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(Stock Exchange Code 7313)

June 4, 2024

(Start Date of Electronic Provision Measures: May 24, 2024)

To Shareholders with Voting Rights:

Masanari Yasuda
Representative Director, President
TS TECH CO., LTD.
3-7-27, Sakae-cho, Asaka-shi, Saitama, Japan

NOTICE OF THE 78th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

You are hereby informed that the 78th Annual General Meeting of Shareholders of TS TECH CO., LTD. (the “Company”) will be held as described below.

As the Company is taking electronic provision measures in convening this General Meeting of Shareholders, matters subject to electronic provision measures are posted as the Notice of the 78th Annual General Meeting of Shareholders on the following Internet website.

- The Company’s website (<https://www.tstech.co.jp/english/ir/library/generalmeeting/>)

In addition to the above, the matters are also posted on the following Internet websites.

- The Tokyo Stock Exchange’s website

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

Please view the materials by accessing the Tokyo Stock Exchange’s website, entering the Company’s name or Stock Exchange Code in the search field, and selecting “Basic information” followed by “Documents for public inspection/PR information” in that order.

- The Portal of Shareholders’ Meeting (<https://www.soukai-portal.net>)

Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by mail or electromagnetic methods (via the Internet, etc.) no later than 17:30 on Thursday, June 20, 2024.

- 1. Date and time** Friday, June 21, 2024 at 10:00 a.m., Japan time
(Reception is scheduled to start from 9:00 a.m.)
- 2. Place** Ballroom Fuji on the 3rd floor of Hotel Metropolitan
1-6-1, Nishi-Ikebukuro, Toshima-ku, Tokyo, Japan
- 3. Agenda of the Meeting**

Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company’s 78th Fiscal Year (April 1, 2023 - March 31, 2024) and results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements
2. Non-Consolidated Financial Statements for the Company’s 78th Fiscal Year (April 1, 2023 - March 31, 2024)

Proposals to be resolved:

Proposal: Election of Seven (7) Directors (Excluding Directors who are Audit & Supervisory Committee Members)

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- There will be no souvenirs or refreshments.
 - We will post a notice on our website in the event that there is a major change to the operation of this meeting.
 - When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception.
 - In the event that the matters subject to electronic provision measures require revisions, a description of the revisions will be posted on the respective websites.
 - If the Voting Rights Exercise Form shows neither an approving vote nor a disapproving vote for a Proposal, the vote will be treated as an approving vote.
 - The documents listed below are not included in the documents to be delivered to shareholders who have requested paper copies of the material, based on laws and regulations and Article 14 of the Articles of Incorporation, and accordingly, they form part of the

documents audited by the Audit & Supervisory Committee and the Accounting Auditor when preparing the Audit Reports.

- Business Report
- 1. Status of Our Group
- 2. Matters Regarding the Company's Shares
- 3. Matters Regarding the Company's Share Acquisition Rights
- 4. Matters Regarding Directors (and other Officers)
- 5. Status of the Accounting Auditor
- 6. The Company's Systems and Policies
 - Consolidated Financial Statements
 - Consolidated Statement of Changes in Equity
 - Notes to the Consolidated Financial Statements
 - Non-Consolidated Financial Statements
 - Non-Consolidated Balance Sheet
 - Non-Consolidated Statement of Income
 - Non-Consolidated Statement of Changes in Equity
 - Notes to the Non-Consolidated Financial Statements
 - Accounting Auditor's Audit Report on the Consolidated Financial Statements
 - Accounting Auditor's Audit Report on the Financial Statements
 - Audit & Supervisory Committee's Audit Report

Our Website (Japanese): https://www.tstech.co.jp

Our Website (English): https://www.tstech.co.jp/english

Reference Documents for the General Meeting of Shareholders


Proposal: Election of Seven (7) Directors (Excluding Directors who are Audit & Supervisory Committee Members)


The term of office for all nine (9) Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter the same applies in this proposal) will expire at the close of this General Meeting of Shareholders. Accordingly, for enabling the Board of Directors' strategic and flexible decision-making, the Company proposes the election of seven (7) Directors, a decrease of two (2) Directors.


The candidates for Director are as follows:

Names and other information of Directors

No.	Name	Positions	Meetings of the Board of Directors attended
1	Masanari Yasuda [[Reappointment]]	Representative Director, President	100% (15/15)
2	Eiji Toba [[Reappointment]]	Representative Director, Senior Managing Officer	100% (15/15)
3	Akihiko Hayashi [[Reappointment]]	Director, Senior Managing Officer	100% (15/15)
4	Yasushi Suzaki [[Reappointment]]	Director, Managing Officer	100% (15/15)
5	Hiroshi Naito [[New appointment]]	Operating Officer	—
6	Takeshi Ogita [[Reappointment]] [[Outside]] [[Independent]]	Director	100% (15/15)
7	Kaori Matsushita [[Reappointment]] [[Outside]] [[Independent]]	Director	100% (15/15)


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
1	 <p>Masanari Yasuda (January 9, 1959)</p> <p>[Reappointment]</p> <p>Meetings of the Board of Directors attended 100% (15/15)</p> <p>Conflicts of interest with the Company: None</p>	April 1982	Joined the Company	83,733 shares
		April 2007	Corporate Development and Engineering Division, Design Department General Manager	
		April 2008	Operating Officer, Corporate Development and Engineering Division Deputy Executive General Manager	
		April 2010	Operating Officer, Corporate Development and Engineering Division Executive General Manager	
		June 2010	Director, Corporate Development and Engineering Division Executive General Manager	
		June 2014	Managing Director, Corporate Development and Engineering Division Executive General Manager	
		April 2016	Managing Director	
		June 2016	Senior Managing Director (Representative Director)	
		June 2018	Representative Director, President (incumbent)	
			<p>[Significant concurrent positions]</p> <p>—</p> <p>[Reasons for nomination as a candidate for Director] Mr. Masanari Yasuda has extensive experience, primarily in overseas segments and development domains, and has served as the Company's Representative Director, President since June 2018. In fiscal 2023, he spearheaded the management of the entire Group through his strong leadership and decisiveness, while overseeing business execution as Officer mainly in Charge of Quality Assurance and Development, as well as leading capital alliances and collaborations aimed at improving corporate competitiveness. We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>	


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
2	 Eiji Toba (September 17, 1968) [Reappointment] Meetings of the Board of Directors attended 100% (15/15) Conflicts of interest with the Company: None	April 1994	Joined the Company	17,037 shares
		April 2007	Stationed at TS TECH NORTH AMERICA, INC. (currently TS TECH AMERICAS, INC.)	
		July 2013	Corporate Development and Engineering Division, Model LPL Department Model LPL	
		April 2016	Operating Officer Director and President of TS TECH DO BRASIL LTDA.	
		April 2019	Operating Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2020	Operating Officer Asia and Europe Executive General Manager Director and President of TS TECH ASIAN CO., LTD. Director and Chairman of TS TECH BANGLADESH LIMITED Director and Chairman of TS TECH UK LTD	
		June 2020	Managing Director	
		April 2021	Managing Director, Asia and Europe Segment Executive General Manager	
		June 2021	Director, Managing Officer, Asia and Europe Segment Executive General Manager	
		April 2022	Director, Managing Officer, Corporate Development and Engineering Division Executive General Manager	
		April 2024	Representative Director, Senior Managing Officer, Corporate Development and Engineering Division Executive General Manager (incumbent) Compliance Officer (incumbent)	
		[Significant concurrent positions]		
[Reasons for nomination as a candidate for Director]		<p>Mr. Eiji Toba has extensive overseas experience, and broad experience primarily in development and manufacturing, which have given him a high level of expertise and insight into these domains. In fiscal 2023, he led the entire development domain, including the development of next-generation technologies, and from April 2024, he has spearheaded the management of the entire Group with Mr. Yasuda as Representative Director and Compliance Officer of the Company.</p> <p>We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
3	 <p>Akihiko Hayashi (November 6, 1959)</p> <p>[Reappointment]</p> <p>Meetings of the Board of Directors attended 100% (15/15)</p> <p>Conflicts of interest with the Company: None</p>	April 1978	Joined the Company	16,160 shares
		April 2008	Corporate Manufacturing Division, Saitama Plant Manager	
		April 2010	Operating Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2015	Managing Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2016	Managing Officer, Corporate Manufacturing Division Executive General Manager	
		June 2016	Managing Director, Corporate Manufacturing Division Executive General Manager	
		April 2020	Managing Director Americas Executive General Manager, Director and President of TS TECH AMERICAS, INC. (incumbent)	
		June 2020	Senior Managing Director	
		April 2021	Senior Managing Director, Americas Segment Executive General Manager	
		June 2021	Director, Senior Managing Officer, Americas Segment Executive General Manager (incumbent)	
		<p>[Significant concurrent positions] Director and President of TS TECH AMERICAS, INC.</p> <p>[Reasons for nomination as a candidate for Director] Mr. Akihiko Hayashi has broad experience, primarily in overseas segments and manufacturing, which has given him a high level of expertise and insight into these domains. In fiscal 2023, he managed the entire business, such as new customer acquisition and technological development, primarily in the Americas. We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
4	 Yasushi Suzuki (May 5, 1966) [Reappointment] Meetings of the Board of Directors attended 100% (15/15) Conflicts of interest with the Company: None	April 1990	Joined the Company	14,639 shares
		April 2003	Stationed at TS TECH NORTH AMERICA, INC. (currently TS TECH AMERICAS, INC.)	
		April 2012	Corporate Manufacturing Division, Manufacturing Planning Department General Manager	
		April 2016	Corporate Manufacturing Division, Saitama Plant Manager	
		April 2018	Operating Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2020	Operating Officer, Corporate Manufacturing Division Executive General Manager	
		June 2020	Director, Corporate Manufacturing Division Executive General Manager	
		June 2021	Director, Operating Officer, Corporate Manufacturing Division Executive General Manager	
		April 2022	Director, Managing Officer, Corporate Manufacturing Division Executive General Manager (incumbent)	
		April 2024	Risk Management Officer (incumbent)	
		[Significant concurrent positions] —		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
5	 Hiroshi Naito (February 25, 1967) [New appointment] Meetings of the Board of Directors attended — Conflicts of interest with the Company: None	April 1989	Joined Honda Motor Co., Ltd.	0 shares
		April 2015	General Manager of Regional Operation Planning Office (South America) of Honda Motor Co., Ltd. (Stationed at Honda South America Ltda. (Sumare, Brazil))	
		April 2019	General Manager of Accounting Division for Business Management Operations of Honda Motor Co., Ltd.	
		April 2021	General Manager of Sustainability Planning Division, Corporate Planning Supervisory Unit of Honda Motor Co., Ltd.	
		April 2023	General Manager of Four-wheeled and Electric Business Management Division, Business Management Supervisory Unit, Corporate Administration Operations of Honda Motor Co., Ltd.	
		April 2024	Operating Officer of the Company (incumbent)	
		[Significant concurrent positions] — [Reasons for nomination as a candidate for Director] Mr. Hiroshi Naito has an extensive business track record in Japan and overseas at Honda Motor Co., Ltd., and broad experience and knowledge in operations, finance business administration and other domains. We request his appointment as Director, in the expectation that he can contribute to finance business administration and other domains towards realizing our vision for 2030.		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
6	 <p>Takeshi Ogita (March 20, 1951)</p> <p>[Reappointment]</p> <p>Meetings of the Board of Directors attended 100% (15/15)</p> <p>Conflicts of interest with the Company: None</p>	April 1980	Joined Sankyo Co., Ltd.	2,173 shares
		August 2001	General Manager of Research Promotion Department of Sankyo Co., Ltd.	
		October 2003	Vice President, Sankyo Pharma Development	
		July 2004	Corporate Officer, Head of New Drug Development Division, Sankyo Co., Ltd.	
		April 2007	Executive Officer, Head of Pharmaceutical Technology Division of Daiichi Sankyo Co., Ltd.	
		June 2009	Member of the Board, Senior Executive Officer of Daiichi Sankyo Co., Ltd.	
		April 2014	Member of the Board, Senior Executive Officer, Head of Vaccine Business Intelligence Division of Daiichi Sankyo Co., Ltd. Representative Director and President of Kitasato Daiichi Sankyo Vaccine Co., Ltd.	
		April 2017	Guest Professor of Graduate School of Creative Science and Engineering, Waseda University	
		June 2018	Outside Director of Japan Hades Co., Ltd. (incumbent)	
		June 2020	Director of the Company (incumbent)	
	<p>[Significant concurrent positions] Outside Director of Japan Hades Co., Ltd.</p> <p>[Reasons for nomination as a candidate for Outside Director, and summary of expected roles] Mr. Takeshi Ogita was engaged in the management of a pharmaceuticals company for many years. Based on his extensive experience and broad insight as a corporate manager, he provides beneficial opinions and suggestions on the management of the Company as an Outside Director. We request his reappointment as Outside Director, in the expectation that he can continue to contribute to ensuring the soundness of management, by reflecting his extensive experience and insight in the management of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
7	 Kaori Matsushita (April 16, 1959) [Reappointment] Meetings of the Board of Directors attended 100% (15/15) Conflicts of interest with the Company: None	April 1982	Joined FUJITSU LIMITED	1,048 shares
		April 2007	General Manager of Project Management Department, Alliance Management Division, Global Strategy Headquarters of FUJITSU LIMITED	
		September 2013	General Manager of Project Management Department, Alliance Management Division, Global Strategy Headquarters of FUJITSU LIMITED Diversity Mentor of FUJITSU LIMITED	
		April 2016	Senior Director, Global Marketing Headquarters of FUJITSU LIMITED	
		May 2019	Representative Director, President of K&L Consulting LLC (incumbent)	
		June 2020	Outside Director and Audit & Supervisory Committee Member of Taisei Oncho Co., Ltd. (incumbent)	
		May 2022	Outside Director of Belc CO., LTD. (incumbent)	
		June 2022	Director of the Company (incumbent)	
			[Significant concurrent positions] Representative Director, President of K&L Consulting LLC Outside Director and Audit & Supervisory Committee Member of Taisei Oncho Co., Ltd. Outside Director of Belc CO., LTD. [Reasons for nomination as a candidate for Outside Director, and summary of expected roles] Ms. Kaori Matsushita has extensive experience and insight gained through the planning and promotion of new business and corporate alliance strategy at a comprehensive IT vendor, and diversity management support at a consulting company. We request her reappointment as Outside Director in the expectation that she will continue to contribute to enhancing diversity and ensuring the soundness of management of the Company.	

(Notes)

1. Mr. Takeshi Ogita and Ms. Kaori Matsushita are candidates for Outside Director as prescribed in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act.
2. The Company has designated Mr. Takeshi Ogita and Ms. Kaori Matsushita as Independent Officers as stipulated by Tokyo Stock Exchange, Inc. and notified the Exchange as such. If these candidates are re-elected and assume office as Directors, the Company will continue to designate them as Independent Officers as stipulated by Tokyo Stock Exchange, Inc. and notify the Exchange as such.
3. The period of service of Mr. Takeshi Ogita as an Outside Director of the Company will be four (4) years at the close of this Annual General Meeting of Shareholders.
4. The period of service of Ms. Kaori Matsushita as an Outside Director of the Company will be two (2) years at the close of this Annual General Meeting of Shareholders.
5. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Takeshi Ogita and Ms. Kaori Matsushita to limit their liability for damages, as prescribed in Article 423, Paragraph 1 of the same Act. The amount of liability under the agreement is limited to the minimum liability amount as provided for in Article 425, Paragraph 1 of the same Act. If Mr. Takeshi Ogita and Ms. Kaori Matsushita are re-elected, the Company will continue the above agreement with each of them.
6. The Company has entered into a directors and officers liability (D&O liability) insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to cover legal damages and litigation expenses in the event that a claim for damages is made against the insured parties. The candidates will be included among the insured parties under this insurance contract if they are elected and assume office as Directors. The Company intends to renew this insurance contract with the same contents at the time of the next renewal.

■ Opinions of the Audit & Supervisory Committee

The Audit & Supervisory Committee deliberated on the selection of candidates for Director (excluding Directors who are Audit & Supervisory Committee Members) in this proposal after confirming the details of deliberations by the Nomination and Compensation Committee and evaluating the status of business execution, career summary and expertise, etc. of each candidate.

As a result, we have determined that the procedures for selection are reasonable, and that the selection of candidates for Director (excluding Directors who are Audit & Supervisory Committee Members) is appropriate.

(Reference: Skill Matrix of Candidates for Director)

Name	Positions		Experience and expertise									
			Corporate management		Knowledge about international business and overseas conditions	Finance and accounting	Technology development	Manufacturing and quality	Environment	Sales and procurement	Human resources development and diversity	Legal affairs and risk management
			Management strategy									
Masanari Yasuda	Representative Director, President	■	○	○	○		○	○				
Eiji Toba	Representative Director, Senior Managing Officer	■	○	○	○		○	○		○		
Akihiko Hayashi	Director, Senior Managing Officer			○	○			○		○	○	
Yasushi Suzaki	Director, Managing Officer			○	○			○	○			
Hiroshi Naito	Director, Operating Officer			○	○	○			○			
Takeshi Ogita	Director	■ ■ ■		○			○					
Kaori Matsushita	Director	■ ■		○	○						○	
Tatsuo Sekine	Director, Audit & Supervisory Committee Member				○	○						○
Hajime Hayashi	Director Audit & Supervisory Committee Member	■ ■ ■										○
Tomoko Nakada	Director Audit & Supervisory Committee Member	■ ■ ■			○						○	○
Kenichi Naito	Director Audit & Supervisory Committee Member	■ ■		○	○	○						○

■ Nomination and Compensation Committee

■ Outside Directors

■ Independent Directors

Note: The above “positions” shall be applied in the event that each candidate is elected at this General Meeting of Shareholders.