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(Stock Exchange Code: 8157)

June 3, 2024

(Start date of electronic provisioning measures: May 30, 2024)

To Our Shareholders

Isao Emori  
Representative Director and President  
TSUZUKI DENKI CO., LTD.  
6-19-15 Shinbashi, Minato-ku, Tokyo

## Notice of the 84th Annual General Meeting of Shareholders

You are hereby notified that the 84th Annual General Meeting of Shareholders of TSUZUKI DENKI CO., LTD. (the “Company”) will be held for the purposes as described below.

This General Meeting of Shareholders will employ electronic provisioning measures, and the following website will contain the “Notice of the 84th Annual General Meeting of Shareholders.”

Company website: <https://www.tsuzuki.co.jp/ir/stock/meeting.html>



In addition to the above, the information will also be posted to the following website.

TSE website: <https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>



Please access the above site and search for the Company using the Company name or its securities code. Click “Basic information” and find the information under the “Documents for Public Inspection/ PR information” tab.

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders provided in the electronic proxy form and exercise your voting rights using the enclosed Voting Rights Exercise Form or via the Internet no later than **5 p.m. on Monday, June 24, 2024, Japan time.**

- 1. Date and Time:** Tuesday, June 25, 2024 at 10:00 a.m. Japan time
- 2. Place:** Tokyo Art Club Building, Third Floor, 6-19-15 Shinbashi, Minato-ku, Tokyo  
(Please refer to map of the venue at the end of this notice.)
- 3. Meeting Agenda:**
  - Matters to be reported:**
    1. Business Report and Consolidated Financial Statements for the Company’s 84th Fiscal Year (April 1, 2023 – March 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Board of the Consolidated Financial Statements
    2. Non-consolidated Financial Statements for the Company’s 84th Fiscal Year (April 1, 2023 – March 31, 2024)

**Proposals to be resolved:**

**Proposal:** Election of 10 Directors

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Notes:

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Should the electronic provisioning measures require amendment, the amended versions will be posted on the websites where the information is posted.
- Exercising voting rights by proxy:  
If exercising voting rights by a proxy who is also a shareholder with voting rights exercisable at this General Meeting of Shareholders, the proxy should submit your Voting Rights Exercise Form and a document certifying authority as proxy in addition to the proxy's Voting Rights Exercise Form to the reception desk on the day of the meeting.
- Please be advised that we will be dressed in light attire on the day of the meeting.
- In the past, we have mailed a Notice of Resolutions of the Annual General Meeting of Shareholders to our shareholders after the conclusion of our Annual General Meeting of Shareholders. From the upcoming meeting, we will discontinue this practice in view of the recent widespread use of the Internet and smartphones, and our commitment to environmental sustainability. We will continue to post the notice on our website (<https://www.tsuzuki.co.jp/ir/stock/meeting.html>) in the future. We appreciate your understanding in this matter.

## Guide to Exercising Voting Rights

### 1. If you are attending the General Meeting of Shareholders

#### Voting at General Meeting of Shareholders

Please bring the enclosed Voting Rights Exercise Form to the meeting, and submit it at the reception desk.

Meeting date and time: Tuesday, June 25, 2024 at 10:00 a.m. Japan time

### 2. If you are not attending the General Meeting of Shareholders

#### Voting in writing

Please indicate your approval or disapproval for the proposals on the enclosed Voting Rights Exercise Form, and return the form to the Company so that your vote is received by 5:00 p.m. on Monday, June 24, 2024 Japan time. In case there is no indication of approval or disapproval for the proposals on the Voting Rights Exercise Form, we will consider it as an indication of approval.

#### Voting via the Internet, etc.

Please access the voting rights exercise website (<https://evote.tr.mufg.jp/>), and register your vote for or against the proposals by 5:00 p.m. on Monday, June 24, 2024 Japan time.

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#### Multiple exercises of voting rights

- 1) In the event that any shareholder exercises voting rights both in written form and through the Internet, etc., the exercise of voting rights through the Internet will supersede as the effective exercise of the voting rights.
  - 2) If any voting right is exercised more than once via the Internet, etc., the latest exercise will be upheld as the valid exercise of the voting right.
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## Exercise of Voting Rights via the Internet

If you exercise your voting rights via the Internet, please confirm the following matters before exercising your voting rights.

Votes must be submitted by 5:00 p.m. on Monday, June 24, 2024 Japan time.

\* However, votes cannot be accepted between 2:30 a.m. and 4:30 a.m.

### 1. Log in by scanning QR code

You can log in to the voting rights exercise website without having to enter the login ID and temporary password printed on the Voting Rights Exercise Form.

Step 1: Scan the QR code printed on the right side of the attachment on the Voting Rights Exercise Form.

\* QR code is a registered trademark of Denso Wave Inc.

Step 2: Follow the on-screen instructions, and register your vote for or against the proposals.

Please refer to the enclosed leaflet for more information.

\* Internet connection fees, telecommunication charges, and other fees incurred by accessing the voting rights exercise website shall be borne by the shareholder.

### 2. Log in with login ID and temporary password

Voting rights exercise website: <https://evote.tr.mufg.jp/>

Step 1: Access the voting rights exercise website.

Step 2: Enter your login ID and temporary password printed on the Voting Rights Exercise Form.

Step 3: Follow the on-screen instructions, and enter your vote for or against the proposals.

System-related inquiries:

Corporate Agency Division (Help Desk), Mitsubishi UFJ Trust and Banking Corporation

Tel: 0120-173-027 (toll free); business hours: 9:00 a.m. to 9:00 p.m.

# Reference Documents for the General Meeting of Shareholders

## Proposal: Election of 10 Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this General Meeting of Shareholders. The Company therefore proposes the election of 10 Directors.

The candidates are as follows:

Reference: Candidates		External	External Director candidates		Independent	Independent officers registered with the Tokyo Stock Exchange		
No.				Name		Current position	Attendance rate of the Board of Directors meetings	
1	Reappointment		Male	Isao Emori		Representative Director and President	100%	
2	Reappointment		Male	Kazunori Yoshii		Representative Director and Vice President	100%	
3	Reappointment		Male	Kazuhisa Oyama		Director and Senior Managing Executive Officer	100%	
4	Reappointment	External	Male	Hidetoshi Takinaka		Director	92.9%	
5	Reappointment	External	Female	Tomoko Tsukahara		Director	92.9%	
6	Reappointment	External	Male	Toshihiro Murashima		Director	100%	
7	Reappointment	External	Independent	Male	Kunio Matsui	Director	100%	
8	Reappointment	External	Independent	Male	Noriyuki Moriyama	Director	100%	
9	Reappointment	External	Independent	Male	Hideki Wachi	Director	100%	
10	Reappointment	External	Independent	Male	Naoshi Ogasawara	Director	92.9%	

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions		Number of Company shares held
1	<p><b>Isao Emori</b> (January 27, 1959)</p> <p><b>Reappointment</b></p> <p>Tenure as Director 15 years</p> <p>Attendance rate of the Board of Directors meetings in fiscal 2023 100%</p>	<p>April 1981</p> <p>April 2000</p> <p>April 2008</p> <p>June 2009</p> <p>April 2010</p> <p>February 2012</p> <p>April 2015</p> <p>April 2017</p> <p>April 2022</p>	<p>Joined the Company</p> <p>Manager in charge of Welfare Business Project</p> <p>Administrative Officer</p> <p>Director</p> <p>Managing Director</p> <p>Director and Managing Executive Officer</p> <p>Director and Senior Managing Executive Officer</p> <p>Representative Director, President and CEO</p> <p>Representative Director and President (current position)</p>	42,149
	<p>Reason for nomination as candidate for Director:</p> <p>Mr. Isao Emori has seven years of experience as Representative Director and President. The Company believes that he is the most appropriate person to serve as a management leader who can promote and drive the Company's growth strategy in the rapidly changing ICT industry. The Company therefore proposes his continued election as Director.</p> <p>He is scheduled to be continuously appointed as Representative Director and President by the Board of Directors if his election as Director is approved.</p>			
2	<p><b>Kazunori Yoshii</b> (September 25, 1957)</p> <p><b>Reappointment</b></p> <p>Tenure as Director 19 years</p> <p>Attendance rate of the Board of Directors meetings in fiscal 2023 100%</p>	<p>April 1981</p> <p>November 2000</p> <p>April 2004</p> <p>June 2005</p> <p>April 2010</p> <p>February 2012</p> <p>April 2015</p> <p>April 2019</p> <p>June 2019</p> <p>April 2022</p>	<p>Joined the Company</p> <p>Accounting Department Manager</p> <p>Administrative Officer</p> <p>Director</p> <p>Managing Director</p> <p>Director and Managing Executive Officer</p> <p>Director and Senior Managing Executive Officer</p> <p>Director and Executive Vice President</p> <p>Representative Director and Executive Vice President</p> <p>Representative Director and Vice President (current position)</p>	48,994
	<p>Reason for nomination as candidate for Director:</p> <p>Mr. Kazunori Yoshii has many years of experience in the Company's accounting division. After being appointed as a Director, he has been in charge of the administration division and has promoted the development of internal control systems of the overall TSUZUKI Group. Given his experience in these areas, the Company believes that he is qualified to assume a role in leading discussions at the Board of Directors meetings from the perspectives of compliance, risk management, and internal control. The Company therefore proposes his continued election as Director.</p> <p>He is scheduled to be continuously appointed as Representative Director and Vice President by the Board of Directors if his election as Director is approved.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions		Number of Company shares held
3	<b>Kazuhiya Oyama</b> (February 24, 1960)  <span style="background-color: green; color: white; padding: 2px;">Reappointment</span>  Tenure as Director 8 years  Attendance rate of the Board of Directors meetings in fiscal 2023 100%	April 1984 July 2010 May 2012 June 2013 June 2016 April 2021 April 2023	Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.) Administrative Officer Corporate Business Department Manager Executive Officer, the Company Director and Executive Officer Director and Managing Executive Officer Director and Senior Managing Executive Officer, General Manager of Corporate Administration Unit (current position)	11,766
		Reason for nomination as candidate for Director: Mr. Kazuhisa Oyama has been in charge of the internal control promotion office, the business promotion division, the general affairs and human resources division, and the finance and accounting division since April 2020. As the General Manager of the Corporate Administration Unit, a role he has held since April 2021, he has promoted and implemented the reinforcement of management foundations, a key initiative in the Company's medium-term business plan. The Company believes that he is qualified to assume a role in a wide range of fields based on his track record of leveraging his many years of experience in banking business in areas such as capital policy. The Company therefore proposes his continued election as Director.		
4	<b>Hidetoshi Takinaka</b> (April 24, 1958)  <span style="background-color: green; color: white; padding: 2px;">Reappointment</span> <span style="background-color: blue; color: white; padding: 2px;">External Director</span>  Tenure as Director 4 years  Attendance rate of the Board of Directors meetings in fiscal 2023 92.9%	April 1982 November 1999 June 2005 April 2008 June 2009 October 2009 June 2012 November 2012 June 2016 June 2018 January 2020 June 2020 [Significant concurrent positions]	Joined ASO CORPORATION General Manager, Hospital Consulting Division Director, General Manager, Hospital Consulting Division Director, Deputy General Manager, Medical Business Division, General Manager, Hospital Consulting Division Director, Member of Group Management Committee, Deputy General Manager, Medical Business Division, General Manager, Hospital Consulting Division Director, Member of Group Management Committee, Deputy General Manager, Medical Business Division Managing Director, Member of Group Management Committee, Deputy General Manager, Medical Business Division President and CEO, Aso Information System Co., Ltd. (current position) Senior Managing Director, ASO CORPORATION, Member of Group Management Committee, Deputy General Manager, Medical Business Division Senior Managing Director, Member of Group Management Committee, General Manager, Medical Business Division (current position) Advisor, the Company External Director (current position)	0
		[Significant concurrent positions] President and CEO, Aso Information System Co., Ltd. Senior Managing Director, ASO CORPORATION		
Reason for nomination as candidate for External Director and expected role: Mr. Hidetoshi Takinaka has profound insights into industries related to medical and nursing care acquired through his extensive experience and proven track record as President and CEO of a business corporation. The Company expects that he will provide oversight and advice in the Company's challenges toward new growth fields and domains in the future. The Company therefore proposes his continued election as External Director.				

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions		Number of Company shares held
5	<p>Tomoko Tsukahara (July 18, 1963)</p> <p>Reappointment External Director</p> <p>Tenure as Director 2 years</p> <p>Attendance rate of the Board of Directors meetings in fiscal 2023 92.9%</p>	<p>April 1986</p> <p>June 2004</p> <p>April 2007</p> <p>April 2008</p> <p>April 2014</p> <p>June 2017</p> <p>April 2019</p> <p>April 2021</p> <p>June 2022</p> <p>April 2023</p> <p>June 2023</p> <p>[Significant concurrent positions]</p> <p>Executive Officer, Executive Vice President, Chief Quality Officer of FUJITSU LIMITED</p>	<p>Joined FUJITSU LIMITED</p> <p>Manager, Project Department, Securities Solutions Department, Insurance and Securities Solutions Unit</p> <p>Manager, First Insurance Solutions Department, Insurance and Securities Solutions Unit</p> <p>Project Manager, Insurance and Securities Solutions Unit</p> <p>Manager, First Financial Systems Department, Financial Systems Unit</p> <p>Head of Solution &amp; Service Business Assurance Unit</p> <p>Vice General Manager, Quality Assurance Unit</p> <p>Director and Senior Vice President, Head of Quality Assurance Unit</p> <p>External Director, the Company (current position)</p> <p>Senior Vice President of FUJITSU LIMITED, Head of Global Quality Management and Assurance Unit</p> <p>Executive Officer, Executive Vice President, Chief Quality Officer of FUJITSU LIMITED (current position)</p>	0
<p>Reason for nomination as candidate for External Director and expected role:</p> <p>Ms. Tomoko Tsukahara has extensive experience and a proven track record in the system integration business, gained by serving as a General Manager and in other business management positions at a business corporation. The Company expects that she will contribute to swift and decisive managerial decision-making and provide oversight functions and advice from the perspective of shareholders and investors, based on an objective standpoint that is free from the influence of management responsible for the execution of business operations. The Company therefore proposes her continued election as External Director.</p>				
6	<p>Toshihiro Murashima (April 2, 1957)</p> <p>Reappointment External Director</p> <p>Tenure as Director 7 years</p> <p>Attendance rate of the Board of Directors meetings in fiscal 2023 100%</p>	<p>April 1996</p> <p>April 1999</p> <p>April 2001</p> <p>June 2006</p> <p>June 2011</p> <p>June 2017</p> <p>[Significant concurrent positions]</p> <p>Partner, Murashima Hozumi Law Office</p>	<p>Registered as attorney (Dai-Ichi Tokyo Bar Association)</p> <p>Joined Aoyama Chuo Law Office</p> <p>Partner</p> <p>Established Murashima Hozumi Law Office</p> <p>Partner (current position)</p> <p>External Director, NIFTY Corporation</p> <p>External Auditor, the Company</p> <p>External Director (current position)</p>	6,303
<p>Reason for nomination as candidate for External Director and expected role:</p> <p>Although Mr. Toshihiro Murashima has never been directly involved in corporate management, he possesses specialized knowledge as an attorney. As Auditor of the Company for many years and member of the Executive Nomination and Compensation Committee, he has profound insights into the qualities of candidates for officers and their appropriate compensation, which are core issues of corporate governance for the Company. The Company expects that he will continue to contribute to swift and decisive managerial decision-making based on an objective standpoint that is free from the influence of management responsible for the execution of business operations. The Company therefore proposes his continued election as External Director.</p>				



No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions	Number of Company shares held
7	<p data-bbox="268 504 427 562">Kunio Matsui (July 23, 1957)</p> <p data-bbox="268 591 427 618">Reappointment</p> <p data-bbox="268 633 427 660">External Director</p> <p data-bbox="268 676 427 703">Independent Officer</p> <p data-bbox="268 732 427 790">Tenure as Director 5 years</p> <p data-bbox="236 819 459 922">Attendance rate of the Board of Directors meetings in fiscal 2023 100%</p>	<p data-bbox="491 349 1289 407">April 1980      Joined FUJITSU LABORATORIES LTD. (currently FUJITSU LIMITED)</p> <p data-bbox="491 416 1219 443">February 2000      Manager of Document Processing Research Department</p> <p data-bbox="491 452 1155 479">April 2006      Director, Information Processing Society of Japan</p> <p data-bbox="491 488 1187 515">April 2007      Vice President, Fujitsu Laboratories of America, Inc.</p> <p data-bbox="491 524 1292 582">April 2009      Chief Researcher of Software &amp; Solution Laboratory, FUJITSU LABORATORIES LTD. (currently FUJITSU LIMITED)</p> <p data-bbox="491 591 1222 618">July 2009      Technology Administrative Officer, NIFTY Corporation</p> <p data-bbox="491 627 1257 730">July 2014      Member of Program Meeting Committee established for “Enhancement of Resilient Disaster Prevention and Disaster Reduction Function” Challenge of Cabinet Office SIP</p> <p data-bbox="491 730 1232 788">November 2014      Concurrently served as Head of New Business Promotion Office, NIFTY Corporation</p> <p data-bbox="491 797 1318 855">April 2015      Concurrently served as Specially Appointed Professor of Graduate School of Science and Technology, Shizuoka University</p> <p data-bbox="491 864 1327 945">February 2017      Professor, Department of Information and Computer Science, College of Engineering, Kanazawa Institute of Technology (current position)</p> <p data-bbox="491 954 1158 981">June 2019      External Director, the Company (current position)</p> <p data-bbox="491 990 817 1016">[Significant concurrent positions]</p> <p data-bbox="491 1025 1327 1084">Professor, Department of Information and Computer Science, College of Engineering, Kanazawa Institute of Technology</p>	1,930
<p data-bbox="226 1084 967 1111">Reason for nomination as candidate for External Director and expected role:</p> <p data-bbox="226 1115 1430 1308">Although Mr. Kunio Matsui has never been directly involved in corporate management, he has garnered a wealth of experience at FUJITSU LABORATORIES LTD. and NIFTY Corporation, as well as through his current position as a professor in the Department of Information and Computer Science, College of Engineering, Kanazawa Institute of Technology. He possesses profound insights into the information network solution business. The Company expects that he will contribute to swift and decisive managerial decision-making from a multifaceted perspective, drawing on his experience and based on an objective standpoint that is free from the influence of management responsible for the execution of business operations. The Company therefore proposes his continued election as External Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions	Number of Company shares held
8	<p>Noriyuki Moriyama (June 20, 1947)</p> <p>Reappointment</p> <p>External Director</p> <p>Independent Officer</p> <p>Tenure as Director 4 years</p> <p>Attendance rate of the Board of Directors meetings in fiscal 2023 100%</p>	<p>April 1973      Joined Second Department of Surgery, Chiba University School of Medicine</p> <p>April 1986      Visiting Doctor, Mayo Clinic, US</p> <p>April 1987      Chief, Department of Diagnostic Radiology, National Cancer Center</p> <p>July 1992        Head, Department of Radiology, National Cancer Center Hospital East</p> <p>April 1998      Head, Department of Diagnostic Radiology, National Cancer Center Hospital</p> <p>January 2004    Director, Research Center for Cancer Prevention and Screening, National Cancer Center</p> <p>April 2010      Director, Research Center for Cancer Prevention and Screening, National Cancer Center (Independent Administrative Institution)</p> <p>April 2013      Senior Executive Officer and Managing Director, Midtown Clinic Medical Corporation Director, Health Screening Center, Tokyo Midtown Clinic</p> <p>April 2016      Chairman, Shinkokai medical corporation (current position) Director, Midtown Clinic Medical Corporation (current position)</p> <p>August 2016    Director, Grand HIMEDIC Club (current position)</p> <p>June 2020      External Director, the Company (current position)</p> <p>[Significant concurrent positions] Chairman, Shinkokai medical corporation Director, Midtown Clinic Medical Corporation Director, Grand HIMEDIC Club</p>	3,100
<p>Reason for nomination as candidate for External Director and expected role:</p> <p>Although Mr. Noriyuki Moriyama has never been directly involved in corporate management, based on his achievements accumulated over many years at the National Cancer Center and his achievements in fields such as research of AI, a future advanced technology, the Company expects that he will contribute to initiatives in the Company's health care business and its health management, as well as to swift and decisive managerial decision-making based on viewpoints and insights different from the Company's, and from an objective standpoint that is free from the influence of management responsible for the execution of business operations. The Company therefore proposes his continued election as External Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions	Number of Company shares held
9	<p data-bbox="247 499 443 560">Hideki Wachi (February 17, 1961)</p> <p data-bbox="263 582 427 611">Reappointment</p> <p data-bbox="263 622 427 651">External Director</p> <p data-bbox="263 663 427 692">Independent Officer</p> <p data-bbox="255 725 435 786">Tenure as Director 2 years</p> <p data-bbox="231 806 459 913">Attendance rate of the Board of Directors meetings in fiscal 2023 100%</p>	<p data-bbox="486 349 1327 409">April 1983      Joined Kokusai Denshin Denwa Co., Ltd. (currently KDDI CORPORATION)</p> <p data-bbox="486 416 1327 499">October 1998    Vice President and General Manager of Sales Unit, Deutsche Telekom GBS Japan K.K. (Japan subsidiary of Germany-based Deutsche Telekom AG)</p> <p data-bbox="486 506 1327 566">June 2000       Representative Director and President, Intranets Inc. (Japan subsidiary of U.S.-based Intranets.com)</p> <p data-bbox="486 573 1327 656">August 2001     Representative Director and President, Nuance Communications Co., Ltd. (Japan subsidiary of U.S.-based Nuance Communications, Inc.)</p> <p data-bbox="486 663 1327 745">August 2005     Representative Director and President, Witness Systems Co., Ltd. (Japan subsidiary of Witness Systems, Inc., currently Verint Systems Inc.)</p> <p data-bbox="486 752 1327 813">July 2007       Representative Director and President, LiteScape Technologies Co., Ltd. (Japan subsidiary of U.S.-based LiteScape Technologies, Inc.)</p> <p data-bbox="486 819 1327 902">October 2008    Representative Director and President, Genesys Japan (Japan subsidiary of U.S.-based Genesys Telecommunications Laboratories, Inc.)</p> <p data-bbox="486 909 1327 969">May 2014       Representative Director and President, Telstra Japan Co., Ltd. (Japan subsidiary of Australia-based Telstra Corporation Limited)</p> <p data-bbox="486 976 1327 1037">April 2016       Representative Director and President, Avaya Japan Ltd. (Japan subsidiary of U.S.-based Avaya Inc.)</p> <p data-bbox="486 1043 1327 1070">June 2022       External Director, the Company (current position)</p>	0
<p data-bbox="223 1077 965 1106">Reason for nomination as candidate for External Director and expected role:</p> <p data-bbox="223 1106 1428 1236">Mr. Hideki Wachi has profound insights into the information network solution business, gained through extensive experience and a proven track record as Representative Director and President of several companies. The Company expects that he will contribute to swift and decisive managerial decision-making from a multifaceted perspective, drawing on his experience and based on an objective standpoint that is free from the influence of management responsible for the execution of business operations. The Company therefore proposes his continued election as External Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company, and significant concurrent positions	Number of Company shares held
10	<p>Naoshi Ogasawara (August 19, 1965)</p> <p>Reappointment External Director Independent Officer</p> <p>Tenure as Director 2 years</p> <p>Attendance rate of the Board of Directors meetings in fiscal 2023 92.9%</p>	<p>April 1989      Joined Dai-Ichi Kangyo Bank, Ltd. (currently Mizuho Bank, Ltd.)</p> <p>December 1991      Joined Taiyo Audit Corporation (currently Grant Thornton Taiyo LLC)</p> <p>August 1992      Registered as certified public accountant</p> <p>April 2007      Senior Partner, Taiyo ASG Audit Corporation (currently Grant Thornton Taiyo LLC)</p> <p>October 2008      Chairman and CEO, Avantia GP (current position)</p> <p>April 2010      Auditor, Center for National University Finance and Management (currently National Institution for Academic Degrees and Quality Enhancement of Higher Education) (current position)</p> <p>June 2016      External Director, Topre Corporation (current position)</p> <p>June 2016      External Auditor, the Company</p> <p>March 2022      External Auditor, NIKKISO CO., LTD. (current position)</p> <p>June 2022      External Director, the Company (current position)</p> <p>[Significant concurrent positions]</p> <p>Chairman and CEO, Avantia GP Auditor, National Institution for Academic Degrees and Quality Enhancement of Higher Education External Director, Topre Corporation External Auditor, NIKKISO CO., LTD.</p>	0
<p>Reason for nomination as candidate for External Director and expected role: Although Mr. Naoshi Ogasawara has never been directly involved in corporate management, he possesses specialized knowledge in finance and accounting as a certified public accountant. As Auditor of the Company for many years and Chairman of the Executive Nomination and Compensation Committee, he has profound insights into the qualities of candidates for officers and their appropriate compensation, which are core issues of corporate governance for the Company. The Company expects that he will continue to contribute to swift and decisive managerial decision-making based on an objective standpoint that is free from the influence of management responsible for the execution of business operations. The Company therefore proposes his continued election as External Director.</p>			

Notes:

1. Mr. Hidetoshi Takinaka serves concurrently as President and CEO of Aso Information System Co., Ltd. and Senior Managing Director of ASO CORPORATION. The Company has entered into a capital and business alliance agreement with ASO CORPORATION, the parent company of Aso Information System Co., Ltd.
2. Ms. Tomoko Tsukahara concurrently serves as a business executive at FUJITSU LIMITED, which maintains a business relationship with the Company primarily centered on product sales, and receives compensation from FUJITSU LIMITED in that capacity.
3. The Company maintains an advisory agreement with the Murashima Hozumi Law Office, represented by Mr. Toshihiro Murashima. There are no special interests between Mr. Murashima and the Company.
4. Excluding Mr. Hidetoshi Takinaka, Ms. Tomoko Tsukahara, and Mr. Toshihiro Murashima, there are no special interests between the other candidates and the Company.
5. Mr. Kunio Matsui, Mr. Noriyuki Moriyama, Mr. Hideki Wachi, and Mr. Naoshi Ogasawara are candidates for independent officer as stipulated by the Tokyo Stock Exchange.
6. The Company has entered into a limited liability agreement with Mr. Hidetoshi Takinaka, Ms. Tomoko Tsukahara, Mr. Toshihiro Murashima, Mr. Kunio Matsui, Mr. Noriyuki Moriyama, Mr. Hideki Wachi, and Mr. Naoshi Ogasawara, which provides that the maximum amount of liability for damages as stipulated in Article 423, Paragraph 1 of the Companies Act shall be the sum of all amounts stipulated in each item under Article 425, Paragraph 1 of the Companies Act, provided that they have performed their duties in good faith and in absence of gross negligence. Furthermore, if this proposal is approved and these candidates are reelected, the Company plans to continue the above limited liability agreement.
7. The Company has entered into a directors and officers liability insurance agreement with an insurance company that names the internal director candidates as the insured parties. The insurance agreement covers damages that may be incurred by the insured parties as a result of the responsibilities assumed in the execution of their duties, or any liability claims made against them in connection with those responsibilities. Furthermore, if this proposal is approved and the internal director candidates are reelected, they will be included as the insured parties in the above insurance agreement.
8. The tenure as Director of each candidate is as of the conclusion of this General Meeting of Shareholders.

Reference: Director and Auditor skill matrix

Name	Position at the Company (planned)		Corporate management	ICT industry expertise	Innovation and transformation	Finance and accounting	Legal and risk management	Human resource management	ESG and academia
Isao Emori	Representative Director and President	Reappointment Male	○	○	○				
Kazunori Yoshii	Representative Director and Vice President	Reappointment Male	○		○	○			
Kazuhiya Oyama	Director and Senior Managing Executive Officer	Reappointment Male	○			○		○	
Hidetoshi Takinaka	Director	Reappointment External Male	○	○				○	
Tomoko Tsukahara	Director	Reappointment External Female		○			○		
Toshihiro Murashima	Director	Reappointment External Male		○	○		○		○
Kunio Matsui	Director	Reappointment External Male Independent		○	○			○	○
Noriyuki Moriyama	Director	Reappointment External Male Independent			○				○
Hideki Wachi	Director	Reappointment External Male Independent	○	○	○		○		
Naoshi Ogasawara	Director	Reappointment External Male Independent				○		○	○
Kazuhiro Shimura	Standing Auditor	Male		○			○		
Kiyotake Yokohari	Auditor	External Male Independent				○	○		
Kenji Kusaka	Auditor	External Male Independent				○	○		