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Securities code: 5191

May 28, 2024

(Date of commencement of electronic provision measures: May 23, 2024)

To Shareholders with Voting Rights:

Kazushi Shimizu
President and Chief Executive Officer
Sumitomo Riko Company Limited
1, Higashi 3-chome, Komaki, Aichi, Japan

**CONVOCATION NOTICE FOR
THE 136TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We wish to inform you that the 136th Ordinary General Meeting of Shareholders of Sumitomo Riko Company Limited (the “Company”) will be held for the purposes as described below.

Upon convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures as “Convocation Notice for the 136th Ordinary General Meeting of Shareholders” on the following Company’s website. Please access the website to view the information.

The Company’s website:

<https://www.sumitomoriko.co.jp/english/ir/meeting.html>

In addition to the website shown above, the Company also has posted this information on the following websites.

Website for the materials of the general meeting of shareholders (in Japanese only)

<https://s.srdb.jp/5191/>

TSE website (Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Please access the above website and enter the Company name in the “Issue name (company name)” field or our securities code in the “Code” field, and click on “Search” to find results. Then, click on “Basic information” and “Documents for public inspection/PR information” to view the information.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:15 p.m. on Wednesday, June 19, 2024, Japan standard time.

- 1. Date and Time:** Thursday, June 20, 2024, at 10:00 a.m. Japan standard time
- 2. Place:** Hall, 3F, JP TOWER NAGOYA Hall & Conference at
1-1 Meieki 1-chome, Nakamura-ku, Nagoya, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. Business Report, Consolidated Financial Statements for the Company's 136th Fiscal Year (April 1, 2023–March 31, 2024) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 136th Fiscal Year (April 1, 2023–March 31, 2024)
- Matters to be resolved:**
- First Item:** Appropriation of Surplus
- Second Item:** Election of Eight (8) Directors
- Third Item:** Election of Three (3) Audit & Supervisory Board Members
- Fourth Item:** Payment of Bonuses to Directors

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. In accordance with the provisions of the Articles of Incorporation of the Company, in the case of the exercise of voting rights by proxy, the proxy must present a document evidencing the authority of the proxy (letter of attorney, etc.) to act as such. (A form of a letter of attorney is available in the Investor Relations section on the Company's website at <https://www.sumitomoriko.co.jp/> (in Japanese only))

Among the matters subject to electronic provision measures, the following matters will not be provided in the paper copy to shareholders who made a request for delivery of documents in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company. The Audit & Supervisory Board Members and Accounting Auditor have audited the documents to be audited, including the following matters.

- Consolidated Statements of Changes in Equity and Notes to Consolidated Financial Statements
- Non-consolidated Statements of Changes in Equity and Notes to Non-consolidated Financial Statements

Should matters subject to the electronic provision measures require revisions, the revisions will be posted on the respective websites where the matters are posted.

Reference Documents for the General Meeting of Shareholders

Agenda Items and References

First Item: Appropriation of Surplus

With regard to the year-end dividend for the 136th fiscal year, in consideration of the business results for this fiscal year, future business development, and other matters, the Company proposes to distribute in the amount of twenty-eight (28) yen per share.

1. Type of properties to be distributed
Cash
2. Matters concerning the allocation of properties to be distributed and the total amount thereof
Twenty-eight (28) yen per share of common stock of the Company
Total amount: 2,907,090,060 yen
3. Effective date of distribution of surplus
June 21, 2024

Second Item: Election of Eight (8) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of eight (8) Directors (including three (3) Outside Directors).

The candidates for Directors are as follows.

[Reference] The list of candidates for Directors

No.	Name	Current positions and responsibilities at the Company (as of May 23, 2024)	Attendance at the Board of Directors meetings (for fiscal year 2023)
1	Kazushi Shimizu [Reappointment]	Representative Director President and Chief Executive Officer Chairperson of CSR Sustainability Committee Chairperson of Risk Management Committee	15/15
2	Shinichi Waku [Reappointment]	Director Managing Executive Officer Officer responsible for Production Function Headquarters, Quality Assurance Headquarters, and Information Systems Chairperson of Quality Committee	14/15
3	Hideo Yamane [Reappointment]	Director Managing Executive Officer Officer responsible for Legal, Public Relations and Investor Relations, Human Resources and General Affairs Headquarters, Accounting and Finance Division, and Corporate Planning Chairperson of Compliance Committee	15/15
4	Hideyoshi Yasuda [Reappointment]	Director Managing Executive Officer Officer responsible for Automotive Business Headquarters, Automotive Products Global Sales Headquarters and Global Purchasing Headquarters	12/12
5	Katsuhisa Yano [Reappointment]	Director Managing Executive Officer Officer responsible for Industrial Products Business Headquarters	12/12
6	Masaaki Iritani [Reappointment] [Outside] [Independent]	Outside Director (Lead Independent Director) Chairperson of Nomination and Remuneration Committee	15/15
7	Shigeru Hanagata [Reappointment] [Outside] [Independent]	Outside Director Chairperson of Governance Committee	15/15
8	Mariko Miyagi [Reappointment] [Outside] [Independent]	Outside Director	15/15

[Reappointment]: Reappointment candidate; [Outside]: Outside Director candidate; [Independent]: Candidate for Independent Director as provided for by the financial instruments exchanges

(Note)

The attendance of candidates Hideyoshi Yasuda and Katsuhisa Yano at the Board of Directors meetings covers meetings held after they assumed office as Directors on June 15, 2023.

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
1	Kazushi Shimizu (June 29, 1961)	<p>April 1984 Joined Sumitomo Electric Industries, Ltd. (SEI)</p> <p>October 2001 Seconded to ADVICS CO., LTD.</p> <p>February 2007 General Manager of Electrical System Sales Dept. 1, Toyoda Branch of SEI</p> <p>April 2010 General Manager of Chubu District Sales Dept., Automotive Business Unit of SEI</p> <p>June 2013 Executive Officer, Deputy General Manager of Automotive Business Unit of SEI</p> <p>June 2016 Managing Executive Officer of SEI Audit & Supervisory Board Member of ADVICS CO., LTD.</p> <p>April 2018 Senior Managing Executive Officer of the Company</p> <p>April 2019 President of Automotive Anti-Vibration Products Business Headquarters, Chairperson of Social Contributions Committee of the Company</p> <p>June 2019 Representative Director of the Company (current)</p> <p>June 2019 Executive Vice President of the Company</p> <p>June 2020 Chairperson of CSR Committee of the Company</p> <p>June 2020 President and Chief Executive Officer, Chairperson of Risk Management Committee of the Company (current)</p> <p>June 2021 President of Automotive Business Headquarters of the Company</p> <p>July 2021 Chairperson of CSR Sustainability Committee of the Company (current)</p>	10,000
<p>[Reasons for selection as a candidate for Director]</p> <p>As President and Chief Executive Officer of the Company, Mr. Kazushi Shimizu demonstrated his skills in structural reforms and strengthening of the fundamentals to achieve the Group's growth. Additionally, serving as the Chairperson of CSR Sustainability Committee, he has led positive promotion activities for SDGs including climate change and initiatives for respect for human rights. The Company believes that his wealth of experience in and deep insight into management and business operations make him a suitable person for the position of Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
2	Shinichi Waku (February 27, 1962)	<p>April 1985 Joined the Company</p> <p>June 2003 General Manager of Production Engineering Department, Chemical and Plastic Products Production Headquarters, Chemical and Plastic Products Business Unit of the Company</p> <p>June 2007 General Manager of Chemical and Plastic Products Production Headquarters, Chemical and Plastic Products Business Unit of the Company</p> <p>April 2013 General Manager of Chemical and Plastic Products Business Unit, IT and Electronics Industries Business Headquarters of the Company</p> <p>June 2014 Executive Officer of the Company</p> <p>January 2018 President of Electronics Industries Business Headquarters of the Company</p> <p>June 2019 Managing Executive Officer of the Company (current)</p> <p>April 2020 General Manager of MONOZUKURI Research and Development Laboratories of the Company</p> <p>April 2020 General Manager of Production Function Headquarters of the Company (current)</p> <p>June 2020 Chairperson of Safety and Health Committee of the Company</p> <p>June 2020 Director, Chairperson of Quality Committee, General Manager of Quality Assurance Headquarters of the Company (current)</p>	13,353
<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Shinichi Waku achieved substantial results in global development and structural reform of the electronics industries business as the President of the Electronics Industries Business Headquarters of the Company. After that, he has been overseeing the strengthening of the entire Group's production functions and initiatives to achieve carbon neutrality as the General Manager of the Production Function Headquarters. He is also demonstrating his skills in building and improving the quality assurance system of the Company as the General Manager of the Quality Assurance Headquarters. The Company believes that his wealth of experience in and deep insight into management and business operations make him a suitable person for the position of Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
3	Hideo Yamane (November 21, 1961)	<p>April 1984 Joined Sumitomo Electric Industries, Ltd. (SEI)</p> <p>July 2005 President of Sumitomo Electric Finance U.S.A., Inc.</p> <p>January 2014 Deputy General Manager of Accounting Department of SEI</p> <p>April 2015 Trustee and Manager of A.L.M.T. Corp.</p> <p>June 2016 Director and Manager of A.L.M.T. Corp.</p> <p>June 2019 Managing Director of A.L.M.T. Corp.</p> <p>June 2020 Managing Executive Officer of the Company (current)</p> <p>June 2021 General Manager of Accounting and Finance Division of the Company (current)</p> <p>June 2022 Director, Chairperson of Compliance Committee of the Company (current)</p> <p>[Significant concurrent position] President of Sumitomo Riko (Asia Pacific) Ltd.</p>	8,276
<p>[Reasons for selection as a candidate for Director]</p> <p>As the General Manager of Accounting and Finance Division of the Company, Mr. Hideo Yamane has played a leading role in the optimization of financial management throughout the Group globally. Additionally, serving as an officer responsible for Legal, Public Relations and Investor Relations, Human Resources and General Affairs Headquarters, and Corporate Planning, he has played a leading role in establishing a management system capable of effectively responding to management risks in the rapidly changing business environment. The Company believes that his wealth of experience in and deep insight into management and business operations make him a suitable person for the position of Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
4	Hideyoshi Yasuda (March 31, 1962)	January 1990 Joined the Company February 2007 Co-General Manager of Lamination Business Unit of the Company April 2010 President of Tokai Rubber (Jiaxing) Co., Ltd. June 2016 Executive Officer of the Company June 2017 President of Automotive Products Global Sales Headquarters No.1 of the Company June 2019 Managing Executive Officer of the Company (current) June 2020 President of Automotive Products Global Sales Headquarters of the Company June 2022 General Manager of Global Purchasing Headquarters of the Company (current) June 2023 Director, President of Automotive Business Headquarters of the Company (current) [Significant concurrent position] Chairperson of Sumitomo Riko (China) Co., Ltd.	3,309
<p>[Reasons for selection as a candidate for Director]</p> <p>After serving as the President of a subsidiary in China and President of Automotive Products Global Sales Headquarters, Mr. Hideyoshi Yasuda has contributed to enhancing the Company's performance as the President of Automotive Business Headquarters, and General Manager of Global Purchasing Headquarters of the Company. The Company believes that his wealth of experience in and deep insight into management and business operations make him a suitable person for the position of Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
5	Katsuhisa Yano (November 1, 1962)	<p>April 1985 Joined the Company</p> <p>January 2010 General Manager of Automotive Anti-Vibration Products Engineering Headquarters, Automotive Anti-Vibration Products Business Unit of the Company</p> <p>April 2013 General Manager of Automotive Anti-Vibration Products Business Unit, Automotive Anti-Vibration Business Headquarters of the Company</p> <p>March 2014 Executive Officer of the Company</p> <p>June 2017 President of Sumitomo Riko America, Inc. Chairperson of SumiRiko Tennessee, Inc. Chairperson of SumiRiko Ohio, Inc. President of SumiRiko Technical Center America, Inc.</p> <p>June 2017 Managing Executive Officer of the Company (current)</p> <p>June 2021 Vice President of Automotive Business Headquarters, Vice President of Automotive Anti-Vibration Business Headquarters of the Company</p> <p>June 2023 Director, General Manager of Industrial Products Business Headquarters of the Company (current)</p> <p>[Significant concurrent position] Chairperson of TRFH Co., Ltd..</p>	4,279
<p>[Reasons for selection as a candidate for Director]</p> <p>As the President of subsidiaries in the U.S., the Vice President of Automotive Business Headquarters, and the Vice President of Automotive Anti-Vibration Business Headquarters of the Company, Mr. Katsuhisa Yano has made a successful track record in structural reforms to improve the constitution of the businesses under his purview. Currently, as the General Manager of Industrial Products Business Headquarters, he is spearheading the global expansion and profitability improvement initiatives of the business. The Company believes that his wealth of experience in and deep insight into management and business operations make him a suitable person for the position of Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
6	Masaaki Iritani (January 4, 1950) [Outside Director] [Independent Director]	April 1976 Registered as Attorney (Iritani Law Firm) (current) June 2006 Outside Audit & Supervisory Board Member of the Company April 2008 President of Aichi Bar Association June 2011 Outside Director of the Company (current) July 2016 Chairperson of Aichi Prefectural Public Safety Commission February 2019 Chairperson of Nomination and Remuneration Committee of the Company (current) July 2019 Chairperson of Aichi Prefectural Personnel Commission Office (current) [Significant concurrent positions] President of Iritani Law Firm Chairperson of Aichi Prefectural Personnel Commission Office Outside Director of CHUOSEISAKUSHO, LTD. (Audit & Supervisory Committee Member) Outside Director of AIPHONE CO., LTD. Outside Audit & Supervisory Board Member of Toyo Logistics Co., Ltd.	23,279
<p>[Reasons for selection as a candidate for Outside Director and expected roles]</p> <p>Mr. Masaaki Iritani is a specialist in corporate legal affairs and has served as the President of the Aichi Bar Association and Chairperson of the Aichi Prefectural Personnel Commission Office. He has a distinguished track record encompassing diverse fields. Moreover, with his wealth of experience and deep insight as an attorney, he is expected to facilitate dialogue between Outside Directors, management, and stakeholders including shareholders as a lead Independent Director, and to contribute to ensuring objective and transparent procedures as the Chairperson of the Nomination and Remuneration Committee of the Company. Accordingly, the Company believes that he is a suitable person for the position of Director of the Company. There was or is no risk of conflict of interest arising between Mr. Iritani and general shareholders, and thus the Company intends to continue his appointment as Independent Director.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
7	Shigeru Hanagata (October 31, 1950) [Outside Director] [Independent Director]	April 1973 Joined Mitsui & Co., Ltd. October 1989 President of Mitsui Machinery Sales (U.K.) Ltd. January 1996 President of Subaru Italia S.p.A. February 1999 General Manager of Headquarters Automobile Division No. 2 of Mitsui & Co., Ltd. April 2004 Deputy General Manager of Headquarters Machinery Business Unit of Mitsui & Co., Ltd. April 2006 Executive Officer of Mitsui & Co., Ltd April 2007 General Manager of Automobile Business Unit of Mitsui & Co., Ltd. April 2009 Managing Executive Officer, General Manager of Chubu Office of Mitsui & Co., Ltd. June 2014 Outside Director of the Company (current) June 2019 Chairperson of Governance Committee of the Company (current)	12,304
<p>[Reasons for selection as a candidate for Outside Director and expected roles] Mr. Shigeru Hanagata served for many years as an Executive Officer of a listed company operating worldwide and has a distinguished track record in corporate management and business operations in Japan and abroad. Moreover, with his wealth of experience and deep insight, he is expected to contribute to the establishment and improvement of corporate and group governance structures of the Group as the Chairperson of the Governance Committee of the Company. Accordingly, the Company believes that he is a suitable person for the position of Director of the Company. There was or is no risk of conflict of interest arising between Mr. Hanagata and general shareholders, and thus the Company intends to continue his appointment as Independent Director.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
8	Mariko Miyagi (December 19, 1947) [Outside Director] [Independent Director]	<p>April 1971 Clinical psychologist, Psychiatric Department of Seibo Hospital</p> <p>April 1991 Professor of Faculty of Management Information of SANNO University</p> <p>August 1997 Visiting Research Fellow of The California State University Graduate School of Education</p> <p>April 2002 Professor of Department of Clinical Psychology, Faculty of Psychology of Risscho University</p> <p>April 2008 Professor of Faculty of Lifelong Learning and Career Studies of Hosei University; Professor of Hosei University Graduate School of Career Studies</p> <p>April 2011 Head of Hosei University Career Center</p> <p>April 2012 Director of the Japanese Society for the Study of Career Education (JSSCE)</p> <p>October 2012 Chairperson of Japanese Association of Industrial Counseling (currently Japanese Association of Career Counseling, JACC)</p> <p>April 2015 Dean of Hosei University Graduate School of Career Studies, Lecturer of Social Psychology of Risscho University Graduate School of Psychology</p> <p>April 2015 Honorary Chairperson of JACC (current)</p> <p>April 2018 President of Career Psychology Research Center (current)</p> <p>June 2018 Outside Director of the Company (current)</p> <p>[Significant concurrent positions] President of Career Psychology Research Center Director of ORIX Miyauchi Foundation Auditor of Ferris Jogakuin Honorary Chairperson of JACC</p>	0
<p>[Reasons for selection as a candidate for Outside Director and expected roles] Ms. Mariko Miyagi previously served as the Professor of the Faculty of Lifelong Learning and Career Studies of Hosei University, Dean of Hosei University Graduate School of Career Studies and in other positions, and has achieved outstanding results in the field of psychology and career design theory. With her wealth of experience in and deep insight into the practice of clinical psychology, education research, and organizational management, she is expected to contribute to promoting the enhancement of the working environment for employees and diversity management as a Member of CSR Sustainability Committee of the Company. Accordingly, the Company believes that she is a suitable person for the position of Director of the Company. There was or is no risk of conflict of interest arising between Ms. Miyagi and general shareholders, and thus the Company intends to continue her appointment as Independent Director.</p>			

(Notes)

- 1: Of the candidates for Directors, responsibilities of those who currently serve as Director are described in the Business Report.
- 2: Mr. Masaaki Iritani, Mr. Shigeru Hanagata, and Ms. Mariko Miyagi, who are candidates for Directors, are candidates for Outside Directors.
- 3: Mr. Masaaki Iritani, a candidate for Outside Director, is the President of Iritani Law Firm, but there are no special interests between him and the Company.
- 4: Ms. Mariko Miyagi, a candidate for Outside Director, is the President of Career Psychology Research Center, but there are no special interests between her and the Company.
- 5: Mr. Masaaki Iritani, a candidate for Outside Director, will have served as an Outside Director of the Company for thirteen (13) years at the conclusion of this General Meeting of Shareholders.
- 6: Mr. Shigeru Hanagata, a candidate for Outside Director, will have served as an Outside Director of the Company for ten (10) years at the conclusion of this General Meeting of Shareholders.
- 7: Ms. Mariko Miyagi, a candidate for Outside Director, will have served as an Outside Director of the Company for six (6) years at the conclusion of this General Meeting of Shareholders.
- 8: The Company has entered into an agreement with each of the candidates for Outside Director, namely, Mr. Masaaki Iritani, Mr. Shigeru Hanagata, and Ms. Mariko Miyagi, to limit their liability to the minimum amount of liability pursuant to Article 427, Paragraph 1 of the Companies Act.
- 9: To be considered independent, Outside Directors of the Company must satisfy the independence standards prescribed by the financial instruments exchanges. In addition, Outside Directors are required to have a wealth of experience and knowledge and profound insight concerning corporate management and/or a specialized field such as legal affairs and

accounting so that they can vigorously offer constructive recommendations and proposals about the Company's management issues.

- 10: The Company has concluded a directors and officers liability insurance contract with an insurance company that insures all Directors. The insurance covers damages caused as a result of the insured Directors assuming liability regarding the execution of their duties or receiving claims pertaining to such liability. However, there are certain exemptions; for example, any damage caused by intent or gross negligence shall not be covered. If the candidates are appointed as Directors, each of them will be insured under the insurance contract, which is to be renewed during their terms of office.

Third Item: Election of Three (3) Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Mr. Takehiro Ohashi, Ms. Aiko Sekine, and Mr. Hakaru Hyakushima will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of three (3) Audit & Supervisory Board Members.

The Audit & Supervisory Board has given its approval to this proposal.

The candidates for Audit & Supervisory Board Members are as follows.

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
1	Takanobu Nanno October 22, 1958 [New candidate]	<p>April 1984 Joined the Company</p> <p>July 2010 President of TRI (Poland) Sp. z o. o. (currently, SumiRiko Poland Sp. z o. o.)</p> <p>June 2015 Managing Executive Officer and Chairperson of Social Contributions Committee of the Company</p> <p>June 2016 President of Automotive Products Global Sales Headquarters of the Company</p> <p>April 2017 Chief Executive Officer of Sumitomo Riko Europe GmbH</p> <p> President of Automotive Products Global Sales Headquarters No.2 of the Company</p> <p>April 2019 President of Automotive Products China Sales Headquarters of the Company</p> <p>June 2020 General Manager of Industrial Products Business Headquarters of the Company</p> <p>June 2023 Executive Adviser of the Company (current)</p>	11,200
<p>[Reasons for selection as a candidate for Audit & Supervisory Board Member]</p> <p>As our Managing Executive Officer, Mr. Takanobu Nanno has contributed to strengthening the profitability and management base of the Group, holding positions such as President of Automotive Products Global Sales Headquarters or General Manager of Industrial Products Business Headquarters. The Company believes that his wealth of experience within the Group and broad business knowledge make him a suitable person for Audit & Supervisory Board Member of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
2	<p>Hakaru Hyakushima December 20, 1958</p> <p>[Outside Audit & Supervisory Board Member]</p> <p>[Independent Auditor]</p>	<p>April 1981 Joined Ministry of Finance</p> <p>July 1999 Assistant Regional Commissioner of Criminal Investigation Department of Tokyo Regional Taxation Bureau</p> <p>July 2011 Deputy Commissioner of Commissioner's Secretariat of National Tax Agency</p> <p>July 2012 Regional Commissioner of Nagoya Regional Taxation Bureau</p> <p>April 2015 President of Japan Mint</p> <p>April 2018 Deputy Director-General of Minister's Secretariat of Ministry of Finance</p> <p>April 2019 Professor of Department of Management, Faculty of Management of Otemon Gakuin University; Senior Visiting Research Fellow of Policy Research Institute, Ministry of Finance (current)</p> <p>October 2019 Part-time lecturer, Kyoto University School of Government</p> <p>June 2020 Outside Audit & Supervisory Board Member of the Company (current)</p> <p>[Significant concurrent positions]</p> <p>Professor of Department of Management, Faculty of Management of Otemon Gakuin University</p> <p>Part-time lecturer of Kyoto University School of Government</p> <p>Senior Visiting Research Fellow of Policy Research Institute, Ministry of Finance</p> <p>Director of Nara Cultural Exchange Organization</p> <p>Trustee of Kyoto International Conference Center</p> <p>Director of Nara UNESCO Association</p> <p>Director of General Incorporated Foundation Seishokai</p> <p>Outside Director of OSAKA SODA CO., LTD.</p> <p>External Board Director of FUSO CHEMICAL CO., LTD.</p>	0
<p>[Reasons for selection as a candidate for Outside Audit & Supervisory Board Member]</p> <p>Mr. Hakaru Hyakushima has a wealth of experience in the finance and taxation fields through his service as the Assistant Regional Commissioner of the Criminal Investigation Department of the Tokyo Regional Taxation Bureau, Regional Commissioner of the Nagoya Regional Taxation Bureau, President of the Japan Mint, and Deputy Director-General of the Minister's Secretariat of the Ministry of Finance. The Company believes that his wealth of experience and deep insight as an expert in finance and tax affairs make him a suitable person for the position of Audit & Supervisory Board Member of the Company. There was or is no risk of conflict of interest arising between Mr. Hyakushima and general shareholders, and thus the Company intends to continue his appointment as Independent Auditor.</p>			

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
3	Reiko Matsuda February 19, 1961 [New candidate] [Outside Audit & Supervisory Board Member] [Independent Auditor]	October 1986 Joined Minato Audit Corporation (currently, Ernst & Young ShinNihon LLC) March 1990 Registered as a Certified Public Accountant (current) June 2003 Joined Azusa & Co. (currently, KPMG AZSA LLC) June 2006 Partner at Ernst & Young ShinNihon LLC July 2019 Chief Reviewer of Quality Control Committee, Self- Regulation Division, Japanese Institute of Certified Public Accountants (JICPA) July 2022 Technical Director of Self-Regulation Division, JICPA	0
[Reasons for selection as a candidate for Outside Audit & Supervisory Board Member] Ms. Reiko Matsuda has been a certified public accountant for many years and is well versed in financial accounting, having served as a partner at a major audit firm and as the Chief Reviewer of the Quality Control Committee of the Self-Regulation Division of the Japanese Institute of Certified Public Accountants. The Company believes that her wealth of experience and deep insight as an expert in accounting and auditing, internal controls, etc. make her a suitable person for the position of Audit & Supervisory Board Member of the Company. She previously worked for KPMG AZSA LLC, the Company's accounting auditor, but retired from that firm in December 2004. There is no risk of conflict of interest arising between Ms. Matsuda and general shareholders, and thus the Company intends to appoint her as Independent Auditor.			

(Notes)

- 1: Mr. Hakaru Hyakushima and Ms. Reiko Matsuda, who are candidates for Audit & Supervisory Board Members, are candidates for Outside Audit & Supervisory Board Members.
- 2: Mr. Hakaru Hyakushima, a candidate for Outside Audit & Supervisory Board Member, will have served as an Outside Audit & Supervisory Board Member of the Company for four (4) years at the conclusion of this General Meeting of Shareholders.
- 3: The Company has entered into an agreement with Mr. Hakaru Hyakushima, a candidate for Outside Audit & Supervisory Board Member, to limit his liability to the minimum amount of liability pursuant to Article 427, Paragraph 1 of the Companies Act.
- 4: The Company intends to enter into an agreement with Ms. Reiko Matsuda, a candidate for Outside Audit & Supervisory Board Member, to limit her liability to the minimum amount of liability pursuant to Article 427, Paragraph 1 of the Companies Act.
- 5: To be considered independent, Outside Audit & Supervisory Board Members of the Company must satisfy the independence standards prescribed by the financial instruments exchanges. In addition, Outside Audit & Supervisory Board Members are required to have a wealth of experience and knowledge and profound insight concerning corporate management and/or a specialized field such as legal affairs and accounting so that they can vigorously offer constructive recommendations and proposals about the Company's management issues.
- 6: The Company has concluded a directors and officers liability insurance contract with an insurance company that insures all Audit & Supervisory Board Members. The insurance covers damage caused as a result of the insured Audit & Supervisory Board Members' assuming liability regarding the execution of their duties or receiving claims pertaining to such liability. However, there are certain exemptions; for example, any damage caused by intent or gross negligence shall not be covered. If the candidates are appointed as Audit & Supervisory Board Members, each of them will be insured under the insurance contract, which is to be renewed during their terms of office.

[Reference] Skills Matrix of the Company's Board of Directors (from June 20, 2024)

This matrix lists items of expertise and skills for each Director and Audit & Supervisory Board Member based on the management strategy, plans, etc. of the Company. This is not a complete list of skills and professional insights that Directors and Audit & Supervisory Board Members have.

Position	Name	Expertise and Experience					
		Management	Technology development	Manufacturing/ MONOZUKURI	Finance/ Accounting	Legal/ Risk management	Human resources/ Diversity & Inclusion
Representative Director, President and Chief Executive Officer	Kazushi Shimizu	✓	✓				✓
Director, Senior Managing Executive Officer	Shinichi Waku	✓	✓	✓			
Director, Senior Managing Executive Officer	Hideo Yamane	✓			✓	✓	✓
Director, Senior Managing Executive Officer	Hideyoshi Yasuda	✓		✓			✓
Director, Managing Executive Officer	Katsuhisa Yano	✓	✓	✓			
Outside Director	Masaaki Iritani	✓				✓	
Outside Director	Shigeru Hanagata	✓				✓	
Outside Director	Mariko Miyagi	✓					✓
Audit & Supervisory Board Member (full-time)	Hirohisa Maeda	✓			✓	✓	
Audit & Supervisory Board Member (full-time)	Takanobu Nanno	✓	✓	✓			
Audit & Supervisory Board Member (outside)	Hakaru Hyakushima	✓			✓	✓	
Audit & Supervisory Board Member (outside)	Tatsuko Koike	✓				✓	✓
Audit & Supervisory Board Member (outside)	Reiko Matsuda	✓			✓		✓

Fourth Item: Payment of Bonuses to Directors

Taking into consideration the business results for this fiscal year, and in accordance with the recommendation by the Nomination and Remuneration Committee, which is an advisory body to the Board of Directors, the Company proposes to pay bonuses not exceeding 110 million yen to five (5) Directors out of eight (8) Directors, excluding the three (3) Outside Directors, at the end of this fiscal year. The Board of Directors determines the policy on the remuneration of the individual directors and other matters and the outline is stated in the Business Report. This proposal is judged to be appropriate as it is in line with the said policy.