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Securities code: 7467

Date of sending by postal mail: June 5, 2024

Start date of measures for electronic provision: May 31, 2024

To our shareholders:

Moritaka Kimura, President and Representative Director
HAGIWARA ELECTRIC HOLDINGS CO., LTD.
2-2-1 Higashi Sakura, Higashi-ku, Nagoya-shi, Aichi,
Japan

Notice of the 67th Annual General Meeting of Shareholders

It is a pleasure to inform you that the 67th Annual General Meeting of Shareholders of HAGIWARA ELECTRIC HOLDINGS CO., LTD. (the “Company”) will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for electronic provision of materials for the General Meeting of Shareholders, and posts this information as “Notice of the 67th Annual General Meeting of Shareholders” on each website. Please access the following websites by using the Internet address shown below to review the information.

The Company’s website:

<https://www.hagiwara.co.jp/ir/stocks/meeting/> (in Japanese)

Website containing informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7467/teiji/> (in Japanese)

TSE website (Listed Company Search):

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

Please check this information by the following procedure: access the TSE website (Listed Company Search) above, enter the issue name “HAGIWARA ELECTRIC HOLDINGS” or securities code “7467,” and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

If you are unable to attend the meeting, you may exercise your voting rights via the Internet or in writing. Please review the Reference Documents for General Meeting of Shareholders, and exercise your voting rights by Wednesday, June 26, 2024 at 6:00 p.m. (JST).

1. **Date and Time:** Thursday, June 27, 2024, at 10:00 a.m. (JST) (Reception for attendees begins at 9:00 a.m.)
2. **Venue:** Meeting Room at the Company's Headquarters
5th Floor, Takaoka Park Building, 2-2-1 Higashi Sakura, Higashi-ku, Nagoya-shi, Aichi

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 67th fiscal year (from April 1, 2023 to March 31, 2024), and the audit results of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Committee
2. The Non-consolidated Financial Statements for the 67th fiscal year (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

- Proposal No. 1** Election of Five Directors (Excluding Directors who are Audit & Supervisory Committee Members)
- Proposal No. 2** Election of Three Directors who are Audit & Supervisory Committee Members

4. Matters Determined Concerning the Convocation

- (1) We have delivered paper-based documents stating the items subject to measures for electronic provision to shareholders who have made a request for such documents, but the following items have been omitted from the documents pursuant to laws and regulations and Article 15 of the Company's Articles of Incorporation.
 - (i) Notes to the Consolidated Financial Statements
 - (ii) Notes to the Non-consolidated Financial StatementsAccordingly, the Consolidated Financial Statements and Non-consolidated Financial Statements included in this document are a part of the documents audited by the Audit & Supervisory Committee and the Financial Auditor.
- (2) If you exercise your voting rights both via the Internet and in writing, your vote via the Internet will be treated as the valid one.
- (3) If you exercise your voting rights via the Internet multiple times, the final vote will be treated as the valid one.
- (4) If you do not indicate approval or disapproval for each proposal when exercising your voting rights in writing, it will be treated as an indication of approval.

Instructions for Exercising Voting Rights

You may exercise your voting rights by the following three methods.

When exercising voting rights via the Internet:

Please access the Portal of Shareholders' Meeting (<https://www.soukai-portal.net>) (in Japanese) or the website for exercising voting rights (<https://www.web54.net>) (in Japanese), enter your voting rights code and password shown on the voting form, and enter your vote of approval or disapproval of each proposal. For details, please refer to the next page.

Deadline for exercising voting rights: No later than 6:00 p.m. on Wednesday, June 26, 2024 (JST)

When exercising voting rights in writing (by postal mail):

Please indicate your vote of approval or disapproval of each proposal on the voting form and send it by postal mail to us without putting a stamp on it.

Deadline for exercising voting rights: 6:00 p.m. on Wednesday, June 26, 2024 (JST)

When attending the Meeting in person:

Please submit the voting form at the reception desk.

* Please note that persons other than shareholders who are entitled to exercise voting rights, such as proxies or persons accompanying shareholders, are not allowed to attend the meeting (except for persons accompanying shareholders with disabilities).

Date and Time: Thursday, June 27, 2024, at 10:00 a.m. (JST) (Reception for attendees begins at 9:00 a.m.)

Venue: Meeting Room at the Company's Headquarters

- If you are attending the Meeting in person, please submit the voting form at the reception desk. Reception for attendees is scheduled to begin at 9:00 a.m.
- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.

Use of Electronic voting platform (information for institutional shareholders)

Institutional investors may exercise their voting rights for this Annual General Meeting of Shareholders via electromagnetic means through the "Electronic Voting System Platform" operated by ICJ, Inc.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Election of Five Directors (Excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all five Directors (excluding Directors who are Audit & Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this Meeting.

Therefore, the Company proposes the election of five Directors including two outside Directors.

After examining this proposal, the Audit & Supervisory Committee reported that there is nothing to be pointed out with regard to this proposal.

The candidates for Director are as follows:

Candidate No.		Name	Position in the Company	Attendance at Board of Directors meetings	Years on Board (at the conclusion of this General Meeting of Shareholders)
1	Reelection	Moritaka Kimura	President and Representative Director	95% 18/19	4
2	Reelection	Tomoaki Hagiwara	Senior Vice President	100% 19/19	10
3	Reelection	Yoshihiro Hirakawa	Senior Vice President	100% 19/19	3
4	Reelection Outside Independent	Shinichi Okamoto	Director	100% 19/19	2
5	Reelection Outside Independent	Kyoko Hayashi	Director	100% 13/13	1

Reelection: Reelection Candidate for Director

Outside: Candidate for Outside Director

Independent: Independent officer in accordance with the rules of the Stock Exchange

Note: The Board of Directors meetings has been held for 19 times from April 2023 to March 2024, and the Board of Directors meetings has been held for 13 times since the appointment of Director Kyoko Hayashi.

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	Moritaka Kimura (January 30, 1967)	<p>Jan. 2007 Joined ORACLE CORPORATION JAPAN</p> <p>Jan. 2011 Joined the Company, Department Manager of Overseas Department</p> <p>Apr. 2011 President and CEO of Hagiwara America, Inc.</p> <p>Oct. 2012 Managing Director of Hagiwara Electric Europe GmbH</p> <p>July 2014 General Manager of 1st Electron Devices Division of the Company</p> <p>June 2015 Executive Officer</p> <p>Apr. 2018 Director of HAGIWARA ELECTRONICS CO., LTD.</p> <p>Apr. 2020 Managing Executive Officer of the Company Director of HAGIWARA TECHNO SOLUTIONS CO., LTD.</p> <p>June 2020 Director of the Company Supervising Corporate Planning Division</p> <p>June 2021 President and Representative Director (current position)</p> <p>Apr. 2022 Supervising Corporate Strategy Division (current position)</p> <p>June 2023 Supervising Internal Audit Office (current position)</p>	8,341 shares
<p>Reasons for nomination as candidate for Director</p> <p>Moritaka Kimura has many years of work experience in the device business, and has been promoting initiatives related to new business as Director of business companies. He has been demonstrating his excellent leadership in promoting the new medium-term management plan since assuming the office of President and Representative Director. The Company proposes his election as Director because he is expected to continue capitalizing on his abilities and experience in the Company.</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	Tomoaki Hagiwara (February 20, 1973)	<p>Mar. 1997 Joined Sagami Chain Co., Ltd. (currently Sagami Holdings Corporation)</p> <p>May 2008 Joined the Company</p> <p>July 2011 Senior Manager of 2nd Electron Devices Division</p> <p>Oct. 2012 Senior Manager of 3rd Electron Devices Division</p> <p>Oct. 2013 Senior Manager of Overseas Business Division</p> <p>June 2014 Director</p> <p>July 2014 Managing Officer (Corporate Planning Division)</p> <p>June 2017 Senior Vice President (current position)</p> <p>Apr. 2018 Supervising Corporate Planning</p> <p>Apr. 2019 Senior Executive Vice President of HAGIWARA TECHNO SOLUTIONS CO., LTD.</p> <p>Apr. 2020 Supervising Accounting & Finance Division of the Company</p> <p>June 2021 Senior Supervising General Affairs & Personnel Division</p> <p>June 2022 Supervising Internal Audit Office</p> <p>Sep. 2022 Supervising General Affairs & Personnel Division (current position)</p>	340,828 shares
<p>Reasons for nomination as candidate for Director</p> <p>Tomoaki Hagiwara has experience in the Company's device business, solutions business, and administrative operations, and has been engaged in the formulation of the medium-term management plan and personnel management operations based on such experience since assuming the office of Director. The Company proposes his election as Director because he is expected to continue capitalizing on his abilities and experience in the Company.</p>			
3	Yoshihiro Hirakawa (July 21, 1965)	<p>Apr. 1990 Joined the Company</p> <p>July 2006 Department Manager of Accounting & Finance Department</p> <p>July 2013 General Manager of Accounting & Finance Division</p> <p>June 2015 Executive Officer</p> <p>Apr. 2020 Managing Executive Officer</p> <p>June 2021 Senior Vice President (current position) Supervising Accounting & Finance Division (current position)</p> <p>Apr. 2023 Supervising IT Strategy Division (current position)</p>	8,670 shares
<p>Reasons for nomination as candidate for Director</p> <p>Yoshihiro Hirakawa has many years of work experience in the financial business, and has been deeply involved in the financial strategy since assuming the office of Director. The Company proposes his election as Director because he is expected to continue capitalizing on his abilities and experience in the Company.</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	Shinichi Okamoto (April 28, 1958)	<p>Aug. 1989 Joined Sony Corporation (currently Sony Group Corporation)</p> <p>Sep. 2003 Started research and development consultant business</p> <p>Nov. 2004 Outside Director of Digital Media Professionals Inc. (current position)</p> <p>Mar. 2010 Established Blue Shift Technology Inc., assumed office of Director (current position)</p> <p>June 2022 Outside Director of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) Outside Director of Digital Media Professionals Inc. Director of Blue Shift Technology Inc.</p>	200 shares
<p>Reasons for nomination as candidate for outside Director and outline of expected role Shinichi Okamoto has work experience as CTO of a group company of a comprehensive home electronics maker and as R&D consultant. The Company proposes his election as outside Director because he is expected to capitalize on his abilities and experience in the Company. The Company expects that he will provide advice and oversight of management, utilizing his abundant experience and deep insight.</p>			
5	Kyoko Hayashi (November 9, 1966)	<p>Apr. 1989 Joined Motorola, Inc.</p> <p>June 1991 Joined The Boston Consulting Group, Inc.</p> <p>Jan. 2007 Joined Globis Corporation</p> <p>Apr. 2014 Professor, Graduate School of Management, Globis University (current position)</p> <p>July 2014 Managing Director, General Manager, Corporate Administration Division, Globis Corporation</p> <p>July 2019 Senior Faculty Director, Faculty Division (current position)</p> <p>May 2022 Outside Director, Eat & Holdings Co., Ltd (current position)</p> <p>June 2023 Outside Director of the Company (current position)</p> <p>Sep. 2023 Outside Director (Audit and Supervisory Committee Member) of KOA SHOJI HOLDINGS Co., Ltd. (current position)</p> <p>(Significant concurrent positions outside the Company) Professor, Graduate School of Management, Globis University Senior Faculty Director, Faculty Division, Globis Corporation Outside Director, Eat & Holdings Co., Ltd Outside Director (Audit and Supervisory Committee Member) of KOA SHOJI HOLDINGS Co., Ltd.</p>	-
<p>Reasons for nomination as candidate for outside Director and outline of expected role Kyoko Hayashi possesses abundant experience in diversity, work style reform, DX promotion, crisis management and disaster prevention, and we believe that she will be able to utilize her abilities and experience in the Company as we aim to sustainably enhance the corporate value of the Group, and therefore the Company proposes her election as outside Director. The Company expects that she will provide advice and oversight of management, utilizing her abundant experience and deep insight.</p>			

- Notes:
1. There is no special interest between each candidate for Director and the Company.
 2. Shinichi Okamoto and Kyoko Hayashi are candidates for outside Director. Kyoko Hayashi's name in the family register is Kyoko Otani.
 3. The Company has submitted notification to the Tokyo Stock Exchange and the Nagoya Stock Exchange that Shinichi Okamoto and Kyoko Hayashi have been designated as independent officers as respectively provided for by the aforementioned exchanges. If the reelection of Mr. Shinichi Okamoto and Ms. Kyoko Hayashi is approved, the Company plans for their appointment as independent officers to continue.
 4. Shinichi Okamoto is currently an outside Director of the Company, and at the conclusion of this Meeting, his tenure will have been two years.

5. Kyoko Hayashi is currently an outside Director of the Company, and at the conclusion of this Meeting, her tenure will have been one year.
6. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Shinichi Okamoto and Kyoko Hayashi to limit their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph (1) of the same Act, and if the reelection of Mr. Okamoto and Ms. Hayashi is approved, the Company plans to renew the aforementioned agreements with them.
7. The Company has concluded with an insurance company a liability insurance agreement for officers, etc., as defined in Article 430-3, Paragraph (1) of the Companies Act. The outline of the insurance agreement is described in “4. (3) Outline of liability insurance agreement for officers, etc.” of the Business Report (in Japanese only). Each of the candidates for election will be covered by the insurance agreement if they are elected and assume the post of Director. At the time of renewal, the agreement is planned to be renewed with the same content.

Proposal No. 2 Election of Three Directors who are Audit & Supervisory Committee Members

The terms of office of all three Directors who are Audit & Supervisory Committee Members will expire at the conclusion of this Meeting. Therefore, the Company proposes the election of three Directors who are Audit & Supervisory Committee Members.

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

The candidates for the role of Director who is an Audit & Supervisory Committee Member are as follows:

Candidate No.		Name	Position in the Company	Attendance at Board of Directors meetings	Attendance at meetings of the Audit & Supervisory Committee	Years on Board (at the conclusion of this General Meeting of Shareholders)
1	New	Noriaki Inoue	Senior Managing Executive	-	-	-
2	Reelection Outside Independent	Hisashi Hayakawa	Director (Audit & Supervisory Committee Member)	100% 19/19	100% 16/16	6
3	New Outside Independent	Sachiko Enomoto	-	-	-	-

Reelection: Reelection Candidate for Director

New: New Candidate for Director

Outside: Candidate for Outside Director

Independent: Independent officer in accordance with the rules of the Stock Exchange

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	* Noriaki Inoue (February 22, 1964)	<p>Apr. 1986 Joined the Company</p> <p>June 2004 Department Manager of Komaki Branch</p> <p>July 2012 Department Manager of General Affairs Department</p> <p>July 2015 Deputy General Manager of General Affairs & Personnel Division</p> <p>Apr. 2018 General Manager of General Affairs & Personnel Division Audit & Supervisory Board Member of HAGIWARA ELECTRONICS CO., LTD. (current position) (scheduled to retire in June 2024)</p> <p>Apr. 2021 Senior Managing Executive of the Company (current position) (scheduled to retire in June 2024)</p> <p>June 2022 Audit & Supervisory Board Member of HAGIWARA TECHNO SOLUTIONS CO., LTD. (current position) (scheduled to retire in June 2024) Audit & Supervisory Board Member of HAGIWARA HOKUTO TECHNO CO., LTD. (current position) (scheduled to retire in June 2024)</p> <p>Sep. 2022 Audit & Supervisory Board Member of HAGIWARA ENGINEERING CO., LTD. (current position) (scheduled to retire in June 2024)</p>	3,300 shares
<p>Reasons for nomination as candidate for Director who is an Audit & Supervisory Committee Member Noriaki Inoue has many years of work experience in general affairs, and he also has practical experience as an Audit & Supervisory Board Member at business companies. The Company proposes his election as a Director who is an Audit & Supervisory Committee Member because he is expected to capitalize on his abilities and experience in the Company's audit and supervisory functions.</p>			
2	Hisashi Hayakawa (January 16, 1976)	<p>Sep. 2007 Registered as Attorney at law (a member of Aichi Bar Association) Joined Masato Oshima Law Office</p> <p>July 2011 Established Hisashi Hayakawa Law Office</p> <p>Feb. 2012 Partner of Keimei Legal Professional Corporation (currently Sakura Partners) (current position)</p> <p>June 2018 Outside Director (Audit & Supervisory Committee Member) of the Company (current position)</p> <p>(Significant concurrent positions outside the Company) Attorney at law</p>	-
<p>Reasons for nomination as candidate for outside Director and outline of expected role The Company proposes the election of Hisashi Hayakawa as an outside Director who is an Audit & Supervisory Committee Member because he is expected to capitalize on his specialized knowledge and experience as an attorney at law in enhancing the Company's audit and supervisory functions. The Company expects that he will fulfill a role to secure the validity and adequacy of decision-making by the Board of Directors by providing oversight and advice, utilizing his specialized knowledge and experience as an attorney at law. Mr. Hayakawa has never in the past been involved in the management of a company except as an outside officer. However, the Company judges he will appropriately fulfill his duties as an outside Director based on the above reasons.</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
3	* Sachiko Enomoto (May 26, 1974)	<p>Nov. 2004 Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)</p> <p>June 2008 Registered as a certified public accountant</p> <p>Aug. 2017 Established Sachiko Enomoto Certified Public Accountant Office (current position)</p> <p>July 2020 Audit & Supervisory Board Member of Enomoto Corporation (current position)</p> <p>Apr. 2021 Domestic Relations Conciliation Commissioner of Nagoya Family Court (current position)</p> <p>June 2023 Outside Audit & Supervisory Board Member of TAIHO KOGYO CO., LTD. (current position)</p> <p>Oct. 2023 Civil Mediation Commissioner of Nagoya District Court and Nagoya Summary Court (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Certified public accountant</p> <p>Domestic Relations Conciliation Commissioner of Nagoya Family Court</p> <p>Civil Mediation Commissioner of Nagoya District Court and Nagoya Summary Court</p> <p>Outside Audit & Supervisory Board Member of TAIHO KOGYO CO., LTD.</p> <p>Audit & Supervisory Board Member of Enomoto Corporation</p>	-
<p>Reasons for nomination as candidate for outside Director and outline of expected role</p> <p>The Company proposes the election of Sachiko Enomoto as an outside Director who is an Audit & Supervisory Committee Member because she is expected to capitalize on her specialized knowledge and experience as a certified public accountant in enhancing the Company's audit and supervisory functions. The Company expects that she will fulfill a role to secure the validity and adequacy of decision-making by the Board of Directors by providing oversight and advice, utilizing her specialized knowledge and experience as a certified public accountant.</p> <p>Ms. Enomoto has never in the past been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an outside Director based on the above reasons.</p>			

- Notes:
1. New candidates for Director are indicated by an asterisk (*).
 2. There is no special interest between each candidate for Director and the Company.
 3. Hisashi Hayakawa and Sachiko Enomoto are candidates for outside Director.
 4. The Company has submitted notification to the Tokyo Stock Exchange and the Nagoya Stock Exchange that Hisashi Hayakawa has been designated as an independent officer as respectively provided for by the aforementioned exchanges. If the reelection of Mr. Hayakawa is approved, the Company plans for his appointment as independent officers to continue.
 5. The Company plans to register Sachiko Enomoto as an independent officer with the Tokyo Stock Exchange and the Nagoya Stock Exchange.
 6. Hisashi Hayakawa is currently an outside Director of the Company who is an Audit & Supervisory Committee Member, and at the conclusion of this Meeting, his tenure will have been six years.
 7. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Hisashi Hayakawa to limit his liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph (1) of the same Act, and if the reelection of Hisashi Hayakawa is approved, the Company plans to renew the aforementioned agreement with him.
 8. If the election of Sachiko Enomoto is approved, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company plans to enter into an agreement with Sachiko Enomoto to limit her liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement will be the minimum liability amount provided for by Article 425, paragraph (1) of the same Act.
 9. The Company has concluded with an insurance company a liability insurance agreement for officers, etc., as defined in Article 430-3, Paragraph (1) of the Companies Act. The outline of the insurance agreement is described in "4. (3) Outline of liability insurance agreement for officers, etc." of the Business Report (in Japanese only). Each of the candidates for election will be covered by the insurance agreement if they are elected and assume the post of Director. At the time of renewal, the agreement is planned to be renewed with the same content.

Reference Matrix of skills held by Directors

The Company has elected outside Directors who keep a certain distance from the execution of business. The Board of Directors is comprised of those who have well-balanced knowledge, experience and abilities to fulfill its roles and duties effectively and has both diversity and a proper size within the limited range of numbers as provided for by the Companies Act and the articles of incorporation.

The matrix of skills held by Directors is as follows.

	Corporate Management & Management Strategy	Business Strategy	Global Business	Financial Affairs	Personnel Affairs	Corporate Governance	Legal Affairs & Risk Management	SDGs & ESG	IT & DX
Moritaka Kimura	●	●	●			●		●	●
Tomoaki Hagiwara	●	●		●	●	●		●	
Yoshihiro Hirakawa	●		●	●		●		●	●
Shinichi Okamoto	●	●	●			●		●	●
Kyoko Hayashi	●		●		●	●		●	
Noriaki Inoue						●	●	●	
Hisashi Hayakawa						●	●	●	
Sachiko Enomoto				●		●		●	

Note: The list above indicates the areas where each of the Directors can demonstrate more expertise based on their experience, etc., and does not show all insights held by them.

Reference Overview for “Appointment Standards and Independence Standards for Outside Directors”

The Company has established the “Appointment Standards and Independence Standards for Outside Directors” and appoints outside Directors who satisfy the criteria of these standards as independent officers.

<Overview for Appointment Standards for Outside Directors>

In addition to the requirements for externality under the Companies Act, appointees shall possess a sincere personality, a high level of insight and capability, broad-ranging knowledge and experience and a record of achievements.

<Overview for Independence Standards for Outside Directors>

Of the outside Directors, outside officers who do not fall under any of the following items shall be determined to have independence.

- (i) Any person who is a major shareholder of the Company or an executive thereof
- (ii) Any person whose major business partner is the Group (with transactions valued at 2% or more of the person’s consolidated net sales in the most recent fiscal year), or an executive thereof
- (iii) Any person who is a major business partner of the Group (with transactions valued at 2% or more of the Group’s consolidated net sales in the most recent fiscal year) or an executive thereof
- (iv) An accounting auditor of the Group, or a person who is responsible for the audit operation of the Group as an employee of the accounting auditor
- (v) An attorney, judicial scrivener, patent attorney, certified public accountant, tax accountant, consultant or equivalent, who receives, apart from compensation for officers, money or other property equivalent to more than 10.0 million yen per year from the Group
- (vi) A major lender to the Group or an executive thereof
- (vii) Any person who has fallen under any of (i) through (vi) above during the past three years
- (viii) Any person other than the aforementioned items with special circumstances which precludes him/her from fulfilling duties as an independent outside officer or Audit and Supervisory Board Member, such as having conflicts of interest with the Company