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Securities Code: 6640

March 8, 2024

To our shareholders:

Takaharu Tsuchiyama,
Representative Director and President
I-PEX Inc.
12-4, Negoro, Momoyama-cho,
Fushimi-ku, Kyoto

Notice of the 61st Annual General Meeting of Shareholders

We are pleased to announce that the 61st Annual General Meeting of Shareholders of I-PEX Inc. (the “Company”) will be held as indicated below.

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the following websites. Please access either of these websites using the Internet address shown below to review the information.

[The Company’s website]

<https://corp.i-pex.com/ja/ir/meeting> (in Japanese only)

(Please access the above website and select “Notice of the 61st Annual General Meeting of Shareholders” to review the information.)

[Website with materials for the General Meeting of Shareholders]

<https://d.sokai.jp/6640/teiji/> (in Japanese only)

If you are unable to attend the meeting in person, you may exercise your voting rights using one of the following methods. In that case, please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

[Exercise of voting rights via the Internet, etc.]

Please access the dedicated website for exercising voting rights (<https://evote.tr.mufg.jp/>) (in Japanese only) and enter your vote of approval or disapproval for each proposal in accordance with the instructions on the screen by 5:30 p.m. on Wednesday, March 27, 2024 (JST).

[Exercise of voting rights in writing (by mail)]

Please indicate your approval or disapproval for each proposal on the voting form that was sent together with this convocation notice and return the form to us so that it arrives no later than 5:30 p.m. on Wednesday, March 27, 2024 (JST).

1. **Date and Time:** Thursday, March 28, 2024 at 9:30 a.m. (JST) (The reception will start at 8:30 a.m. (JST))
(Please note that the opening time this year is different from last year.)
2. **Venue:** THE THOUSAND KYOTO, 1F, Main Banquet Room “Kacho”
570 Higashi Shiokoji-cho, Shimogyo-ku, Kyoto

3. **Purpose of the Meeting**

Matters to be reported:

1. The Business Report, the Consolidated Financial Statements, and report on the result of the audit by the Financial Auditor and Audit & Supervisory Committee on the Consolidated Financial Statements for the 61st term (January 1, 2023 to December 31, 2023)
2. Report on the Non-consolidated Financial Statements for the 61st term (January 1, 2023 to December 31, 2023)

Matters to be resolved:

- Proposal No. 1** Appropriation of Surplus
- Proposal No. 2** Partial Amendments to the Articles of Incorporation
- Proposal No. 3** Election of Five (5) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)
- Proposal No. 4** Election of Two (2) Directors Who Are Audit & Supervisory Committee Members

▶ **Matters Regarding Attendance of the Annual General Meeting of Shareholders**

If you attend the meeting in person, please present the voting form that was sent together with this convocation notice at the reception desk upon your arrival at the meeting.

▶ **Other Matters Relating to This Notice**

If revisions to the matters for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the aforementioned websites.

▶ **Matters Not Provided in Documents Delivered to Shareholders Who Have Requested Delivery of Paper-Based Documents**

Among matters for which measures for providing information in electronic format are to be taken, the following matters are not provided in the documents delivered to shareholders who have requested the delivery of paper-based documents as provided for by the provisions of laws and regulations and Article 15, Paragraph 2 of the Articles of Incorporation of the Company. Accordingly, the documents that are delivered to shareholders who have requested the delivery of paper-based documents are part of the documents included in the scope of audits by the Financial Auditor and the Audit & Supervisory Committee when they create their respective audit reports.

- (i) Business Report: Systems and Policies of the Company
- (ii) Consolidated Financial Statements: Consolidated Statement of Changes in Equity, Basis of Preparation of Consolidated Financial Statements, and Other Notes
- (iii) Non-consolidated Financial Statements: Non-consolidated Statement of Changes in Equity, Significant Accounting Policies, and Other Notes

* The data provided at each website above includes all matters, including the matters not provided in the documents delivered to shareholders who have requested delivery of paper-based documents.

▶ **Notice on Discontinuation of Sending Notice of Resolutions**

The results of the resolution of the meeting will be posted on our website after the meeting and will not be sent in writing.

<https://corp.i-pex.com/ja/ir/meeting> (in Japanese only)

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Appropriation of Surplus

Regarding the distribution of profits, the Company's basic policy is to pay dividends that give consideration to linking to performance in order to realize active shareholder returns and, at the same time, to secure the internal reserves necessary for future business development and strengthen the management structure.

With regard to the year-end dividends and the appropriation of the surplus, after comprehensively taking into account the factors including the performance for the current fiscal year, future business expansion, as well as the Company's financial position, the Company proposes the following.

1. Year-end dividends

(1) Allotment of dividend property to shareholders and their aggregate amount

¥20 per common share of the Company

Aggregate amount: ¥371,012,120

Including the interim dividend of ¥20 per share, the annual dividend for the current fiscal year will be ¥40 per share.

(2) Effective date of dividends of surplus

March 29, 2024

2. Other appropriation of surplus

(1) Item of surplus to be decreased and amount of decrease

General reserve: ¥2,000,000,000

(2) Item of surplus to be increased and amount of increase

Retained earnings brought forward: ¥2,000,000,000

Proposal No. 2 Partial Amendments to the Articles of Incorporation

1. Reason for the Amendments

The Company proposes to increase the maximum number of Directors who are Audit & Supervisory Committee Members by one, thereby amending the limit from a maximum of four to a maximum of five, with the aims of strengthening the supervisory function of the Board of Directors and further enhancing its corporate governance system, while also setting the stage for promoting business development as well as enhancing and strengthening the foundation of its management going forward. (Article 19 of the current Articles of Incorporation)

2. Details of the amendments

Details of the amendments are as follows:

(Underlined portions indicate amendments.)

Current Articles of Incorporation	Proposed Amendments
<p style="text-align: center;">Chapter IV</p> <p style="text-align: center;">Directors, Board of Directors, and Executive Officers</p> <p>(Number)</p> <p>Article 19</p> <p>1. The Company shall have not more than fifteen (15) Directors who are not serving as Audit & Supervisory Committee Members.</p> <p>2. The Company shall have not more than <u>four (4)</u> Directors serving as Audit & Supervisory Committee Members.</p>	<p style="text-align: center;">Chapter IV</p> <p style="text-align: center;">Directors, Board of Directors, and Executive Officers</p> <p>(Number)</p> <p>Article 19</p> <p>1. The Company shall have not more than fifteen (15) Directors who are not serving as Audit & Supervisory Committee Members.</p> <p>2. The Company shall have not more than <u>five (5)</u> Directors serving as Audit & Supervisory Committee Members.</p>

Proposal No. 3 Election of Five (5) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit & Supervisory Committee Members; the same applies hereafter in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders.

Therefore, the Company proposes the election of five (5) Directors.

This proposal was reviewed by the Audit & Supervisory Committee, and the committee has expressed the opinion that it did not find any matters requiring special mention.

The candidates for Director are as follows:

Candidate No.	Name	Gender	Current positions and responsibilities at the Company	Attendance at meetings of the Board of Directors in the fiscal year under review
1	Reappointment Takaharu Tsuchiyama	Male	Representative Director and President	100% (13/13)
2	Reappointment Kenji Ogata	Male	Director, Senior Vice President, R&D Division	100% (13/13)
3	Reappointment Akihiko Hara	Male	Director, Senior Vice President, Electronic Components and Devices Division & Equipment Division	100% (13/13)
4	Reappointment Reiji Konishi	Male	Director, Senior Vice President, Corporate Planning Department & Intellectual Property and Legal Department	100% (13/13)
5	Reappointment Atsushi Yasuoka	Male	Director, Vice President, Sales Division	100% (13/13)

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p>Takaharu Tsuchiyama (April 29, 1959)</p> <p>Reappointment</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 100% (13/13)</p> <p>Male</p>	<p>Mar. 1982 Joined the Company</p> <p>Mar. 1997 Operating Director of Tool & Equipment Dept.</p> <p>June 2000 Director and Operating Director of Tool & Equipment Dept. of the Company</p> <p>Mar. 2002 Operating Director of Tool & Equipment Dept. and General Manager of R&D Dept. Division 1</p> <p>July 2003 Operating Director of Electrical Components Division and General Manager of R&D Dept. Division 1</p> <p>Mar. 2005 Operating Director of Electrical Components Division</p> <p>Apr. 2007 Director and Chief Components Unit Officer of the Company</p> <p>Apr. 2009 Director and Chief Automobile Components Unit Officer of the Company</p> <p>Mar. 2013 Senior Vice President and Chief Automobile Components Unit Officer of the Company</p> <p>Jan. 2017 Senior Vice President, Group Manager of Components Business Group, and Chief Automobile Components Unit Officer of the Company</p> <p>Jan. 2019 Senior Vice President and Chief Sales Div. Officer of the Company</p> <p>June 2019 President and Chief Sales Div. Officer of the Company</p> <p>Jan. 2021 President of the Company</p> <p>Jan. 2022 Representative Director and President (to present)</p> <p>[Significant concurrent positions outside the Company] Chairman of I-PEX Precision Mold & Plastics (Shanghai) Co., Ltd.</p>	46,100
<p>[Reasons for nomination as candidate for Director]</p> <p>Takaharu Tsuchiyama has a wealth of experience and knowledge gained through serving as Chief Officer in multiple business units. He has shown leadership in his efforts to enhance the corporate value of the Group as President since June 2019, and as Representative Director and President since January 2022. He has also sufficiently fulfilled his role as a Director in making decisions on important management matters and supervising the execution of business, and the Company has judged that he is a suitable candidate for Director to realize the sustainable growth of the Group.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p>Kenji Ogata (April 2, 1958)</p> <p>Reappointment</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 100% (13/13)</p> <p>Male</p>	<p>Nov. 1983 Joined the Company</p> <p>Mar. 1998 Operating Director of Production Technology Division</p> <p>June 2001 Director and General Manager of R&D Dept. Division 1 of the Company</p> <p>Mar. 2002 Operating Director of Semiconductor Equipment Division and General Manager of R&D Dept. Division 3</p> <p>Mar. 2005 Operating Director of Semiconductor Equipment Division</p> <p>Apr. 2007 Director and Chief Equipment Unit Officer of the Company</p> <p>Sept. 2010 Director, Deputy Supervisor on Business, and Chief R&D Div. Officer of the Company</p> <p>Mar. 2013 Senior Vice President, Deputy Supervisor on Business, and Chief R&D Div. Officer of the Company</p> <p>Apr. 2013 Senior Vice President, Chief R&D Div. Officer, and in charge of Precision Components Dept. and Equipment Dept. of the Company</p> <p>Jan. 2015 Senior Vice President and Chief R&D Div. Officer of the Company</p> <p>Jan. 2021 Senior Vice President and R&D Div. Director of the Company</p> <p>Jan. 2022 Director, Senior Vice President, R&D Division of the Company (to present)</p>	43,200
<p>[Reasons for nomination as candidate for Director]</p> <p>Kenji Ogata has a wealth of experience and knowledge gained through serving as Chief Officer and Chief R&D Div. Officer. Since January 2022, he has demonstrated his management skills as Director and Senior Vice President, R&D Division. He has also sufficiently fulfilled his role as a Director in making decisions on important management matters and supervising the execution of business, and the Company has judged that he is a suitable candidate for Director to realize the sustainable growth of the Group.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	<p>Akihiko Hara (August 22, 1963)</p> <p>Reappointment</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 100% (13/13)</p> <p>Male</p>	<p>Aug. 1985 Joined the Company</p> <p>Mar. 2007 Operating Director of Electronic Components & Devices Div. of Connector Unit of the Company</p> <p>Jan. 2012 Operating Director of Electronic Components & Devices Div. of I-PEX Unit of the Company</p> <p>Mar. 2012 Director and Operating Director of Electronic Components & Devices Div. of I-PEX Unit of the Company</p> <p>Jan. 2017 Director and Deputy Chief I-PEX Unit Officer of the Company</p> <p>Jan. 2019 Director and Chief Connector Unit Officer of the Company</p> <p>Apr. 2020 Senior Vice President and Chief Connector Unit Officer of the Company</p> <p>Jan. 2021 Senior Vice President and Operating Director of Electronic Components & Devices Div. of the Company</p> <p>Jan. 2022 Director, Managing Executive Officer, and Operating Director of Electronic Components & Devices Div. of the Company</p> <p>Jan. 2024 Director, Senior Vice President, Electronic Components and Devices Division & Equipment Division of the Company (to present)</p>	9,300
<p>[Reasons for nomination as candidate for Director]</p> <p>Akihiko Hara has a wealth of experience and knowledge gained through overseeing production operations as Operating Director of Electronic Components & Devices Div. Since January 2022, he has demonstrated his management skills as Director and Senior Vice President. He has also sufficiently fulfilled his role as a Director in making decisions on important management matters and supervising the execution of business, and the Company has judged that he is a suitable candidate for Director to realize the sustainable growth of the Group.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p>Reiji Konishi (September 1, 1971)</p> <p>Reappointment</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 100% (13/13)</p> <p>Male</p>	<p>July 1996 Joined the Company</p> <p>Dec. 2003 Seconded to I-PEX Co., Ltd. (currently the Company)</p> <p>Jan. 2014 General Manager of Marketing Dept. of Sales Div. of I-PEX Unit of the Company</p> <p>Jan. 2017 Marketing Div. Director of the Company</p> <p>Jan. 2018 Executive Officer and Marketing Div. Director of the Company</p> <p>Jan. 2021 Executive Officer and Corporate Planning Director of the Company</p> <p>Mar. 2021 Director and Corporate Planning Director of the Company</p> <p>Jan. 2022 Director, Executive Officer, and Corporate Planning Div. Director of the Company</p> <p>Apr. 2023 Director, Managing Executive Officer, and Corporate Planning Div. Director of the Company</p> <p>Jan. 2024 Director, Senior Vice President, Corporate Planning Department & Intellectual Property and Legal Department of the Company (to present)</p>	101,900
<p>[Reasons for nomination as candidate for Director]</p> <p>Reiji Konishi has a wealth of experience and knowledge gained as the person in charge of the Sales Department and Corporate Planning Department. Since April 2023, he has demonstrated his skills in business development as a Director and Senior Vice President. He has also sufficiently fulfilled his role as a Director in making decisions on important management matters and supervising the execution of business, and the Company has judged that he is a suitable candidate for Director to realize the sustainable growth of the Group.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	<p>Atsushi Yasuoka (November 27, 1965)</p> <p>Reappointment</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 100% (13/13)</p> <p>Male</p>	<p>May 2005 Joined I-PEX Co., Ltd. (currently the Company)</p> <p>May 2007 General Manager of International Business Dept. of Sales Div. of I-PEX Co., Ltd.</p> <p>Jan. 2012 Joined the Company General Manager of International Business Dept. of Sales Div. of I-PEX Unit of the Company</p> <p>Apr. 2013 Sales Div. Director of I-PEX Unit of the Company</p> <p>Jan. 2015 Executive Officer and Sales Div. Director of I-PEX Unit of the Company</p> <p>Jan. 2019 Executive Officer and Sales Div. Director of Sales Div. of the Company</p> <p>Jan. 2021 Executive Officer and Sales Div. Director of the Company</p> <p>May. 2023 Director, Vice President, Sales Div. Director of the Company</p> <p>Jan. 2024 Director, Vice President, Sales Division of the Company (to present)</p>	3,500
<p>[Reasons for nomination as candidate for Director]</p> <p>Atsushi Yasuoka has a wealth of experience and knowledge gained through overseeing sales activities in Japan and abroad as the person in charge of Sales Div. Since March 2023, he has demonstrated his skills in business development as a Director and Vice President. He has also sufficiently fulfilled his role as a Director in making decisions on important management matters and supervising the execution of business, and the Company has judged that he is a suitable candidate for Director to realize the sustainable growth of the Group.</p>			

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers costs, etc. for compensation for damages or litigation incurred by insured persons in connection to the execution of their duties. However, the Company take measures to ensure that execution of duties by directors and officers does not cease to be appropriate by excluding, from compensation, damages done to a director or officer who committed a criminal act deliberately.
The candidates will be included as insured persons in the insurance policy, and the Company plans to renew the insurance policy. The Company will bear the full amount of the insurance fees.

Proposal No. 4 Election of Two (2) Directors Who Are Audit & Supervisory Committee Members

In seeking to increase the number of Directors who are Audit & Supervisory Committee Members by two in order to strengthen its auditing system, the Company proposes the election of two (2) Directors who are Audit & Supervisory Committee Members contingent upon the approval and adoption of Proposal No. 2 “Partial Amendments to the Articles of Incorporation” as originally proposed.

In addition, the consent of the Audit & Supervisory Committee has been obtained for this proposal.

Candidates for the role of Director who is an Audit & Supervisory Committee Member are as follows:

Candidate No.	Name	Gender	Current positions and responsibilities at the Company	Attendance at meetings of the Board of Directors in the fiscal year under review	Attendance at meetings of the Audit & Supervisory Committee in the fiscal year under review
1	<div style="display: flex; align-items: center;"><div style="border: 1px solid black; padding: 2px; margin-right: 10px;">New candidate</div><div style="margin-right: 10px;">Outside Director</div><div style="margin-right: 10px;">Independent Director</div><div>Emiko Suda</div></div>	Female	—	—	—
2	<div style="display: flex; align-items: center;"><div style="border: 1px solid black; padding: 2px; margin-right: 10px;">New candidate</div><div style="margin-right: 10px;">Outside Director</div><div style="margin-right: 10px;">Independent Director</div><div>Eiko Shiraume</div></div>	Female	—	—	—

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p style="text-align: center;">Emiko Suda (December 27, 1959)</p> <p style="text-align: center;">New candidate Candidate for Outside Director Independent Director</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review —</p> <p>Attendance at meetings of the Audit & Supervisory Committee in the fiscal year under review —</p> <p style="text-align: center;">Female</p>	<p>Sept. 1983 Joined Nihon Radiator Co., Ltd. (currently Marelli Corporation)</p> <p>Apr. 2000 Sales Division of Calsonic Kansei Corporation (currently Marelli Corporation)</p> <p>Apr. 2008 Vice President of Sales Division of Calsonic Kansei Corporation (currently Marelli Corporation)</p> <p>Apr. 2012 Vice President of Sales Division of Calsonic Kansei Corporation (currently Marelli Corporation) and Part-time Director of CK SALES Co., Ltd. (currently Marelli Aftersales Co., Ltd.)</p> <p>Apr. 2017 Vice President of Sales Division of Calsonic Kansei Corporation (currently Marelli Corporation) and Representative Director and President of CK SALES Co., Ltd. (currently Marelli Aftersales Co., Ltd.)</p> <p>Oct. 2019 Vice President of Sales Division of Marelli Corporation and Representative Director and President of Marelli Aftersales Co., Ltd. (to present)</p> <p>[Significant concurrent positions outside the Company] Vice President of Sales Division of Marelli Corporation Representative Director and President of Marelli Aftersales Co., Ltd. (Resignation from each of the aforementioned positions is slated for March 31, 2024)</p>	—
<p>[Reasons for nomination as candidate for outside Director who is an Audit & Supervisory Committee Member] The Company has judged that Emiko Suda is a suitable candidate for outside Director who is an Audit & Supervisory Committee Member because she is expected to supervise and audit the execution of business in an appropriate and fair manner, given her keen insight and extensive knowledge based on her wealth of experience in the automotive parts industry over many years.</p>			

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p>Eiko Shiraume (January 29, 1967)</p> <p>New candidate</p> <p>Candidate for Outside Director Independent Director</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review —</p> <p>Attendance at meetings of the Audit & Supervisory Committee in the fiscal year under review —</p> <p>Female</p>	<p>Apr. 1987 Joined The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)</p> <p>Sept. 1991 Joined Aso Juku Educational Foundation</p> <p>Jan. 2000 Established Le reve, Representative (to present)</p> <p>June 2006 Outside Audit & Supervisory Board Member of Biz Navi & Company, Inc.</p> <p>Apr. 2012 Retired from Biz Navi & Company, Inc. (to present)</p> <p>[Significant concurrent positions outside the Company] Representative of Le reve</p>	—
<p>[Reasons for nomination as candidate for outside Director who is an Audit & Supervisory Committee Member]</p> <p>Although Eiko Shiraume has not been involved in corporate management in the past other than by means of serving as an Outside Audit & Supervisory Board Member in the past, the Company has judged that Eiko Shiraume is a suitable candidate for outside Director who is an Audit & Supervisory Committee Member because she is expected to supervise and audit the execution of business in an appropriate and fair manner, given her keen insight and extensive knowledge gained through the consulting activities involving human resources development and corporate culture transformation over many years.</p>			

- Notes:
1. Emiko Suda serves as Vice President of the Sales Division of Marelli Corporation and Representative Director and President of Marelli Aftersales Co., Ltd. While there are transactional relationships between the Group and the Marelli Group, the monetary sizes of the transactions account for less than 1% of the consolidated net sales of both the Group and the Marelli Group. As neither amount exceeds 2% of the consolidated net sales stipulated in the Company's "Independence Standards for Outside Directors," the Company has judged that this does not impact her independence. Emiko Suda is slated to resign from her positions as both Vice President of the Sales Division of Marelli Corporation and Representative Director and President of Marelli Aftersales Co., Ltd., effective March 31, 2024.
 2. There is no special interest between Eiko Shiraume and the Company.
 3. Emiko Suda and Eiko Shiraume are new candidates for Outside Director.
 4. If the election of Emiko Suda and Eiko Shiraume is approved, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company plans to enter into an agreement with them to limit their liability for damages as prescribed in Article 423, paragraph (1) of the same Act.
The maximum amount of liability for damages under this agreement is the amount provided for under laws and regulations.
 5. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers costs, etc. for compensation for damages or litigation incurred by insured persons in connection to the execution of their duties. However, the Company take measures to ensure that execution of duties by directors and officers does not cease to be appropriate by excluding, from compensation, damages done to a director or officer who committed a criminal act deliberately. The candidates will be included as insured persons in the insurance policy, and the Company plans to renew the insurance policy. The Company will bear the full amount of the insurance fees.
 6. Emiko Suda and Eiko Shiraume meet the requirements for independent officers based on the regulations of Tokyo Stock Exchange, Inc. The Company plans to designate them as independent officers upon the approval of their appointment.

[Reference] Composition of the Board of Directors After Election and Skill Matrix

If Proposal 3 and Proposal 4 are approved and adopted at this general meeting as originally proposed, the Board of Directors of the Company will consist of five (5) internal Directors and five (5) Outside Directors (including two (2) women), and the proportion of Independent Outside Directors on the Board of Directors will be one-half or higher (five out of ten persons). In addition, the specialties and experiences that will be particularly expected of each Director are as follows.

At this point in time, the Company has selected and determined knowledge and experience related to the business characteristics and issues of the Company as skills that it particularly expects of Directors in order to achieve its management strategies, as shown in the table below. Through each Director having a good balance of these skills, and based also on the perspective of ensuring diversity and securing an appropriate number of members, the Company will endeavor to ensure that the Board of Directors as a whole has a composition that enables it to demonstrate effectiveness.

(Reference) Skills Matrix

Name	Audit & Supervisory Committee	Outside	Independent Officer	Gender	Specialties and experiences particularly expected						
					Management of corporate operations	Global experience	Finance, accounting, and Legal affairs	Sales and marketing	Manufacturing and development	Governance	Human resources development
Takaharu Tsuchiyama			-	M	●			●	●		
Kenji Ogata			-	M	●			●	●		
Akihiko Hara			-	M	●				●		
Reiji Konishi			-	M	●	●	●	●			
Atsushi Yasuoka			-	M	●	●		●			
Junichi Hashiguchi	○	○	○	M	●	●		●		●	
Shuji Niwano	○	○	○	M	●		●			●	
Yoichi Wakasugi	○	○	○	M			●			●	
Emiko Suda (*)	○	○	○	F	●			●		●	●
Eiko Shiraume (*)	○	○	○	F						●	●

Notes:1 The list above is not intended to show all specialties and experiences of the Directors.

2 Person marked with an asterisk (*) is a new candidate for Director.

Definitions of Each Skill

Skill	Skill definitions
Management of corporate operations	Experience being involved in making significant in-house decisions as a corporate executive
Global experience	Experience working abroad or knowledge of international business environments
Finance, accounting, and Legal affairs	Knowledge or experience in finance and accounting, and legal affairs in corporate business management
Sales and marketing	Experience in planning and implementing sales and marketing strategies
Manufacturing and development	Knowledge or experience in manufacturing or research and development in the manufacturing industry
Governance	Knowledge or experience in risk management and corporate ethics
Human resources development	Knowledge or experience in human resources education and development

[Reference] Independence Standards for Outside Directors

The Company has established its Independence Standards for Outside Directors to serve in addition to independence criteria stipulated by financial instruments exchanges. Under the standards, the Company deems that an Outside Director is independent upon having confirmed that none of the following descriptions apply to him or her.

Independence Standards for Outside Directors (Overview)

1. a person to whom the Company is a major business partner^{(*)i} or an executive thereof (supplier relationships);
2. a major business partner^{(*)i} of the Company or an executive thereof (customer relationships);
3. a consultant, accounting professional, or legal professional who receives a significant amount^{(*)ii} of money or other such property other than officer remuneration from the Company
(If the party receiving such property is a corporation, partnership or other such entity, then a person belonging to such entity);
4. a person to whom 1, 2, or 3, above, has been applicable recently (within the past 3 years immediately prior to assuming his or her position);
5. a person to whom any of the following (A) to (C) has been applicable within the last 10 years prior to he or she having assumed his or her position:
 - (A) an executive or non-executive director of the Company;
 - (B) an auditor of the Company (applicable only when outside auditor is designated as an independent officer);
 - (C) an executive of a subsidiary or sister company of the Company;
6. a close relative^{(*)iii} of a person to whom any of the following (A) to (F) is applicable (excluding persons that are not material);
 - (A) an accounting advisor of the Company (including an employee who presumably performs duties of an accounting advisor if such accounting advisor is a corporation; the same applies hereinafter);
 - (B) an executive of a subsidiary of the Company;
 - (C) a non-executive director or accounting advisor of a subsidiary of the Company;
 - (D) an executive or non-executive Director of the Company;
 - (E) an executive of a sister company of the Company;
 - (F) a person to whom any of the preceding items have recently applied;
7. a major shareholder of the Company^{(*)iv} (if such major shareholder is a corporation, then this refers to such corporation's executives, etc. (persons who are executives or formerly served as executives));
8. an executive of a company with which the Company shares a corporate officer;
9. a person who executes business of an entity that receives a significant amount of donations or grants^{(*)v} from the Company.

*i. Major business partner refers to a business partner of the Company whose annual transactions exceed 2% of either the Company's consolidated net sales or the counterparty's consolidated net sales.

*ii. Significant amount refers to an amount of consideration received from the Company exceeding 10 million yen annually for individuals and exceeding 2% of the consolidated net sales of such corporation in the case of legal entities.

*iii. Close relative refers to the individual's spouse, relatives within the second degree of kinship, and cohabiting relatives. In that context, recently means within the last 3 years.

*iv. Major shareholder refers to those shareholders whose holdings of stock exceed 10% of the number of shares issued and outstanding as of the end of the fiscal year.

*v. Entity that receives a significant amount of donations or grants refers to an entity that receives from the Company donations or grants exceeding 10 million yen annually.