

To Our Shareholders

In accordance with its corporate mission of “Our Steel, Your Future” the Yamato Kogyo Group operates from its headquarters in Himeji, with overseas locations in the United States, ASEAN (Thailand, Vietnam), the Middle East (Bahrain, Saudi Arabia) and South Korea. We put our conviction into our mission in an effort to fulfill the infrastructural needs of those countries and regions through locally produced products for local use, and to support the development of each country and region and the current and future lives of the people living there.

In FY2023, a global weakening of steel demand and steel market conditions led to total sales volume for the Group trending down, and intensifying competition with inexpensive Chinese products at some locations contributed to a lack of certainty in the business environment. Despite these circumstances we maintained the metal margin, reduced costs, and took other measures to secure profits, while the ongoing depreciation of the yen and high interest rates in the U.S. also helped boost the Group’s performance, resulting in ordinary profit and profit attributable to owners of parent marking record highs for the third consecutive year.

In preparation for achieving the “Vision 2030” that we announced last year with the objective of making further contributions to realizing a prosperous global society, we will continue to promote growth investments and returns to shareholders and strive to respond to their expectations by achieving further increases in corporate value.

We ask for your further and continued support going forward.

小林 幹生
Representative Director, President



MISSION

Our Steel, Your Future

- Creating more value for an even richer society -

VISION

To be a global leading company with cutting-edge technology supporting world's infrastructure

Yamato SPIRIT - We are

- | | |
|----------------------|--|
| Pride | committed to be professionals of Steel and Trackwork business. |
| Manufacturing | committed to deliver world class products with the highest safety standards in mind. |
| Global | committed to be successful anywhere in the world. |
| Harmony | committed to be "One Team" beyond nationality, race, age or gender. |
| Fairness | committed to be honest and maintain the highest level of ethical standards. |
| Challenge | committed to challenge the future with no fear of failure. |

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

To Our Shareholders

Securities code: 5444

June 5, 2024

(Date on which measures for providing information in electronic format begin: May 29, 2024)

Mikio Kobayashi
Representative Director, President
Yamato Kogyo Co., Ltd.
380 Kibi, Otsu-ku, Himeji, Hyogo Pref.

Notice of the 105th Ordinary General Meeting of Shareholders

We are pleased to invite you to attend the 105th Ordinary General Meeting of Shareholders of Yamato Kogyo Co., Ltd. (hereinafter “the Company”), which will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on the following websites. Please access one of them to view the information.

<The Company’s website>

<https://www.yamatokogyo.co.jp/en/ir/investors/>



Matters for which measures for providing information in electronic format are to be taken are also made available on the Listed Company Search website of the Tokyo Stock Exchange (TSE). Enter “Yamato Kogyo” in “Issue name (company name)” or “5444” in “Code,” click “Search,” then click “Basic information” and select “Documents for public inspection/PR information.”

<TOKYO STOCK EXCHANGE’s website (Listed Company Search) >

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



If you are not attending in person on the day, you may exercise your voting rights either via the internet, etc. or in writing. Please review the Reference Documents for the General Meeting of Shareholders included in the matters for which measures for providing information in electronic format are to be taken, and exercise your voting rights by 5:00 p.m. on Monday, June 24, 2024 in accordance with the instructions provided below.

1. Date and Time 10:00 a.m., Tuesday, June 25, 2024
2. Venue Korin, 3F, Hotel Nikko Himeji
100 Minami Ekimae-cho, Himeji, Hyogo Pref.

3. Objectives

Matters to be reported

- (1) Report of the Business Report, Consolidated Financial Statements, and Audit Reports of the Accounting Auditor and the Audit & Supervisory Board for the Consolidated Financial Statements for the 105th fiscal year (April 1, 2023 to March 31, 2024)
- (2) Report of the Non-consolidated Financial Statements for the 105th fiscal year (April 1, 2023 to March 31, 2024)

Matters to be resolved

- | | |
|---------------|--|
| Proposal No.1 | Appropriation of Surplus |
| Proposal No.2 | Election of Four (4) Directors |
| Proposal No.3 | Election of One (1) Audit & Supervisory Board Member |

- In the event of revisions to matters for which measures for providing information in electronic format are to be taken, details of the matters both before and after revision will be provided on the websites on which the matters have been made available.
- In accordance with laws and regulations and the Articles of Incorporation, the following items among the matters for which measures for providing information in electronic format are to be taken will not be included in the paper-based documents provided to shareholders requesting the delivery of paper-based documents (for this General Meeting of Shareholders, paper-based documents will be delivered to all shareholders even in cases where no such request was made). These items include the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members, and the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the accounting auditor.
 - “Systems for Ensuring the Appropriateness of Operations and the Operating Status of Such Systems” in the Business Report
 - “Notes to Consolidated Financial Statements” in Consolidated Financial Statements
 - “Notes to Non-consolidated Financial Statements” in Non-consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

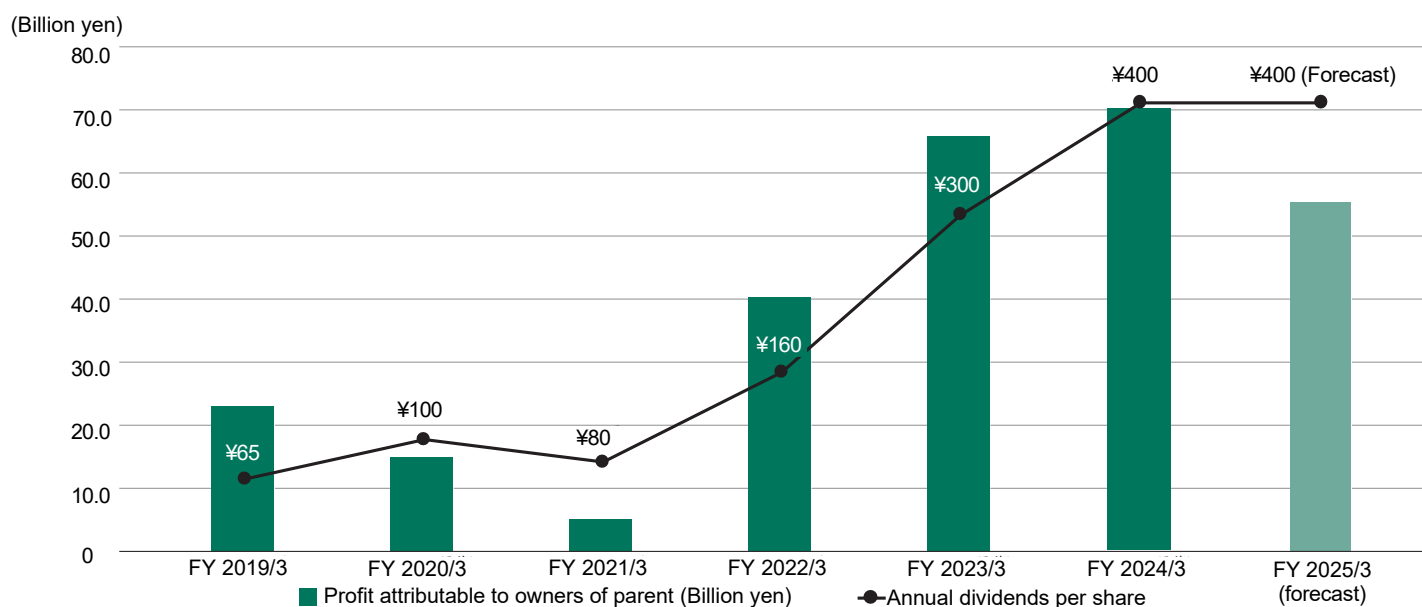
Proposal No. 1 Appropriation of Surplus

The year-end dividend for the fiscal year under review will be as follows, considering consolidated management performance of the Group inside and outside Japan, financial condition and future business expansion based on internal reserves.

Matters regarding year-end dividends

- (1) Type of dividend property Cash
- (2) Allotment of dividend property to shareholders and the total amount
¥250 per common share of Company stock
Total amount: ¥16,171,785,500
(Consisting of an ordinary dividend of ¥150 and a special dividend of ¥100)
(The annual dividend totals ¥400 including an interim dividend of ¥150 per share)
- (3) Effective date of dividends of surplus
June 26, 2024

[Reference] Dividends per share



Proposal No. 2 Election of Four (4) Directors

The terms of office of Directors Mikio Kobayashi, Kiyoshige Akamatsu, and Pimjai Wangkiat will expire upon the conclusion of the General Meeting. In addition, Katsumasa Kohata resigned from the position of Director on April 30, 2024. Therefore, the Company proposes the election of four (4) Directors.

The candidates for Director are as follows:

No.	Name (Age)		Current position in the Company	Years of office as Director	Attendance at Board of Directors meetings
1	Mikio Kobayashi (67)	[Reelection]	Representative Director, President	12 years	100% (7/7)
2	Kiyoshige Akamatsu (75)	[Reelection] [Outside]	Outside Director	8 years	100% (7/7)
3	Pimjai Wangkiat (60)	[Reelection] [Outside]	Outside Director	2 years	100% (7/7)
4	Nobuo Oki (49)	[New election]	Chief Production Officer, Posco Yamato Vina Steel Joint Stock Company	-	-

[New election] Candidate for Election as New Director
 [Reelection] Candidate for Reelection as Director
 [Outside] Candidate for Outside Director

- (Notes)
1. The ages of the candidates are the ages as of the conclusion of the General Meeting.
 2. There is no special interest between any of the candidates and the Company.
 3. The term of office of Kiyoshige Akamatsu as an Outside Director of the Company will be eight years as of the conclusion of the Ordinary General Meeting of Shareholders.
 4. The term of office of Pimjai Wangkiat as an Outside Director of the Company will be two years as of the conclusion of the Ordinary General Meeting of Shareholders.
 5. Kiyoshige Akamatsu and Pimjai Wangkiat are candidates for Outside Director. Kiyoshige Akamatsu and Pimjai Wangkiat have been designated as independent officers in accordance with the provisions of Tokyo Stock Exchange, and will continue to be designated as independent officers if their reelection is approved. The criteria for determining the independence of Outside Officers specified by the Company are stated on pages 12 and 13.
 6. The Company has concluded agreements with Directors who are not Executive Directors limiting their liability for compensation of damages under Article 427, Paragraph 1 of the Companies Act, and the limit on liability of Directors pursuant to the agreements is the minimum liability amount specified under Article 425, Paragraph 1 of the same Act. If Kiyoshige Akamatsu and Pimjai Wangkiat are reelected, the Company plans to renew the agreement with them.
 7. The Company has entered into a directors and officers liability insurance policy pursuant to Article 430-3, Paragraph 1 of the Companies Act with an insurance company and damages arising from being held liable for the execution of duties by the insured and being subject to claims seeking such liability are covered by the insurance policy, with the Company bearing the cost of all insurance premiums. However, damages, etc. caused by acts conducted while aware of a violation of laws and regulations are excluded from coverage to ensure the appropriateness of execution of duties of the insured is not impaired. All candidates for Director are included in the insured under the insurance policy.

No.	Name (Date of birth)	Career summary, position in the Company, responsibilities and significant concurrent positions outside the Company		
1	Mikio Kobayashi (February 5, 1957) (67 years of age) [Reelection]	Apr. 2008	Iron & Steel Products Divisional Operating Officer, Americas Business Unit, Mitsui & Co., Ltd.	Years of office as Director: 12 years
		Oct. 2009	General Manager, Iron & Steel Overseas Division, Mitsui & Co., Ltd.	Attendance at Board of Directors meetings: 100% (7/7)
		Apr. 2012	General Manager, Business Development Department, Yamato Kogyo Co., Ltd.	Number of the Company's shares owned: 12,290 shares
		Jun. 2012	Managing Director in charge of Business Development, Yamato Kogyo Co., Ltd.	
		Jun. 2017	Representative Director, President, Yamato Kogyo Co., Ltd. (to present)	
<p>[Reasons for nomination as candidate for Director]</p> <p>Mikio Kobayashi was appointed as Representative Director, President of the Company in June 2017, and has utilized his extensive experience and knowledge obtained in Japan and overseas to date to lead the Group by exhibiting strong leadership at the core of management and appropriately making important decisions on the execution of business and management. The Company has determined that he is an appropriate person for the realization of sustained improvement of the Company's corporate value, and proposes his reelection as Director.</p>				

No.	Name (Date of birth)	Career summary, position in the Company, responsibilities and significant concurrent positions outside the Company		
2	Kiyoshige Akamatsu (August 26, 1948) (75 years of age) [Reelection] [Outside]	Jun. 2004	Director & Vice President, Asahi Industries Co., Ltd.	Years of office as Director: 8 years
		Apr. 2005	Representative Director & Vice President, Asahi Industries Co., Ltd.	Attendance at Board of Directors meetings: 100% (7/7)
		Jan. 2006	President & Representative Director, Asahi Industries Co., Ltd.	Number of the Company's shares owned: 3,000 shares
		Jun. 2015	Adviser, Asahi Industries Co., Ltd.	
		Jun. 2016	Outside Director, Yamato Kogyo Co., Ltd. (to present)	
<p>[Reasons for nomination as candidate for Outside Director and overview of expected role]</p> <p>Kiyoshige Akamatsu has extensive experience and a wide range of insight as a management executive and has appropriately supervised management as an Outside Director of the Company since June 2016. The Company proposes his reelection as Outside Director. In addition to supervising the Company's management in his role if elected as Outside Director, he is expected to provide advice to encourage the sustained growth and enhance medium- to long-term corporate value of the Company. The Company also plans to continue to delegate him as chair of the Nomination and Remuneration Committee.</p>				

No.	Name (Date of birth)	Career summary, position in the Company, responsibilities and significant concurrent positions outside the Company		
3	Pimjai Wangkiat (December 29, 1963) (60 years of age) [Reelection] [Outside] [Female] [Non-Japanese]	Jan. 2005	Deputy Corporate Director, Corporate Planning, The Siam Cement Public Company Limited	Years of office as Director: 2 years
		Jun. 2007	Corporate Director, Corporate Organization Development, The Siam Cement Public Company Limited	Attendance at Board of Directors meetings: 100% (7/7)
		Jan. 2019	Corporate Director & Advisor, The Siam Cement Public Company Limited	Number of the Company's shares owned: - shares
		Jun. 2022	Outside Director, Yamato Kogyo Co., Ltd. (to present)	
<p>[Reasons for nomination as candidate for Outside Director and overview of expected role] Pimjai Wangkiat has been involved in corporate planning and business development at Siam Cement Group in Thailand for many years and has extensive experience and advanced insight as a management executive. The Company proposes her reelection as Outside Director. In addition to supervising the Company's management in her role if elected as Outside Director, she is expected to provide advice to encourage the sustained growth and enhance medium- to long-term corporate value of the Company.</p>				

No.	Name (Date of birth)	Career summary, position in the Company, responsibilities and significant concurrent positions outside the Company		
4	Nobuo Oki (May 15, 1975) (49 years of age) [New election]	Apr. 1998	Joined Yamato Kogyo Co., Ltd.	Number of the Company's shares owned: 1,100 shares
		Jul. 2020	General Manager, Melting Department, Yamato Steel Co., Ltd.	
		Jul. 2021	Executive Officer, General Manager, Melting Department, Yamato Steel Co., Ltd.	
		Jan. 2023	Chief Production Officer, Posco Yamato Vina Steel Joint Stock Company (to present)	
<p>[Reasons for nomination as candidate for Director] Nobuo Oki has extensive experience and advanced insight as an engineer at operating companies of the Group both in Japan and overseas, based on which the Company has determined that he is an appropriate person for the realization of sustained improvement of the Company's corporate value, and proposes his election as Director.</p>				

Proposal No. 3 Election of One (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Kengo Nakaya will expire upon the conclusion of the General Meeting. Therefore, the Company proposes the election of one (1) Audit & Supervisory Board Member.

Furthermore, this proposal has been approved by the Audit & Supervisory Board.

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

Name (Date of birth)	Career summary, position in the Company, responsibilities and significant concurrent positions outside the Company	
<p>Kengo Nakaya (February 5, 1967) (57 years of age) [Reelection]</p>	Apr. 1991 Joined Yamato Kogyo Co., Ltd.	<p>Years of office as Audit & Supervisory Board Member: 4 years</p>
	Jul. 2010 General Manager, General Affairs Department	
	Jun. 2015 Director, General Manager, General Affairs Department	
	Dec. 2015 Director in charge of Internal Control and Internal Audit, and General Manager, General Affairs Department	
	Jul. 2016 Director in charge of Internal Audit, General Manager, General Affairs Department	<p>Attendance at Board of Directors meetings: 100% (7/7)</p>
	May 2019 Director, General Manager, General Affairs Department	<p>Attendance at Audit & Supervisory Board meetings: 100% (13/13)</p>
	Jun. 2020 Audit & Supervisory Board Member, Yamato Kogyo Co., Ltd. (to present)	
<p>[Reasons for nomination as candidate for Audit & Supervisory Board Member] Kengo Nakaya has accumulated extensive experience of and insights into business operations through serving in such roles as General Manager of the General Affairs Department. The Company has determined that he will audit the execution of operations appropriately and from an objective and impartial standpoint, and therefore proposes his reelection as Audit & Supervisory Board Member.</p>		

- (Notes)
1. The age of the candidate is the age as of the conclusion of the General Meeting.
 2. There is no special interest between the candidate and the Company.
 3. The Company has concluded agreements with Audit & Supervisory Board Members limiting their liability for compensation of damages under Article 427, Paragraph 1 of the Companies Act, and the limit on liability of Audit & Supervisory Board Members pursuant to the agreements is the minimum liability amount specified under Article 425, Paragraph 1 of the same Act. If Kengo Nakaya is reelected, the Company plans to renew the agreement with him.
 4. The Company has entered into a directors and officers liability insurance policy pursuant to Article 430-3, Paragraph 1 of the Companies Act with an insurance company and damages arising from being held liable for the execution of duties by the insured and being subject to claims seeking such liability are covered by the insurance policy, with the Company bearing the cost of all insurance premiums. However, damages, etc. caused by acts conducted while aware of a violation of laws and regulations are excluded from coverage to ensure the appropriateness of execution of duties of the insured is not impaired. The candidate for Audit & Supervisory Board Member is included in the insured under the insurance policy.

[Reference] Structure of the Board of Directors and the Audit & Supervisory Board After the Approval of Proposal No. 2 and 3

If Proposal No. 2 and 3 are approved as proposed, the structure of the Board of Directors will be as follows in the meeting of the Board of Directors held after the conclusion of the Ordinary General Meeting of Shareholders.

The 11 Directors will include four Outside Directors (36%) and one woman (9%), and the five members of the Nomination and Remuneration Committee will include four Independent Officers (Directors and Audit & Supervisory Board Members) (80%).

	Name	Attributes	Positions and Committee Memberships, etc., to be Assumed	Age	Years in Office	Number of the Company's shares owned (as of Apr. 30, 2023)	Experience, Knowledge and Expertise
Board of Directors	Hiroyuki Inoue	Male Executive	Chairman	79	50 years	7,561,001 shares	General management Global experience Technology development/DX Business strategy/marketing
	Mikio Kobayashi	Male Executive	Representative Director, President Chair of Sustainability Committee	67	12 years	12,290 shares	General management Global experience Business strategy/marketing CSR/sustainability
	Kazumi Yonezawa	Male Executive	Director, Managing Executive Officer In charge of General Affairs Department, HR Department and IT Department Member of Nomination Committee Member of Remuneration Committee Member of Sustainability Committee	60	5 years	4,484 shares	Business strategy/marketing CSR/sustainability Finance & accounting/business investment Legal affairs/risk management
	Kazuhiro Tsukamoto	Male Executive	Director, Managing Executive Officer In charge of Global Business Department and Sustainability Management Department Member of Sustainability Committee	63	7 years	4,184 shares	General management Global experience Business strategy/marketing CSR/sustainability Finance & accounting/business investment
	Nobuo Oki	Male Executive	Director, Chief Production Officer, Posco Yamato Vina Steel Joint Stock Company	49	-	1,100 shares	Global experience Technology development/DX
	Damri Tunshevavong	Male Non-Japanese Non-executive	Director	70	13 years	0 shares	General management Global experience Business strategy/marketing
	Takenosuke Yasufuku	Male Non-executive	Director Member of Sustainability Committee	50	9 years	1,700 shares	General management Global experience CSR/sustainability Legal affairs/risk management

	Kiyoshige Akamatsu	Male Non-executive Independent/ Outside	Outside Director Chair of Nomination Committee Chair of Remuneration Committee Member of Sustainability Committee	75	8 years	3,000 shares	General management Global experience Business strategy/marketing Finance & accounting/business investment
	Kunitoshi Takeda	Male Non-executive Independent/ Outside	Outside Director Member of Nomination Committee Member of Remuneration Committee Member of Sustainability Committee	68	5 years	500 shares	General management Global experience Business strategy/marketing Finance & accounting/business investment
	Motomu Takahashi	Male Non-executive Independent/ Outside	Outside Director Member of Nomination Committee Member of Remuneration Committee Member of Sustainability Committee	71	3 years	600 shares	General management Global experience Business strategy/marketing CSR/sustainability
	Pimjai Wangkiat	Female Non-Japanese Non-executive Independent/ Outside	Outside Director	60	2 years	0 shares	General management Global experience Business strategy/marketing Finance & accounting/business investment
Audit and Supervisory Board	Kengo Nakaya	Male Non-executive	Audit & Supervisory Board Member (full-time)	57	4 years	3,000 shares	Global experience Finance & accounting/business investment
	Shigeaki Katayama	Male Non-executive Independent/ Outside	Outside Audit & Supervisory Board Member(full-time) Member of Nomination Committee Member of Remuneration Committee	67	5 years	1,800 shares	General management Global experience Business strategy/marketing Finance & accounting/business investment
	Mikio Nakajo	Male Non-executive Independent/ Outside	Outside Audit & Supervisory Board Member	61	5 years	800 shares	Legal affairs/risk management

[Reference] The Company's Criteria for Determining the Independence of Outside Officers

The Company has specified the criteria for determining the independence of Outside Directors and Outside Audit & Supervisory Board Members (collectively referred to as "Outside Officers" below) and candidates for Outside Officer as follows, and deems that they have independence and that there is no risk of a conflict of interest with general shareholders if none of the following items applies.

1. A person who is an executive (Note 1) of the Company or the Company's subsidiaries (collectively referred to as "the Group" below) or has been an executive of the Group in the past ten years (however, in the case of a person who was a non-executive Director, Audit & Supervisory Board Members or Accounting Advisor of the Group in the past ten years, the ten years before appointment to these positions)
2. A person for which the Group is a major transaction partner (Note 2), or an executive thereof
3. A person who is a major transaction partner of the Group (Note 3), or an executive thereof
4. A consultant, accounting expert or legal expert who has obtained a large sum of money or other property (Note 4) other than officer remuneration from the Group (if the person who obtained the property is an organization such as a corporation or an association, a person who belongs to said organization)
5. A person who belongs to an audit firm conducting statutory audits of the Group
6. A person who has received a donation or grant exceeding a certain amount (Note 5) from the Group (if the person who obtained the donation or grant is an organization such as a corporation or an association, an executive of said organization)
7. An executive of major financial institution or other large creditor (Note 6) that is essential for the Group's financing and is depended upon to a degree that it is irreplaceable, or the parent company or a subsidiary thereof
8. A major shareholder (Note 7) of the Company, or if the major shareholder is a corporation, an executive of the corporation
9. An executive of a company of which the Company is a major shareholder
10. An executive of a company that has accepted a director (regardless of whether full-time or part-time) from the Group, or the parent company or a subsidiary thereof
11. A person who has fallen under 2 through 10 above in the past three years
12. A close relative (Note 9) of a person who falls under 1 through 11 above (limited to persons in a significant position (Note 8))
13. Notwithstanding the provisions of the preceding items, a person otherwise found to have special grounds that could cause a conflict of interest with the Company

- (Notes)
1. An executive refers to an executive prescribed in Article 2, Paragraph 3, Item (vi) of the Regulations for Enforcement of the Companies Act, and includes not only executive directors but also employees. Audit & Supervisory Board Members are not included. Note that outside Audit & Supervisory Board Members include non-executive directors.
 2. A person for which the Group is a major transaction partner is a business partner group (meaning a corporate group made up of a direct business partner, the parent company and subsidiaries thereof, and subsidiaries of the parent company; the same applies below) providing products or services to the Group, for which the transaction amount in the most recent fiscal year exceeds 2% of the annual consolidated net sales of that group.
 3. A major transaction partner of the Group is a transaction partner group to which the Group provides products or services and the transaction amount for the most recent fiscal year exceeds 2% of the annual consolidated net sales of the Group.
 4. A large sum of money or other property refers to money or other economic benefit exceeding ¥10 million other than officer remuneration in the most recent fiscal year (if the person who obtained the property is an organization such as a corporation or an association, money or other property exceeding 2% of the total revenue of the organization in the most recent fiscal year).
 5. A donation or grant exceeding a certain amount refers to a donation or a grant exceeding the higher of either an average of ¥10 million per year for the three most recent fiscal years or 2% of the total revenue for the most recent fiscal year.
 6. A major financial institution or other large creditor refers to a financial institution or creditor from whom the total amount of borrowings or the total amount of credit in the most recent fiscal year exceeds 2% of the total consolidated assets of the Company.
 7. A major shareholder refers to a shareholder holding 10% or more of voting rights.
 8. Persons in a significant position refer to directors (excluding outside directors), executives, executive officers, employees in a senior management position of general manager or higher, in addition to certified public accountants who belong to an audit firm or an accounting firm, attorneys who belong to a law firm, officers such as councilors, directors and auditors who belong to incorporated foundations, incorporated associations, incorporated schools and other corporations, and other persons objectively and rationally deemed to have equivalent importance.
 9. A close relative refers to a spouse or a person within two degrees of kinship.

Business Report (from April 1, 2023 to March 31, 2024)

1. Status of the Group's Business

(1) Business progress and results

During the fiscal year under review, the business environment in which the Group operates was affected by a global weakening of steel demand and market conditions, which were attributable to a number of factors such as a slowdown in the Chinese economy. Specifically, overall demand for H-beams, the Group's main products, and other products used in civil engineering and construction lacked momentum, and the total sales volume of the Group trended downward. Together with intensified competition with inexpensive Chinese products at some locations this resulted in continued uncertainty for the business outlook.

In these circumstances, we managed to record profits at all locations through a range of efforts, such as maintaining metal margins and reducing costs. The ongoing depreciation of the yen and high interest rates in the U.S. also helped boost the Group's performance.

As a result of the above, net sales for the current consolidated fiscal year were ¥163,479 million (down 9.4% year on year). With regard to profit, operating profit was ¥17,282 million (up 2.8% year on year), ordinary profit was ¥99,223 million (up 9.6% year on year) and profit attributable to owners of parent was ¥70,018 million (up 7.2% year on year). Ordinary profit and profit attributable to owners of parent posted record highs for the third consecutive year.

	Million yen	Year-on-year change
Net sales	163,479	down 9.4%
Operating profit	17,282	up 2.8%
Ordinary profit	99,223	up 9.6%
Profit attributable to owners of parent	70,018	up 7.2%

Results by segment during period under review are explained below.

Steel (Japan) Net sales 72,570 million yen -0.4% year on year

Major products	H-beam, channel, I-beam, sheet pile, patterned H-beam, rolled steel for shipbuilding, cast steel products, structural components for ships, heavy-duty machining
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At Yamato Steel Co., Ltd., structural steel demand from such major construction projects as urban redevelopment and semiconductor factories remained solid, as did demand related to civil engineering works. However, construction delays became more prominent due in part to labor shortages, and demand for small and medium-sized construction projects was sluggish in the face of persistently high construction costs. We took steps to integrate manufacturing and sales to strengthen production and sales of large-sized products, and to shorten delivery times, with the objective of securing orders for and maintaining selling prices of H-beams and sheet piles for major projects. Despite a decrease in sales volume caused primarily by the impact of the planned implementation of renewal work on rolling facilities, the increase in the metal margin led to improved performance by the Group, with a year-on-year increase in profits.

As a result, sales were ¥72,570 million (a decrease of ¥302 million in comparison with the previous year), and operating profit was ¥10,863 million (an increase of ¥2,161 million in comparison with the previous year).

Steel (Thailand) Net sales 80,409 million yen -17.4% year on year

Major products	H-beam, channel, I-beam, sheet pile
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Our Thai consolidated subsidiary, Siam Yamato Steel Co., Ltd. (SYS), saw a moderate recovery trend in demand and market conditions for structural steel, driven by the pickup in the economy and the stabilization of politics in Thailand. Meanwhile, in the ASEAN market, total sales volume declined significantly year on year due to the continuation of harsh competition with inexpensive Chinese products from the second half of the previous fiscal year. In terms of performance, SYS recorded a year-on-year decrease in profits due largely to the decline in sales volume, even though the metal margin stayed high due in part to lower scrap prices.

As a result, sales were ¥80,409 million (a decrease of ¥16,921 million in comparison with the previous year), and operating profit was ¥8,836 million (a decrease of ¥1,898 million in comparison with the previous year).

Trackwork
Materials Net sales 7,554 million yen +16.4% year on year

Major products	Turnouts, expansion joints, NEW crossings, glued insulated joint rail, anti-derailing guards, tie plates, bolts
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Sales were ¥7,554 million (an increase of ¥1,062 million in comparison with the previous year), and operating profit was ¥905 million (an increase of ¥655 million in comparison with the previous year).

Other Businesses Net sales 2,943 million yen -21.3% year on year

Sales were ¥2,943 million (a decrease of ¥798 million in comparison with the previous year), and operating profit was ¥141 million (an increase of ¥12 million in comparison with the previous year).

Overview of Major Overseas Locations with Affiliates Accounted for by the Equity Method

(United States)

At Nucor-Yamato Steel Company (NYS), our equity-method affiliate in the U.S., demand for structural steel remained solid, driven mainly by such large construction projects as semiconductor and EV-related factories. Nevertheless, the growth of sales volume slowed. This was primarily because distributors refrained from purchases in the face of prolonged monetary tightening, and, as a result, competition with rival companies and imported products intensified in some sizes. During the fiscal year under review, NYS continued to record a high level of revenues, despite a year-on-year decline in profits, as supply and demand generally remained tight and the structural steel prices stayed relatively high in the market, although structural steel market conditions were not as strong as in the previous fiscal year.

(Bahrain)

At SULB Company BSC(c) (SULB), rising oil prices have underpinned solid demand for structural steel in the Middle East, especially for use in infrastructure investments, and production has continued at full capacity. Prices of products and semi-finished products temporarily hit high levels in the previous fiscal year due in part to soaring market prices for steel scrap following Russia's invasion of Ukraine. This fiscal year, however, has seen weakness caused by price declines in the steel scrap market as well as inexpensive products flowing into the market from China. In the fiscal year under review, SULB generally continued to perform well, although profits decreased year on year.

(Vietnam)

At Posco Yamato Vina Steel Joint Stock Company (PY VINA), we sought to maintain production and sales volumes by strengthening exports in the face of sluggish domestic sales volume growth, as the recovery in demand from infrastructure investments did not progress as expected and competition with construction materials processed using Chinese steel sheets/plates affected the volume growth. As a result, PY VINA recorded a slight year-on-year increase in profits.

(South Korea)

At YK Steel Corporation (YKS), demand for rebar deteriorated due to the impact of inflation and rising interest rates. As a result, sales volume plummeted. Although the rebar market has increasingly softened, the metal margin remained relatively high as scrap prices declined, but YKS recorded a year-on-year decrease in profits.

(2) Issues to address

(Forecast for the Fiscal Year Ending March 31, 2025)

With regard to forecast for the fiscal year ending March 31, 2025, although the economy in the United States has remained firm, the global economic outlook has become increasingly uncertain as we are faced with many concerns, including prolonged economic stagnation in China, lingering conflict in Ukraine, and heightened tension in the Middle East. In fact, our business environment has deteriorated as demand for H-beams, the Group's main products, and other products used in civil engineering and construction remains sluggish overall, and the volume of steel export from China has been on the rise. At each of our locations, we will implement measures to counter Chinese products and continuously work to secure sales volume, maintain metal margins, and lower costs.

Both the historically weak yen and high US interest rates are expected to continue, which we believe will help drive the Group's earnings.

(Billion yen)

	Consolidated results of the fiscal year ended March 31, 2024	Consolidated forecast for the fiscal year ending March 31, 2025
Net sales	163.4	182.0
Operating profit	17.2	11.0
Ordinary profit	99.2	77.0
Profit attributable to owners of parent	70.0	55.0

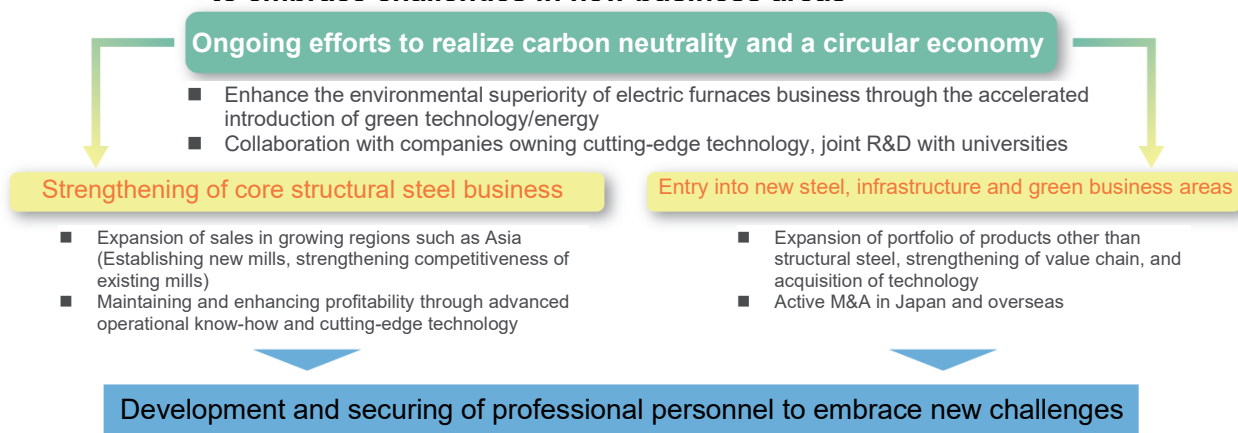
(Management issues)

Through its global steel business, the Group will continue initiatives aimed at realizing a sustainable society going forward, in accordance with its mission of contributing to the advancement of global society and the realization of rich regional communities.

The Group will also forge ahead with the priority strategies described in Vision 2030, in preparation for achieving further growth in the business. In preparation for realizing carbon neutrality and the circular economy, in terms of “strengthening of core structural steel business” we will expand sales in growing regions such as Asia, and maintain and enhance profitability of each locations through advanced operational know-how and cutting-edge technology. In terms of “entry into new steel, infrastructure and green business areas,” through an active program of M&A and other measures both in Japan and overseas we will embrace the challenge of expanding the product portfolio, strengthening the value chain, and acquiring technology, while focusing even more tightly on developing and securing the professional personnel needed to support these initiatives.

Vision 2030:

Achieve and solidify the No.1 position as the global leader in structural steel (volume and profitability), and continue to embrace challenges in new business areas



Creation of new value and contribution to the realization of a rich society as a global company

(3) Status of capital investment

During the period under review, the Company conducted capital investment totaling ¥8,550 million centered on investment to maintain and renew steel and press molding equipment in the Steel Division.

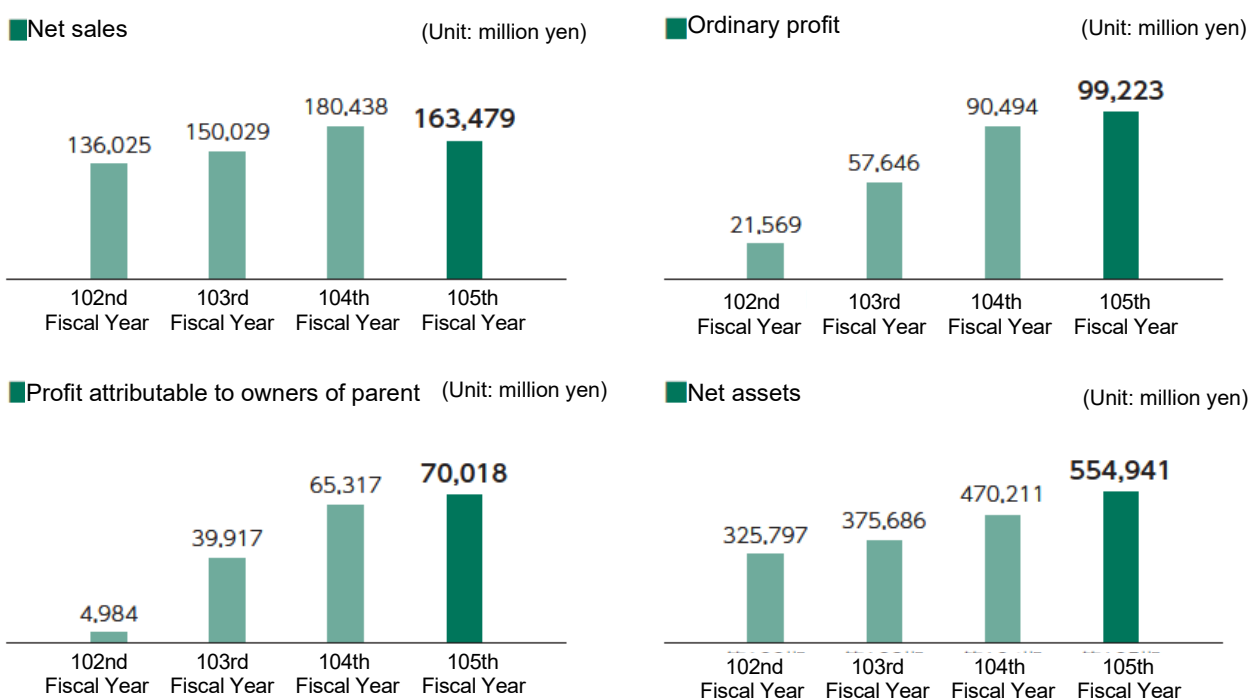
(4) Status of fund-raising

No financing through capital increases or the issuance of bonds took place during the period under review.

(5) Status of assets and profit/loss

Item	102nd Fiscal Year	103rd Fiscal Year	104th Fiscal Year	105th Fiscal Year
	(from April 1, 2020 to March 31, 2021)	(from April 1, 2021 to March 31, 2022)	(from April 1, 2022 to March 31, 2023)	(from April 1, 2023 to March 31, 2024)
Net sales (Million yen)	136,025	150,029	180,438	163,479
Ordinary profit (Million yen)	21,569	57,646	90,494	99,223
Profit attributable to owners of parent (Million yen)	4,984	39,917	65,317	70,018
Basic earnings per share (Yen)	75.29	618.62	1,025.49	1,099.15
Total assets (Million yen)	359,788	414,928	515,000	608,783
Net assets (Million yen)	325,797	375,686	470,211	554,941

(Note) Earnings per share are calculated using the average number of shares issued during the period (excluding treasury shares).



2. Status of the Group (as of March 31, 2024)

(1) Major sales offices and factories

(The Company)

Name	Location of head office	Sales offices and factories
Yamato Kogyo Co., Ltd.	Himeji-shi, Hyogo	—

(Consolidated subsidiaries and affiliates accounted for by the equity method)

Name	Location of head office	Sales offices and factories
Yamato Steel Co., Ltd.	Himeji-shi, Hyogo	Tokyo Branch (Minato-ku, Tokyo) Osaka Branch (Nishi-ku, Osaka)
Yamato Trackwork System Co., Ltd.	Himeji-shi, Hyogo	Tokyo Branch (Minato-ku, Tokyo) Osaka Branch (Nishi-ku, Osaka) Kyushu Sales Office (Hakata-ku, Fukuoka-shi)
Yamato Shoji Co., Ltd.	Himeji-shi, Hyogo	—
Matsubara Techno Co., Ltd.	Kako-gun, Hyogo	—
Yamato Korea Holdings Co., Ltd.	South Korea	—
Yamato Kogyo America, Inc.	United States	—
Yamato Kogyo (U.S.A.) Corporation	United States	—
Yamato Holding Corporation	United States	—
Siam Yamato Steel Co., Ltd.	Thailand	—
Nucor-Yamato Steel Company	United States	—
Arkansas Steel Associates LLC	United States	—
SULB Company BSC (c)	Bahrain	—
United Steel Company (“Sulb”) Bahrain venture Co. W. L. L.	Bahrain	—
United SULB Company (“Saudi Sulb”) LLC	Saudi Arabia	—
Posco Yamato Vina Steel Joint Stock Company	Vietnam	—
YK Steel Corporation	South Korea	—

(2) Major lenders

Not applicable.

In order to enable stable, flexible and efficient financing for future demand for funding, the Company has concluded a specified commitment line contract (syndication type commitment line contract) with three financial institutions.

(3) Status of major subsidiaries and affiliates
(Subsidiaries)

Name	Share capital or investments in capital	The Company's percentage of voting rights (including indirect holdings)	Main businesses
Yamato Holding Corporation	USD 46,000	100.00%	Investment in joint venture Nucor-Yamato Steel Company (25.00%)
Yamato Kogyo (U.S.A.) Corporation	USD 14,000	100.00%	Investment in joint venture Nucor-Yamato Steel Company (24.00%) Investment in joint venture Arkansas Steel Associates LLC (50.00%) Investment in Yamato Korea Holdings Co., Ltd. (75.00%)
Yamato Kogyo America, Inc.	USD 13,000	100.00%	Management of Yamato Holding Corporation and Yamato Kogyo (U.S.A.) Corporation
Yamato Steel Co., Ltd.	¥450 million	100.00%	Business related to the manufacture and sale of steel products and heavy industry products
Yamato Trackwork System Co., Ltd.	¥310 million	100.00%	Businesses related to the manufacture and sale of trackwork materials
Yamato Korea Holdings Co., Ltd.	KRW 5,937 million	100.00%	Business related to leasing of real estate Investment in joint venture YK Steel Corporation (30.00%)
Siam Yamato Steel Co., Ltd.	THB 3,000 million	64.18%	Businesses related to the manufacture and sale of steel products
Yamato Shoji Co., Ltd.	¥38 million	81.82%	Business related to transportation, medical waste processing and leasing of real estate
Matsubara Techno Co., Ltd.	¥20 million	100.00%	Manufacture and sale of counterweights Design, manufacture, installation and sale of plant equipment

(Note) The figures in parentheses under "Main businesses" indicate the percentages of investment in the respective companies.

(Affiliates)

Name	Share capital or investments in capital	The Company's percentage of voting rights (including indirect holdings)	Main businesses
Nucor-Yamato Steel Company	USD 185 million	49.00%	Businesses related to the manufacture and sale of steel products
Arkansas Steel Associates LLC	USD 26 million	50.00%	Business related to the manufacture and sale of steel products and trackwork materials
SULB Company BSC (c)	USD 705 million	49.00%	Businesses related to the manufacture and sale of steel products
United Steel Company ("Sulb") Bahrain venture Co. W. L. L.	USD 75 million	49.00%	Investment in joint venture United SULB Company ("Saudi Sulb") LLC
United SULB Company ("Saudi Sulb") LLC	SAR 206 million	49.00%	Businesses related to the manufacture and sale of steel products
Posco Yamato Vina Steel Joint Stock Company	VND 8,345,225 million	49.00%	Businesses related to the manufacture and sale of steel products
YK Steel Corporation	KRW 5,924 million	30.00%	Businesses related to the manufacture and sale of steel products

(4) Status of employees

1) Status of employees of corporate group

Number of employees	Change from end of previous fiscal year
1,414	Increased by 16

(Note) The number of employees is the number of personnel employed and excludes temporary employees.

2) Status of employees of the Company

Number of employees	Change from end of previous fiscal year	Average age	Average years of service
88	Increased by 18	40.1	9.9 years

(Note) The number of employees is the number of personnel employed and excludes temporary employees and seconded employees.

3. Matters Regarding the Company's Shares (as of March 31, 2024)

- (1) Total number of authorized shares: 171,257,770
- (2) Total number of issued shares: 65,000,000 (including 312,858 treasury shares)
- (3) Number of shareholders: 9,631
- (4) Status of major shareholders (top ten)

Shareholder name	Number of shares held	Percentage of shares held
The Master Trust Bank of Japan, Ltd. (Trust Account)	8,328,000	12.87%
Hiroyuki Inoue	7,560,000	11.69%
Inoue Real Estate Ltd.	4,592,000	7.10%
Mitsui & Co., Ltd.	4,573,000	7.07%
SMBC Trust Bank Ltd. (Sumitomo Mitsui Banking Corporation Pension Trust Account)	2,837,000	4.39%
Sumitomo Corporation	2,461,000	3.80%
Custody Bank of Japan, Ltd. (Trust Account)	2,234,000	3.45%
Kimiko Inoue	1,739,000	2.69%
Mizuho Bank, Ltd.	1,675,000	2.59%
CEP LUX - ORBIS SICAV	1,338,000	2.07%

(Note) The percentages of shares are calculated by excluding treasury shares.

- (5) Status of shares granted to the Company's officers as consideration for the execution of duties in the fiscal year under review

The details of share-based remuneration granted during the fiscal year under review are as follows. The Company has introduced a restricted share-based remuneration system for the Company's Directors other than Outside Directors and Part-time Directors for the purpose of sustained improvement of corporate value by increasing shared value with shareholders through the holding of shares.

Item	Number of shares	Number of recipients of shares
Directors (excluding Outside Directors and Part-time Directors)	4,581 shares	5

(Note) In addition to the above, 3,897 shares have been granted to one Executive Officer of the Company, and to seven Directors and one Executive Officer of subsidiaries of the Company.

4. Matters Regarding Company Officers

(1) Status of company officers (as of March 31, 2024)

Name	Current position and responsibilities in the Company	Significant concurrent positions outside the Company
Hiroyuki Inoue	Chairman	
Mikio Kobayashi	Representative Director, President	
Katsumasa Kohata	Representative Director, Executive Vice President Chief Technology Officer (Steel Business) in charge of Technology Management Department	
Kazuhiro Tsukamoto	Director, Managing Executive Officer in charge of Global Business Department and Sustainability Management Department	
Kazumi Yonezawa	Director, Managing Executive Officer in charge of General Affairs Department, HR Department and IT Department	
Damri Tunshevavong	Director	
Takenosuke Yasufuku	Director	Representative Director and President, KOBE SHU-SHIN-KAN BREWERIES, LTD.
Kiyoshige Akamatsu	Director	
Kunitoshi Takeda	Director	
Motomu Takahashi	Director	
Pimjai Wangkiat	Director	
Kengo Nakaya	Audit & Supervisory Board Member (full-time)	
Shigeaki Katayama	Audit & Supervisory Board Member (full-time)	
Mikio Nakajo	Audit & Supervisory Board Member	Representative Partner, Sawada Nakajo Mori Law Office Outside Director (Audit and Supervisory Committee Member), MORESCO Corporation

- (Notes)
1. Katsumasa Kohata resigned from the position of Director on April 30, 2024.
 2. Kazumi Yonezawa was appointed Representative Director, Managing Executive Officer on May 1, 2024.
 3. Directors Kiyoshige Akamatsu, Kunitoshi Takeda, Motomu Takahashi and Pimjai Wangkiat are Outside Directors specified under Article 2, Item (xv) of the Companies Act.
 4. Audit & Supervisory Board Members Shigeaki Katayama and Mikio Nakajo are Outside Corporate Auditors specified under Article 2, Item (xvi) of the Companies Act.
 5. Directors Kiyoshige Akamatsu, Kunitoshi Takeda, Motomu Takahashi and Pimjai Wangkiat, and Audit & Supervisory Board Members Shigeaki Katayama and Mikio Nakajo have been registered with the Tokyo Stock Exchange as independent officers.
 6. Audit & Supervisory Board Member Shigeaki Katayama has many years of experience in financial institutions, and has considerable knowledge related to finance and accounting.

(2) Overview of content of agreements limiting liability

The Company has entered into agreements limiting liability with Damri Tunshevavong, Takenosuke Yasufuku, Kiyoshige Akamatsu, Kunitoshi Takeda, Motomu Takahashi, Pimjai Wangkiat, Kengo Nakaya, Shigeaki Katayama and Mikio Nakajo pursuant to Article 427, Paragraph 1 of the Companies Act. The limit on liability for compensation for damages pursuant to the agreements is the minimum liability amount specified in Article 425, Paragraph 1 of the Companies Act.

(3) Overview of directors and officers liability insurance policy

The Company has entered into a directors and officers liability insurance policy pursuant to Article 430-3, Paragraph 1 of the Companies Act with an insurance company and damages arising from being held liable for the execution of duties by the insured and being subject to claims seeking such liability are covered by the insurance policy. However, damages, etc. caused by acts conducted while aware of a violation of laws and regulations are excluded from coverage to ensure the appropriateness of execution of duties of the insured is not impaired.

The insured under the insurance policy are the Directors, Audit & Supervisory Board Members and Executive Officers of the Company and certain subsidiaries, and the Company bears the cost of all insurance premiums.

(4) Remuneration, etc. for company officers

3) Total amount of remuneration, etc. of Directors and Audit & Supervisory Board Members

Type of officer	Total amount of remuneration, etc. (Million yen)	Total amount of remuneration, etc. by type (Million yen)				Number of recipients
		Monetary remuneration			Non-financial remuneration, etc.	
		Total	Base remuneration	Performance-linked remuneration, etc.		
Directors (Outside Directors)	595 (62)	568 (62)	302 (62)	266 (-)	27 (-)	11 (4)
Audit & Supervisory Board Members (Outside Audit & Supervisory Board Members)	63 (37)	63 (37)	63 (37)	- (-)	- (-)	3 (2)

(Note) The non-financial remuneration, etc. consists of the Company's restricted share-based remuneration, which is set to no more than ¥100 million annually, and separately from the amount of up to ¥720 million in monetary remuneration.

4) Matters regarding resolutions of the General Meeting of Shareholders on remuneration, etc. of Directors and Audit & Supervisory Board Members

The amount of remuneration of the Company's Directors was approved to be up to ¥720 million per year (including up to ¥70 million per year for Outside Directors) in the 104th Ordinary General Meeting of Shareholders held on June 29, 2023. The number of Directors as of the conclusion of the relevant General Meeting of Shareholders was 11 (including four Outside Directors).

Furthermore, the Company introduced a "restricted share-based remuneration system" at the 102nd Ordinary General Meeting of Shareholders held on June 29, 2021, which resolved to make the total amount of monetary claims paid to Directors pursuant to the system up to ¥100 million per year apart from the above remuneration limit. The number of Directors eligible for share-based remuneration as of the conclusion of the relevant General Meeting of Shareholders was five (excluding Outside Directors and Part-time Directors).

The amount of remuneration of Audit & Supervisory Board Member was resolved to be up to ¥75 million per year in the 98th Ordinary General Meeting of Shareholders held on June 29, 2017. The number of Audit & Supervisory Board Members as of the conclusion of the relevant General Meeting of Shareholders was three.

5) Matters concerning the policy on determining the remuneration, etc. of individual Directors

The policy on determination of the remuneration, etc. of individual Directors is specified as follows.

- Remuneration of the Company's Directors (excluding Outside Directors and Part-time Directors) is paid at a fixed time every month as monthly remuneration made up of fixed portion of remuneration determined based on comprehensive consideration of the responsibility to supervise management of the Company in addition to the responsibility to contribute to Group management and position, etc., and the performance-linked portion of remuneration determined according to the level of achievement of performance targets and individual evaluations, etc. The total amount of remuneration of Directors was specified as being up to ¥720 million per year at the 104th Ordinary General Meeting of Shareholders held on June 29, 2023. Furthermore, at the 102nd Ordinary General Meeting of Shareholders held on June 29, 2021, as part of the review of the officer remuneration system, a decision was made to pay remuneration for the granting of restricted shares to eligible Directors for the purpose of providing the Company's Directors (excluding Outside Directors and Part-time Directors) an incentive for the sustained enhancement of the Company's corporate value and further promoting the sharing of value with shareholders, and the total amount of monetary claims paid to eligible Directors under the system is specified as being up to ¥100 million per year apart from the above remuneration limit. Remuneration for granting restricted shares is allocated at a fixed time every year. The amount of remuneration of individual Directors is determined within the remuneration limit resolved by the General Meeting of Shareholders by the Representative Director, President delegated by the Board of Directors based on deliberation and recommendations of the Remuneration Committee.
- The indicator for performance-linked remuneration is consolidated ordinary profit, etc. and the

standard value is set based on the consolidated ordinary profit under the annual business plan, with a coefficient table being set with a minimum of 0 and a maximum of 2.0 according to annual performance. The coefficient is used as a multiplier for the standard amount of performance-linked remuneration for each position to calculate individual performance-linked remuneration every year.

- The percentages of payment of fixed remuneration, performance-linked remuneration and restricted share-based remuneration vary depending on the fiscal year's performance and position, but are generally designed to be 50% fixed remuneration, 40% performance-linked remuneration and 10% restricted share-based remuneration.
- A voluntary Remuneration Committee chaired by an Outside Director has been established to ensure the transparency and objectivity of determination of remuneration of Directors, and the Remuneration Committee conducts reviews of the officer remuneration system (such as reviews of remuneration levels, performance evaluation KPIs and standard values) with consideration for the management environment and general remuneration levels, and deliberates upon the remuneration of Directors and makes recommendations to the Board of Directors based on consultation with the Board of Directors.

The policy on determination of remuneration, etc. is determined by the Board of Directors based on deliberation in the Remuneration Committee. When determining the details of remuneration, etc. of individual Directors for the fiscal year under review, the Remuneration Committee conducted multifaceted consideration of the original proposal including consistency with the determination policy, and the Board of Directors respected these recommendations and found them to be in line with the determination policy.

6) Matters concerning performance-linked remuneration, etc.

The indicator for performance-linked remuneration is consolidated ordinary profit, etc. and the reason for choosing this indicator is to clarify responsibility to the Group's overall performance. The standard value is set based on the consolidated ordinary profit under the annual business plan, with a coefficient table being set with a minimum of 0 and a maximum of 2.0 according to annual performance. The coefficient is used as a multiplier for the standard amount of performance-linked remuneration for each position to calculate individual performance-linked remuneration every year. The actual result of the indicator for performance-linked remuneration (consolidated ordinary profit) in the fiscal year under review (using the figures for the fiscal year ended March 31, 2023) was ¥90.4 billion (coefficient 2.0).

7) Matters concerning the delegation of determination of the remuneration, etc. of individual Directors

The determination of specific details of individual remuneration of Directors within the amount of remuneration, etc. resolved by the General Meeting of Shareholders is delegated to Representative Director, President Mikio Kobayashi by resolution of the Board of Directors. The reason for delegation to the Representative Director, President is because it was determined that he has the greatest knowledge of the Group such as the environment surrounding the Group and the management condition of the Group, and is capable of comprehensively determining the amounts of remuneration of officers. Steps have been taken to ensure authority is exercised appropriately without making arbitrary decisions due to decisions being made after deliberation by the voluntary Remuneration Committee chaired by an Outside Director.

(5) Matters regarding outside officers

- 1) Significant concurrent positions and relationships with entities where such positions are held Audit & Supervisory Board Member Mikio Nakajo concurrently serves as Representative Partner of Sawada Nakajo Mori Law Office and an Outside Director who is an Audit and Supervisory Committee Member of MORESCO Corporation, but there are no significant transactions or special relationships with these.

2) Status of the main activities of outside officers

Item	Name	Status of main activities
Outside Directors	Kiyoshige Akamatsu	He attended all seven meetings of the Board of Directors held in the fiscal year under review, and made comments required for the deliberation of proposals. Furthermore, he provided advice, etc. for the enhancement of the Company's medium- to long-term corporate value, served as chair of the voluntary Nomination Committee and Remuneration Committee, and fulfilled the important role of supervising management from an independent and objective perspective.
	Kunitoshi Takeda	He attended all seven meetings of the Board of Directors held in the fiscal year under review, and made comments required for the deliberation of proposals. Furthermore, he provided advice, etc. for the enhancement of the Company's medium- to long-term corporate value, served as a member of the voluntary Nomination Committee and Remuneration Committee, and fulfilled the important role of supervising management from an independent and objective perspective.
	Motomu Takahashi	He attended all seven meetings of the Board of Directors held in the fiscal year under review, and made comments required for the deliberation of proposals. Furthermore, he provided advice, etc. for the enhancement of the Company's medium- to long-term corporate value, served as a member of the voluntary Nomination Committee and Remuneration Committee, and fulfilled the important role of supervising management from an independent and objective perspective.
	Pimjai Wangkiat	She attended all seven meetings of the Board of Directors held in the fiscal year under review, and made comments required for the deliberation of proposals. Furthermore, she provided advice, etc. for the enhancement of the Company's medium- to long-term corporate value.
Outside Audit & Supervisory Board Members	Shigeaki Katayama	He attended all seven meetings of the Board of Directors held in the fiscal year under review, and made comments required for the deliberation of proposals. Similarly, he attended all 13 meetings of the Audit & Supervisory Board held in the fiscal year under review, exchanged opinions on audit results and conducted discussion of important matters related to auditing.
	Mikio Nakajo	He attended all seven meetings of the Board of Directors held in the fiscal year under review, and made comments required for the deliberation of proposals. Similarly, he attended all 13 meetings of the Audit & Supervisory Board held in the fiscal year under review, exchanged opinions on audit results and conducted discussion of important matters related to auditing.

(Note) Seven meetings of the Board of Directors and 13 meetings of the Audit & Supervisory Board were held in the fiscal year under review.

5. Matters Regarding the Accounting Auditor

(1) Name of accounting auditor

PricewaterhouseCoopers Japan LLC

(Note) PricewaterhouseCoopers Aarata LLC merged with PricewaterhouseCoopers Kyoto on December 1, 2023, and the name of the new firm was changed to PricewaterhouseCoopers Japan LLC.

(2) Amount of remuneration, etc. of accounting auditor for the fiscal year under review

(Million yen)

Amount of remuneration for services under Article 2, Paragraph 1 of the Certified Public Accountants Act	52
Total amount of money or other economic benefits to be paid by the Company and the Company's subsidiaries	52

(Note) The audit agreement between the Company and the accounting auditor does not differentiate between the amount of remuneration for auditing under the Companies Act and the amount of remuneration for auditing pursuant to the Financial Instruments and Exchange Act. Therefore, the above amounts are stated as the totals for these.

(3) Matters regarding audits of subsidiaries

The Company's subsidiaries located overseas are audited by certified public accountants or audit firms other than PricewaterhouseCoopers Japan LLC.

(4) Consent on the amount of remuneration, etc. of the accounting auditor

The Audit & Supervisory Board has provided consent under Article 399, Paragraph 1 of the Companies Act for the remuneration, etc. of the accounting auditor as a result of comparing the audit plan and results for the previous fiscal year and confirming the audit time and remuneration, and verifying the appropriateness of the scheduled audit time and remuneration for the fiscal year under review based on the Practical Guideline on Coordination with Accounting Auditors published by Japan Audit & Supervisory Board Members Association.

(5) Policies for determination of dismissal or refusal of reelection of the accounting auditor

If it is found that there is an impediment to the appropriate execution of duties of the accounting auditor, the Audit & Supervisory Board determines the content of a proposal for the dismissal or refusal of reelection of the accounting auditor for the General Meeting of Shareholders.

If it is found that any of the items under Article 340, Paragraph 1 of the Companies Act applies to the accounting auditor, the Audit & Supervisory Board will dismiss the accounting auditor based on the consent of all Audit & Supervisory Board Members. In this case, an Audit & Supervisory Board Member selected by the Audit & Supervisory Board Members will report the dismissal of the accounting auditor and the reason of dismissal in the first General Meeting of Shareholders held after the dismissal.

(Note) The amounts stated in this Business Report are rounded down to the nearest unit represented.

Consolidated Financial Statements
Consolidated Balance Sheets (As of March 31, 2024)

(Unit: million yen)

Item	Amount	Item	Amount
Assets		Liabilities	
Current assets	311,449	Current liabilities	25,250
Cash and deposits	237,223	Notes and accounts payable - trade	10,851
Notes receivable - trade	112	Accounts payable - other	4,694
Accounts receivable - trade	31,259	Income taxes payable	4,057
Merchandise and finished goods	17,904	Provision for bonuses	789
Work in process	861	Other	4,857
Raw materials and supplies	19,895	Non-current liabilities	28,591
Other	4,218	Deferred tax liabilities	20,842
Allowance for doubtful accounts	(26)	Retirement benefit liability	2,126
Non-current assets	297,333	Other	5,621
Property, plant and equipment	68,486		
Buildings and structures	11,571	Total liabilities	53,841
Machinery, equipment and vehicles	27,576	Net assets	
Tools, furniture and fixtures	424	Shareholders' equity	427,890
Land	19,655	Share capital	7,996
Construction in progress	7,178	Capital surplus	41
Other	2,079	Retained earnings	421,207
Intangible assets	1,909	Treasury shares	(1,354)
Goodwill	605	Accumulated other comprehensive income	94,982
Other	1,303	Valuation difference on available-for-sale securities	11,072
Investments and other assets	226,937	Foreign currency translation adjustment	83,678
Investment securities	91,426	Remeasurements of defined benefit plans	231
Investments in capital	104,575	Non-controlling interests	32,068
Long-term loans receivable from subsidiaries and associates	22,913		
Long-term time deposits	6,037	Total net assets	554,941
Retirement benefit asset	1,375	Total liabilities and net assets	608,783
Other	911		
Allowance for doubtful accounts	(301)		
Total assets	608,783		

Consolidated Statements of Income (from April 1, 2023 to March 31, 2024)

(Unit: million yen)

Item	Amount	
Net sales		163,479
Cost of sales		131,678
Gross profit		31,800
Selling, general and administrative expenses		14,517
Operating profit		17,282
Non-operating income		
Interest income and dividend income	12,308	
Equity in earnings of affiliates	65,268	
Foreign exchange gains	3,736	
Other	785	82,099
Non-operating expenses		
Interest expenses	91	
Loss on disaster	16	
Other	49	158
Ordinary profit		99,223
Extraordinary income		
Gain on sale of non-current assets	10	
Gain on sale of investment securities	6	16
Extraordinary losses		
Loss on retirement of non-current assets	315	
Provision for loss on litigation	1,315	
Value added taxes for prior periods	914	
Other	164	2,710
Profit before income taxes		96,529
Income taxes - current	23,825	
Income taxes - deferred	580	24,405
Profit		72,123
Profit attributable to non-controlling interests		2,105
Profit attributable to owners of parent		70,018

Consolidated Statements of Changes in Net Assets (from April 1, 2023 to March 31, 2024)

(Unit: million yen)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance as of April 1, 2023	7,996	15	370,233	(1,380)	376,865
Change during the fiscal year					
Dividends of surplus			(19,044)		(19,044)
Profit attributable to owners of parent			70,018		70,018
Purchase of treasury shares				(1)	(1)
Disposal of treasury stock upon restricted stock compensation		26		26	52
Net changes in items other than shareholders' equity					
Total change during the fiscal year	–	26	50,973	25	51,024
Balance as of March 31, 2024	7,996	41	421,207	(1,354)	427,890

	Accumulated other comprehensive income				Non-controlling interests	Total net assets
	Valuation difference on available-for-sale securities	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Total accumulated other comprehensive income		
Balance as of April 1, 2023	5,473	58,456	(172)	63,757	29,588	470,211
Change during the fiscal year						
Dividends of surplus						(19,044)
Profit attributable to owners of parent						70,018
Purchase of treasury shares						(1)
Disposal of treasury stock upon restricted stock compensation						52
Net changes in items other than shareholders' equity	5,599	25,221	404	31,225	2,479	33,705
Total change during the fiscal year	5,599	25,221	404	31,225	2,479	84,730
Balance as of March 31, 2024	11,072	83,678	231	94,982	32,068	554,941

Non-consolidated Financial Statements
Balance Sheets (As of March 31, 2024)

(Unit: million yen)

Item	Amount	Item	Amount
Assets		Liabilities	
Current assets	31,066	Current liabilities	12,258
Cash and deposits	29,930	Short-term borrowings from subsidiaries and associates	11,100
Accounts receivable - trade	343	Accounts payable - other	27
Accounts receivable - other	155	Accrued expenses	276
Other	636	Income taxes payable	604
Allowance for doubtful accounts	(0)	Provision for bonuses	124
		Other	126
Non-current assets	124,028	Non-current liabilities	7,660
Property, plant and equipment	2,496	Long-term accounts payable - other	819
Buildings	416	Deferred tax liabilities	6,581
Structures	52	Retirement benefit liability	247
Machinery and equipment	11	Other	13
Vehicles	3	Total liabilities	19,919
Tools, furniture and fixtures	43	Net assets	
Land	1,226	Shareholders' equity	124,316
Construction in progress	696	Share capital	7,996
Other	45	Capital surplus	41
Intangible assets	93	Other capital surplus	41
		Retained earnings	117,262
Investments and other assets	121,438	Legal retained earnings	1,999
Investment securities	19,629	Other retained earnings	115,263
Shares of subsidiaries and affiliates	78,807	Reserve for specific purpose	42
Long-term loans receivable from subsidiaries and associates	22,686	General reserve	26,090
Other	390	Retained earnings brought forward	89,131
Allowance for doubtful accounts	(74)	Treasury shares	(984)
		Valuation and translation adjustments	10,858
		Valuation difference on available-for-sale securities	10,858
Total assets	155,094	Total net assets	135,175
		Total liabilities and net assets	155,094

Statements of Income (from April 1, 2023 to March 31, 2024)

(Unit: million yen)

Item	Amount	
Operating income		45,766
Operating expenses		
Selling, general and administrative expenses		3,414
Operating profit		42,351
Non-operating income		
Interest income and dividend income	2,141	
Foreign exchange gains	3,642	
Other	25	5,810
Non-operating expenses		
Interest expenses	65	
Other	2	67
Ordinary profit		48,094
Extraordinary losses		
Loss on retirement of non-current assets	170	
Loss on valuation of investment securities	152	323
Profit before income taxes		47,770
Income taxes - current	1,785	
Income taxes - deferred	441	2,227
Profit		45,543

Statements of Changes in Net Assets (from April 1, 2023 to March 31, 2024)

(Unit: million yen)

	Shareholders' equity							
	Share capital	Capital surplus		Legal retained earnings	Retained earnings			Total retained earnings
		Other capital surplus	Total capital surplus		Other retained earnings			
					Reserve for specific purpose	General reserve	Retained earnings brought forward	
Balance as of April 1, 2023	7,996	15	15	1,999	42	26,090	62,993	91,124
Change during the fiscal year								
Dividends of surplus							(19,404)	(19,404)
Profit							45,543	45,543
Purchase of treasury shares								
Disposal of treasury stock upon restricted stock compensation		26	26					
Net changes in items other than shareholders' equity								
Total change during the fiscal year	-	26	26	-	-	-	26,138	26,138
Balance as of March 31, 2024	7,996	41	41	1,999	42	26,090	89,131	117,262

	Shareholders' equity		Valuation and translation adjustments		Total net assets
	Treasury shares	Total shareholders' equity	Valuation difference on available-for-sale securities	Total valuation and translation adjustments	
Balance as of April 1, 2023	(1,009)	98,126	5,305	5,305	103,432
Change during the fiscal year					
Dividends of surplus		(19,404)			(19,404)
Profit		45,543			45,543
Purchase of treasury shares	(1)	(1)			(1)
Disposal of treasury stock upon restricted stock compensation	26	52			52
Net changes in items other than shareholders' equity			5,553	5,553	5,553
Total change during the fiscal year	25	26,189	5,553	5,553	31,742
Balance as of March 31, 2024	(984)	124,316	10,858	10,858	135,175