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June 4, 2024

To our shareholders:

Nobutaka Ide
President and Representative Director
Wacom Co., Ltd.
2-510-1 Toyonodai, Kazo-shi, Saitama

Notice of the 41st Ordinary Shareholders' Meeting

We are pleased to announce the 41st Ordinary Shareholders' Meeting of Wacom Co., Ltd. (the "Company") to be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the Ordinary Shareholders' Meeting and exercise your voting rights.

In convening this Shareholders' Meeting, the Company has taken measures for providing information contained in reference documents and other documents for the general meeting of shareholders (items for which the measures for providing information in electronic format will be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

[The Company's website]

<https://www.wacom.com/ja-jp> (in Japanese)

(From the above website, select "Investors," and then "Stock information.")

[Website for posted informational materials for the general meeting of shareholders]

<https://d.sokai.jp/6727/teiji/> (in Japanese)

[TSE website (Listed Company Search)]

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

(Access the TSE website by using the internet address shown above, enter "Wacom" in "Issue name (company name)" or the Company's securities code "6727" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].")

If you are unable to attend the meeting in person, you may exercise your voting rights in writing (mail) or via the Internet, etc. Please review the Reference Documents for the Ordinary Shareholders' Meeting and exercise your voting rights by 6:00 p.m., Tuesday, June 25, 2024 (JST).

- 1. Date and Time:** Wednesday, June 26, 2024, at 10:00 a.m. (JST)
- 2. Venue:** Bellesalle Shinjuku Grand Conference Center
fifth floor of Sumitomo Fudosan Shinjuku Grand Tower
8-17-1 Nishishinjuku, Shinjuku-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements, and the Audit Report on the Consolidated Financial Statements by the Accounting Auditor and the Audit Committee for the 41st fiscal year (April 1, 2023 to March 31, 2024)
2. Non-consolidated Financial Statements for the 41st fiscal year (April 1, 2023 to March 31, 2024)

Matters to be resolved:

- Proposal No. 1** Election of Six Directors (Excluding Directors Who Are Audit Committee Members)

Proposal No. 2 Election of Two Directors Who Are Audit Committee Members

Proposal No. 3 Election of One Substitute Director Who Is an Audit Committee Member

4. Exercising Your Advance Voting Rights

You can exercise your voting rights in writing or via the Internet, etc. We request that the information be received or completed by 6:00 p.m. on Tuesday, June 25, 2024 (JST).

Exercise of voting rights by mail (voting right exercise form)

Please indicate your approval or disapproval for each proposal in the voting form and send the form so that it arrives by 6:00 p.m., Tuesday, June 25, 2024 (JST). If there is no indication of your approval or disapproval for each proposal, you will be deemed to have approved the company proposals.

- When you attend the meeting in person, please submit the voting form sent out with this notice at the reception. Please bring the notice of the Ordinary Shareholders' Meeting as reference material for the meeting.
- Among items for which the measures for providing information in electronic format will be taken, in accordance with laws and regulations and the Company's Articles of Incorporation, Notes to the Consolidated Financial Statements in the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements in the Non-consolidated Financial Statements are not stated in the paper-based documents delivered to shareholders who have made a request for delivery of such documents. The Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements included in the paper-based materials are part of the documents audited by the Accounting Auditor and Audit Committee in preparing their respective Audit Reports.
- If revisions to the items for which the measures for providing information in electronic format will be taken arise, notice of those revisions and the details of the content, including before and after changes, will be posted on each of the websites shown below where we are taking measures for electronic provision.
- The business briefing session will follow the Ordinary Shareholders' Meeting.

Reference Documents for Ordinary Shareholders' Meeting

Proposal No. 1 Election of Six Directors (Excluding Directors Who Are Audit Committee Members)

At the conclusion of this meeting, the terms of office of all six Directors (excluding Directors who are Audit Committee Members) will expire. Therefore, the Company proposes the election of six Directors (excluding Audit Committee Members).

Candidate No.	Candidate's Name		Current Position at the Company	Tenure	Board of Directors' Meeting Attendance
1	Nobutaka Ide	[Reelection]	President and Representative Director	7 years	20/20 (100%)
2	Sadao Yamamoto	[Reelection]	Director	25 years	20/20 (100%)
3	Sayatake Komine	[New election]	EVP, Technology Solution Business Unit	-	-
4	Ken Inazumi	[Reelection] Outside Independent	Outside Director	6 years	20/20 (100%)
5	Mikako Inamasu	[Reelection] Outside Independent	Outside Director	3 years	20/20 (100%)
6	Takafumi Nakajima	[New election] Outside Independent	-	-	-

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
	<p>[Reelection]</p> <p>Nobutaka Ide (May 19, 1970)</p> <p>(Fiscal Year 2023) [Board of Directors' Meeting Attendance] 20/20 (100%)</p>	<p>Aug. 2013 Joined the Company General Manager of Technology Marketing Department, Component Business Unit</p> <p>Apr. 2015 VP, Technology Solution Business Unit</p> <p>July 2015 SVP, Technology Solution Business Unit</p> <p>Apr. 2017 EVP in charge of Technology Solution Business Unit and Platform and Application Business Unit</p> <p>June 2017 Director</p> <p>Apr. 2018 President and Representative Director and CEO (current position)</p> <p>Feb. 2021 Representative Director of General Incorporated Association Connected Ink Village (current position)</p>	<p>90,731 shares</p>
1	<p>[Reasons for nomination]</p> <p>Nobutaka Ide has contributed to business expansion as the head of marketing related to the technology solution business after joining in 2013 and as the manager in charge of the technology solution business since 2015. He has also led global management of the Group since he assumed the position of President and Representative Director and CEO of the Company in April 2018.</p> <p>The Company proposes his continued election as Director based on the judgment that he is qualified to lead the achievement of the Medium-term Business Direction, "Wacom Chapter 3," playing a central role in drafting and executing measures to restore business performance, and the formulation of the next Medium-term Business Direction, "Wacom Chapter 4."</p> <p>[To our shareholders]</p> <p>Our Medium-term Business Direction, "Wacom Chapter 3," is now in its final year. We are preparing for the new Medium-term Business Direction while firmly upholding our commitment to our philosophy of "life-long ink (supporting the writing and drawing experience throughout a person's lifetime)." We will continue to innovate the "digital writing and drawing experience" to achieve financial growth, and also work to achieve meaningful growth together with the various people who make up this society and community, in order to continue providing value as an indispensable "instrument expert" for humankind.</p>		

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company		Number of the Company's shares owned
2	[Reelection] Sadao Yamamoto (April 13, 1961) (Fiscal Year 2023) [Board of Directors' Meeting Attendance] 20/20 (100%)	Mar. 1987	Joined the Company	780,358 shares
	Apr. 1998	General Manager of Basic Development, ESD		
		June 1999	Director	
		June 2004	Director and Operating Officer in charge of R&D	
		Apr. 2010	Director, Operating Officer and General Manager of R&D Office	
		Apr. 2014	Director, Operating Officer and Division General Manager of Technology Development Division	
		Apr. 2015	Director and Chief Technology Officer (current position)	
	<p>[Reasons for nomination] Sadao Yamamoto has been engaged in managing the development of technologies that are fundamental to the Company's products since 1998. He is well versed in the Company's technologies and possesses abundant knowledge. The Company proposes his continued election as Director based on the judgment that he is qualified to lead the development of new technologies and products based on his experience as the technology development manager and knowledge of the Company's fundamental technologies.</p> <p>[To our shareholders] Wacom develops and sells products placing great importance on digital pen solutions to realize its life-long ink philosophy. Now, with the rise of new technologies such as generative AI, it is becoming easier to obtain high-level material data. To that end, we believe that users need the best tools for inputting their feelings and emotions for the work of creating the unique value that only they themselves can provide, and our engineers will work daily to develop technologies and develop and provide new services together with our users to improve their convenience. I have been deeply engaged in technology and product development, and I will use my knowledge to participate in discussions so that the Board of Directors can make the best decisions in the initiatives not only for existing tablets, but also for future development in new areas.</p>			
3	[New election] Sayatake Komine (November 20, 1971) (Fiscal Year 2023) [Board of Directors' Meeting Attendance] -	Oct. 1996	Joined Chuo Audit Corporation	-
	Apr. 2001	Registered as a certified public accountant		
		July 2005	Joined PricewaterhouseCoopers Dallas	
		Nov. 2011	Joined the Company Manager of Finance Department	
		Sept. 2017	VP, Technology Solution Business Unit	
		Oct. 2020	EVP, Technology Solution Business Unit (current position)	
		Jan. 2022	Outside Director, sdtech Inc. (current position)	
	<p>[Reasons for nomination] Prior to joining the Company, Sayatake Komine worked as a certified public accountant at an auditing firm, where he was engaged in corporate accounting audits. Since joining the Company, after working in the Finance & Accounting department, he is currently responsible for the Technology Solution Business, the Company's main business segment. The Company proposes his election as Director in the expectation that his knowledge of corporate accounting as a certified public accountant and his experience as the head of a business segment will continue to contribute to the strengthening of our Technology Solution Business.</p> <p>[To our shareholders] I sincerely feel honored and privileged to be named as a candidate for Director at the Ordinary Shareholders' Meeting. As a Director of Wacom, I am passionate about fulfilling the corporate mission and increasing its contribution to society. I will strive to be a company that creates sustainable value, achieves ethical and strong management, and has a positive impact on local and global society as a whole. Although there are many daily challenges, such as responding to the severe changes in the competitive environment and the rapid evolution of generative AI technology, I will leverage Wacom's strengths and proactively incorporate new technologies to transform its business domain while contributing to the enhancement of corporate value. I will make a sincere effort to meet the expectations of our shareholders, and I sincerely ask for your continued support and guidance to Wacom in the future.</p>			

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p>[Reelection] Outside Independent</p> <p>Ken Inazumi (January 22, 1974)</p> <p>(Fiscal Year 2023) [Board of Directors' Meeting Attendance] 20/20 (100%)</p>	<p>Jan. 2010 Director, AxiPartners Asia LLC</p> <p>Jan. 2012 Operating Officer and Management Planning Manager, NHN JAPAN Corp. (currently LINE Corporation)</p> <p>Apr. 2013 Director and COO, NHN PlayArt Corporation (currently NHN JAPAN Corp.)</p> <p>Feb. 2014 President and CEO</p> <p>Oct. 2015 President and CEO, NHN Techorus Corporation</p> <p>Mar. 2017 Corporate Executive Officer, transcocosmos inc.</p> <p>Dec. 2017 Senior Corporate Executive Officer</p> <p>June 2018 Outside Director of the Company (current position)</p> <p>June 2019 Director and Senior Corporate Executive Officer, transcocosmos inc.</p> <p>June 2021 President and Chief Executive Officer (Representative), XPRICE Inc.</p> <p>Mar. 2023 Managing Executive Officer, MASH Holdings Co., Ltd.</p> <p>Mar. 2024 Director, PILLBOX JAPAN INC. (current position)</p>	-
<p>[Reasons for nomination and overview of expected roles]</p> <p>Ken Inazumi has experience as an Officer, including as a President and Representative Director, at a business corporation and continues to serve as Director of a business corporation, where he is responsible for strategic planning and execution, investor relations, and promotion of alliances. After he assumed the position of outside Director of the Company, he has been providing advice from an independent standpoint on nominations of candidates for the Company's Directors and policy on remunerations for Directors as member of the Nominating Committee and the Remuneration Committee.</p> <p>The Company proposes his continued election as outside Director in the expectation that his previous experience as a corporate manager and extensive knowledge in the IT industry will enable him to provide guidance to the Company's Managing Directors and advice concerning the Company's business.</p> <p>[To our shareholders]</p> <p>Not even the term "post-Corona era" is heard anymore, and we are back to our updated routines. I think this update is the result of progress in both user needs and technological innovation, such as remote work, mobile work, and support by AI.</p> <p>Although the Company has two businesses, one under the Wacom brand and the other under a non-Wacom brand, there is a growing need to understand needs and innovate across all of its businesses.</p> <p>I will continue to support not only strategic planning and execution reviews, but also the creation of a more integrated internal structure that can provide value to the market and the development of personnel to achieve this.</p>			

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
	<p>[Reelection] Outside Independent</p> <p>Mikako Inamasu (April 12, 1960)</p> <p>(Fiscal Year 2023) [Board of Directors' Meeting Attendance] 20/20 (100%)</p>	<p>Apr. 1983 Joined FUJITSU LIMITED</p> <p>Nov. 1993 Director, HR Institute Co., Ltd.</p> <p>Apr. 2005 Professor, Business Management, Business Breakthrough Graduate School (current position)</p> <p>Oct. 2005 Executive Vice President, HR Institute Co., Ltd.</p> <p>Oct. 2013 President and Representative Director</p> <p>Dec. 2017 President, HR INSTITUTE USA, INC. (current position)</p> <p>June 2019 Councilor, General Incorporated Association Thunderbird School of Global Management (current position)</p> <p>Jan. 2020 Chief Executive Officer, HR Institute Co., Ltd.</p> <p>June 2021 Outside Director of the Company (current position)</p> <p>June 2022 Representative Director of General Incorporated Association One Drop Ocean Foundation (current position)</p>	<p>12,000 shares</p>
5	<p>[Reasons for nomination and overview of expected roles]</p> <p>After working at FUJITSU LIMITED as a system engineer, Mikako Inamasu studied abroad at the Thunderbird School of Global Management in the USA and obtained an MBA degree. In 1993, she founded HR Institute Co., Ltd. and offers consulting services on business strategies and corporate trainings. She served as President and CEO of HR Institute Co., Ltd. She has been playing a central role in nominating candidates for the Company's Directors and providing advice from an independent standpoint on policy on remunerations for Directors as chairperson of the Nominating Committee and member of the Remuneration Committee.</p> <p>The Company proposes her continued election as outside Director in the expectation that her previous knowledge of business administration and experience as a corporate manager will enable her to provide guidance to the Company's Managing Directors and advice concerning the Company's business.</p> <p>[To our shareholders]</p> <p>The previous fiscal year was a fruitful year of learning. Agenda, dialogue and resolutions at the Board of Directors meetings. I am deeply impressed by the management team's commitment, who are indeed devoting their lives to creating better relationships with Wacom's diverse stakeholders.</p> <p>From now on, based on the knowledge we have accumulated through practice in "Wacom Chapter 3," we will take on the challenge of developing a "glocal" business, tailoring products available on global markets in the context of local communities. We are steadily preparing to expand new human resources for this purpose and to form an even more attractive next-generation management board. I will make the most of Wacom's management characteristics, which are both a sense of humility and a sense of boldness, and contribute to meeting the expectations of our shareholders by achieving further evolution.</p>		

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
	[New election] Outside Independent Takafumi Nakajima (February 22, 1985) (Fiscal Year 2023) [Board of Directors' Meeting Attendance] -	Apr. 2014 Representative Director, RE-X Expansion Inc. (current position) Feb. 2018 Representative Director, Kumamura Shin Power Inc. (current position) May 2023 Representative Director, Gokigen Power Inc. (current position) July 2023 Representative Director, TIDA POWER LTD. (current position)	-
6	<p>[Reasons for nomination and overview of expected roles] Takafumi Nakajima has knowledge of the environment and energy and experience as a corporate manager in creating businesses in the energy and recycling fields. The Company proposes his election as outside Director in the expectation that his knowledge and experience will enable him to provide guidance and advice to the Company's Managing Directors, while applying them to the Company's SDGs initiatives, sustainability management, and other areas.</p> <p>[To our shareholders] As exemplified by the TCFD, CDP, and other movements, the ability to address environmental issues in business activities is being tested. In EU, a carbon border adjustment mechanism has been introduced and initiatives that affect price competitiveness have been launched. Just as information security measures have become the norm, I believe that the time is quickly approaching when dealing with environmental issues will become so as well. As the entire value chain, not just the company itself, is required to take action, it will be necessary to work with the community surrounding Wacom.</p> <p>Wacom will view these changes as "opportunities" rather than "threats," implement proactive rather than passive environmental sustainability initiatives, and contribute to the realization of "life-long ink," the value that Wacom aims to provide. I would like to help Wacom remain a socially valuable company that will be needed by society in the next generation.</p>		

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Ken Inazumi, Mikako Inamasu and Takafumi Nakajima are candidates for outside Director.
 3. At the conclusion of this meeting, Ken Inazumi and Mikako Inamasu tenure as Outside Directors will have been six years and three years, respectively.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Ken Inazumi and Mikako Inamasu to limit their liability for damages under Article 423, paragraph (1) of the Companies Act to the greater of ¥1.0 million or the amount provided for by Article 425, paragraph (1) of the same Act. If their reelections are approved, the Company plans to renew the aforementioned agreement with them. In addition, if Takafumi Nakajima's election is approved, the Company plans to enter into the same agreement with him.
 5. The Company has submitted notification to the Tokyo Stock Exchange that Ken Inazumi and Mikako Inamasu have been designated as independent officers as provided for by the aforementioned exchange. In addition, Takafumi Nakajima satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange, and the Company plans to submit notification to the aforementioned exchange concerning his appointment as an independent officer.
 6. Pursuant to the provisions of Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy with an insurance company. If the insured, including the Company's Directors, sustains economic loss due to being the subject of claim for damages related in his/her execution of operation, he/she shall be reimbursed by said insurance policy (however, excluding claim for damages that results in illegal actions by the Director). If each of the candidates assumes the position of Director, each of them will be insured under said insurance policy. The Company plans to renew said insurance policy with the same conditions as above.

Proposal No. 2 Election of Two Directors Who Are Audit Committee Members

At the conclusion of this meeting, the term of office of Director Shigeki Higashiyama who is an Audit Committee Member will expire, and Takashi Kamura will retire from office due to resignation. Therefore, the Company proposes the election of two Directors who are Audit Committee Members.

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

The candidates for Director who is an Audit Committee Member are as follows.

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p>[Reelection] Outside Independent</p> <p>Shigeki Higashiyama (February 15, 1958)</p> <p>(Fiscal Year 2023) [Board of Directors' Meeting Attendance] 20/20 (100%) [Attendance of Audit Committee meetings] 13/13 (100%)</p>	<p>Apr. 1982 Joined Nomura Research Institute, Ltd. Oct. 2000 President, Nomura Research Institute Hong Kong President, Nomura Research Institute Singapore Apr. 2005 Head of Corporate Planning Division, Nomura Research Institute, Ltd. Apr. 2006 Senior Managing Director and Head of Personnel Division May 2008 Senior Managing Director and Division Manager of Asia Region Director, iVision Shanghai Co., Ltd. Apr. 2012 Senior Managing Director and Division Manager of China & Asia Region, Nomura Research Institute, Ltd. Apr. 2015 Senior Corporate Managing Director President of Nomura Research Institute Asia Pacific Private Limited Apr. 2016 Counselor, Nomura Research Institute, Ltd. June 2018 Outside Director (Audit Committee Member) of the Company (current position) June 2022 Outside Director, MIMOSA CO. LTD. (current position)</p>	<p>10,000 shares</p>
<p>[Reasons for nomination and overview of expected roles] At Nomura Research Institute, Ltd., Shigeki Higashiyama has served as the company's Head of Corporate Planning and Human Resources, and has extensive experience working abroad and with global businesses. Since his appointment as an outside Director who is an Audit Committee Member of the Company, he has served as chairperson of the Audit Committee, chairperson of the Remuneration Committee, and member of the Nominating Committee, and has been central to the Audit Committee audit and the determination of the Company's director compensation policy, and has advised the Company from an independent standpoint on nominations of candidates for Directors. In the expectation that he will apply his experience and extensive knowledge of management to the duties as an outside Director who is an Audit Committee Member of the Company, the Company proposes his continued election as outside Director who is an Audit Committee Member.</p> <p>[To our shareholders] Wacom is a company that creates products that go beyond digital and AI to "human creativity" itself. Wacom's young employees love Wacom products that realize human imagination and are involved in the development and manufacturing of these products with great passion. These products are then delivered to creators around the world. Wacom's management team, consisting of internal Directors who execute operations and outside Directors who monitor them from the standpoint of shareholders, thoroughly discusses all aspects of management, including technology, organization, production and sales, and financial strategies. We also frequently have opportunities to learn about the work of our young employees in the field around the world and to listen to their ideas. Technology and capital markets are constantly changing. We, the management team, will do our best to enhance Wacom's corporate value with the same passion as our young employees.</p>			

Candidate No.	Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p>[New election] Outside Independent</p> <p>Yuji Ono (February 19, 1968)</p> <p>(Fiscal Year 2023) [Board of Directors' Meeting Attendance]</p> <p>- [Attendance of Audit Committee meetings]</p> <p>-</p>	<p>Apr. 1991 Joined Toyo Trust and Banking Company, Limited (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>Jan. 2009 Registered as an attorney-at-law</p> <p>Apr. 2014 Lecturer, Keio University Law School (current position)</p> <p>Apr. 2017 Deputy General Manager, Compliance Management Department, Mitsubishi UFJ Trust and Banking Corporation</p> <p>Apr. 2019 General Manager, Legal Department</p> <p>Apr. 2022 General Manager, Corporate Risk Management Division, The Master Trust Bank of Japan, Ltd.</p> <p>Apr. 2023 Joined Link Partners Law Firm (current position)</p> <p>July 2023 Outside Audit & Supervisory Board Member, BankGuard Inc. (current position)</p> <p>Feb. 2024 Representative Director, Syndic Trust Corporation (current position)</p>	-
<p>[Reasons for nomination and overview of expected roles] Yuji Ono has expertise and extensive knowledge in the areas of financial legal affairs, corporate legal affairs, compliance, and risk management from his experience as an attorney-at-law and as General Manager, Legal Department at Mitsubishi UFJ Trust and Banking Corporation. In February 2024, he founded and serves as Representative Director, Syndic Trust Corporation, which provides managerial, supervisory, and consulting services for condominium management associations. The Company proposes his election as outside Director who is an Audit Committee Member in the expectation that he will perform audits on Directors' operations and on business of the Company from legal perspective and the perspective of compliance, based on his experience.</p> <p>[To our shareholders] I am truly honored to have been selected as a candidate for outside Director and Audit Committee Member of Wacom, which has cutting-edge technology in the digital field and is expanding its business globally. I have loved pencils since I was a child and consider writing instruments to be the greatest communication tool invented by mankind. I believe that the digital pen, to which digital technology has been added, has tremendous potential and can contribute to society in a variety of areas, not least in the creative sphere. The field of legal affairs and compliance, in which I specialize, has also undergone dizzying changes in recent years. As an outside Director and Audit Committee Member, I would like to contribute to the sustainable growth of Wacom, which is taking on the challenge of the rapidly evolving field of digital technology.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Shigeki Higashiyama and Yuji Ono are candidates for outside Director.
 3. At the conclusion of this meeting, Shigeki Higashiyama's tenure as an outside Director who is also an Audit Committee Member will have been six years.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Shigeki Higashiyama to limit his liability for damages under Article 423, paragraph (1) of the Companies Act to the greater of ¥1.0 million or the amount provided for by Article 425, paragraph (1) of the same Act. If his reelection is approved, the Company plans to renew the aforementioned agreement with him. In addition, if Yuji Ono's election is approved, the Company plans to enter into the same agreement with him.
 5. The Company has submitted notification to the Tokyo Stock Exchange that Shigeki Higashiyama has been designated as an independent officer as provided for by the aforementioned exchange. In addition, Yuji Ono satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange, and the Company plans to submit notification to the aforementioned exchange concerning his appointment as an independent officer.
 6. Pursuant to the provisions of Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy with an insurance company. If the insured, including the Company's Directors who are Audit Committee Members, sustains economic loss due to being the subject of claim for damages related in his/her execution of operation, he/she shall be reimbursed by said insurance policy (however, excluding claim for damages that results in illegal actions by the Director). If each of the candidates assumes the position of Director who is an Audit Committee Member, each of them will be insured under said insurance policy. The Company plans to renew said insurance policy with the same conditions as above.

Proposal No. 3 Election of One Substitute Director Who Is an Audit Committee Member

The Company requests approval for the election of one substitute Director who is an Audit Committee Member to be ready to fill a vacant position should the number of Directors who are Audit Committee Members fall below the number required by laws and regulations.

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

The candidate for the role of substitute Director who is an Audit Committee Member is as follows.

Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company
Outside Independent Masatoshi Ujimori (August 8, 1978)	Apr. 2001 Joined JCB Co., Ltd. Sept. 2008 Registered as an attorney-at-law Joined Atsumi & Sakai Law Office/Foreign Law Joint Enterprise May 2012 Joined Irisawa Law Office Jan. 2014 Partner, Ishihara Law Office May 2019 Partner, Edison Law Office Mar. 2022 Founded Ujimori Law Office Representative (current position)
[Reasons for nomination and overview of expected roles] Masatoshi Ujimori has extensive knowledge of laws and practices in the areas of financial law, international relations law, and corporate law from his work at JCB Co, Ltd. and over 15 years of experience as a lawyer. The Company proposes his election as substitute Director who is an Audit Committee Member in the expectation that he will perform audits on Directors' operations and on business of the Company from legal perspective and the perspective of compliance, based on his experience as a lawyer and as manager of a law office. Although he has only in the past been directly involved in the Company's management as an outside Director and outside Auditor, the Company judges that he will appropriately fulfill his duties of outside Director who is an Audit Committee Member based on the above reasons.	

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Masatoshi Ujimori is a candidate for substitute outside Director who is an Audit Committee Member.
 3. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Masatoshi Ujimori to limit his liability for damages under Article 423, paragraph (1) of the Companies Act to the greater of ¥1.0 million or the amount provided for by Article 425, paragraph (1) of the same Act, if he assumes the position of outside Director who is an Audit Committee Member.
 4. Masatoshi Ujimori satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange, and the Company plans to submit notification to the aforementioned exchange concerning his appointment as an independent officer, if he assumes the position of outside Director who is an Audit Committee Member.
 5. Pursuant to the provisions of Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy with an insurance company. If the insured, including the Company's Directors who are Audit Committee Members, sustains economic loss due to being the subject of claim for damages related in his/her execution of operation, he/she shall be reimbursed by said insurance policy (however, excluding claim for damages that results in illegal actions by the Director). If the candidate assumes the position of outside Director who is an Audit Committee Member, he/she will be insured under said insurance policy. The Company plans to renew said insurance policy with the same conditions as above.

The status of the activities of the Directors who are Audit Committee Members, who are not up for reelection at this Ordinary Meeting

The status of the activities of the Director who is Audit Committee Member, who is not up for reelection at this Ordinary Meeting, is as follows.

Name Date of birth	Career summary, position and responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
<p style="text-align: center;">Outside Independent</p> <p style="text-align: center;">Osamu Hosokubo (February 3, 1961)</p> <p style="text-align: center;">(Fiscal Year 2023)</p> <p>[Board of Directors' Meeting Attendance] 20/20 (100%)</p> <p>[Attendance of Audit Committee meetings] 13/13 (100%)</p>	<p>Apr. 1983 Joined Nippon Trust Bank Co., Ltd. (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>July 1989 Joined JAPAN-ASEAN Investment Co., Ltd. (currently Japan Asia Investment Co., Ltd.)</p> <p>Apr. 2005 Executive Officer</p> <p>June 2007 Director</p> <p>June 2012 President and CEO</p> <p>July 2017 CEO, Great Asia Capital & Consulting LLC (current position)</p> <p>Nov. 2017 Outside Director, Saisan Co., Ltd. (current position)</p> <p>Dec. 2018 Outside Auditor, Malignant Tumor Treatment Technologies, Inc. (current position)</p> <p>June 2019 Outside Director (Audit Committee Member) of the Company (current position)</p> <p>Mar. 2020 Outside Director, Roland DG Corporation (current position)</p> <p>Nov. 2020 Outside Director, ANSeeN Inc. (current position)</p>	<p>1,000 shares</p>
<p>[Status of Activities]</p> <p>Osamu Hosokubo was appointed as President & CEO of Japan Asia Investment Co., Ltd., which provides investment and business support for venture companies both in Japan and overseas, after serving as the manager of business operations. Since relinquishing this position, he established Great Asia Capital & Consulting LLC, where he serves as CEO.</p> <p>Besides performing audits as an outside Director who is an Audit Committee Member of the Company, he also has been providing advice from an independent standpoint on nominations of candidates for the Company's Directors and policy on remunerations for Directors as member of the Nominating Committee and the Remuneration Committee. He has gained abundant experience in and knowledge of investments and business support in Japan and overseas, and has fulfilled the role of an outside Director of another company. The Company expects that he will be able to utilize such experience in the duties as an outside Director who is an Audit Committee Member of the Company.</p> <p>[To our shareholders]</p> <p>Greetings to all shareholders. The Company has a long-standing and significant presence in the global marketplace with its unique technology-based digital product line. I see the Company as one of the truly global companies that Japan as a nation should be proud of, and since my appointment five years ago, I have supported the Company as an outside Director who is an Audit Committee Member to achieve further growth and increase corporate value. In the meantime, the market upheaval during the COVID-19 pandemic has presented our brand business with significant business opportunities and subsequent challenges, while the growing demand for pens in smartphones and tablets, combined with AI and other software technologies, has opened up new possibilities, especially in the Technology Solution Business. The Company will continue to take on the challenges of the rapidly changing global market as a pioneer of the times. We look forward to your continued support.</p>		

The areas of expectations for Directors who are Audit Committee Members of the Company (management structure after approval)

Policies and procedures for the Meeting of the Board of Directors' election and removal of senior management and nomination of director candidates

Wacom has formulated a Medium-term Business Direction, Wacom Chapter 3, with the final year being the 42nd fiscal year (ending March 31, 2025). The economic environment surrounding the Company, however, remains severe. Looking ahead to the next Medium-term Business Direction, Wacom Chapter 4, we will be focusing on measures including improvement of product capabilities, gross profit improvement, business development, and improvement of inventory management.

The Skills Matrix of the Company's Directors is as follows.

	Nobutaka Ide	Sadao Yamamoto	Sayatake Komine	Ken Inazumi
Position	President and Representative Director	Director	Director	Outside Director
Tenure	7 years	25 years	-	6 years
Management	●	-	-	●
Overseas Business	●	-	●	-
Finance / Accounting	-	-	●	-
Human Resources / Organizational Development	-	-	-	-
Diversity & Inclusion	●	-	-	-
Environment	-	-	-	-
Legal & Compliance	-	-	-	-
Risk Management	-	-	-	-
Inherent Technologies	●	●	-	-
Community Engagement*1	●	-	-	●
Digital Services *2	●	●	●	●

	Mikako Inamasu	Takafumi Nakajima	Shigeki Higashiyama	Osamu Hosokubo	Yuji Ono
Position	Outside Director	Outside Director	Outside Director	Outside Director	Outside Director
Tenure	3 years	-	6 years	5 years	-
Management	●	●	-	●	-
Overseas Business	-	-	●	●	-
Finance / Accounting	-	-	-	●	-
Human Resources / Organizational Development	●	-	●	-	-
Diversity & Inclusion	●	-	-	-	-
Environment	-	●	-	-	-
Legal & Compliance	-	-	-	-	●
Risk Management	-	-	-	-	●
Inherent Technologies	-	-	-	-	-
Community Engagement*1	-	-	-	-	-
Digital Services *2	-	-	-	-	-

Notes: The definitions of the items unique to the Company's Directors' Skills Matrix are as follows.

*1 Community Engagement is based on such things as knowledge of community building and ecosystem development, which are key elements of the Medium-term Business Direction Wacom Chapter 3.

*2 Digital Services is based on our IT experience as well as our knowledge of the industry and technology.