

**'TORAY'**

**Notice of the  
145th Ordinary  
General Meeting  
of Stockholders**

For the Fiscal Year Ended March 31, 2026



**2026**

**Toray Industries, Inc.**

1-1, Nihonbashi-Muromachi 2-chome,  
Chuo-ku, Tokyo 103-8666, Japan

This document has been translated from 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.

**Dear stockholders**

I would like to express my sincere gratitude to our stockholders for their continued support. I am pleased to invite you to participate in our 145th Ordinary General Meeting of Stockholders to be held on June 24.

Toray marked a significant milestone with the 100th anniversary of its founding in April 2026.

Having reached this milestone, we have taken a new step toward the next 100 years.

All officers and employees share a strong sense of commitment and determination for the future, and Toray Group will work together as one to continue to be a company trusted and valued by society.

We kindly ask our stockholders for their continued understanding.

Mitsuo Ohya  
President and CEO  
Toray Industries, Inc.



## To Our Stockholders

Dear Stockholder:

Please take notice that the 145th Ordinary General Meeting of Stockholders of the Company will be held as set forth to the right.

In convening this general meeting of stockholders, the Company has taken measures for the electronic provision of information contained in the voting information, etc. (matters subject to measures for electronic provision). The Company posted these matters on the Company's website (Investor Relations) as follows. Please access the Company's website to check these matters.

The Company's website:

[https://www.toray.com/ir/stocks/sto\\_008.html](https://www.toray.com/ir/stocks/sto_008.html)

In addition to the above website, the matters subject to measures for electronic provision are posted on the websites below.

Website and URL:

Tokyo Stock Exchange's website (Listed Company Search):

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

Access method:

Please access the above address, enter the company name or securities code (3402), and perform a search, and select "Basic information" and "Documents for public inspection/PR information."

Website and URL:

The Portal of Shareholders' Meeting (Sumitomo Mitsui Trust Bank):

<https://www.soukai-portal.net>

Access method:

Please either scan the QR code shown on the enclosed voting form or enter the login ID and password on the above website (for details, please see "A Guide for the Exercise of Voting Rights" on page 4).

\* QR Code is a registered trademark of DENSO WAVE INCORPORATED.

If you do not attend the meeting in person, you can exercise your voting rights via the Internet or in writing. Please review the accompanying information and exercise your voting rights by 5:30 p.m., Tuesday, June 23, 2026 (Japan Standard Time).

Voting via Postal Mail:

Please indicate your vote for or against each proposition on the enclosed voting form and return the form to us by the time described above.

Voting via the Internet:

Please review the "A Guide for the Exercise of Voting Rights" on page 4 and enter your vote for or against each proposition by the time described above.

(Securities code: 3402)

June 4, 2026

(Start date of measures for electronic provision: May 25, 2026)

Mitsuo Ohya

President and Representative Member of the Board

Toray Industries, Inc.

1-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo 103-8666, Japan

1. Date and time of meeting:  
Wednesday, June 24, 2026, 10:00 a.m.
2. Place:  
Tokyo International Forum  
(Hall C),  
5-1, Marunouchi 3-chome,  
Chiyoda-ku, Tokyo, Japan
3. Matters to be discussed and to be reported:
  1. The Business Report and Consolidated Financial Statements for the 145th fiscal year (from April 1, 2025 to March 31, 2026), and Reports of the Independent Auditor and the Board of Corporate Auditors on the relevant Consolidated

Financial Statements conducted respectively

2. Report on the Non-consolidated Financial Statements for the 145th fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be acted upon:

Proposition No. 1:

Appropriation of Surplus

Proposition No. 2:

Election of Ten Members of the Board

4. Matters to be decided upon convocation:

- (1) In accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, among the matters subject to measures for electronic provision, the following matters are not included in the matters to be included in a paper copy to be sent to shareholders who have requested it. Corporate auditors and the independent auditor have audited materials subject to audit including the following matters.
  - 1) Consolidated Statement of Changes in Equity, and Notes to Consolidated Financial Statements in Consolidated Financial Statements
  - 2) Non-consolidated Statement of Changes in Equity, and Notes to Non-consolidated Financial Statements in Non-consolidated Financial Statements
- (2) If a stockholder exercises his/her vote in duplicate, both online (including votes through smartphones) and via the enclosed voting form, only the online vote shall be effective. Furthermore, if a stockholder exercises online votes more than once, the last vote shall be effective.
- (3) If the voting form you return does not indicate your vote for or against each proposition, this shall be treated as an indication of approval.

If you attend the meeting in person on the day of the meeting, please submit the enclosed voting form at the reception desk.

If there are any revisions to the matters subject to measures for electronic provision, the Company will make an announcement to that effect and the matters before and after corrections on the websites listed on page 2.

If you exercise your voting right by proxy on the day of the meeting, one (1) other stockholder with voting rights may attend the meeting as proxy in accordance with the provisions of the Articles of Incorporation of the Company. Provided, however, that the proxy shall submit a document evidencing his/her power of representation, such as a power of attorney.

Any major changes in the operation or venue of the General Meeting of Stockholders will be posted on the Company's website (<https://www.toray.com/ir/>). Please check the latest information.

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**A Guide for the Exercise of Voting Rights**

\*From among shareholders who exercise voting rights, 1,000 shareholders will be chosen at random to receive a QUO CARD valued at 1,000 yen at a later date.

Please review the accompanying information and exercise your voting rights by any of the following methods.

<b>If you are able to attend the meeting</b>
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Date and time of meeting: Wednesday, June 24, 2026, 10:00 a.m.

[The receptionist is scheduled to be ready at 9:00 a.m.]

Venue: Tokyo International Forum (Hall C)

Please bring the enclosed voting form with you and present it to the receptionist.

<b>If you send the voting form by postal mail before the meeting</b>
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Deadline for voting: The voting form must be received by 5:30 p.m., Tuesday, June 23, 2026.

Please indicate your vote for or against each proposition on the enclosed voting form as described below, and return the form by mail.

Proposition No. 1

If you approve, mark the “Approve” box with a circle.

If you disapprove, mark the “Disapprove” box with a circle.

Proposition No. 2

If you approve all candidates, mark the “Approve” box with a circle.

If you disapprove all candidates, mark the “Disapprove” box with a circle.

If you disapprove some candidates, mark the “Approve” box with a circle and enter the number of each candidate you disapprove.

If you do not indicate your vote for or against each proposition, this shall be treated as an indication of approval.

<b>If you exercise your voting rights via the Internet before the meeting</b>
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Deadline for voting: Your votes must be exercised by 5:30 p.m., Tuesday, June 23, 2026.

Please access the dedicated website from your smartphone, computer, or other device and enter your vote for or against each proposition.

\*Connection fees payable to Internet service providers and communication expenses payable to telecommunication carriers, etc. when using the Internet will be borne by stockholders.

■ How to scan the QR Code

1) Please scan the QR Code shown on the voting form.

2) Please follow the instructions on the screen and register your vote for or against each proposition.

\*QR Code is a registered trademark of DENSO WAVE INCORPORATED.

■ How to use your ID and password

1) Please access the Portal of Shareholders' Meeting from the URL below.

<https://www.soukai-portal.net/>

2) Please access by entering the login ID and password indicated on the enclosed voting form

3) Please follow the instructions on the screen and register your vote for or against each proposition.

\*You may continue to use the “Voting Rights Exercise Website.”

<https://www.web54.net>

**For Institutional Investors**

In addition to voting via the Internet as mentioned above, institutional investors have the option of voting via the Electronic Proxy Voting Platform operated by ICJ Inc. Please note, however, that this voting platform is available only to those who subscribe in advance.

**Inquiries regarding the exercise of voting rights via the Internet**

Stock Transfer Agency Business Planning Dept., Sumitomo Mitsui Trust Bank, Limited  
0120-652-031 (toll-free within Japan only) (9:00 to 21:00)

**Guidance on the Live Stream via the Internet**

The Company will provide a live streaming service via the Internet as follows to ensure that stockholders who do not visit the meeting venue on the date of the meeting will have the opportunity to view the meeting in progress.

Please note that you will be unable to exercise your voting rights, ask questions, or propose motions when viewing the live stream of the meeting.

Date and time of the live stream

Wednesday, June 24, 2026, from 10:00 a.m. to the closing of the meeting

The streaming page is scheduled to be available from around one hour before the opening of the meeting (9:00 a.m.).

Method for viewing

Please visit the website below, enter your ID (stockholder number) and password (postal code), and click the log-in button.

<https://3402.ksoukai.jp>

ID: the stockholder number (nine digits) indicated in the voting form.

Password: the postal code (seven digits, with no hyphen) indicated in the voting form.

\* If you send the voting form by postal mail, please be sure to write down your ID and password before posting the voting form.

<Points of Attention>

- \* During the live stream, subtitles will be displayed via voice recognition. Because these subtitles are entered in real time, they may be displayed later than the audio, and may not display accurately.
- \* Due to conditions of your personal computers or other devices, Internet connection environment or network traffic conditions, you may be unable to view the live stream.
- \* Communication charges, etc. when viewing the live stream will be borne by stockholders.
- \* We may be forced to suspend or cancel the live stream because of problems in the Internet environment, problems with equipment or materials, or other conditions.
- \* Please refrain from recording, photographing, or storing the live stream, or from sharing the URL or your ID or password with any other persons.
- \* To protect the privacy of stockholders in attendance, the video recording of the meeting venue will be limited to the immediate vicinity of the seats of the chairman and executives. Please be aware in advance that stockholders present may appear in the live stream for unavoidable reasons.

Contacts for assistance with the live stream

If you have any questions, please contact the following numbers.

For your ID (stockholder number) and password (postal code): Sumitomo Mitsui Trust Bank, Limited Dedicated line for virtual stockholder meeting support 0120-782-041 Reception time: 9:00 a.m. to 5:00 p.m. (excluding Saturdays, Sundays, and public holidays)	For viewing the live stream: V-cube, Inc. 03-6833-6276 Reception date and time: Wednesday, June 24, 2026, 9:00 a.m. to the close of the meeting
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## Voting Information

Propositions and Related Information:

***Proposition No. 1:***  
*Appropriation of Surplus*

With regard to the year-end dividend for the fiscal year, management intends to pay ¥10 per share in light of Toray's business performance, financial strength and other factors. As a result, the annual dividend, consisting of an interim dividend of ¥10 and a year-end dividend of ¥10, will be ¥20 per share, an increase of ¥2 per share from the previous fiscal year.

Year-end dividend

(1) Type of dividend assets: Money

(2) Allotment of dividend assets to stockholders and the total amount

Allotment of dividend assets to stockholders: ¥10 per share of common stock

Total amount: ¥14,569,585,820

(3) Effective date of distribution of surplus

June 25, 2026

[Reference] Financial Highlights

Years ended March 31,	Billions of yen, except per share data			
	2023	2024	2025	2026
Revenue	¥2,489.3	¥2,464.6	¥2,563.3	¥2,585.1
Core operating income	96.0	102.6	142.8	141.9
Operating income	109.0	57.7	127.5	97.2
Profit attributable to owners of parent	72.8	21.9	77.9	79.5
Basic earnings per share (yen)	45.49	13.67	48.93	52.96
Equity attributable to owners of parent	1,535.0	1,736.0	1,709.0	1,800.1
Total assets	3,194.0	3,466.5	3,292.6	3,477.0

Note 1: Core operating income is calculated by excluding income and expenses due to non-recurring factors from operating income.

Note 2: Figures shown are rounded to the nearest ¥0.1 billion.

**Proposition No. 2:**

*Election of Ten Members of the Board*

The term of office of all the ten members of the Board will expire at the close of this general meeting. Accordingly, the stockholders are requested to elect ten members of the Board. Required Information on the ten Candidates for Members of the Board is as follows.

<Reference>

If this proposition is approved as originally proposed, the ratio of female Members of the Board of the Company will be 20.0% (2 out of 10).

[List of Candidates for Directors]

Candidate No.	Name	Current positions, responsibilities and significant concurrent positions at the Group
1	Akihiro Nikkaku [Reappointed]	Chairman and Member of the Board
2	Mitsuo Ohya [Reappointed]	President and Representative Member of the Board CEO
3	Tetsuya Tsunekawa [Reappointed]	Executive Vice President and Representative Member of the Board (General Administration, Legal & Risk Management Division (Security Trade Administration Dept.); Intellectual Property Division; Technology Center)
4	Kenichiro Miki [Newly appointed]	Executive Vice President (Marketing and Sales; Corporate Marketing Planning Dept.; Branches; HS Division)
5	Shigeki Terada [Reappointed]	Corporate Vice President and Member of the Board (Corporate Strategic Planning Division)
6	Yuichiro Kato [Reappointed]	Corporate Vice President and Member of the Board (Finance & Controller's Division)
7	Yuko Harayama [Reappointed] [Outside] [Independent]	Outside Director
8	Akiko Innes-Taylor [Reappointed] [Outside] [Independent]	Outside Director
9	Keiichi Kobayashi [Newly appointed] [Outside] [Independent]	—
10	Hideshi Ueda [Newly appointed] [Outside] [Independent]	—

[Outside] Outside Director

[Independent] Independent director registered at the Exchange

No.1

**Akihiro Nikkaku**

(Reappointed)



***Date of Birth:***

January 6, 1949

***Shares Owned:***

217,716

***Attendance at the Meetings of the Board of Directors:***

100% (14 out of 14)

***Personal History:***

April 1973	Joined the Company
June 2001	General Manager, Engineering Division; General Manager, Second Engineering Dept.
June 2002	Vice President (Member of the Board)
June 2004	Senior Vice President (Member of the Board)
June 2006	Senior Vice President (Member of the Board & Member of the Executive Committee)
June 2007	Executive Vice President and Representative Member of the Board
June 2010	President and Representative Member of the Board
June 2020	President and Representative Member of the Board
June 2023	Chairman and Representative Member of the Board
April 2026	Chairman and Member of the Board (incumbent)

(Reason for recommending him as candidate for member of the Board position)  
Akihiro Nikkaku has gained rich experience and high level of expertise in technology, production, engineering, sales, and corporate strategic planning as a whole. He has also led the promotion of the growth strategy as Chairman and President of the Company based on a long-term corporate vision and the medium-term management program since assuming office as President in June 2010. We believe that he has contributed to the Company's sustainable development and has supervised the management of the overall Group from an objective viewpoint. We therefore continue to recommend his election as a member of the Board.

No.2

**Mitsuo Ohya**

(Reappointed)



***Date of Birth:***

June 11, 1956

***Shares Owned:***

131,774

***Attendance at the Meetings of the Board of Directors:***

100% (14 out of 14)

***Personal History:***

April 1980	Joined the Company
June 2009	General Manager, Industrial & Textile Fibers Division
June 2012	Vice President (Member of the Board)
June 2014	Retired from Vice President (Member of the Board) President and Representative Member of the Board, Toray International, Inc.
June 2016	Senior Vice President (Member of the Board & Member of the Executive Committee), the Company
June 2020	Executive Vice President and Representative Member of the Board
June 2023	President and Representative Member of the Board (incumbent) (Presently CEO)

(Reason for recommending him as candidate for member of the Board position)  
Mitsuo Ohya has gained rich experience and a high level of expertise in sales mainly related to the fibers & textiles business. He has led the promotion of the growth strategy based on a long-term corporate vision and the medium-term management program since assuming office as President in June 2023. We believe that he has contributed to the Company's sustainable development by leading the Group's management and has supervised the management of the overall Group from an objective viewpoint. We therefore continue to recommend his election as a member of the Board.

No.3

**Tetsuya Tsunekawa**

(Reappointed)



**Personal History:**

April 1984	Joined the Company
January 2004	General Manager, Films & Film Products Research Laboratories
November 2009	General Manager, Advanced Film Technical Dept., Films & Film Products Research Laboratories
June 2012	General Manager, Tsuchiura Plant
June 2014	Vice President (Member of the Board)
June 2016	Senior Vice President (Member of the Board)
June 2020	Retired from Senior Vice President (Member of the Board) Senior Vice President
June 2022	Senior Vice President
June 2023	Senior Vice President and Member of the Board
April 2025	Executive Vice President and Member of the Board
April 2026	Executive Vice President and Representative Member of the Board (incumbent) (Presently in charge of General Administration, Legal & Risk Management Division (Security Trade Administration Dept.); Intellectual Property Division; General Manager, Technology Center)

**Date of Birth:**

March 28, 1960

**Shares Owned:**

93,534

**Attendance at the Meetings of the Board of Directors:**

100% (14 out of 14)

(Reason for recommending him as candidate for member of the Board position)  
Tetsuya Tsunekawa has gained rich experience, knowledge, and a high level of expertise and is well versed in worksites as he has been engaged mainly in research, technology, and manufacturing related to the films business. He has steadily promoted the growth strategy based on a long-term corporate vision and the medium-term management program since assuming office as a member of the Board in June 2023. We believe that he has appropriately executed his duties in the business fields under his charge and has supervised management from an objective viewpoint. We therefore continue to recommend his election as a member of the Board.

No.4

**Kenichiro Miki**

(Newly appointed)



***Personal History:***

April 1982	Joined the Company
December 2007	Director, Staple Fibers Dept.
May 2012	Director, Filament Dept.
May 2013	General Manager, Industrial & Textile Fibers Division
May 2016	General Manager, Textiles Division & Chairman, Toray Textiles Europe Ltd. (part-time)
June 2016	Member of the Board, the Company
June 2018	Retired from Member of the Board
	President and Representative Member of the Board, Toray International, Inc.
June 2020	Senior Vice President, the Company
June 2023	Senior Vice President
April 2026	Executive Vice President (incumbent)
	(Presently in charge of Marketing and Sales; Corporate Marketing Planning Dept.; Branches; HS Division)

***Date of Birth:***

September 23, 1959

***Shares Owned:***

72,911

***Attendance at the Meetings of the Board of Directors:***

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(Reason for recommending him as candidate for member of the Board position)  
Kenichiro Miki has gained rich experience and a high level of expertise in sales mainly related to the fibers & textiles business for a long period of time at the Company. He has also acquired sufficient knowledge in management through performing his duties in key positions in the relevant business fields and as an officer at domestic and overseas subsidiaries. We believe that he will be able to execute his duties by making appropriate management judgments and decisions based on his knowledge and ability, and will supervise management from an objective viewpoint. We therefore request his election as a new member of the Board.

No.5

**Shigeki Terada**

(Reappointed)



***Personal History:***

April 1986	Joined the Company
April 2011	General Manager, Films Business Planning & Administration Dept.; General Manager, Resins & Chemicals Business Planning & Administration Dept.
June 2017	Vice President (Member of the Board), Toray Advanced Film Co., Ltd.
July 2020	General Manager on Special Assignment, Torayca & Advanced Composites Division; General Manager, Torayca & Advanced Composites Business Planning & Administration Dept., the Company
June 2023	Senior Director, Corporate Strategic Planning Division
April 2025	Corporate Vice President
June 2025	Corporate Vice President and Member of the Board (incumbent) (Presently General Manager, Corporate Strategic Planning Division)

***Date of Birth:***

May 26, 1962

***Shares Owned:***

24,409

***Attendance at the Meetings of the Board of Directors:***

100% (10 out of 10)

(Reason for recommending him as candidate for member of the Board position)  
Shigeki Terada has been engaged mainly in administration and strategic planning related to the performance chemicals business and carbon fiber composite materials business, and has acquired sufficient knowledge in management through performing his duties in key positions in the relevant business fields and as an officer at a domestic subsidiary. He has steadily promoted the growth strategy based on a long-term corporate vision and the medium-term management program since assuming office as a member of the Board in June 2025. We believe that he has appropriately executed his duties in the business fields under his charge and has supervised management from an objective viewpoint. We therefore continue to recommend his election as a member of the Board.

No.6

**Yuichiro Kato**

(Reappointed)



***Personal History:***

April 1986	Joined the Company
June 2010	General Manager, Controllers' Dept.
June 2018	General Manager, Management Division, Toray International, Inc.
June 2020	General Manager on Special Assignment, Affiliated Companies Division; General Manager, Group Business Planning Dept., the Company
June 2023	Deputy General Manager, Affiliated Companies Division; General Manager, Group Business Planning Dept.
April 2025	Corporate Vice President
June 2025	Corporate Vice President and Member of the Board (incumbent) (Presently General Manager, Finance & Controller's Division)

***Date of Birth:***

October 24, 1962

***Shares Owned:***

19,309

***Attendance at the Meetings of the Board of Directors:***

100% (10 out of 10)

(Reason for recommending him as candidate for member of the Board position)  
Yuichiro Kato has gained rich experience and a high level of expertise mainly in accounting, administration, and strategic planning related operations, as well as the administration and supervision of Group management, including domestic and overseas subsidiaries. He has steadily promoted the growth strategy based on a long-term corporate vision and the medium-term management program since assuming office as a member of the Board in June 2025. We believe that he has appropriately executed his duties in the business fields under his charge and supervised management from an objective viewpoint. We therefore continue to recommend his election as a member of the Board.

No.7

**Yuko Harayama**

(Reappointed)

(Candidate for an outside and independent director position)



**Personal History:**

January 1998	Assistant Professor, Faculty of Economics, University of Geneva
April 2002	Professor, Graduate School of Engineering, Tohoku University
June 2007	Outside Director, Compagnie de Saint Gobain SA
September 2010	Deputy Director, Directorate for Science, Technology and Industry, Organization for Economic Cooperation and Development
March 2013	Executive Member, Council for Science, Technology and Innovation, Cabinet Office
April 2020	Executive Director, RIKEN
July 2022	Co-Representative Director, Japanese Association for the Advancement of Science
June 2023	Outside Director, the Company (incumbent)
April 2024	Trustee, Yamaguchi University (incumbent)
July 2024	Secretary General, GPAI Tokyo Expert Support Center, National Institute of Information and Communications Technology (incumbent)

**Date of Birth:**

April 16, 1951

**Shares Owned:**

4,500

**Attendance at the Meetings of the Board of Directors:**

93% (13 out of 14)

(Reason for recommending her as candidate for outside director position and summary of expected roles)

Yuko Harayama has rich experience as a university professor and advanced expertise. She also has knowledge gained by engaging in science, technology and innovation policies, and is known for her good personality and deep insight. We are sure she will supervise management from an objective position and participate in important decision-making based on her academic and technical viewpoints. The Company thus recommends her reelection to the Board of Directors as an outside director. Her term of office as outside director will reach 3 years at the close of this general meeting.

(Matters regarding independency)

Yuko Harayama satisfies the requirements for independent director/auditor set forth in the regulations of Tokyo Stock Exchange and the standards for judging the independence stipulated by the Company, and we believe that her independency is secured.

No.8

**Akiko Innes-Taylor**

(Reappointed)

(Candidate for an outside and independent director position)



**Personal History:**

April 1986	Joined Otsuka Pharmaceutical Co., Ltd.
June 2005	Representative Director, Sisley Paris Japan Corporation
January 2009	Senior Vice President & Operating Officer, Otsuka Pharmaceutical Co., Ltd.
May 2015	Senior Vice President and Operating Officer, Otsuka Holdings Co., Ltd.
April 2017	Board Member, Kitakamakura Girls' Junior High School & Senior High School (incumbent)
March 2025	Advisor, Otsuka Holdings Co., Ltd. (incumbent)
April 2025	Professor, Waseda Business School (Graduate School of Business and Finance) (incumbent)
June 2025	Outside Director, the Company (incumbent)

**Date of Birth:**

July 7, 1963

**Shares Owned:**

600

**Attendance at the Meetings of the Board of Directors:**

100% (10 out of 10)

(Reason for recommending her as candidate for outside director position and summary of expected roles)

Akiko Innes-Taylor has rich experience mainly in marketing, public relations, and human resource planning as a member of corporate management. She also has rich experience and advanced expertise gained by her roles in both corporate and academic institutions in the development of managerial talent and is known for her good personality and deep insight. We are sure she will supervise management from an objective position and participate in important decision-making based on her corporate management and human resource development viewpoints. The Company therefore recommends her reelection to the Board of Directors as an outside director. Her term of office as outside director will reach 1 year at the close of this general meeting.

(Matters regarding independency)

Akiko Innes-Taylor satisfies the requirements for independent director/auditor set forth in the regulations of Tokyo Stock Exchange and the standards for judging the independence stipulated by the Company, and we believe that her independency is secured.

No.9

**Keiichi Kobayashi**

(Newly appointed)

(Candidate for an outside and independent director position)



**Personal History:**

April 1985	Joined Furukawa Electric Co., Ltd.
June 2015	Director, Corporate Senior Vice President, Furukawa Electric Co., Ltd.
April 2016	Representative Director, Corporate Executive Vice President, Furukawa Electric Co., Ltd.
April 2017	Representative Director, President, Furukawa Electric Co., Ltd.
April 2023	Director and Chairman of the Board, Furukawa Electric Co., Ltd. (incumbent)
July 2023	Outside Director, NTT DATA Japan Corporation (incumbent)
June 2024	Outside Director, JFE Holdings, Inc. (incumbent)

**Date of Birth:**

June 24, 1959

**Shares Owned:**

0

**Attendance at the Meetings of the Board of Directors:**

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(Reason for recommending him as candidate for outside director position and summary of expected roles)

Keiichi Kobayashi has extensive experience and advanced insight, having been broadly engaged over many years in research, technology, manufacturing, and business operations related to metallic materials, and having promoted management as a representative director of a company with an emphasis on global marketing and capital efficiency. He also has extensive experience as an outside director of companies and is known for his good personality and deep insight. We are sure he will supervise management from an objective position and participate in important decision-making mainly from the viewpoint of corporate management. We therefore request his election as a new outside director.

(Matters regarding independency)

Keiichi Kobayashi satisfies the requirements for independent director/auditor set forth in the regulations of Tokyo Stock Exchange and the standards for judging the independence stipulated by the Company, and we believe that his independency is secured.

No.10

**Hideshi Ueda**

(Newly appointed)

(Candidate for an outside and independent director position)



**Personal History:**

April 1982	Joined the Ministry of International Trade and Industry
September 2005	Director, Economic Partnership Division, Trade Policy Bureau, Ministry of Economy, Trade and Industry
July 2006	Director, Policy Planning and Coordination Division, Nuclear and Industrial Safety Agency
July 2008	Director-General, Trade Control Department, Trade and Economic Cooperation Bureau
July 2010	Deputy Secretary-General, Intellectual Property Strategy Headquarters, Cabinet Secretariat (Councillor, Cabinet Secretariat)
August 2012	Retired from the Ministry of Economy, Trade and Industry
October 2012	Vice Chairman and Director General, Japan Chemical Fibers Association
October 2012	Vice Chairman and Secretary General, Japan Textile Federation
April 2019	Retired from Vice Chairman and Director General, Japan Chemical Fibers Association
April 2019	Retired from Vice Chairman and Secretary General, Japan Textile Federation
April 2020	Representative Director, Vice President & Executive Officer, Tokyo Gas Engineering Solutions Corporation
March 2022	Retired from Representative Director, Vice President & Executive Officer
April 2022	Audit and Supervisory Board Member, Tokyo Gas Network Co., Ltd.
March 2025	Retired from Audit and Supervisory Board Member
July 2025	Vice President and Managing Director, Center for International Economic Collaboration (incumbent)

**Date of Birth:**

January 22, 1960

**Shares Owned:**

0

**Attendance at the Meetings of the Board of Directors:**

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(Reason for recommending him as candidate for outside director position and summary of expected roles)

Hideshi Ueda has rich experience, knowledge, and deep expertise as a government official, as well as extensive knowledge of the fibers & textiles industry and experience as a member of corporate management, and is known for his good personality and deep insight. We are sure he will supervise management from an objective position and participate in important decision-making mainly from the viewpoints of industrial policy, business strategy, and business development. We therefore request his election as a new outside director.

(Matters regarding independency)

Hideshi Ueda satisfies the requirements for independent director/auditor set forth in the regulations of Tokyo Stock Exchange and the standards for judging the independence stipulated by the Company, and we believe that his independency is secured.

- Note 1: There are no special interests between each of the candidates for member of the Board position and the Company.
- Note 2: The Tokyo Stock Exchange has been notified that Yuko Harayama, Akiko Innes-Taylor, Keiichi Kobayashi, and Hideshi Ueda are independent directors/auditors under the regulations of the Exchange.
- Note 3: If the election of Yuko Harayama, Akiko Innes-Taylor, Keiichi Kobayashi, and Hideshi Ueda is approved by this proposition, in accordance with the Articles of Incorporation the Company plans to continue, or conclude at the time of assumption of office as Director, agreements with them to limit their liability for damages arising from negligence in the performance of the duties of outside directors. Under these agreements, their liability for damages shall be limited to the minimum amount stipulated in Article 425, paragraph 1 of the Companies Act if they have performed their duties in good faith and without gross negligence.
- Note 4: The Company has entered into a directors and officers (D&O) liability insurance policy with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The insurance policy covers the loss legally obligated to pay as damage and the defense cost incurred by the insured in the event that a claim for damages is made against the insured due to any act (including inaction) committed by the insured in his/her capacity as a director, officer or corporate auditor of the Company. The Company bears all insurance premiums for the insured. Each candidate is to be included as the insured under the insurance policy.

[Reference] Skills Matrix of Members of the Board and Corporate Auditors

If Propositions No. 2 is approved as originally proposed, the composition of the Company's members of the Board and Corporate Auditors and their expertise and experience will be as follows.

The skills matrix below is not an exhaustive list of all the knowledge and experience held by the individuals, but presents up to three major skills among those that the Company expects of them to promote management strategies.

Name	Business operations				Corporate			Strategic
	Management experience	Global business experience	Technology/manufacturing/R&D	Sales/marketing	Legal/intellectual property/risk management	Accounting/finance	Human resource management/diversity	
Member of the Board	Akihiro Nikkaku	○	○	○				
	Mitsuo Ohya	○			○		○	
	Tetsuya Tsunekawa	○		○				○ (DX)
	Kenichiro Miki	○	○		○			
	Shigeki Terada		○			○		○ (Business strategies)
	Yuichiro Kato					○	○	
	Yuko Harayama						○	○ (Innovation)
	Akiko Innes-Taylor	○			○		○	
	Keiichi Kobayashi	○		○	○			
Corporate Auditor	Hideshi Ueda	○				○		○ (Trade and industrial policy)
	Hideki Hirabayashi	○	○			○		
	Mitsuharu Mano		○			○	○	
	Makiko Takabe					○	○	
	Kozo Ogino	○					○	
Masahiko Inoue					○	○		

The reasoning behind the selection of each skills matrix item is as follows.

Item		Reason for selection (for items under business operations, examples of criteria to judge whether they are applicable are shown in square brackets)
Business operations	Management experience	Amid drastic changes in the business environment, abundant experience and accomplishments in corporate management are required of top management in order to assess opportunities and risks in the Company's business, formulate sustainable growth strategies, and lead the creation of new value. [Whether or not they have experience serving as president inside/outside the Toray Group, etc.]
	Global business experience	Abundant practical experience and advanced knowledge and skills in global business are needed amid the globalization of our business areas. [Whether or not they have business experience at an overseas operating company, etc.]
	Technology/manufacturing/R&D	Abundant experience and advanced knowledge and skills in the fields of technology, manufacturing, R&D, sales, and marketing are needed in order to help us provide essential solutions to global issues through the provision of innovative technologies and advanced materials, which are our strengths, as a manufacturer [Whether or not they have experience serving as General Manager in the Company's business divisions, or Technology Center, or Manufacturing Division, or Engineering Division, or Research & Development Division, or officers with responsibility for technology and manufacturing, etc.]
	Sales/marketing	
Corporate	Legal/intellectual property/ risk management	Abundant experience and advanced knowledge in the fields of legal, intellectual property, risk management, etc. is required in order to ensure compliance with domestic and overseas laws and regulations regarding the management and business operations of the Company, and to implement appropriate risk management.
	Accounting/finance	Abundant experience and advanced knowledge in finance, accounting, tax, etc. is required in order to help the Company achieve the financial and efficiency indicators and global business management targets set forth in the Company's long-term corporate vision and medium-term management program.
	Human resource management/ diversity	Abundant experience, knowledge, and skills in human resource management and diversity are needed in order to help the Company achieve the sound, sustainable growth we are aiming for, and deepen our people-oriented management, maximize corporate value, and ensure the happiness of our employees.
Strategic		This refers to the important skill items, areas of expertise, and specialist knowledge other than those above expected of Directors in order to promote the Company's management strategies.

[Reference] Standards for Judging the Independence of Outside Directors/Corporate Auditors

Toray Industries, Inc. (the “Company”) established the following standards for the independence of outside directors and outside corporate auditors (collectively, “Outside Director/Corporate Auditor”) to ensure the objectivity and transparency of governance.

If an Outside Director/Corporate Auditor or a candidate for Outside Director/Corporate Auditor is found not to fall under any of the following items as a result of an investigation of the candidate performed by the Company to a reasonably practicable extent, the Company shall judge that he/she possesses independence.

1. An executive (Note 1) of the Company, its subsidiaries, or affiliated companies (collectively, the “Group”) or a person who has been an executive of the Group in the past 10 years.
2. A current major shareholder of the Company (Note 2) or an executive thereof.
3. A party of which the Group directly or indirectly holds 10% or more voting rights out of the total number of voting rights, or an executive thereof.
4. A major client or supplier (Note 3) of the Group or an executive thereof.
5. A person rendering professional services, such as a consultant, attorney-at-law, or certified public accountant, who receives a large amount of monetary consideration or other property (Note 4) from the Group besides remuneration as a member of the Board or corporate auditor (if the person receiving such property is a body such as a legal person and partnership, including a consulting firm, legal firm, or accounting firm, a person who belongs to such body).
6. A person who receives a large donation (Note 5) from the Group (if the person receiving such large donation is a body such as a legal person and partnership, an executive thereof).
7. An executive of a company in which an executive of the Group is elected as a member of the Board or corporate auditor.
8. A person who has fallen under any of items 2 through 7 above in the past three years.
9. If a person who falls under any of items 1 through 7 above is an important person (Note 6), a spouse or relative within the second degree of kinship thereof.
10. Any other person who is likely to have conflicts of interest with general shareholders and is subject to circumstances reasonably deemed unable to fulfill his/her duties as an independent Outside Director/Corporate Auditor.

## Notes

1. An “executive” means an executive director, executive officer, operating officer of a legal person or other body, or other person or employee similar thereto. When judging the independence of an outside corporate auditor, a non-executive director is included.
2. A “major shareholder” means a shareholder who holds shares with 10% or more of voting rights in his/her own name or another person’s name at the end of the most recent fiscal year of the Company.
3. A “major client or supplier” means a person who comes under any of the following.
  - (1) A business partner that has been provided with products, etc. by the Group and has made payments to the Company in an aggregate amount of not less than the higher of 2% of the annual consolidated net sales of the Company or one hundred million yen (¥100,000,000) in the most recent fiscal year.
  - (2) A business partner that has provided the Group with products, etc. and has received payments from the Company in an aggregate amount of not less than the higher of 2% of the annual consolidated net sales of the business partner or one hundred million yen (¥100,000,000) in the most recent fiscal year.
  - (3) A financial institution that has extended a loan to the Group, whereby the outstanding balance of the loan is more than 2% of the consolidated total assets of the Company at the end of the fiscal year of the Company.
4. A “large amount of monetary consideration or other property” means either of the following cases:
  - (1) In the case where the person who provides professional services is an individual, the amount refers to the total amount of the relevant property received from the Group excluding remuneration as a director/corporate auditor, exceeding ten million yen (¥10,000,000) in the most recent fiscal year; and
  - (2) In the case where the person who provides professional services is an entity such as a corporation or partnership, the amount refers to the total amount of the relevant property received from the Company, exceeding the higher of 2% of the consolidated net sales or total annual revenue of the relevant entity, or ten million yen (¥10,000,000) in the most recent fiscal year.
5. A “large donation” means a donation from the Group to a recipient of more than ten million yen (¥10,000,000) annually in the most recent fiscal year.
6. An “important person” means an executive director, executive officer, operating officer, or an employee who executes important operations, such as a person in charge of a division.

## Business Report (from April 1, 2025 to March 31, 2026)

### 1. Review of Operations of Toray Group

#### (1) Operations and Results for the Period

##### The Business Environment and Trends in Revenue and Profitability

	FY 2025	Year-on-year changes
Revenue	2,585.1 billion yen	0.9%
Core operating income	141.9 billion yen	(0.6)%
Operating income	97.2 billion yen	(23.7)%
Profit attributable to owners of parent	79.5 billion yen	2.1%

During the period under review, the U.S. economy remained strong, though signs of weaknesses were observed in some areas. While the European economy witnessed moderate recovery, conditions varied substantially across countries. The Chinese economy slowly decelerated. The Japanese economy continued to recover at a gradual pace. However, sluggishness in the flow of goods and holding back on purchases were also observed against the backdrop of growing uncertainties triggered by the U.S. policy shifts under the Trump administration and increasing geopolitical risks.

Under such circumstances, Toray Group has been promoting its Medium-Term Management Program “Project AP-G 2025” from fiscal 2023, aiming to achieve sound, sustainable growth through the implementation of five basic strategies of “Sustainable Growth,” “Ultimate Value Creation,” “Product and Operational Excellence,” “Enhancement of People-Centric Management,” and “Risk Management and Governance.”

As a result, consolidated revenue for the fiscal year ended March 31, 2026, compared with the previous fiscal year, increased 0.9% to ¥2,585.1 billion, while core operating income (Note) fell

0.6% to ¥141.9 billion. Operating income declined 23.7% to ¥97.2 billion, and profit attributable to owners of parent rose 2.1% to ¥79.5 billion, due primarily to the impairment loss recorded in the battery separator films business at its Korean subsidiary.

Financial performance by segment is as described below.

##### Fibers & Textiles (Manufacture, processing, and sale of yarns, staple fibers, spun yarns, and woven and knitted fabrics made from nylon, polyester, acrylic, and other materials; nonwoven fabrics; artificial leather; and apparel products)

	FY 2025	Year-on-year changes
Revenue	1,051.1 billion yen	4.0%
Core operating income	68.0 billion yen	6.0%

The apparel applications were strong overall, despite the stagnation in the European market and the continued impact of the intensified competition with overseas products.

In the industrial applications, amid a sense of stagnation in the markets including the automotive applications, the Group strived to reduce costs.

As a result, revenue of the overall Fibers & Textiles segment, compared with the previous fiscal year, increased 4.0% to ¥1,051.1 billion, and core operating income rose 6.0% to ¥68.0 billion.



**Performance Chemicals (Manufacture, processing, and sale of resins such as nylon, ABS, PBT, and PPS, and resin-molded products; polyolefin foams; films and processed film products made from polyester, polyethylene, polypropylene, and other materials; raw materials for synthetic fibers and plastics; fine chemicals; electronic and information materials; and imaging materials.)**

	FY 2025	Year-on-year changes
Revenue	894.4 billion yen	(5.3)%
Core operating income	56.3 billion yen	(6.2)%

In the resins and chemicals businesses, the resins business stagnated due to the impact of the slowdown in the automotive applications while the chemicals business also was affected by the worsening market conditions.

In the films business, demand for electronic parts-related applications and automotive capacitor applications grew, while sales of battery separator film stagnated.

In the electronic & information materials business, sales of new products for power inductor application expanded, while OLED-related materials and circuit materials were affected by the slow demand for display panels and intensified competition in China.

As a result, revenue of the overall Performance Chemicals segment, compared with the previous fiscal year, declined 5.3% to ¥894.4 billion, and core operating income fell 6.2% to ¥56.3 billion.



**Carbon Fiber Composite Materials (Manufacture, processing, and sale of carbon fibers, carbon fiber composite materials, and molded products)**

	FY 2025	Year-on-year changes
Revenue	300.1 billion yen	0.0%
Core operating income	17.6 billion yen	(21.7)%

While the aerospace applications continued to recover steadily, the industrial applications, including the pressure vessel applications, entered an adjustment phase. Recovery of wind turbine blade applications was also delayed.

As a result, revenue of the overall Carbon Fiber Composite Materials segment came to ¥300.1 billion, a level similar to the previous fiscal year, while core operating income declined 21.7% to ¥17.6 billion.



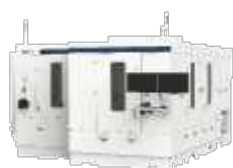
**Environment & Engineering (Manufacture, processing, and sale of functional membranes for water treatment and related equipment; integrated engineering services; condominiums; industrial machinery; and housing, construction, and civil engineering materials)**

	FY 2025	Year-on-year changes
Revenue	266.9 billion yen	12.8%
Core operating income	28.8 billion yen	11.2%

In the water treatment business, reverse osmosis (RO) membranes for the Middle East and plant construction projects in Japan remained solid. However, the business was affected by the stagnant market conditions in China and intensified competition.

In the engineering business, engineering and construction subsidiaries remained strong.

As a result, revenue of the overall Environment & Engineering segment, compared with the previous fiscal year, increased 12.8% to ¥266.9 billion, and core operating income rose 11.2% to ¥28.8 billion.



**Life Science (Manufacture, processing, and sale of pharmaceuticals, medical devices, and related products)**

	FY 2025	Year-on-year changes
Revenue	52.4 billion yen	(1.4)%
Core operating income	(0.1) billion yen	—

In the pharmaceutical business, overseas sales grew mainly in China, but sales in Japan were affected by the penetration of generic versions.

In the medical devices business, sales of hemodialysis dialyzers and catheters stagnated, but efforts were made to shift towards high value-added products and to reduce costs.

As a result, revenue of the overall Life Science segment, compared with the previous fiscal year, declined 1.4% to ¥52.4 billion, and posted a core operating loss of ¥0.1 billion, an improvement of ¥0.7 billion.



Note: Core operating income is calculated by excluding income and expenses due to non-recurring factors from operating income.

**[Capital Expenditures]**

We invest in growth with the aim of achieving “sound, sustainable growth.” The following are major investments in production facilities that have been implemented during the fiscal year.

Expansion of major production facilities under construction during the year:

**Performance Chemicals:**

Expansion of production facilities for polypropylene film

(at Nasu Plant)

**Carbon Fiber Composite Materials:**

Expansion of production facilities for carbon fiber (at Toray Composite Materials America, Inc.)

**Carbon Fiber Composite Materials:**

Expansion of production facilities for carbon fiber (at Toray Advanced Materials Korea Inc.)

**Carbon Fiber Composite Materials:**

Expansion of production facilities for carbon fiber (at Toray Carbon Fibers Europe S.A.)

## [Financing Activities]

Toray Group raised funds mainly in the form of bank loans during the fiscal year.

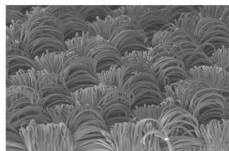
## [Results and progress with R&D aimed at solving issues]

Toray Group invests continuously in research and technological development and works to create innovation for sustainable growth in the future under its corporate philosophy of “Contributing to society through the creation of new value with innovative ideas, technologies and products.”

### Toray Group developed a new material using recycled raw materials for its PFAS-free water-repellent textile DEWEIGHT®



Textile appearance



Textile surface

The Group has developed DEWEIGHT® PS, a polyester filament textile made with recycled raw materials that delivers a soft, powdery touch with a sense of warmth even on cold days. By utilizing the Company’s NANODESIGN® technology, we have formed a bulky loop structure composed of multiple layers of

ultrafine fibers on the textile surface. This achieves both a smooth, high-quality powdery touch, as if the fingertips gently sink into the surface, and excellent water-repellent performance. The textile also maintains its texture after washing, prevents fiber shedding, and offers excellent easy-care properties, making it a high-performance textile that combines comfort and durability for everyday use.

In addition, approximately 50% of the raw materials used are derived from collected PET bottles, which the Company markets under its &+® brand, instead of conventional petroleum-derived raw materials. As a new material that combines recycled polyester with comfort and functionality, we aim to expand its applications in a wide range of fields.

### Toray Group developed a new temporary bonding material for thinning semiconductor wafers

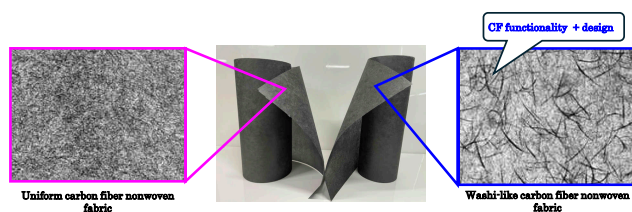
The Group has newly developed a semiconductor back-end process material required for manufacturing ultra-thin semiconductor chips with a thickness of 30 μm or less, which are used in AI semiconductors as well as power semiconductors for xEVs and industrial equipment. As AI and high-speed communications continue to expand, further thinning of semiconductor chips is essential for improving the processing capacity of semiconductors that handle massive volumes of data. We have newly developed a temporary bonding material for the back-grinding process used to thin wafers in semiconductor manufacturing. By using high-modulus polyimide, the new product achieves both thinning and thickness uniformity, and we have demonstrated that it enables wafers to be made extremely thin.

In addition, from the perspective of reducing environmental impact, this material is both PFAS-free and NMP (N-methyl-2-pyrrolidone)-free. Going forward, we will establish a mass production system, aiming to begin mass production by 2028.

### Toray Group created a new recycling technology capable of maintaining the mechanical properties and surface quality of carbon fibers

The Group has created a new recycling technology that decomposes various types of carbon fiber reinforced plastic (CFRP) made of thermosetting resins while maintaining the strength and surface quality of carbon fibers, as well as a new carbon fiber nonwoven fabric using recycled carbon fibers (rCF) obtained through this technology. By leveraging the knowledge accumulated in organic synthesis and polymerization, we have successfully decomposed CFRP waste materials from a wide range of applications, including aircraft, wind turbines, and automobiles. This technology is also expected to reduce CO<sub>2</sub> emissions by over 50% compared with the production of virgin carbon fibers.

In addition, because the resulting recycled carbon fibers contain little resin residue and offer excellent surface quality, they can be processed for a broader range of applications. In particular, the washi-like carbon fiber nonwoven fabric, which has an unprecedented texture resembling



Japanese washi paper, is a new material that combines the functionality of carbon fibers, such as electromagnetic shielding and thermal conductivity, with the design qualities of washi. We aim to expand its applications in a wide range of fields, including automobiles, architecture, electrical and electronics, and daily-use products.

**Toray Group established mass production technology for high-durability, high-selectivity NF membrane elements that achieve a lithium recovery rate of over 95% from spent batteries**

In the recycling of automotive lithium-ion batteries, the Group has established technology to scale up to practical size a newly developed highly durable, highly selective nanofiltration (NF) membrane element that can recover lithium, which was previously discarded, with high purity and high yield. As the use of electric vehicles, including EVs, continues to expand, establishing resource circulation for lithium through the recycling of lithium-ion batteries, which are a core component of such vehicles, has become an important technical challenge. By conducting filtration using an NF membrane with dramatically improved acid resistance, we confirmed that lithium can be recovered from spent lithium-ion batteries at a yield of over 95%. This technology is expected to make a significant contribution to promoting lithium recycling. Going forward, we will provide samples for application in recycling processes and accelerate

early market launch and practical implementation in society.



**Toray Group created the world's first piezoelectric polymer with heat resistance of 200°C or higher**

The Group has developed a new piezoelectric polymer material that exhibits piezoelectric performance even at temperatures above 200°C. This new polymer material, developed by utilizing the Company's polymer molecular design technology and higher-order structure control technology, offers high piezoelectric properties and demonstrates stable characteristics even in high-temperature regions where conventional piezoelectric polymer materials were difficult to apply.

In addition, because the material offers a high degree of design flexibility and can be supplied in forms such as varnishes, films, and nonwoven fabrics, it can be applied to sensors with complex shapes and large areas. This will contribute to the advancement of vibration detection and monitoring technologies for mobility, robots, industrial machinery, aircraft, and spacecraft. As it contains no lead or fluorine, it can also comply with RoHS regulations and PFAS regulations. Aiming for practical application around 2028, we will provide samples to customers and conduct evaluations, while working to develop and expand applications for this material.

**Toray Group established the BlueRebirth Council to expand the use of recycled materials in the automotive industry**

Together with DENSO CORPORATION, Nomura Research Institute, Ltd., Honda Motor Co., Ltd., MATEC Inc., and REVER CORPORATION, the Group has established the BlueRebirth Council, which aims to build a value chain that integrates arterial and venous industries\*3 to realize Car to Car\*2 recycling,

starting from the automated precision dismantling\*1 of end-of-life vehicles (ELVs).

In recent years, the automotive industry has been required to shift toward a circular economy in order to realize a sustainable society, and significantly expanding the use of recycled materials to reduce the consumption of natural resources has become a major challenge. The newly established BlueRebirth Council will take on challenges such as securing high-purity recycled raw materials and achieving both high quality standards and sufficient supply volumes. Looking ahead to 2035, the Council aims to evolve the automotive recycling industry into a “recycled raw materials manufacturing industry” that plays a key role in a new resource-circulating value chain in the automotive industry. Through these efforts, it will work to realize Car to Car recycling and contribute to the realization of a circular economy in the automotive industry.

\*1 Automated precision dismantling: The automated precision dismantling and sorting of vehicles using robotics technologies and AI-based recognition and decision-making technologies.

\*2 Car to Car: A system in which all automotive components are returned to recycled raw materials and used in the manufacture of new vehicles for circular use.

\*3 Arterial and venous industries: Terms that compare economic activities to the blood circulation of animals. Industries that process resources and produce products are called “arterial industries,” while industries that collect used products and recirculate them in society through resale, reprocessing, and other means are called “venous industries.”

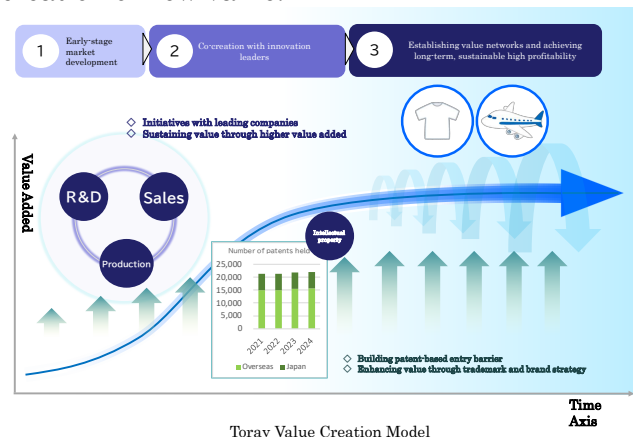
**Toray Group received the Minister of Economy, Trade and Industry Award in the FY 2026 Intellectual Property Achievement Awards**

The Group received the Minister of Economy, Trade and Industry Award in the FY 2026 Intellectual Property Achievement Awards, under the category of “Companies Making Effective Use of the Intellectual Property Rights

System,” which recognizes companies and other organizations that have effectively utilized the intellectual property rights system and contributed to its smooth operation and development. The award category was “Company Utilizing Intellectual Property (Patents).” The Intellectual Property Achievement Awards are presented annually by the Ministry of Economy, Trade and Industry and the Japan Patent Office to individuals who have contributed to the development, dissemination, and promotion of Japan’s intellectual property rights system, as well as companies and other organizations that have actively utilized the intellectual property rights system. This is the first time that the Company has received this award.

In receiving the award, Toray was recognized for its many highly distinctive intellectual property activities, including Toray’s value creation model, which enhances added value over the long term, and its technology brand strategy, which visualizes proprietary technologies through brands.

Toray Group organically links its intellectual property strategy, one of its important management resources, with its business strategy and research and technological development strategy. The Group positions this “trinity” of business, technology, and intellectual property as one of the most important elements constituting its management strategy, and will continue to develop intellectual property strategies to contribute to society through the creation of new value.



## (2) Issues to be Addressed

### Review of Medium-Term Management Program, Project AP-G 2025

Under the Medium-Term Management Program, Project AP-G 2025 (AP-G 2025), covering the three-year period from FY 2023 to FY 2025, Toray Group worked to expand Sustainability Innovation (SI) Business and Digital Innovation (DI) Business, which it positioned as growth areas, sophisticate and add value to its businesses, and strengthen quality capabilities and cost competitiveness, through the implementation of five basic strategies of “Sustainable Growth,” “Ultimate Value Creation,” “Product and Operational Excellence,” “Enhancement of People-Centric Management,” and “Risk Management and Governance.” The Group also worked on growth strategies and structural reforms, aiming to improve capital efficiency with ROIC as a KPI.

Revenue and core operating income in FY 2025 increased significantly compared with FY 2022. However, they fell short of the targets under AP-G 2025, mainly due to insufficient sales volume, affected by changes in the global business environment, such as intensified competition resulting from the rise of Chinese competitors, accelerated protectionism, and rapid progress of inflation. Free cash flows and the D/E ratio achieved their targets through the strengthening of the financial structure.

(Financial and non-financial targets and actual results of Project AP-G 2025)

	FY 2023 Actual	FY 2024 Actual	FY 2025 Actual	AP-G 2025 FY 2025 Target
<b>Revenue</b>	2,464.6 billion yen	2,563.3 billion yen	2,585.1 billion yen	2,800.0 billion yen
<b>Core Operating Income</b>	102.6 billion yen	142.8 billion yen	141.9 billion yen	180.0 billion yen
<b>Core Operating Margin</b>	4.2%	5.6%	5.5%	6%
<b>ROIC (after Tax) *1</b>	2.8%	4.4%	4.7%	About 5%
<b>ROE</b>	1.3%	4.5%	4.5%	About 8%
<b>Free Cash Flow</b>	64.7 billion yen	191.8 billion yen	144.8 billion yen	Positive (3-year total)
<b>D/E Ratio</b>	0.55	0.49	0.50	0.7 or lower (guideline)

\*1: Core Operating Income after Tax / Average Invested Capital.

Assumed exchange rate in AP-G 2025: ¥125 / US\$

	FY 2013 Actual (Baseline)	FY 2025 Actual	AP-G 2025 FY 2025 Target
<b>Revenues from Sustainability Innovation Business*1</b>	562.4 billion yen	1,386.5 billion yen (2.5-fold)	1,600.0 billion yen (2.8-fold)
<b>CO<sub>2</sub> emissions avoided in value chain*2</b>	40 million tons	12.2-fold	15.0-fold
<b>Water filtration throughput contribution by Toray's water treatment Membranes*3</b>	27.23 million tons /day	3.1-fold	2.9-fold
<b>Greenhouse gas emissions per unit of revenue in production activities*4*6*7</b>	356 tons /100 million yen	45% reduction	40% reduction
<b>Greenhouse gas emissions of Toray Group in Japan*5*6*7</b>	2.45 million tons	31% reduction	20% reduction
<b>Water usage per unit of revenue in production activities*7</b>	14,693 tons /100 million yen	37% reduction	40% reduction

Notes:

- (1) Products that accelerate measures to counter climate change; (2) products that facilitate sustainable, recycling-based use of resources and production; (3) products that help provide clean water and air and reduce environmental impact; and (4) products that help deliver better medical care and hygiene for people worldwide.
- Toray calculates the CO<sub>2</sub> emissions reduced throughout the value chain of products in accordance with the guidelines of the Japan Chemical Industry Association, and the International Council of Chemical Associations (ICCA).
- Water treated annually with Toray water treatment membranes. It is calculated by multiplying the amount of freshwater that the Toray membranes can produce per day, including reverse osmosis (RO), ultrafiltration (UF) and membrane separation bioreactors (MBR), by the number of membrane elements sold.
- With the use of renewable energies and other zero emission power sources rising worldwide, the Toray Group aims to employ zero-emission power sources at a rate equivalent to or better than the targets in each country by FY 2030.
- In Japan, Toray works to surpass the reduction target set for the industrial sector by the Japanese government (absolute emissions reduced by 38% by FY 2030) in its comprehensive plan (Cabinet decision on October 22, 2021) based on Japan's Act on Promotion of Global Warming Countermeasures.
- In accordance with the GHG Protocol, the international calculation standard, we calculate the emissions by multiplying the degree of financial control Toray Industries has over subsidiaries.
- The calculation includes data for companies that joined the Toray Group in FY 2014 or later.

### Reducing cross-shareholdings and repurchasing own shares

In order to accelerate capital efficiency improvements, the Company has set a policy to reduce cross-shareholdings by 50%, or approximately ¥100 billion, over the three-year period from FY 2024 to FY 2026, and to allocate all proceeds from these sales to share buybacks.

As a result of selling cross-shareholdings exceeding the target over the two-year period of FY 2024 and FY 2025, as of March 31, 2026, the total amount of cross-shareholding on the balance sheet was ¥103.1 billion and ratio to the total net assets (consolidated) was 5.3% (¥204.8 billion or 10.6% if deemed shareholdings are included).

In addition, using the proceeds from these sales as the source of funds, the Company repurchased its own shares in the total amount of ¥150.0 billion by March 31, 2026.

**“TORAY VISION 2050” and Long-Term Management Policy, “TORAY Challenges 2035”**

In March 2026, the Company established “TORAY VISION 2050” and its Long-Term Management Policy, “TORAY Challenges 2035.”

Toray Group makes it its own mission to deliver innovative technologies and advanced materials that provide real solutions to the challenges the world faces with balancing development and sustainability, such as global population growth, aging demographics, climate change, water scarcity, and resource depletion. The Group aims to realize its corporate philosophy by leading efforts to address social issues toward realizing the world envisioned by Toray Group in 2050, namely, a world where the environment, society, and people are inclusive, and by contributing to the realization of a just and equitable society where everyone can live with peace of mind. In order to address these issues, the Group established Toray Group’s contributions and quantitative targets for FY 2035 (KPI) as its Long-Term Management Policy.



Numerical targets for 2035

Financial		Non-financial	
ROIC	Aim for 10%	GHG emissions	35% reduction (compared with FY 2013)
		EX score®* (Engagement score)	70 or higher

\*An indicator of organizational conditions, measuring each individual’s expectations, actual perceptions, and the gap between them. The score is maximized when both expectations and actual perceptions are high and the gap is small. This is a registered trademark of HRBrain, Inc., the survey contractor. (the numerical target applies to the Company)

## New Medium-Term Management Program, “IGNITION 2028”

The Medium-Term Management Program, “IGNITION 2028,” covering the three-year period from FY 2026 to FY 2028, starts from the Toray Philosophy and, aiming for the world envisioned in “TORAY VISION 2050” and based on the policy set forth in the Long-Term Management Policy, will address “Enhancing economic value,” “Enhancing social value,” and “Strengthening management foundation.”

In “Enhancing economic value,” Toray Group will accelerate growth strategies toward the continuous creation of high-profit businesses, while increasing the certainty of structural reforms in low-profit businesses, thereby improving ROIC. In “Enhancing social value,” the Group will contribute to the “environment, society, and people” by providing solutions to environmental and social issues through its businesses, while responding to social demands such as reducing environmental impact and disclosing information. In “Strengthening management foundation,” the Group will strengthen “Safety, accident prevention, and environmental preservation,” “People-centric management,” “Risk management,” “Ethics and compliance,” “Leveraging intellectual property and intangible assets,” “Branding,” and “Leveraging DX and AI.” At the same time, in order to secure financial soundness and appropriately allocate results, the Group will operate its businesses with consideration given to the balance among profit, cash flows, and asset efficiency.

### Basic Policies of “IGNITION 2028”

Improvement of profitability and capital efficiency (ROIC management)							
Enhancing economic value	<table border="1"> <thead> <tr> <th>Growth strategy (Current)</th> <th>Growth strategy (Medium- to long-term)</th> <th>Structural reform</th> </tr> </thead> <tbody> <tr> <td> <ol style="list-style-type: none"> <li>1 Ensure the effect of capital investment (clarification of competitiveness, risk or opportunity)</li> <li>2 Ensure to maximize profit at the existing production facilities (improvement in product mix, productivity, etc.)</li> <li>3 High-added-value creation for existing products (innovation creation)</li> </ol> </td> <td> <ol style="list-style-type: none"> <li>1 Growth strategy with a long-term perspective toward 2035</li> <li>2 Pursuing essential competitiveness (added-value and cost) and winning formula</li> <li>3 Responding to fundamental changes in the external and market environment</li> </ol> </td> <td> <ol style="list-style-type: none"> <li>1 Taking business synergies into account, decide whether to generate profit commensurate with invested capital, or to pursue downsizing, elimination, consolidation, or withdrawal</li> <li>2 Business model validation and review</li> </ol> </td> </tr> </tbody> </table>	Growth strategy (Current)	Growth strategy (Medium- to long-term)	Structural reform	<ol style="list-style-type: none"> <li>1 Ensure the effect of capital investment (clarification of competitiveness, risk or opportunity)</li> <li>2 Ensure to maximize profit at the existing production facilities (improvement in product mix, productivity, etc.)</li> <li>3 High-added-value creation for existing products (innovation creation)</li> </ol>	<ol style="list-style-type: none"> <li>1 Growth strategy with a long-term perspective toward 2035</li> <li>2 Pursuing essential competitiveness (added-value and cost) and winning formula</li> <li>3 Responding to fundamental changes in the external and market environment</li> </ol>	<ol style="list-style-type: none"> <li>1 Taking business synergies into account, decide whether to generate profit commensurate with invested capital, or to pursue downsizing, elimination, consolidation, or withdrawal</li> <li>2 Business model validation and review</li> </ol>
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Enhancing social value	<ul style="list-style-type: none"> <li>Providing solution for environment and social challenges through businesses</li> <li>Reducing environmental burden</li> <li>Disclosure of non-financial information</li> </ul>						
Strengthening management foundation	<ul style="list-style-type: none"> <li>Safety, accident prevention, and environmental preservation</li> <li>Implementing “People-centric management”</li> <li>Risk management</li> <li>Ethics and compliance</li> <li>Leveraging intellectual property and intangible assets</li> <li>Branding</li> <li>Leveraging DX and AI</li> </ul>						

### Financial Targets for “IGNITION 2028”

	FY 2025 Results	FY 2028 Targets
ROIC (after Tax)*	4.7%	Approx. 7%
ROE	4.5%	Approx. 8%
(Assumptions above)		
Revenue	2,585.1 billion yen	3,000.0 billion yen
Core Operating Income	141.9 billion yen	230.0 billion yen
Core Operating Margin	5.5%	8%
D/E Ratio	0.5	0.7 or lower (guideline)

\*: Core Operating Income after Tax / Average Invested Capital

Assumed exchange rate in FY 2028: ¥150 / US\$

Assumed crude oil price in FY 2028: US\$ 72.5 / bbl

### Future outlook for the Fiscal Year Ending March 31, 2027

The business environment surrounding Toray Group presents many risks and opportunities, including the increasing need for sustainability measures, technological innovation such as the advancement of AI, changes in supply chains due to the strengthening of regulations and shift toward protectionism in various countries and increasing geopolitical risks, as well as changes in demographics. Under such circumstances, the Group believes it is important to continue creating value sustainably by turning risks into opportunities, making use of the strengths it has cultivated over many years, while performing multifaceted risk management preparing for uncertainties.

The Group is committed to contributing to the solution of global social issues by making the most of its strengths such as its innovative technologies, advanced materials, and global business foundation, and achieving sustainable growth by implementing capital investments, research and technology development, and human resource development from a medium- to long-term perspective, while realizing our corporate philosophy “contributing to society through the creation of new value with innovative ideas, technologies and products.”

We hope all stockholders will grant continued understanding and support in the future.