shoji Co., Ltd. Outside Auditor, Osaka Metro Services co.,Ltd. Auditor, Nara Medical University	- shares
	[Reasons for nomination as a candidate for outside director and an Audit & Supervisory Committee member and expected roles] Ms. Atsuko Shinoto has a good personality and deep insights and a wealth of experience as a certified public accountant and licensed tax accountant. She also serves as an outside auditor of several companies and appropriately performs audits of the execution of operations from accounting and financial standpoints. Given this, the Company decided that she can contribute to securing the health and clearance of the Company's management as an Audit and Supervisory Committee member from the standpoint of the independent execution of operations by using her professional knowledge. Therefore, she was selected as a candidate for outside director who serves as an Audit and Supervisory Committee member.		

(Note)

1. There are no special interests between the candidates for directors who are Audit & Supervisory Committee members and the Company.
2. The number of shares held by each candidate includes their shareholding through the stock ownership plan for officers of Shima Seiki.
3. The name stated in the family registry of Ms. Sachiko Nomura is Sachiko Suzuki.
4. The Company has an agreement with Ms. Sachiko Nomura concerning the limitation on liability for damage as an Audit & Supervisory Board member as provided in Article 423, Paragraph 1, of the Companies Act. The limit of liability under the agreement is the minimum liability as provided in Article 425, Paragraph 1, of the same law. The Company will enter into an agreement with her equivalent in terms to the agreement concerning the limitation on liability for damage when her appointment is approved as directors and Audit & Supervisory Committee members. The Company will enter into the same agreement with Ms. Atsuko Shinohara if she is appointed.
5. The Company has the directors and officers liability insurance policy, which is stipulated in Article 430-3, Paragraph 1, of the Companies Act, with all directors being insured. The insurance policy covers damages arising from the fact that the insured directors are responsible for executing their duties or claims against them related to the pursuit of their responsibilities. Candidates for director are insured by the insurance policy when they become a director. The insurance policy will be renewed during their terms of office without changes in its provisions.
6. Matters concerning candidates for outside directors who are Audit & Supervisory Committee members are as follows:
   (1) Ms. Sachiko Nomura and Ms. Atsuko Shinoto are candidates for outside directors who are Audit & Supervisory Committee members.
   (2) Ms. Sachiko Nomura is familiar with corporate legal affairs as an attorney despite no experience in the direct involvement with company management, and so she has been judged capable of appropriately executing the duties of outside director and an Audit & Supervisory Committee member.
   (3) Ms. Atsuko Shinoto is familiar with corporate accounting as a CPA and CTA despite no experience in the direct involvement with company management, and so he has been judged capable of appropriately executing the duties of outside director and an Audit & Supervisory Committee member.
   (4) Ms. Sachiko Nomura is now an outside director who are Audit & Supervisory Committee member of the Company and her tenure as outside director who are Audit & Supervisory Committee member will be six years at the conclusion of this general meeting of shareholders.
7. The Company designated Ms. Sachiko Nomura as independent officers under the provisions of the Tokyo Stock Exchange and registered this with the Tokyo Stock Exchange. The Company will designate Ms. Atsuko Shinohara an independent officer and report this to the exchange if she is appointed a director according to this proposal.

[Reference] Policy and procedure for appointing directors

Candidates for directors (excluding directors who serve as Audit and Supervisory Committee members) are composed so that, as a whole, directors can have well-balanced knowledge, experience, abilities, and expertise to effectively perform their roles and responsibilities, and the diversity of the Board of Directors can be balanced with the adequate scale of the Board.

Candidates for independent and outside directors among the directors shall meet the standards of independence for outside directors and include those with experience in business management.

The nomination of candidates for directors, representative directors, and directors with positions of responsibility is discussed by the Nominating and Remuneration Committee, which is chaired by an outside director, to increase the transparency and objectivity of the nomination, and is determined by a resolution of the Board of Directors following the recommendation of the committee.

[Reference] Skills matrix of candidates for director

Expertise and experience desired of candidates for director are as follows:

●：Knowledge and expertise particularly expected of each person (up to five)

	Name	Position (current)	Management strategy Global marketing	Technology/R&D IT/DX New business development	Human resource management	Finance and accounting	Legal affairs Internal control Risk management	Sustainability
1	Mitsuhiro Shima	President, Representative Director and Executive Officer	●	●	●		●	●
2	Shosaku Kitagawa	Director and Managing Executive Officer	●	●	●	●	●	
3	Akihiro Ohtani	Director and Managing Executive Officer	●	●	●		●	●
4	Rieko Zamma	Outside Director	●		●		●	●
5	Hirosi Onishi	–	●		●		●	●
6	Hisahito Totsui	Director (Full-time Audit and Supervisory Committee Member)				●	●	●
7	Sachiko Nomura	Outside Director (Audit and Supervisory Committee Member)					●	●
8	Atsuko Shinoto	–				●		●

*The above list does not represent all the skills possessed by each person.

[Reference] Criteria for the independence of outside directors

All the following requirements shall be satisfied to determine that outside directors are independent of the Company:

1. Outside directors have not been an executor of the business[Note 1] of the Company and its affiliated companies (hereinafter called "our group") for the past ten years.
2. Outside directors do not now nor have in the past three years met any of the following conditions:
   (1) A person whose major client is our group[Note 2] or its executor of business
   (2) A major client of our group[Note 3] or its executor of business
   (3) A major shareholder (a person directly or indirectly holding 10% or more of all voting rights) of the Company or its executor of business
   (4) An executor of the business of a person whose major shareholder (directly or indirectly holding 10% or more of all voting rights) is our group
   (5) A consultant, accounting specialist, such as a certified public accountant, or a specialist in the law, such as an attorney who receives money and other properties[Note 4] from the group, in addition to a director's remuneration (a person belonging to a legal entity and a union where the organization receives the above properties)
   (6) A person who receives large contributions in money and other property[Note 4] from our group or its executor of business
   (7) An executor of the business of other companies where an executor of the business of our group is an outside officer
   (8) The spouse or relative within the second degree of a person meeting the criteria of (1)–(7) above where the person is significant
   (9) The spouse or relative within the second degree of a person executing significant business, such as a director (excluding an outside director), and the person responsible for the divisions of our group
3. There are no other reasons for judging it reasonable that outside directors fail to perform duties as independent outside directors

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Note 1: An executor of business means an executive director, company executive, executive officer, and employee executing business and other persons executing business, such as a position holder and employee similar to the above of legal entities and other organizations.

Note 2: A person whose main client is our group means a person whose annual amount of trade with our group is above 100 million yen or 2% of consolidated sales.

Note 3: A major client of our group means a person whose annual amount of trade with our group is above 100 million yen or 2% of our group's consolidated sales, and loans to our group are above 2% of our group's consolidated total assets.

Note 4: Large amounts of money and other property mean that the total amount is more than 10 million yen per year for individuals and 2% of annual net sales for organizations.