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(Stock Exchange Code: 6103)

May 30, 2024

(Date to start measures for electronic provision: May 27, 2024)

To Shareholders with Voting Rights:

Atsushi Ieki
Representative Director, President
Okuma Corporation
25-1, 5-chome Shimo-Oguchi
Oguchi-cho, Niwa-gun, Aichi, Japan

**NOTICE OF
THE 160TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We cordially announce that the 160th Annual General Meeting of Shareholders of Okuma Corporation (hereinafter “the Company”) will be held for the purposes described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision, and information contained in the reference documents for the general meeting of shareholders, etc. (Electronic Provision Measures Matters) are posted on each of the “4. Web sites to post Electronic Provision Measures Matters” shown below. Shareholders are kindly asked to access the Web sites to confirm the relevant information.

If you intend to exercise your voting rights in writing or via the Internet, etc. in advance, please review the Reference Documents for the General Meeting of Shareholders as described in the Electronic Provision Measures Matters and exercise your vote so that it is received by 5:05 p.m. on Thursday, June 20, 2024, Japan time.

- 1. Date and Time:** Friday, June 21, 2024, at 10 a.m. Japan time (Reception desk is scheduled to open at 9 a.m.)
- 2. Place:** Hall No. 1 on the third floor of the main building at the Oguchi head office, Okuma Corporation
25-1, 5-chome Shimo-Oguchi, Oguchi-cho, Niwa-gun, Aichi, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 160th 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 160th Fiscal Year (April 1, 2023–March 31, 2024)
- Matters to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Reduction in Amount of Legal Capital Surplus
- Proposal 3:** Election of 11 Members of the Board
- Proposal 4:** Election of 1 Supervisory Board Member

4. Web sites to post Electronic Provision Measures Matters

No.	Name of website and URL	How to access
1	The Company's Web site: https://www.okuma.co.jp/english/ir/library3.html	Please access the website on the left and select "Notice of the 160th Annual General Meeting of Shareholders."
2	Listed Companies Search (Tokyo Stock Exchange) https://www2.jpx.co.jp/tseHpFront/JJK020030Action.do	Please enter an Issue name (company name) or a stock exchange code to search and select Basic information and then Documents for public inspection/PR information in this order.
3	The Portal of Shareholders' Meeting [®] (Sumitomo Mitsui Trust Bank): https://www.soukai-portal.net (available in Japanese)	Please scan the QR code shown on the enclosed Voting Rights Exercise Form or enter your ID and initial password.

(Note) These Web sites may be temporarily inaccessible due to periodic maintenance, etc.

If you cannot browse one of the Web sites, please use the other Web sites or access again later.

5. Directions as to how to Exercise your Voting Rights

- (1) If you vote by postal mail, please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:05 p.m. on Thursday, June 20, 2024, Japan time.
- (2) If you don't indicate your vote for or against the proposal on the Voting Rights Exercise Form, you will be assumed to have approved the proposal and your vote will be counted accordingly.

【Attention】

- (1) When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. To conserve natural resources, please bring this "Notice of the 160th Annual General Meeting of Shareholders" to the meeting with you.
- (2) If you would like to exercise your voting rights via your proxy, you may appoint another shareholder with a voting right as your proxy at this meeting. In this case, a document certifying the proxy right must be submitted to the Company.
- (3) This document sent to shareholders serves as a document stating Electronic Provision Measures Matters to be provided at the request for delivery of a paper copy.
- (4) From amongst the items that shall be described in the paper copy of the Electronic Provision Measures Matters, the following matters are omitted from the paper copy to be provided at the request of shareholders pursuant to the applicable laws and regulations and Article 11-2, Paragraph 2 of the Articles of Incorporation of the Company because such matters are posted on "4. Web sites to post Electronic Provision Measures Matters."
 - 1) "The Company's management systems and policies" in the Business Report
 - 2) Consolidated Statement of Changes in Net Assets and Notes to the Consolidated Financial Statements
 - 3) Non-consolidated Statement of Changes in Net Assets and Notes to the Non-Consolidated Financial StatementsAccordingly, the paper copy to be sent to shareholders at their request is a part of the documents audited by the Audit & Supervisory Board Members and the Accounting Auditor in preparing their respective audit reports.
- (5) In case of any revisions to Electronic Provision Measures Matters, such revisions will be posted on "4. Web sites to post Electronic Provision Measures Matters."
- (6) Please note that we will not hold a social gathering or factory tour for shareholders after the General Meeting of Shareholders. We would appreciate your understanding.
- (7) In the event of any disasters or other unexpected event through to the day of the General Meeting of Shareholders, we will provide our response at the Company's Web site (<https://www.okuma.co.jp/>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company has a policy to appropriate surplus with comprehensive consideration of the profitability of the fiscal year under review, the need of internal reserves to strengthen the Company's financial foundation and to prepare for the future business development of the Company, etc.

The Company proposes to pay ¥100 per share as the year-end dividends for the fiscal year under review.

If this proposal is approved, combined with the already paid interim dividends of ¥100 per share, the total annual dividends for the fiscal year under review would amount to ¥200 per share, an increase of ¥20 per share compared with the previous fiscal year.

Matters related to the year-end dividends:

- (1) Type of the assets to be distributed as the dividends
Cash
- (2) Matters regarding allocation of assets to be distributed as the dividends and the total amount thereof
¥100 per common share of the Company
Total amount of the dividends ¥3,041,736,100
- (3) Effective date of the dividends
Monday, June 24, 2024

Proposal 2: Reduction in Amount of Legal Capital Surplus

In order to ensure the flexibility and agility of future capitalization strategy, the Company proposes a reduction in legal capital surplus and the transfer of all of such amounts to other capital surplus, in accordance with the provisions of Article 448, Paragraph 1 of the Companies Act.

1. Details of the reduction in the amount of legal capital surplus
 - 1) Item of reserve and amount to be reduced
Entire amount of legal capital surplus: ¥14,951,109,777
 - 2) Item of surplus and amount to be increased
Other capital surplus: ¥14,951,109,777
2. Effective date of the reduction in the amount of legal capital surplus
Friday, June 21, 2024

Proposal 3: Election of 11 Members of the Board

The terms of office of all 11 Members of the Board of the Company will expire at the conclusion of this Annual General Meeting of Shareholders.


Accordingly, within the maximum number of Members of the Board prescribed in the Company's Articles of Incorporation, it is proposed that 11 Members of the Board be elected.


The candidates for Members of the Board are as follows:

No.		Name	Position	Category	Attendance at the Board of Directors for the 160th fiscal year	Years in office
1	Reappointment	Atsushi Ieki	Representative Director, President		12/12 (100%)	12
2	Reappointment	Masato Ryoki	Member of the Board, Executive Vice President		12/12 (100%)	17
3	Reappointment	Chikashi Horie	Member of the Board, Managing Executive Officer		12/12 (100%)	13
4	Reappointment	Takeshi Yamamoto	Member of the Board, Senior Executive Officer		12/12 (100%)	13
5	Reappointment	Harumitsu Senda	Member of the Board, Senior Executive Officer		12/12 (100%)	7
6	Reappointment	Kinya Komura	Member of the Board, Senior Executive Officer		12/12 (100%)	7
7	Reappointment	Yasuhiro Asahi	Member of the Board, Executive Officer		12/12 (100%)	5
8	Reappointment	Toshimichi Moriwaki	Member of the Board	[Independent Member of the Board] [Independent Officer]	12/12 (100%)	3
9	Reappointment	Hiroki Takenaka	Member of the Board	[Independent Member of the Board] [Independent Officer]	10/10 (100%)	1
10	Reappointment	Syouji Inoue	Member of the Board	[Independent Member of the Board] [Independent Officer]	10/12 (83%)	3
11	Reappointment	Noriko Asai	Member of the Board	[Independent Member of the Board] [Independent Officer]	12/12 (100%)	3

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
1	 <p data-bbox="204 902 373 981">Atsushi Ieki (April 24, 1962) (Age: 62)</p>	<p data-bbox="416 300 528 322">April 1985</p> <p data-bbox="416 329 523 351">June 2012</p> <p data-bbox="416 387 520 409">July 2014</p> <p data-bbox="416 445 520 468">July 2015</p> <p data-bbox="416 530 560 553">October 2015</p> <p data-bbox="416 616 520 638">July 2016</p> <p data-bbox="416 701 528 723">April 2017</p> <p data-bbox="416 817 520 840">July 2017</p> <p data-bbox="416 992 520 1014">July 2018</p> <p data-bbox="416 1137 528 1160">April 2019</p> <p data-bbox="416 1254 520 1276">June 2019</p> <p data-bbox="647 300 1278 1337"> Joined the Company Senior Director; Division Manager, Technology Division of the Company Senior Director; Division Manager, Technology Division; in charge of Purchasing Department of the Company Executive Director; Division Manager, Technology Division; in charge of FA Systems Division and Purchasing Department of the Company Executive Director; Division Manager, Technology Division; General Manager, Purchasing Department; in charge of FA Systems Division of the Company Executive Director; Division Manager, FA Systems Division; General Manager, Purchasing Department; in charge of Technology Division of the Company Executive Director; Division Manager, FA Systems Division; General Manager, Purchasing Department; in charge of Technology Division, Quality R&D Center of the Company Senior Executive Director; Division Manager, FA Systems Division; in charge of Quality Assurance Division, Subcontractor Production Department, Quality R&D Center of the Company and TATUNG-OKUMA CO., LTD.; responsible for Technology Division of the Company; Chairman, TATUNG-OKUMA CO., LTD. Executive Vice President; in charge of Service Division, Quality Assurance Division, Subcontractor Production Department of the Company and TATUNG-OKUMA CO., LTD.; responsible for Manufacturing Division and Technology Division of the Company Executive Vice President; in charge of Service Division and Quality Assurance Division of the Company and TATUNG-OKUMA CO., LTD.; responsible for Manufacturing Division and Technology Division of the Company Representative Director, President of the Company; in charge of Innovating Human Resource Development (current position) </p>	12,600

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
2	 Masato Ryoki (May 19, 1953) (Age: 71)	<p>April 1974 June 2007 June 2011 September 2013 July 2014 July 2015 October 2015 July 2018 June 2019 July 2021 July 2022 October 2023</p> <p>Joined the Company Senior Director; Division Manager, FA Systems Division of the Company Executive Director; Division Manager, FA Systems Division; General Manager, Information Systems Department; in charge of Export Control Office; responsible for Procurement Department of the Company Executive Director; Division Manager, Manufacturing Division; in charge of FA Systems Division, Information Systems Department and Export Control Office of the Company and TATUNG-OKUMA CO., LTD.; responsible for Procurement Division of the Company; Chairman, TATUNG-OKUMA CO., LTD. Senior Executive Director; Division Manager, Manufacturing Division; in charge of FA Systems Division, Information Systems Department, Subcontractor Production Department and Export Control Office of the Company and TATUNG-OKUMA CO., LTD.; Chairman, TATUNG-OKUMA CO., LTD. Senior Executive Director; Division Manager, Manufacturing Division; General Manager, Production Engineering Department; in charge of Information Systems Department, Subcontractor Production Department and Export Control Office of the Company and TATUNG-OKUMA CO., LTD.; Chairman, TATUNG-OKUMA CO., LTD. Senior Executive Director; in charge of Service Division, Information Systems Department and Export Control Office of the Company; responsible for BYJC-Okuma (Beijing) Machine Tool Co., Ltd. Senior Executive Director; Division Manager, FA Systems Division; in charge of Information Systems Department and Export Control Office of the Company; responsible for BYJC-Okuma (Beijing) Machine Tool Co., Ltd. Senior Executive Director; Division Manager, FA Systems Division; in charge of Information Systems Department and Export Control Office of the Company and BYJC-Okuma (Beijing) Machine Tool Co., Ltd.; responsible for Manufacturing Division of the Company Member of the Board, Executive Vice President; in charge of FA Systems Division, Information Systems Division and Export Control Office of the Company and BYJC-Okuma (Beijing) Machine Tool Co., Ltd.; responsible for Manufacturing Division of the Company Member of the Board, Executive Vice President; in charge of FA Systems Division, Information Systems Division, Service Division and Export Control Office of the Company and BYJC-Okuma (Beijing) Machine Tool Co., Ltd. Member of the Board, Executive Vice President; in charge of FA Systems Division, Information Systems Division, Export Control Office, and Smart Factory Solutions Project of the Company, and BYJC-Okuma (Beijing) Machine Tool Co., Ltd.; responsible for Service Division of the Company (current position)</p>	9,900



No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
3	 Chikashi Horie (December 25, 1958) (Age: 65)	<p>April 1983 June 2011 February 2012 June 2012 July 2014 July 2015 July 2017 April 2018 July 2018 January 2019 July 2021 October 2021</p> <p>Joined the Company Senior Director; General Manager, Accounting and Planning Department; General Manager, Corporate Planning Office of the Company Senior Director; General Manager, Accounting and Planning Department of the Company Senior Director; General Manager, Accounting and Planning Department; in charge of General Affairs Department and Internal Audit Office of the Company Senior Director; General Manager, Accounting Department; in charge of General Affairs Department, Internal Audit Office and Corporate Planning Office of the Company Executive Director; Division Manager, Administration Division; and General Manager, Human Resources Department; in charge of Internal Audit Office of the Company Senior Executive Director; Division Manager, Administration Division; General Manager, Human Resources Department; in charge of Purchasing Department, Internal Audit Office and EL Administration Office; responsible for Manufacturing Division of the Company Senior Executive Director; Division Manager, Administration Division; General Manager, Human Resources Department; in charge of Internal Audit Office and EL Administration Office; responsible for Manufacturing Division of the Company Senior Executive Director; Division Manager, Administration Division; General Manager, Human Resources Department; in charge of Internal Audit Office and EL Administration Office of the Company Senior Executive Director; Division Manager, Administration Division; in charge of Internal Audit Office and EL Administration Office of the Company Member of the Board, Managing Executive Officer; Division Manager, Administration Division; in charge of Economic Security Office, Internal Audit Office and EL Administration Office of the Company Member of the Board, Managing Executive Officer; Division Manager, Administration Division; General Manager, Economic Security Office; in charge of Corporate Planning Office, Internal Audit Office and EL Administration Office of the Company (current position)</p>	8,000

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
4	 <p data-bbox="177 860 400 943">Takeshi Yamamoto (August 19, 1958) (Age: 65)</p>	<p data-bbox="405 262 1294 293">April 1982 Joined the Company</p> <p data-bbox="405 300 1294 331">July 2006 General Manager, Planning Department of the Company</p> <p data-bbox="405 338 1294 383">July 2007 General Manager, Kani Production Department; General Manager, Kani Plant of the Company</p> <p data-bbox="405 389 1294 434">April 2008 Deputy Division Manager, Overseas Division of the Company</p> <p data-bbox="405 441 1294 495">July 2009 Chief Executive Officer, Okuma America Corporation, stationed in the United States</p> <p data-bbox="405 501 1294 546">June 2010 Executive Officer of the Company; Chief Executive Officer, Okuma America Corporation, stationed in the United States</p> <p data-bbox="405 553 1294 607">June 2011 Senior Director of the Company; Chief Executive Officer, Okuma America Corporation, stationed in the United States</p> <p data-bbox="405 613 1294 725">April 2014 Senior Director; Division Manager, Overseas Division of the Company; Chief Executive Officer, Okuma America Corporation; Chief Executive Officer, Okuma Europe GmbH</p> <p data-bbox="405 732 1294 844">July 2016 Senior Director; Division Manager, Overseas Division; in control of Europe & The Americas Sales of the Company; Chief Executive Officer, Okuma America Corporation; Chief Executive Officer, Okuma Europe GmbH</p> <p data-bbox="405 851 1294 963">July 2017 Executive Director; Division Manager, Europe & The Americas Sales Division of the Company; Chief Executive Officer, Okuma America Corporation; Chief Executive Officer, Okuma Europe GmbH; stationed in Europe</p> <p data-bbox="405 969 1294 1104">July 2021 Member of the Board, Senior Executive Officer; Division Manager, Europe & The Americas Sales Division of the Company; Chief Executive Officer, Okuma America Corporation; Chief Executive Officer, Okuma Europe GmbH</p> <p data-bbox="405 1111 1294 1274">July 2022 Member of the Board, Senior Executive Officer; in charge of Japan Sales Division and Overseas Sales Division of the Company; Chief Executive Officer, Okuma America Corporation; Chief Executive Officer, Okuma Europe GmbH; responsible for China Sales Division (current position)</p>	6,100

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
5	 <p data-bbox="193 965 384 1048">Harumitsu Senda (August 28, 1964) (Age: 59)</p>	<p data-bbox="416 264 528 293">April 1987</p> <p data-bbox="416 300 517 329">July 2011</p> <p data-bbox="416 336 517 365">July 2014</p> <p data-bbox="416 416 555 445">October 2015</p> <p data-bbox="416 497 517 526">July 2016</p> <p data-bbox="416 555 517 584">July 2017</p> <p data-bbox="416 613 517 642">July 2018</p> <p data-bbox="416 694 517 723">June 2019</p> <p data-bbox="416 819 517 848">July 2021</p> <p data-bbox="416 945 555 974">October 2021</p> <p data-bbox="416 1070 580 1099">November 2021</p> <p data-bbox="416 1196 517 1225">July 2022</p> <p data-bbox="416 1344 517 1373">July 2023</p> <p data-bbox="651 264 1278 1496"> Joined the Company General Manager, R&D Department of the Company Executive Officer; Deputy Division Manager, Technology Division; General Manager, Kani Engineering Department of the Company Executive Officer; Deputy Division Manager, Technology Division; General Manager, Kani Engineering Department; Assistant Manager, Kani Plant of the Company Executive Officer; Division Manager, Technology Division; General Manager, R&D Department of the Company Senior Director; Division Manager, Technology Division; General Manager, R&D Department of the Company Senior Director; Division Manager, Technology Division; General Manager, R&D Department; in charge of Quality R&D Center of the Company Senior Director; Division Manager, Technology Division; General Manager, R&D Department; in charge of Quality Assurance Division and Quality R&D Center of the Company Member of the Board, Executive Officer; Division Manager, Technology Division; General Manager, R&D Department; in charge of Quality Assurance Division and Quality R&D Center of the Company Member of the Board, Executive Officer; Division Manager, Technology Division; General Manager, R&D Department; in charge of ESG Promotion Office and Quality Assurance Division of the Company Member of the Board, Executive Officer; Division Manager, Technology Division; General Manager, R&D Department; General Manager, Design Department; in charge of ESG Promotion Office and Quality Assurance Division of the Company Member of the Board, Senior Executive Officer; Division Manager, Technology Division; General Manager, Design Department; in charge of Quality Assurance Division, Manufacturing Research Department, ESG Promotion Office and Automating Promotion Project of the Company Member of the Board, Senior Executive Officer; Division Manager, Technology Division; in charge of Quality Assurance Division, Manufacturing Research Department, ESG Promotion Office and Automating Promotion Project of the Company (current position) </p>	3,800

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
6	 Kinya Komura (December 20, 1965) (Age: 58)	<p>November 1990 Joined the Company</p> <p>July 2014 General Manager, Purchasing Department of the Company</p> <p>October 2015 General Manager, Subcontractor Production Department of the Company</p> <p>July 2016 Executive Officer; General Manager, Subcontractor Production Department of the Company</p> <p>July 2017 Senior Director; Division Manager, Manufacturing Division of the Company</p> <p>April 2018 Senior Director; Division Manager, Manufacturing Division; in charge of Purchasing Department of the Company</p> <p>July 2018 Senior Director; Division Manager, Manufacturing Division; in charge of Purchasing Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>August 2018 Senior Director; Division Manager, Manufacturing Division; General Manager, Logistics Department; in charge of Purchasing Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>April 2019 Senior Director; Division Manager, Manufacturing Division; General Manager, Subcontractor Production Department; in charge of Purchasing Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>June 2019 Senior Director; Division Manager, Manufacturing Division; in charge of Purchasing Department and Subcontractor Production Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>February 2020 Senior Director; Division Manager, Manufacturing Division; General Manager, Logistics Department; in charge of Purchasing Department and Subcontractor Production Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>July 2020 Senior Director; Division Manager, Manufacturing Division; General Manager, Purchasing Department; in charge of Subcontractor Production Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>July 2021 Member of the Board, Executive Officer; Division Manager, Manufacturing Division; in charge of Purchasing Department and Subcontractor Production Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>November 2021 Member of the Board, Executive Officer; Division Manager, Manufacturing Division; Division Manager, Procurement Division; General Manager, Kani Production Department of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>April 2022 Member of the Board, Executive Officer; Division Manager, Manufacturing Division; Division Manager, Procurement Division of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>July 2022 Member of the Board, Senior Executive Officer; Division Manager, Manufacturing Division; Division Manager, Procurement Division of the Company; Chairman, TATUNG-OKUMA CO., LTD.</p> <p>November 2023 Member of the Board, Senior Executive Officer; Division Manager, Service Division; Division Manager, Manufacturing Division of the Company; Chairman, TATUNG-OKUMA CO., LTD.; in charge of Procurement Division of the Company (current position)</p>	3,800

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
7	 <p data-bbox="196 815 381 898">Yasuhiro Asahi (January 4, 1960) (Age: 64)</p>	<p data-bbox="416 264 528 293">April 1982</p> <p data-bbox="416 300 520 329">July 2007</p> <p data-bbox="416 351 520 380">July 2010</p> <p data-bbox="416 409 520 439">July 2015</p> <p data-bbox="416 499 520 528">July 2016</p> <p data-bbox="416 613 520 642">July 2017</p> <p data-bbox="416 728 520 757">June 2019</p> <p data-bbox="416 842 520 871">July 2021</p> <p data-bbox="416 956 520 985">July 2022</p> <p data-bbox="416 1070 555 1099">January 2023</p> <p data-bbox="651 264 1273 1189"> Joined the Company Board Member & President, Okuma Machinery (Shanghai) Co., Ltd. General Manager, Nagoya Branch, Sales & Marketing Division of the Company Executive Officer; Deputy Division Manager, Sales & Marketing Division; General Manager, Nagoya Branch of the Company Executive Officer; Deputy Division Manager, Overseas Division; in control of Asia sales of the Company; Board Chairman & President, Okuma Machine Tool (Shanghai) Corporation, stationed in China Executive Officer; Deputy Division Manager, Japan & Asia Sales Division; presiding Asia sales of the Company; Board Chairman & President, Okuma Machine Tool (Shanghai) Corporation, stationed in China Senior Director; Deputy Division Manager, Japan & Asia Sales Division; presiding Asia sales of the Company; Board Chairman & President, Okuma Machine Tool (Shanghai) Corporation, stationed in China Member of the Board, Executive Officer; in charge of Asia sales, Japan & Asia Sales Division of the Company; Board Chairman & President, Okuma Machine Tool (Shanghai) Corporation, stationed in China Member of the Board, Executive Officer; Division Manager, China Sales Division of the Company; Board Chairman & President, Okuma Machine Tool (Shanghai) Corporation, stationed in China Member of the Board, Executive Officer; Division Manager, China Sales Division of the Company; Board Chairman, Okuma Machine Tool (Shanghai) Corporation, stationed in China (current position) </p>	1,600

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
8	 Toshimichi Moriwaki (January 15, 1944) (Age: 80) [Independent Member of the Board] [Independent Officer]	April 1968 Research Associate, Faculty of Engineering, Kobe University June 1974 Assistant Professor, Faculty of Engineering, Kobe University January 1976 Assistant Professor, McMaster University (Canada) April 1985 Professor, Faculty of Engineering, Kobe University April 2000 Dean, Faculty of Engineering, Kobe University April 2005 Director General, Kobe City Industrial Promotion Foundation April 2007 Emeritus Professor, Kobe University (current position) April 2007 Specially Appointed Professor, Faculty of Engineering, Setsunan University April 2008 Dean, Faculty of Engineering, Setsunan University March 2010 President, The Japan Society for Precision Engineering April 2010 Dean, Faculty of Science and Engineering, Setsunan University January 2016 Established Moriwaki Technical Research Laboratory (current position) April 2016 Emeritus Professor, Setsunan University (current position) May 2019 Advisor, Kobe City Industrial Promotion Foundation May 2021 Senior Fellow, Kobe City Industrial Promotion Foundation (current position) June 2021 Independent Member of the Board of the Company (current position)	0
[Reasons for the nomination of the candidate for Independent Member of the Board and expected roles, etc.] Toshimichi Moriwaki has highly academic knowledge and extensive experience specializing in machine engineering and manufacturing engineering. Dr. Moriwaki has not been directly involved in corporate management other than as an independent member of the board. However, for the above reasons, the Company proposes his election as its Independent Member of the Board because the Company expects that Dr. Moriwaki will provide appropriate advice from an independent viewpoint based on his extensive experience and insight, and fulfill objective supervisory functions.			
9	 Hiroki Takenaka (January 1, 1951) (Age: 73) [Independent Member of the Board] [Independent Officer]	April 1973 Joined IBIGAWA ELECTRIC INDUSTRY CO.,LTD. (currently, IBIDEN CO., LTD.) June 1997 Director, IBIDEN CO., LTD. June 2001 Managing Director, IBIDEN CO., LTD. June 2005 Director & Executive Managing Officer, IBIDEN CO., LTD. April 2007 President & CEO, Representative Director, Administrator of Corporate Business Operation, IBIDEN CO., LTD. June 2014 Chairman of the Board Meeting, IBIDEN CO., LTD. June 2017 Chairman of the Board, Representative Director, IBIDEN CO., LTD. June 2022 Chairperson, IBIDEN CO., LTD. June 2023 Advisor, IBIDEN CO., LTD. (current position) June 2023 Independent Member of the Board of the Company (current position)	0
[Reasons for the nomination of the candidate for Independent Member of the Board and expected roles, etc.] Hiroki Takenaka has engaged in the management of IBIDEN CO., LTD. for many years and has broad knowledge and extensive insight nurtured through his experience of managing the global corporation, as well as experience of assuming posts at many public organizations. The Company proposes his election as its Independent Member of the Board because the Company expects that Mr. Takenaka will provide appropriate advice from an independent viewpoint based on such experience and insight, and fulfill objective supervisory functions.			

No.	Name (Date of birth)	Past experience, positions, responsibility and significant concurrent positions	Number of the Company's shares held
10	 Syouji Inoue (July 29, 1957) (Age: 66) [Independent Member of the Board] [Independent Officer]	April 1991 Attorney-at-law, admitted and belonging to the Nagoya Bar Association (currently, Aichi Bar Association) April 1991 Joined Katayama Kinji Law Firm July 2009 Established Inoue Syouji Law Firm October 2013 Established Sao & Inoue Law Firm (currently, Inoue Syouji Law Firm) (current position) June 2015 Outside Director, Meitetsu Transportation Co., Ltd. June 2016 Outside Audit & Supervisory Board Member, Makita Corporation June 2021 Outside Director (Audit & Supervisory Committee Member), Makita Corporation (current position) June 2021 Independent Member of the Board of the Company (current position)	0
[Reasons for the nomination of the candidate for Independent Member of the Board and expected roles, etc.] Syouji Inoue has professional insight and extensive experience as a lawyer. Mr. Inoue has not been directly involved in corporate management other than as an independent member of the board and as an outside audit & supervisory committee member. However, for the above reasons, the Company proposes his election as its Independent Member of the Board because the Company expects that Mr. Inoue will provide his opinions on the decision-making and business execution of the Board of Directors of the Company based on his professional insight and extensive experience as a lawyer, and fulfill objective supervisory functions from an independent viewpoint.			
11	 Noriko Asai (July 25, 1964) (Age: 59) [Independent Member of the Board] [Independent Officer]	April 1997 Research Assistant, School of Economics, Nagoya University March 1999 Received Ph.D. (Economics), Nagoya University April 2007 Professor, School of Management, Chukyo University June 2015 Outside Director, CKD Corporation June 2020 Outside Director, IBIDEN CO., LTD. (current position) June 2021 Independent Member of the Board of the Company (current position) October 2021 Guest Faculty Member of Graduate School /School of Economics of Nagoya University November 2023 Outside Director, Shinwa Co., Ltd. (current position) April 2024 Management Committee Member of Toyohashi University of Technology (current position)	0
[Reasons for the nomination of the candidate for Independent Member of the Board and expected roles, etc.] Noriko Asai has highly academic knowledge and extensive experience (especially in the areas of production management, human resources development (human capital management) and innovation) accumulated through research of the manufacturing industry over many years as a Doctor of Economics. In addition, Ms. Asai has extensive knowledges and experiences, including experiences in deliberations about significant management issues as an outside director at multiple listed companies and as a management council member of a national university. Ms. Asai has not been directly involved in corporate management other than as an independent member of the board. However, for the above reasons, the Company proposes her election as its Independent Member of the Board because the Company expects that Ms. Asai will provide appropriate advice from an independent viewpoint based on her specialized insight, and fulfill objective supervisory functions.			

(Notes)

1. Kinya Komura, a candidate for Member of the Board of the Company, concurrently serves as Chairman, TATUNG-OKUMA CO., LTD., with which the Company has business relationships including product sales.
2. Other candidates for Members of the Board of the Company do not have any special interests in the Company.

3. Toshimichi Moriwaki, Hiroki Takenaka, Syouji Inoue and Noriko Asai are candidates for Independent Members of the Board.
4. Toshimichi Moriwaki, Hiroki Takenaka, Syouji Inoue and Noriko Asai, candidates for Independent Member of the Board, satisfy the requirements for independence stipulated by the Tokyo Stock Exchange and the Nagoya Stock Exchange, and therefore have been reported as independent officers by the Company to both stock exchanges.
5. The Company has entered into a directors and officers liability insurance (D&O insurance) contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act to ensure that Members of the Board can fully perform their expected roles in the course of execution of their duties and to enable the Company to acquire excellent talents. The insurance policy will insure all Members of the Board. If this proposal is approved as originally proposed, and the candidates assume their offices as Members of the Board, each candidate will be the insured under this insurance policy. The insurance policy will indemnify damages and losses of the insured arising from their liabilities for their performing their respective duties or from third party claims alleging such liabilities; provided, however, that the said insurance policy has certain insurance exclusions. For example, the insurance policy does not cover damages arising from the insured's acts committed with the knowledge of their illegality. The entire insurance premiums including rider premiums are paid by the Company so that the insured does not bear any material insurance premiums. The Company plans to renew the insurance policy on July 1, 2024, which is during the term of office of each candidate.
6. Futamura Chemical Co., Ltd., where Syouji Inoue serves as Outside Audit & Supervisory Board Member, received a cease and desist order and a payment order for a surcharge from Japan Fair Trade Commission on November 22, 2019, due to an act that violated the provisions in Article 3 of the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade regarding the transaction of special activated carbon and special granulated activated carbon. Although Mr. Inoue was not aware of the fact in advance, he has been calling attention from a compliance perspective at the Audit & Supervisory Board on a daily basis. After the fact was revealed, he fulfilled his duties as Outside Audit & Supervisory Board Member of Futamura Chemical Co., Ltd. as exemplified by his proposals to strengthen the compliance system and to thoroughly prevent recurrence.
7. The cumulative period of each of Toshimichi Moriwaki, Syouji Inoue and Noriko Asai's serving as an Independent Member of the Board of the Company since their initial appointment will reach 3 years as of the close of this Annual General Meeting of Shareholders. The cumulative period of Hiroki Takenaka's serving as an Independent Member of the Board of the Company since his initial appointment will reach 1 year as of the close of this Annual General Meeting of Shareholders.

[Reference: Policy and Procedure for the Selection of Members of the Board]

1. The Company's approach to nominating candidates for Members of the Board is as follows:
 - 1) The Company, regardless of gender, nationality, and other such individual attributes, nominates candidates who possess qualities such as dignity, ethics and insight, as well as outstanding management sense.
 - 2) The Company nominates candidates who are mentally and physically sound, who are committed to serving shareholders, and who are able to fulfill their duties. From the perspective of ensuring the continuity and safety of the Board of Directors, the Company endeavors to avoid the simultaneous appointment of a large number of new Members of the Board.
2. The procedure for nominating candidates for Members of the Board is as follows:
 - 1) The Representative Director, President submits a proposal for candidates for Members of the Board. The proposal is referred to the Nomination and Compensation Advisory Committee, which then reports back to the Board of Directors on its views regarding the proposal.
 - 2) The Board of Directors, upon deliberation, approves candidates who will be able to appropriately undertake their duties as Members of the Board.

[Reference: Skills Matrix of the Candidates for Members of the Board]

		Corporate strategy / Corporate management	Accounting / Finance	Human resources development / HR / Labor	Technology & R&D / IT	Quality control / Customer service	Manufacturing & procurement	Marketing / Sales	Global business	Legal affairs / Compliance / Governance	Risk Management / Sustainability
1	Atsushi Ieki										
	Representative Director, President	●		●	●	●	●		●	●	●
2	Masato Ryoki	●			●	●	●			●	●
	Member of the Board, Executive Vice President										
3	Chikashi Horie	●	●	●						●	●
	Member of the Board, Managing Executive Officer										
4	Takeshi Yamamoto	●					●	●	●		
	Member of the Board, Senior Executive Officer										
5	Harumitsu Senda				●	●					●
	Member of the Board, Senior Executive Officer										
6	Kinya Komura						●	●			
	Member of the Board, Senior Executive Officer										
7	Yasuhiro Asahi							●	●		
	Member of the Board, Executive Officer										
8	Toshimichi Moriwaki				●					●	●
	Independent Member of the Board										
9	Hiroki Takenaka	●	●			●	●		●	●	●
	Independent Member of the Board										
10	Syouji Inoue									●	●
	Independent Member of the Board										
11	Noriko Asai	●	●					●		●	●
	Independent Member of the Board										


The matrix above does not represent all the insight possessed by each candidate.

Proposal 4: Election of 1 Audit & Supervisory Board Member

The term of Audit & Supervisory Board Member Koichi Saijo will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, within the maximum number of Audit & Supervisory Board Members prescribed in the Company's Articles of Incorporation, it is proposed that 1 Audit & Supervisory Board Member be elected.

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

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of the Company's shares held
 Shinji Nakayama (October 5, 1965) (Age: 58) Newly appointed	April 1988 July 2014 July 2015 January 2019 July 2021 Joined the Company Assistant General Manager, Accounting Department of the Company General Manager, Corporate Planning Office of the Company General Manager, Human Resources Department of the Company General Manager, Internal Audit Office of the Company (current position)	1,759

(Notes)

1. The candidate for Audit & Supervisory Board Member of the Company does not have any special interests in the Company.
2. The Company has entered into a directors and officers liability insurance (D&O insurance) contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act to ensure that officers can fully perform their expected roles in the course of execution of their duties and to enable the Company to acquire excellent talents. The insurance policy will insure all Audit & Supervisory Board Members. If this proposal is approved as originally proposed, and the candidate assumes office as an Audit & Supervisory Board Member, the candidate will be the insured under this insurance policy. The insurance policy will indemnify damages and losses of the insured arising from liabilities for the performance of duties or from third party claims alleging such liabilities; provided, however, that the said insurance policy has certain insurance exclusions. For example, the insurance policy does not cover damages arising from the insured's acts committed with the knowledge of their illegality. The entire insurance premiums including rider premiums are paid by the Company so that the insured does not bear any material insurance premiums. The Company plans to renew the insurance policy on July 1, 2024, which is during the term of office of the candidate.