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Securities Code: 6737

May 30, 2024

(Commencement date of measures for provision in electronic format: May 23, 2024)

To Our Shareholders:

Yoshitaka Jitsumori
Chairman & CEO
EIZO Corporation
153 Shimokashiwano, Hakusan,
Ishikawa, Japan

NOTICE OF CONVOCAION OF THE 57TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

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

We extend our deepest sympathy to all those impacted by the seismic events on the Noto Peninsula in Ishikawa Prefecture, Japan on January 1, 2024. We sincerely hope for the earliest possible restoration and recovery of all affected areas.

You are hereby notified that the 57th Ordinary General Meeting of Shareholders of EIZO Corporation (the “Company”) will be held as described below.

In convening the 57th Ordinary General Meeting of Shareholders, the Company has taken electronic provision measures for providing information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. (matters for an electronic provision measure). To review the information, please access one of the following websites on which the information is posted.

[The Company’s website]

<https://www.eizoglobal.com/ir/stock/invitation/> (in English)

<https://www.eizo.co.jp/ir/stock/invitation/> (in Japanese)

[Website containing informational materials for the General Meeting of Shareholders]

<https://d.sokai.jp/6737/teiji/> (in Japanese only)

[Tokyo Stock Exchange (TSE) website (Listed Company Search)]

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

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

Please access the TSE website, and search by “Issue name” (EIZO Corporation) or “Code” (6737), select “Basic information” and then “Documents for public inspection/PR information” to review filed information.

You may exercise your voting rights in writing or via the Internet. Please review the attached “Reference Documents for the General Meeting of Shareholders” and exercise your voting rights no later than 5:15 p.m. on Wednesday, June 19, 2024 (Japan time), following the guidance described on page 3.

Particulars

1. **Date and Time:** Thursday, June 20, 2024, at 10:00 a.m.
(The reception desk opens at 9:15 a.m.)
2. **Place:** Concert Hall, 1st floor, Hakusan City Matto Learning Center
(*Hakusan-shi Matto Gakushu Center*)
305, Furushiro-machi, Hakusan-shi, Ishikawa, Japan
3. **Meeting Agenda:**
 - Items to be reported:**
 1. Business Report, Consolidated Financial Statements and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee for the Company's 57th Fiscal Year (April 1, 2023 - March 31, 2024)
 2. Non-consolidated Financial Statements for the Company's 57th Fiscal Year (April 1, 2023 - March 31, 2024)
 - Item to be resolved:**
 - Proposal 1:** Election of Four (4) Directors (excluding Directors serving as Audit and Supervisory Committee Members)
 - Proposal 2:** Election of Four (4) Directors serving as Audit and Supervisory Committee Members

- * When attending the General Meeting of Shareholders, please submit the Voting Rights Exercise Form sent together with this Notice at the reception desk.
- * Please note that, for this General Meeting of Shareholders, a document containing the matters to be provided electronically (this Notice) will be sent uniformly to all shareholders, regardless of whether or not they have requested the delivery of the document. Pursuant to the provisions of laws and regulations and the Articles of Incorporation of the Company, the following items, among the items to be provided electronically, are not included in the document to be sent. Statements to be audited, including the following items, have been audited by the Accounting Auditor and the Audit and Supervisory Committee.
 - "System to Ensure the Properness of Operations and Overview of Operating Status of the System" on the Business Report
 - "Consolidated Statement of Changes in Equity," and "Notes to Consolidated Financial Statements," on the Consolidated Financial Statements
 - "Non-consolidated Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements" on the Non-consolidated Financial Statements
- * If any revisions should be made to the matters to be provided electronically, they will be announced on each of the websites listed on page 1 with a comparison before and after the revision.
- * An explanatory meeting will be held after the General Meeting of Shareholders to deepen shareholders' understanding of the Company's corporate strategy and business model.
- * Please note that the Company's Directors and staff will be in business casual ("Cool Biz") at the General Meeting of Shareholders.
- * After the General Meeting of Shareholders, the outcomes of resolutions will be posted on the Company's website below.

The Company's website (<https://www.eizo.co.jp/ir/stock/invitation/>)

- * A video recording of the General Meeting of Shareholders will be made available on the Company's website indicated above afterwards (in Japanese only). When viewing the video, please enter the common ID and password for shareholders indicated on the guide sent together with this Notice.

Exercise of Voting Rights:

You may exercise your voting rights through either of the methods described below.

Exercise of your voting rights in writing

Please indicate your votes for or against the proposal on the Voting Rights Exercise Form sent together with this Notice and return the form by mail so that it will arrive no later than 5:15 p.m. on Wednesday, June 19, 2024 (Japan time).

Exercise of your voting rights via the Internet

You can exercise your voting rights either by (1) scanning the QR code shown on the enclosed Voting Rights Exercise Form, or by (2) accessing the website for exercising voting rights (<https://www.web54.net>) and entering the “voting rights exercise code” and “password” shown on the enclosed Voting Rights Exercise Form. Please enter your votes for or against the proposal no later than 5:15 p.m. on Wednesday, June 19, 2024 (Japan time).

- * If you exercise your voting rights in writing and do not indicate your approval or disapproval of the proposal, it shall be deemed that you have voted for the proposal.
- * If you exercise your voting rights both in writing and via the Internet, your vote via the Internet will be considered a valid exercise of voting rights.
- * If you exercise your voting rights multiple times via the Internet, or if you exercise your voting rights both via PC and smartphone, only the most recent vote will be considered a valid exercise of voting rights.

Institutional investors may use the electronic voting platform operated by ICJ, Inc.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Election of Four (4) Directors (excluding Directors serving as Audit and Supervisory Committee Members)

The terms of office of all four (4) Directors (excluding Directors serving as Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders.

Therefore, the election of four (4) Directors (excluding Directors serving as Audit and Supervisory Committee Members) is proposed. With respect to this proposal, the Company has already obtained the opinion of the Audit and Supervisory Committee that all of the candidates for Director are qualified to serve.

The candidates for Director (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

Candidate No.1	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p>Name (Date of birth) Yoshitaka Jitsumori (Mr.) (April 16, 1944)</p> <p style="text-align: center;"><u>Reappointment</u></p> <p>Number of shares of the Company held 150,900 shares</p> <p>Attendance at the Board of Directors meetings 10 out of 10</p>	<p>May 1994 Executive Director June 1995 *Senior Executive Director June 1997 *Executive Vice President June 2001 *President & CEO April 2024 *Chairman & CEO (to present)</p> <p style="text-align: right;">*Representative Director</p> <p>(Significant concurrent positions) Director, Irem Software Engineering Inc. Director, Chairman, EIZO Inc. Board Member, EIZO Nordic AB Board of Administration Member, EIZO AG President & CEO, EIZO Europe GmbH,</p> <hr/> <p>[Reasons for the election of the candidate for Director] As President & CEO, Mr. Yoshitaka Jitsumori has been overseeing the management of EIZO Group based on a wealth of experience, implementing business strategies that leverage the Group's strengths by demonstrating his extensive knowledge and strong leadership, thereby contributing to its enhanced corporate value. He was appointed Chairman & CEO of the Company in April 2024 and the Company expects that he will further contribute to the further growth of the Group by appropriately executing his duties and supervising corporate management as a Director. He has been nominated as a candidate for Director with the above expectations.</p>

Candidate No.2	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p>Name (Date of birth) Masaki Ebisu (Mr.) (October 25, 1970)</p> <p><u>Reappointment</u></p> <p>Number of shares of the Company held 7,056 shares</p> <p>Attendance at the Board of Directors meetings 10 out of 10</p>	<p>April 1993 Joined The Long-Term Credit Bank of Japan, Limited (SBI Shinsei Bank, Limited currently)</p> <p>August 2004 Joined the Company</p> <p>October 2013 Senior Manager, Procurement Dept.</p> <p>October 2016 Operating Officer, Senior Manager, Procurement Dept.</p> <p>October 2018 Operating Officer, Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept.</p> <p>August 2019 Operating Officer, Senior Manager, General Affairs Dept., Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept.</p> <p>April 2020 Operating Officer, Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept.</p> <p>June 2021 Director, Operating Officer, Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept.</p> <p>April 2023 Director, Executive Operating Officer, Senior Manager, Procurement Dept.</p> <p>April 2024 *President & COO (to present)</p>
	<p>*Representative Director</p> <p>(Significant concurrent positions) President & CEO, EIZO MS Corporation, President & CEO, EIZO Support Network Corporation Chairman, EIZO Display Technologies (Suzhou) Co., Ltd.</p>
	<p>[Reasons for the election of the candidate for Director]</p> <p>Mr. Masaki Ebisu has a wealth of extensive experience and knowledge acquired through holding various senior positions in the Departments of Strategic Business Development, Procurement, General Affairs and Accounting & Finance.</p> <p>He was appointed President & COO of the Company in April 2024 and the Company expects that he will further continue to contribute to the further growth of the Group by appropriately performing his duties and supervising management as a Director.</p> <p>He has been nominated as a candidate for Director with the above expectations.</p>

Candidate No.3	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p>Name (Date of birth) Manabu Arise (Mr.) (December 27, 1969)</p> <p><u>Reappointment</u></p> <p>Number of shares of the Company held 8,156 shares</p> <p>Attendance at the Board of Directors meetings 10 out of 10</p>	<p>April 1992 Joined the Company</p> <p>January 2015 Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept.</p> <p>July 2017 Operating Officer, Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept.</p> <p>October 2018 Operating Officer, Senior Manager, Procurement Dept.</p> <p>June 2021 Director, Operating Officer, Senior Manager, Procurement Dept.</p> <p>April 2023 Director, Executive Operating Officer, Senior Manager, Accounting & Finance Dept., Senior Manager, Investor Relations (IR) Dept. (to present)</p> <p>(Significant concurrent positions) President & CEO, EIZO Agency Corporation</p> <p>[Reasons for the election of the candidate for Director] Mr. Manabu Arise has advanced knowledge of accounting and finance and a wealth of experience in an overseas Group company and in the Accounting & Finance and Procurement Departments. He has been nominated as a candidate for Director because the Company expects that he will continue to contribute to the further growth of the Group by appropriately performing his duties and supervising management as a Director.</p>

Candidate No.4	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p>Name (Date of birth) Thomas J. Waletzki (Mr.) (May 13, 1960)</p> <p><u>Reappointment</u></p>	<p>August 1993 Joined the Company</p> <p>August 1999 General Manager, EIZO Inc.</p> <p>April 2001 Executive Vice President & COO, EIZO Inc.</p> <p>April 2003 President & CEO, EIZO Inc. (to present)</p> <p>June 2023 Director (to present)</p> <p>(Significant concurrent positions)</p> <p>President & CEO, EIZO Inc.</p> <p>Board Member, EIZO Rugged Solutions Inc.</p>
<p>Number of shares of the Company held 0 shares</p> <p>Attendance at the Board of Directors meetings 7 out of 7 (since inauguration on June 22, 2023)</p>	<p>[Reasons for the election of the candidate for Director]</p> <p>After engaging in global marketing and product planning in the Overseas Sales and Strategic Business Development Departments of the Company, Mr. Thomas J. Waletzki has been involved in business execution and supervision as a director of EIZO Inc., the Company's group sales company in the U.S. for many years. He has a high degree of insight and abundant experience in the field of overseas sales and marketing.</p> <p>He has been nominated as a candidate for Director because the Company expects that he will continue to contribute to the further growth of the Group by appropriately performing his duties and supervising management as a Director.</p>

Notes:

1. There are no special interests between any of the above candidates for Director and the Company.
2. The Company has entered into a Directors and Officers Liability Insurance (D&O insurance) Contract, as defined in Article 430-3, paragraph 1 of the Companies Act, with an insurance company under which the Company's Directors are the insured. If this proposal is approved and adopted without changes to the original proposal and if the candidates take office as Directors, the candidates will be the insured under the insurance contract. If any shareholder, third party or other entity claims damages from any of the insured, the damages, litigation expenses, etc. that would otherwise be incurred by the insured party will be covered under the insurance contract. However, the insurance contract will not cover some specific damages, for example, damages arising from acts of the insured party that are committed with an awareness of legal violations. All insurance premiums, including those for the special conditions, are borne by the Company, with no premiums being paid by any of the insured. The Company intends to renew the aforementioned insurance contract on the same terms and conditions at the next renewal.

Proposal 2: Election of Four (4) Directors serving as Audit and Supervisory Committee Members

The terms of office of all five (5) Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders.

Therefore, the election of four (4) Directors serving as Audit and Supervisory Committee Members is proposed. If this Proposal is approved, the number of Directors serving as Audit and Supervisory Committee Members will be reduced by one. The Company increased the number of Directors serving as Audit and Supervisory Committee Members by one at the 55th Ordinary General Meeting of Shareholders held on June 22, 2022, and has been proceeding with the succession of the duties of the Chairperson of the Audit and Supervisory Committee. Since the succession has been smoothly completed, the Company believes that the Audit and Supervisory Committee will continue to ensure the effectiveness of audits in cooperation with the Internal Audit Department.

With respect to this proposal, the Company has already obtained the consent of the Audit and Supervisory Committee.

The candidates for Director serving as Audit and Supervisory Committee Member are as follows.

Candidate No.1	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p>Name (Date of birth) Toru Inoue (Mr.) (May 30, 1956)</p> <p><u>Reappointment</u> <u>External</u> <u>Independent</u></p>	<p>April 1980 Joined Murata Manufacturing Co., Ltd. March 2008 General Manager, Planning Department July 2009 Vice President, Corporate Planning Department July 2013 Executive Vice President, Director, the Components Business Unit June 2015 Director, Executive Vice President June 2017 Representative Director, Senior Executive Vice President June 2020 Executive Counsellor July 2021 Counsellor June 2022 External Director serving as Audit and Supervisory Committee Member of the Company (to present)</p> <p>(Significant concurrent positions) -</p>
<p>Number of shares of the Company held 0 shares</p> <p>Attendance at the Board of Directors meetings 10 out of 10</p> <p>Attendance at the Audit and Supervisory Committee meetings 9 out of 9</p>	<p>[Reasons for the election of the candidate for External Director serving as Audit and Supervisory Committee Member and expected role if elected]</p> <p>Mr. Toru Inoue has a wealth of experience and a proven track record in business operations, planning, and accounting over many years as a manager of a business corporation. He has offered his valuable and straight opinions and proposals on the decision-making processes of the Company, based on his extensive knowledge cultivated over the years in the electronics industry, thereby contributing to improvement of management soundness and transparency as an External Director.</p> <p>He has been nominated as a candidate for External Director serving as Audit and Supervisory Committee Member because the Company expects that he will continue to contribute to enhancing the corporate value of the Company by strengthening the effectiveness of its management oversight functions.</p> <p>If he is elected, he will serve as the chairperson of both the Audit and Supervisory Committee and the Nomination and Remuneration Advisory Committee and will be involved in a neutral capacity in the nomination of candidates for the Company's officers and the determination of remuneration for the officers and other matters.</p>

Candidate No.2	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p data-bbox="212 454 544 566">Name (Date of birth) Kazuhiko Deminami (Mr.) (July 10, 1959)</p> <p data-bbox="288 607 472 645"><u>Reappointment</u></p> <p data-bbox="233 730 523 835">Number of shares of the Company held 9,000 shares</p> <p data-bbox="217 882 539 987">Attendance at the Board of Directors meetings 10 out of 10</p> <p data-bbox="212 1032 544 1167">Attendance at the Audit and Supervisory Committee meetings 9 out of 9</p>	<p data-bbox="584 264 1394 763"> March 1982 Joined the Company October 2002 Senior Manager, Accounting & Finance Dept. July 2004 Senior Manager, General Affairs Dept. April 2007 Operating Officer, Senior Manager, General Affairs Dept. April 2009 Senior General Councilor, Senior Manager, Internal Auditing Dept. October 2011 Operating Officer, Senior Manager, Accounting & Finance Dept. January 2015 Director, Senior Manager, Administrations Dept., Irem Software Engineering Inc. June 2016 Director serving as Audit and Supervisory Committee Member of the Company (to present) </p> <p data-bbox="584 824 979 857">(Significant concurrent positions)</p> <p data-bbox="584 875 596 898">-</p> <p data-bbox="584 909 1394 976">[Reasons for the election of the candidate for Director serving as Audit and Supervisory Committee Member]</p> <p data-bbox="584 987 1394 1189">Mr. Kazuhiko Deminami has held positions as Senior Manager for General Affairs Dept. and Accounting & Finance Dept. and Director of a group company, and has executed the duties of a full-time Audit and Supervisory Committee Member fairly and appropriately, based on an extensive experience and high levels of expertise and insights in accounting and finance.</p> <p data-bbox="584 1200 1394 1361">He has been nominated as a candidate for Director serving as Audit and Supervisory Committee Member because the Company expects that he will continue to contribute to enhancing the corporate value of the Company by strengthening the effectiveness of its management oversight functions.</p>

Candidate No.3	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p>Name (Date of birth) Hiroji Takino (Mr.) (June 20, 1958)</p> <p>Reappointment External Independent</p> <p>Number of shares of the Company held 0 shares</p>	<p>April 1981 Joined Hokuriku Bank, Ltd.</p> <p>June 2013 Executive Officer, Deputy Head of Ishikawa Regional Business Division and General Manager of Kanazawa Branch</p> <p>June 2016 Managing Executive Officer, Head of Fukui Regional Business Division and Head of Nagoya-Osaka Regional Business Division</p> <p>April 2018 Managing Executive Officer (resigned on June 22, 2018)</p> <p>June 2018 External Director serving as Audit and Supervisory Committee Member of the Company (to present)</p> <p>June 2018 President & CEO*, Hokutate Co., Ltd.</p> <p>June 2022 Chairman, Hokutate Co., Ltd. (resigned on June 28, 2023)</p> <p style="text-align: right;">*Representative Director</p> <p>(Significant concurrent positions) -</p>
<p>Attendance at the Board of Directors meetings 10 out of 10</p> <p>Attendance at the Audit and Supervisory Committee meetings 9 out of 9</p>	<p>[Reasons for the election of the candidate for External Director serving as Audit and Supervisory Committee Member and expected role if elected]</p> <p>Mr. Hiroji Takino has offered his valuable and straight opinions and proposals on the decision-making processes of the Company, based on a wealth of experience acquired at financial institution and experience developed as a manager of a business corporation and extensive knowledge, thereby executing his duties as an External Director fairly and neutrally.</p> <p>He has been nominated as a candidate for External Director serving as Audit and Supervisory Committee Member because the Company expects that he will continue to contribute to enhancing the corporate value of the Company by strengthening the effectiveness of its management oversight functions.</p>

Candidate No.4	Career summary, positions and responsibilities at the Company (Significant concurrent positions)
<p data-bbox="252 779 507 891">Name (Date of birth) Masako Osuna (Ms.) (March 1, 1956)</p> <p data-bbox="288 936 472 1055"> Reappointment External Independent </p> <p data-bbox="236 1137 523 1249">Number of shares of the Company held 0 shares</p> <p data-bbox="220 1294 539 1395">Attendance at the Board of Directors meetings 10 out of 10</p> <p data-bbox="212 1440 547 1574">Attendance at the Audit and Supervisory Committee meetings 9 out of 9</p>	<p data-bbox="584 264 1398 398">April 1979 Joined Special corporation Japan External Trade Organization (currently Incorporated administrative agency Japan External Trade Organization (JETRO))</p> <p data-bbox="584 409 1345 443">June 2000 Deputy Managing Director, JETRO Singapore</p> <p data-bbox="584 454 1398 555">April 2009 Director-General, International Exchange and Training Department, Institute of Developing Economies (IDE-JETRO)</p> <p data-bbox="584 566 1169 600">March 2011 Director General, JETRO Seoul</p> <p data-bbox="584 611 1398 712">February 2014 Professor, Managing Systems Department, College of Informatics and Human Communication, Kanazawa Institute of Technology</p> <p data-bbox="584 723 1398 824">June 2015 Outside Director (Audit and Supervisory Committee Member), The Hokkoku Bank, Ltd. (currently Hokkoku Financial Holdings, Inc.)</p> <p data-bbox="584 835 1398 936">April 2017 Professor, Office of Industry-University Collaboration, Organization for Research Support, Kanazawa Institute of Technology (to present)</p> <p data-bbox="584 947 1398 1014">June 2019 Outside Director, Hibiya Engineering, Ltd. (to present)</p> <p data-bbox="584 1025 1398 1126">June 2020 Outside Auditor, C.I. TAKIRON Corporation (to present) (Resignation on June 26, 2024 to be determined)</p> <p data-bbox="584 1137 1398 1205">June 2022 External Director serving as Audit and Supervisory Committee Member of the Company (to present)</p> <p data-bbox="584 1238 983 1272">(Significant concurrent positions)</p> <p data-bbox="584 1283 1121 1317">Professor, Kanazawa Institute of Technology</p> <p data-bbox="584 1328 1090 1361">Outside Director, Hibiya Engineering, Ltd.</p> <p data-bbox="584 1373 1126 1406">Outside Auditor, C.I. TAKIRON Corporation</p> <p data-bbox="584 1417 1398 1507">[Reasons for the election of the candidate for External Director serving as Audit and Supervisory Committee Member and expected role if elected]</p> <p data-bbox="584 1518 1398 1753">After many years of career at the Japan External Trade Organization (JETRO), Ms. Masako Osuna has worked extensively as a university professor and an outside officer. Based on this wealth of experience and a high level of expertise with a focus on international economics, she has offered her valuable and straight opinions and proposals on the decision-making processes of the Company, thereby executing her duties as an External Director fairly and neutrally.</p> <p data-bbox="584 1765 1398 1921">She has been nominated as a candidate for External Director serving as Audit and Supervisory Committee Member because the Company expects that she will continue to contribute to enhancing the corporate value of the Company by strengthening the effectiveness of its management oversight functions.</p> <p data-bbox="584 1933 1398 2101">She has never been involved in corporate management in any way other than as an outside officer, but for the reasons stated above, the Company expects that she will continue to appropriately perform her duties as an External Director serving as Audit and Supervisory Committee Member.</p>

Notes:

1. There are no special interests between any of the above candidates for Director serving as Audit and Supervisory Committee Member and the Company.
2. Mr. Toru Inoue, Mr. Hiroji Takino and Ms. Masako Osuna are all candidates for External Director.
3. Mr. Toru Inoue is currently an External Director serving as Audit and Supervisory Committee Member for two (2) years at the conclusion of this General Meeting of Shareholders. Mr. Hiroji Takino is currently an External Director serving as Audit and Supervisory Committee Member for six (6) years at the conclusion of this General Meeting of Shareholders. Ms. Masako Osuna is currently an External Director serving as Audit and Supervisory Committee Member for two (2) years at the conclusion of this General Meeting of Shareholders.
4. The Company has entered into agreements, in accordance with the provision of Article 427, Paragraph 1, of the Companies Act, with Mr. Toru Inoue, Mr. Hiroji Takino and Ms. Masako Osuna, to limit their liabilities under Article 423, Paragraph 1, of the Companies Act. The maximum liability under these agreements is the minimum liability provided in laws and regulations. If Mr. Toru Inoue, Mr. Hiroji Takino and Ms. Masako Osuna are reappointed as External Directors, the Company will continue the aforementioned liability limitation agreements with them.
5. The Company has entered into a Directors and Officers Liability Insurance (D&O insurance) Contract, as defined in Article 430-3, paragraph 1 of the Companies Act, with an insurance company under which the Company's Directors are the insured. If this proposal is approved and adopted without changes to the original proposal and if the candidates take office as Directors, the candidates will be the insured under the insurance contract. If any shareholder, third party or other entity claims damages from any of the insured, the damages, litigation expenses, etc. that would otherwise be incurred by the insured party will be covered under the insurance contract. However, the insurance contract will not cover some specific damages, for example, damages arising from acts of the insured party that are committed with an awareness of legal violations. All insurance premiums, including those for the special conditions, are borne by the Company, with no premiums being paid by any of the insured. The Company intends to renew the aforementioned insurance contract on the same terms and conditions at the next renewal.
6. The Company designated Mr. Toru Inoue, Mr. Hiroji Takino and Ms. Masako Osuna as Independent Directors as stipulated under the regulation of Tokyo Stock Exchange and registered them as such at the Exchange. If their reappointments are approved, they will continue to be Independent Directors.
7. Mr. Toru Inoue, Mr. Hiroji Takino and Ms. Masako Osuna all satisfy the requirements established by the Company under "Criteria for Independence of External Directors" (see next page).
8. We are of the opinion that the proposed reappointment of Mr. Toru Inoue, who had been employed by Murata Manufacturing Co., Ltd., one of our parts suppliers, will not adversely affect his independence in view of the fact that the volume of business transactions between Murata Manufacturing and EIZO for FY2023 only accounts for less than 0.3 percent of each of the two companies' total sales on a consolidated basis. Additionally, we are of the opinion that the proposed reappointment of Mr. Hiroji Takino, who had been employed by Hokuriku Bank, Ltd., will not adversely affect his independence in view of the fact that our borrowing from Hokuriku Bank, Ltd. as of March 31, 2024 only accounts for less than 0.4 percent of our total assets on a consolidated basis and does not significantly impact our financing.
9. In January 2020, while Ms. Masako Osuna was serving as an Outside Director of Hibiya Engineering, Ltd., following an inquiry by the Tokyo Regional Taxation Bureau, an investigation revealed fraudulent activities by a former employee of that company. Although she was not aware of this fact in advance, she made recommendations from the viewpoint of legal compliance at meetings of the Board of Directors and other meetings on a regular basis. Since the fact became known, she has been making recommendations to strengthen the internal control system and ensure compliance in order to prevent recurrence of the incident.
10. In January 2020, during Ms. Masako Osuna's tenure as an Outside Director (Audit and Supervisory Committee Member) of The Hokkoku Bank, Ltd., an incident involving the embezzlement of money by a former employee of the bank came to light. Although she was not aware of this fact in advance, she made recommendations from the viewpoint of legal compliance at meetings of the Board of Directors and other meetings on a regular basis. After the fact became known, she made recommendations to strengthen the internal control system and ensure compliance in order to prevent recurrence of the incident.

(Reference) **Criteria for Independence of External Directors**

1. The Board of Directors of EIZO Corporation deems an External Director or a candidate for External Director to have independence in the event that he/she does not fall under any of the items below in the current fiscal year and in the previous three (3) fiscal years.
 - (1) A person executing business operations (*) of EIZO Group's business partner, its parent company, or important subsidiary whose transaction amount exceeds two (2) % of the consolidated net sales of EIZO Group or the business partner.
 - (2) A person executing business operations of a financial institution or other lenders, or its parent company or important subsidiary which is indispensable for EIZO Group's financing and on which the Group depends to the extent that there is no substitute.
 - (3) A consultant, accounting professional, or legal professional who has received from EIZO Group monetary consideration or other properties equivalent to ten (10) million yen or more during a year, excluding officers' remuneration (in case a corporation, association, or other organization receives such properties, a person who belongs to such organization).
 - (4) A person executing business operations of a major shareholder of EIZO Corporation (who holds ten (10) % or more of the voting rights of the Company directly or indirectly) or its parent company or important subsidiary.
 - (5) A representative partner, certified public accountant, partner, or employee of the audit firm that is the current Accounting Auditor of EIZO Group, or a person who has belonged to the audit firm that was the Accounting Auditor of EIZO Group during the previous three (3) fiscal years and was engaged in actual auditing work on EIZO Group.
 - (6) A person executing business operations or a Corporate Auditor of a company, or its parent company or subsidiary that accepts Directors from EIZO Group.
 - (7) A person who has received a donation of ten (10) million yen or more during a year from EIZO Group (in case a corporation, association, or other organization receives such donation, a Director of such an organization or a person directly involved in research, education, or other activities related to such a donation).
 - (8) A spouse or relative within the second degree of kinship of a person executing business operations who falls under any of (1) to (7) above.
 - (9) Notwithstanding the foregoing, any other person who has special grounds that could give rise to a conflict of interests with the Company or its general shareholders, preventing him/her from fulfilling duties as an independent External Director.

(*) A person executing business operations means a Director (excluding an External Director), corporate officer, executive officer or other similar person, or employee.
2. In case an External Director ceases to have the independence stipulated in the Criteria, he/she shall notify the Company immediately.
3. Amendments to the Criteria shall be resolved by the Board of Directors.

(Reference) **Composition of the Board of Directors after this General Meeting of Shareholders**

If Proposal 1 and Proposal 2 are approved and adopted without changes to the original proposals, the composition of the Board of Directors after this General Meeting of Shareholders will be as follows.

Name	Gender	Attribute	Audit and Supervisory Committee Member	Nomination and Remuneration Advisory Committee	Global Business Management	Main specialties							
						Accounting & Finance	HR & HR Development	Internal Control, Legal & Compliance	Governance & Risk Management	Research & Technology Development	Sales & Marketing	SCM*	Sustainability
Yoshitaka Jitsumori	Male			○	●	●	●	●	●		●	●	●
Masaki Ebisu	Male				●	●		●	●			●	●
Manabu Arise	Male				●	●		●	●			●	●
Thomas J. Waletzki	Male				●		●	●	●		●	●	●
Toru Inoue	Male	External Independent	◎	◎	●	●	●	●	●	●	●	●	
Kazuhiko Deminami	Male		○	○		●		●	●				
Hiroji Takino	Male	External Independent	○	○		●	●	●	●		●		●
Masako Osuna	Female	External Independent	○	○	●		●	●	●		●		●

*SCM: Supply Chain Management

- The above table does not represent all areas of knowledge of each of the Directors.
- A double circle (◎) indicates the chairperson, who is elected by the members of the committee.