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Securities Code: 4553  
(June 4, 2026)

To our shareholders:

Itsuro Yoshida  
President and Representative Director  
**TOWA PHARMACEUTICAL CO., LTD.**  
2-11, Shinbashi-cho, Kadoma, Osaka, JAPAN

## **NOTICE OF THE 70TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to announce the 70th Ordinary General Meeting of Shareholders of TOWA PHARMACEUTICAL CO., LTD. (the “Company”), which will be held as described below.

When convening this General Meeting of Shareholders, the Company takes 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 posts this information on each of the following websites. Please access either of the websites to review the information.

### **The Company’s website:**

<https://www.towayakuhin.co.jp/ir/stock/meeting.php> (in Japanese)



### **Additional website with reference materials for the General Meeting of Shareholders:**

<https://d.sokai.jp/4553/teiji/>



### **Tokyo Stock Exchange website (Listed Company Search):**

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



(Access the TSE website, enter “TOWA PHARMACEUTICAL” in “Issue name (company name)” or the Company’s securities code “4553” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you do not attend the meeting in-person, you may exercise your voting rights via the internet or in writing. Please review the appended Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:40 p.m. on Tuesday, June 23, 2026 (Japan Standard Time).

- 1. Date and Time:** Wednesday, June 24, 2026 at 10:00 a.m. (Reception opens at 9:00 a.m.) (Japan Standard Time)
- 2. Venue:** Headquarters of the Company  
Meeting room on the 2nd floor  
2-11, Shinbashi-cho, Kadoma, Osaka, JAPAN  
(Please refer to the “Shareholders’ Meeting Venue Map” (in Japanese only) at the end of this document.)

**3. Purposes:**

**Items to be reported:**

1. Business Report and Consolidated Financial Statements for the 70th Term (from April 1, 2025 to March 31, 2026), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-consolidated Financial Statements for the 70th Term (from April 1, 2025 to March 31, 2026)

**Items to be resolved:**

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Partial amendments to the Articles of Incorporation
- Proposal 3:** Issuance of Class A Preferred Shares by Way of Third-Party Allotment
- Proposal 4:** Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 5:** Election of four (4) Directors who are Audit and Supervisory Committee Members

**4. Matters to be decided at the time of convocation:**

- (1) In accordance with the provisions of laws and regulations and Article 15, Paragraph 2 of the Company’s Articles of Incorporation, the following matters subject to measures for electronic provision shall not be included in the paper-based documents sent to shareholders. The Audit and Supervisory Committee and the Accounting Auditor have audited the documents subject to audit, including the following matters.
  - (i) [Business Report]
    1. Current status of the corporate group  
Business Activities and Results; Trends in Assets and Operating Results; Issues to be Addressed; Principal Lines of Business; Major Offices and Plants; Employees; Major Creditors; and Other Important Matters Related to the Current Status of the Corporate Group
    2. Current status of the Company  
Shares; Share Acquisition Rights; Directors who Retired During the Fiscal Year; Outline of the Contents of the Directors and Officers Liability Insurance Policy; Outside Officers; Accounting Auditor; Systems to Ensure the Appropriateness of Business Activities; Overview of Operational Status of Systems to Ensure the Appropriateness of Business Activities; and Basic Policy Regarding Control of the Company
  - (ii) [Consolidated Financial Statements]  
Consolidated Statement of Changes in Shareholders’ Equity; and Notes to Consolidated Financial Statements
  - (iii) [Non-consolidated Financial Statements]  
Non-consolidated Balance Sheets; Non-consolidated Statements of Income; Statement of Changes in Shareholders’ Equity; and Notes to Non-consolidated Financial Statements
  - (iv) [Audit Report]  
Audit Report of the Accounting Auditor Regarding the Consolidated Financial Statements; Audit Report of the Accounting Auditor Regarding the Non-consolidated Financial Statements; and Audit Report of the Audit and Supervisory Committee
- (2) If there is no indication of approval or disapproval of each proposal on the returned Voting Card, your exercise of voting rights will be deemed to be approval.
- (3) If you exercise your voting rights in duplicate both via the internet and in writing, then only the vote cast via the internet shall be deemed valid.
- (4) If you exercise your voting rights via the internet multiple times, then only the last vote cast shall be deemed valid.

## Reference Documents for the General Meeting of Shareholders

### Proposal 1: Appropriation of surplus

The Company has a basic policy of ensuring stable dividends while taking profitability and financial position into consideration and promoting further enhancement, and thereby determines dividend amounts under comprehensive consideration and set with a target payout ratio of 20% to 30% and consolidated dividend on equity ratio (DOE) of approximately 2%.

Based on this policy, taking into consideration its earnings for the business year as well as the future development of the business, after a careful review, the Company proposes to pay year-end dividends for the current fiscal year as follows:

#### Matters related to year-end dividends

- (1) Type of dividend property  
Cash
  
- (2) Allocation of dividend property and total amount thereof  
40 yen per common share of the Company  
Total amount of dividends: 1,969,114,680 yen  
The Company paid an interim dividend of 40 yen per share, and thus the annual dividend for the fiscal year under review is 80 yen per share, which is 10 yen higher than the previous fiscal year.
  
- (3) Effective date of distribution of dividends of surplus  
(June 25, 2026)

**Proposal 2:** Partial amendments to the Articles of Incorporation

(1) Reasons for the proposal

The Company views off-patent medicinal products (off-patent brand-name drugs and generic drugs containing the same active ingredients) that are created when the patents on brand-name drugs expire as a single integrated market, and aims to establish an ecosystem that ensures the stable and sustainable supply of drugs essential for medical care into the future.

To this end, we will continue to promote increased drug production by optimizing our in-house manufacturing lines while also pursuing “securing manufacturing capacity” and “establishing a mutual backup production system.” We are exploring a wide range of collaborations with companies that share our vision for an ecosystem ensuring the stable supply of off-patent medicinal products, and we believe that continuous investment is necessary for both of these objectives.

As part of our growth strategy considering the above background, we believe that it is necessary and appropriate to enhance equity through equity financing in order to realize further capital investments, etc. Furthermore, in equity financing, issuing common shares would immediately result in significant dilution of voting rights and could impair the shareholder value of existing shareholders. Therefore, the Company considers financing through the issuance of Class A Preferred Shares, which do not carry voting rights or conversion rights into common shares and will not result in dilution of voting rights of common shares both currently and in the future, to be an appropriate financing option.

Based on this rationale, this proposal seeks to amend the Articles of Incorporation by establishing new provisions relating to Class A Preferred Shares, in order to enable the flexible execution of future financing using Class A Preferred Shares.

(2) Details of the amendments

The details of the amendments are as follows.

These amendments to the Articles of Incorporation shall take effect upon the conclusion of this meeting.

(The underlined parts show the amendments.)

Current Articles of Incorporation	Proposed Amendments
<p>(Total Number of Shares Authorized to be Issued) Article 6 The total number of the Company’s shares authorized to be issued shall be 147,000,000.</p>	<p>(Total Number of Shares Authorized to be Issued, etc.) Article 6 The total number of the Company’s shares authorized to be issued shall be 147,000,000. <u>The total number of the Company’s common shares authorized to be issued shall be 147,000,000. The total number of the Company’s class A preferred shares authorized to be issued shall be 20,000.</u></p>
<p><u>(Share Unit)</u> Article 8 The Company’s share <u>unit shall be 100 shares.</u></p>	<p>(Share Unit) Article 8 The Company’s share <u>units for common shares and class A preferred shares shall be 100 shares and 1 share, respectively.</u></p>

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p style="text-align: center;"><u>Chapter 2-2</u> <u>Class A Preferred Shares</u></p> <p><u>(Class A Preferred Dividend)</u></p> <p><u>Article 11-2</u></p> <p>1. <u>When the Company pays an year-end dividend of surplus pursuant to the provisions of Article 33, paragraph 1, it shall pay to shareholders holding class A preferred shares whose names are entered or recorded in the final shareholder register as of the record date of the year-end dividend of surplus (“Class A Preferred Shareholders”) or registered pledgees of class A preferred shares (hereinafter, together with Class A Preferred Shareholders, referred to as “Class A Preferred Shareholders/Pledgees”), prior to any dividend payment to shareholders holding common shares whose names are entered or recorded in the final shareholder register on that record date (“Common Shareholders”) or registered pledgees of common shares (hereinafter, together with Common Shareholders, referred to as “Common Shareholders/Pledgees”), a dividend of the amount calculated in accordance with the formula shown below as Class A Preferred Dividend per share of class A preferred shares (“Class A Preferred Dividend Amount”); provided, however, that the division shall be performed last, the amount shall be calculated to two decimal places below the yen, and the result shall be rounded off to one decimal place:</u></p> <p><u>Class A Preferred Dividend Amount</u> <u>= (X + Y) × [4.4]% × n ÷ 365</u></p> <p><u>where:</u></p> <p><u>X = Amount paid per share of class A preferred shares</u>  <u>Y = Accrued Class A Preferred Dividend (as defined in the following paragraph) pertaining to the previous fiscal year after the payment of year-end dividend (if any)</u>  <u>n = Actual number of days from (and including) the first day of the fiscal year to which the record date of the relevant year-end dividend of surplus belongs (if both the record date of the relevant dividend of surplus and the payment date belong to the same fiscal year, the payment date) to (and including) the record date of the relevant dividend of surplus. However, if the Company has paid Class A Interim Preferred Dividend prescribed in Article 11-3 in a fiscal year to which the record date of the year-end dividend belongs, the Company shall pay the amount obtained by deducting the total amount of such Class A Interim Preferred Dividend. If the Company acquires class A preferred shares between the record date of the year-end dividend mentioned above and the date on which the dividend is to be paid, the Company is not required to pay year-end dividend for such class A preferred shares with respect to that record date.</u></p>

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p>2. <u>If the total amount of dividends of surplus per share paid to Class A Preferred Shareholder/Pledgees in any fiscal year falls short of the Class A Preferred Dividend Amount, the amount of such shortfall (“Accrued Class A Preferred Dividend”) shall be accrued for subsequent fiscal years.</u></p> <p>3. <u>The Company shall not pay any dividend of surplus to Class A Preferred Shareholders/Pledgees in excess of the Class A Preferred Dividend Amount. However, this shall not apply to a dividend of surplus paid in the course of an absorption-type company split procedure carried out by the Company as prescribed in Article 758, item (viii), (b) or Article 760, item (vii), (b) of the Companies Act or to a dividend of surplus paid in the course of an incorporation-type company split procedure carried out by the Company as prescribed in Article 763, paragraph (1), item (xii), (b) or Article 765, paragraph (1), item (viii), (b) of the Companies Act.</u></p> <p><u>(Class A Interim Preferred Dividend)</u></p> <p><u>Article 11-3</u></p> <p><u>When the Company pays a dividend of surplus with respect to a record date other than the last day of a fiscal year (“Interim Dividend Record Date”) pursuant to the provisions of Article 33, paragraph 2 or Article 34 (hereinafter, such a dividend is referred to as “Interim Dividend”), it shall pay in cash to Class A Preferred Shareholders/Pledgees whose names are entered or recorded in the final shareholder register as of the Interim Dividend Record Date, prior to any dividend payment to Common Shareholders/Pledgees, a dividend of the amount calculated per share of class A preferred shares in accordance with the formula shown below (“Class A Interim Preferred Dividend”); provided, however, that the division shall be performed last, the amount shall be calculated to two decimal places below the yen, and the result shall be rounded off to one decimal place:</u></p> <p><u>Class A Interim Preferred Dividend</u>  <u>= (X + Y) × [4.4]% × n ÷ 365</u></p> <p><u>where:</u></p> <p><u>X = Amount paid per share of class A preferred shares</u>  <u>Y = Accrued Class A Preferred Dividend pertaining to the previous fiscal year after the payment of year-end dividend (if any)</u>  <u>n = Actual number of days from (and including) the first day of the fiscal year to which the relevant Interim Dividend Record Date belongs (if both the relevant Interim Dividend Record Date and the payment date belong to the same fiscal year, the payment date) to (and including) the relevant Interim Dividend Record Date. However, if the Company has paid Class A Interim Preferred Dividend prescribed in this Article in a fiscal year to which the relevant Interim Dividend Record Date belongs before the payment of the Interim Dividend, the Company shall pay the amount obtained by deducting the total amount of such Class A Interim Preferred Dividend. If the Company acquires class A preferred shares between the Interim Dividend Record Date and the date on which the Interim Dividend is to be paid, the Company is not required to pay Interim Dividend for such class A preferred shares with respect to the Interim Dividend Record Date.</u></p>

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p><u>(Distribution of Residual Assets)</u></p> <p><u>Article 11-4</u></p> <p>1. <u>When distributing residual assets, the Company shall pay to Class A Preferred Shareholders/Pledgees, prior to any distribution of residual assets to Common Shareholders/Pledgees, the amount per share of Class A Preferred Shares obtained by deducting the amount equivalent to Deduction Amount from the amount equivalent to Basic Redemption Price prescribed in paragraph 2. of the following Article (provided, however, that the amount equivalent to Basic Redemption Price and the amount equivalent to Deduction Amount shall be calculated by replacing “Redemption Claim Date” and “Preferred Dividend Paid Before Redemption Claim” in the Basic Redemption Price calculation formula and the Deduction Amount calculation formula by “Residual Assets Distribution Date” (meaning the day on which residual assets are distributed; hereinafter the same shall apply) and “Preferred Dividend Paid Before Dissolution” (meaning Class A Preferred Dividend paid on or before the Residual Assets Distribution Date (including Class A Interim Preferred Dividend paid on or before the Residual Assets Distribution Date)), respectively). If there have been multiple payments of Preferred Dividend Paid Before Dissolution, the amount equivalent to Deduction Amount shall be calculated for each payment of Preferred Dividend Paid Before Dissolution, and the total amount shall be deducted from the amount equivalent to Basic Redemption Price.</u></p> <p>2. <u>No distribution of residual assets shall be made to Class A Preferred Shareholders/Pledgees except as prescribed in the preceding paragraph.</u></p>
(Newly established)	<p><u>(Cash-Consideration Put Option)</u></p> <p><u>Article 11-5</u></p> <p>1. <u>Class A Preferred Shareholders may at any time claim that the Company deliver money in exchange for acquiring all or part of the class A preferred shares within the limit of the distributable amount (“Redemption Claim”). When such a claim is made (hereinafter, the date on which the claim is made is referred to as the “Redemption Claim Date”), the Company shall carry out the acquisition procedure in accordance with the provisions of the law, and if it is only possible to acquire part of class A preferred shares that are subject to the claim, the Company shall determine the number of shares to be acquired by proportional allocation, lottery, or other reasonable method determined by the Board of Directors.</u></p>



Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p><u>(Cash-Consideration Call Option)</u></p> <p><u>Article 11-6</u></p> <p><u>The Company may, at any time, acquire all or part of its class A preferred shares in exchange for cash, within the limit of the distributable amount, upon the arrival of a date separately determined by a resolution of the Company's Board of Directors (hereinafter referred to as the "Mandatory Redemption Date" in this Article). When acquiring part of class A preferred shares, the Company shall acquire them by proportional allocation, lottery, or other reasonable method determined based on a resolution of the Board of Directors. The acquisition price per share of class A preferred shares Company shall be the amount obtained by deducting the amount equivalent to Deduction Amount from the amount equivalent to Basic Redemption Price prescribed in paragraph 2. of the preceding Article (provided, however, that the amount equivalent to Basic Redemption Price and the amount equivalent to Deduction Amount shall be calculated by replacing "Redemption Claim Date" and "Preferred Dividend Paid Before Redemption Claim" in the Basic Redemption Price calculation formula and the Deduction Amount calculation formula by "Mandatory Redemption Date" and "Preferred Dividend Paid Before Mandatory Redemption" (meaning Class A Preferred Dividend paid on or before the Mandatory Redemption Date (including Class A Interim Preferred Dividend paid on or before the Mandatory Redemption Date)), respectively).</u></p> <p><u>If there have been multiple payments of Preferred Dividend Paid Before Mandatory Redemption, the amount equivalent to Deduction Amount shall be calculated for each payment of Preferred Dividend Paid Before Mandatory Redemption, and the total amount shall be deducted from the amount equivalent to the Basic Redemption Price.</u></p>
(Newly established)	<p><u>(Voting Rights)</u></p> <p><u>Article 11-7</u></p> <ol style="list-style-type: none"> <li><u>1. Unless otherwise provided by law, Class A Preferred Shareholders shall not have voting rights at the general meeting of shareholders.</u></li> <li><u>2. In cases where the Company engages in acts specified in each item of Article 322, paragraph (1) of the Companies Act, unless otherwise provided by law, a resolution of a general meeting of class shareholders composed of Class A Preferred Shareholders shall not be required.</u></li> <li><u>3. In cases where the Company issues shares for subscription or stock acquisition rights for subscription, a resolution of a general meeting of class shareholders composed of Class A Preferred Shareholders pursuant to Article 199, paragraph (4) or Article 238, paragraph (4) of the Companies Act shall not be required.</u></li> </ol>

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p data-bbox="805 219 1123 246"><u>(Stock Consolidation, Split, etc.)</u></p> <p data-bbox="805 255 925 282"><u>Article 11-8</u></p> <p data-bbox="805 295 1441 483"><u>Unless otherwise provided by law, no stock consolidation or split shall be carried out with respect to class A preferred shares. Class A Preferred Shareholders shall not be granted the right to receive an allocation of shares for subscription or stock acquisition rights for subscription, nor shall any shares or stock acquisition rights be allocated to them free of charge.</u></p>
(Newly established)	<p data-bbox="805 504 1302 530"><u>(Transfer Restrictions on Class A Preferred Shares)</u></p> <p data-bbox="805 539 925 566"><u>Article 11-9</u></p> <p data-bbox="805 580 1417 640"><u>Any acquisition of class A preferred shares of the Company by way of transfer requires the approval of the Board of Directors.</u></p>
(Newly established)	<p data-bbox="805 665 1386 725"><u>(Application Mutatis Mutandis to General Meeting of Class Shareholders)</u></p> <p data-bbox="805 734 936 761"><u>Article 11-10</u></p> <p data-bbox="805 775 1433 862"><u>The provisions of Chapter 3 (Provisions Concerning the General Meeting of Shareholders) shall apply mutatis mutandis to the general meeting of class shareholders.</u></p>

### **Proposal 3:** Issuance of Class A Preferred Shares by Way of Third-Party Allotment

Pursuant to the provisions of Articles 199 and 200 of the Companies Act, and for the reasons set forth in Sections 1. and 2. below, this proposal seeks to issue Class A Preferred Shares (hereinafter referred to as the “Class Shares”) to the Development Bank of Japan Inc. (hereinafter referred to as “DBJ”) through a third-party allotment (hereinafter referred to as the “Third-Party Allotment”) in accordance with the details set forth in Section 3. (1) below, and to delegate the determination of the subscription terms of the Third-Party Allotment to the Company’s Board of Directors in accordance with the details set forth in Section 3. (2) below.

If this proposal is approved, the Company plans to issue the first series of Class A Preferred Shares on July 31, 2026, as described in Section 3. (1) below. In addition, regarding the issuance of the shares for subscription (the second series of Class A Preferred Shares), which will be conducted with a payment due date falling within one year of the date of this Ordinary General Meeting of Shareholders (as stipulated in the investment agreement concluded between the Company and DBJ on May 21, 2026 (hereinafter referred to as the “Investment Agreement”), the payment date shall be the date notified by the Company to DBJ (provided, however, that such date shall be any date between August 1, 2026, and April 30, 2027)), the Company’s Board of Directors plans to determine the specific subscription terms of the issuance within the scope of the details of the shares for subscription set forth in Section 3. (2) below.

The Third-Party Allotment is conditional upon the approval and adoption of Proposal 2 as originally proposed, and the effectiveness of the partial amendments to the Articles of Incorporation related to Proposal 2. In addition, under the Investment Agreement, DBJ’s payment for the Class Shares is contingent upon, among other things, the approval of the respective proposals regarding the Third-Party Allotment and the amendment to the Articles of Incorporation at this Ordinary General Meeting of Shareholders.

#### 1. Purpose and reasons for the issuance of the Class Shares through the Third-Party Allotment

##### (1) Main purpose of financing

With the corporate philosophy of “We contribute to people’s health. We are dedicated to people’s genuine smiles,” we contribute to the “extension of healthy life expectancy” by pursuing initiatives in the health-related business, such as “maintaining health” and “restoring the pre-symptomatic state to a healthy state or preventing its deterioration,” in addition to our core generic drug business. Through this, we aim to be a company that is essential to society and local communities in every era.

In its report titled “Study Group on the Industrial Structure for a Realization of a Stable Supply of Generic Drugs,” the government urged the generic drug industry, as an industry forming the foundation of national healthcare, to recognize its social responsibility to stably supply high-quality drugs and to proactively undertake industrial structural reforms to ensure the industry and its companies remain sustainable into the future.

Meanwhile, drug shortages stemming from the unstable supply of generic drugs persist. According to an announcement by the Ministry of Health, Labour and Welfare, 13% of all ethical drugs (2,269 items) were subject to limited shipments or supply suspensions as of March 2026. In addition, as long-listed pharmaceutical products rapidly shift to generics, there are concerns that valuable assets of the Japanese pharmaceutical industry, such as the manufacturing technologies and know-how accumulated over many years by the brand-name drug companies that manufacture these products, will not be passed on and will be lost. We recognize this as a major challenge for the sustainability of the Japanese pharmaceutical industry.

In this business environment, we are working to address challenges facing the pharmaceutical industry as a whole by establishing a collaborative framework in which brand-name drug companies, generic drug companies, and pharmaceutical contract manufacturing companies work together. Through this, we aim to establish an ecosystem that ensures the stable and sustainable supply of drugs essential for medical care into the future and to realize a healthy, circular model for society as a whole.

To this end, we will continue to promote increased drug production by optimizing our in-house manufacturing lines while also pursuing “securing manufacturing capacity” and “establishing a mutual backup production system.” We are exploring a wide range of collaborations with companies that share our

vision for an ecosystem ensuring the stable supply of off-patent medicinal products, and we believe that continuous investment is necessary for both of these objectives.

The funds raised through the Third-Party Allotment are intended to be allocated to growth investments, such as the expansion of our in-house manufacturing lines and collaborations with companies that share our management policies and philosophy, as described above.

## (2) Reasons for financing through the Third-Party Allotment

In light of the purpose of this financing through Class Shares, which is to secure a stable financial foundation by enhancing our equity and to achieve medium- to long-term growth by allocating the funds raised to capital investments, we believe it is necessary and appropriate to enhance equity through equity financing rather than debt financing.

In equity financing, issuing the Company's common shares would immediately result in significant dilution of voting rights and could impair the shareholder value of existing shareholders. Therefore, we consider financing through the issuance of Class A Preferred Shares, which do not carry voting rights or conversion rights into common shares and will not result in dilution of voting rights of common shares both currently and in the future, to be an appropriate financing option.

In addition, given that there is a degree of uncertainty regarding the timing and amount of future funding needs, we believe that conducting phased financing will improve capital efficiency and enable us to realize financing that is agile and flexible in response to the progress of our business and investments.

We believe that, in order to secure the necessary funds and stabilize our financial position while mitigating immediate and future dilution of our common shares, it is essential to conduct financing through investors who possess a deep understanding of our business and strong risk assessment capabilities. Under these circumstances, we conducted a review of potential underwriters who would positively consider a Third-Party Allotment using Class Shares, taking into account investor characteristics, the scale of funding, economic conditions, and other factors. After comprehensive consideration of the fact that DBJ has a thorough understanding of our business environment, financial condition, and approach to capital policy, we have determined that a Third-Party Allotment of Class Shares without voting rights to DBJ is the most effective option.

In underwriting these Class Shares, DBJ is utilizing the "Supply Chain and Infrastructure Fund (Note 2)," which is part of its "Special Investment Operations (Note 1)."

- Notes:
1. Operations that draw only a portion of the investment (industrial investment) from the Japanese government to provide growth capital in a temporary and intensive manner, with the aim of promoting the supply of growth capital by the private sector, revitalizing regional economies, and strengthening the competitiveness of Japanese companies
  2. A priority investment area established under "Special Investment Operations" aimed at strengthening the supply chain through ensuring stable supply of critical products, and fortifying infrastructure, including logistics, through the use of digital technology.

## 2. Reasonableness of issuance terms, etc.

### (1) Basis for calculating subscription price and specific details

In order to ensure fairness in determining the issuance terms for the Class Shares, the Company commissioned Plutus Consulting Co., Ltd. (hereinafter referred to as "Plutus Consulting"), a third-party organization independent of the Company, to calculate the price of the Class Shares. We have received a valuation report from Plutus Consulting regarding the fair value of the Class Shares, which was calculated using a general pricing model after taking into account certain terms (such as preferred dividends on the Class Shares, cash redemption provisions, cash redemption request provisions, and the Company's credit spread).

### (2) Basis for determining that the number of shares to be issued and the extent of dilution are reasonable

The Company will raise a maximum total of 20 billion yen by issuing up to 20,000 shares of the Class Shares, and has determined that the number of Class Shares to be issued is reasonable in light of the purpose of the issuance and the intended use of funds for the Class Shares described in Section 1. above. Since these Class Shares do not carry voting rights and are not granted a right to request acquisition in

exchange for the Company's common shares, there is no possibility of dilution affecting the Company's common shareholders.

### 3. Details of subscription terms

- (1) First series of Class A Preferred Shares (matters to be determined at this Ordinary General Meeting of Shareholders)
  - (i) Type and number of shares for subscription  
10,000 Class A Preferred Shares
  - (ii) Subscription price for shares for subscription  
1,000,000 yen per share
  - (iii) Total subscription price  
10,000,000,000 yen
  - (iv) Increase in share capital and legal capital surplus  
Amount of increase in share capital: 5,000,000,000 yen  
Amount of increase in legal capital surplus: 5,000,000,000 yen
  - (v) Date of payment  
July 31, 2026
  - (vi) Issuance method  
All shares to be allocated to DBJ through a third-party allotment.
  - (vii) Details of shares for subscription  
For details of Class A Preferred Shares, please refer to Proposal 2.
- (2) Second series of Class A Preferred Shares (matters to be delegated to the Board of Directors for determination)
  - (i) Type and maximum number of shares for subscription  
10,000 Class A Preferred Shares
  - (ii) Subscription price for shares for subscription  
1,000,000 yen per share
  - (iii) Issuance method  
All shares to be allocated to DBJ through a third-party allotment.
  - (iv) Details of shares for subscription  
For details of Class A Preferred Shares, please refer to Proposal 2.
  - (v) Delegation of determination of subscription terms  
In addition to the provisions set forth above, all matters necessary for the subscription terms for the shares for subscription shall be determined by resolution of the Company's Board of Directors.

**Proposal 4:** Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this meeting.

The Company proposes increasing the number of Directors from five (5) to six (6) in order to strengthen the management structure.

As for this proposal, the Company received from the Audit and Supervisory Committee of the Company the opinion that the standards and procedures for electing all of the candidates for Director are appropriate.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Itsuro Yoshida (April 27, 1951)  Reelection	May 1979      Joined the Company Oct. 1983     General Manager of Finance & Accounting Department Dec. 1983     Director / General Manager of Finance & Accounting Department Aug. 1986     Director / General Manager of General Affairs Department Apr. 1990     Director / General Manager of President Office June 1990     Senior Managing Director / General Manager of President Office June 1991     Senior Managing Director / Division Manager of Production Division / General Manager of President Office Nov. 1991     Senior Managing Director / General Manager of President Office June 1996     President and Representative Director (to present) (significant concurrent positions outside the Company) None	1,455,310
[Reasons for nomination as candidate for Director] Itsuro Yoshida has been involved in businesses, management and administration across the entire Group. He has extensive experience and knowledge regarding business management, administration and operations, which the Company expects to strengthen the decision-making function of the Board of Directors, for which reason it has again nominated him as candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Osamu Uchikawa (December 25, 1958)  Reelection	Aug. 2017    Joined the Company / Senior Advisor, API Business Division Apr. 2018    Operating Officer / Division Manager of API Business Division Apr. 2019    Senior Operating Officer / Division Manager of API Business Division, and in charge of Product Strategy Division and Innovative Technology Research Division Apr. 2021    Senior Operating Officer / Division Manager of API Business Division, and in charge of Product Planning Division, Innovative Technology Research Division, Pharmaceutical Research and Technology Division, Pharmaceutical CDMO Management Division and Pharmaceutical Development Division Apr. 2022    Senior Operating Officer / Division Manager of API Business Division, and in charge of Pharmacovigilance and Quality Assurance Division, Product Planning Division, Innovative Technology Research Division, Pharmaceutical Research and Technology Division, Analytical Technology Center, Pharmaceutical CDMO Management Division and Pharmaceutical Development Division Apr. 2023    Senior Operating Officer in charge of R&D Division, Pharmacovigilance and Quality Assurance Division and Pharmaceutical CDMO Management Division June 2023    Director June 2025    Executive Managing Director (to present) (significant concurrent positions outside the Company) None	5,613
[Reasons for nomination as candidate for Director] Osamu Uchikawa has been involved in the research & development divisions. He has extensive experience and knowledge regarding business management and research & development, which the Company expects to strengthen the decision-making function of the Board of Directors, for which reason it has again nominated him as candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Toshikazu Kokubun (June 3, 1978)  Reelection	Apr. 2014      Joined the Company / Sales and Marketing Division Apr. 2020      General Manager of Regional Healthcare Strategy Department / General Manager of Next Generation Business Development Department, Business Development Division Apr. 2021      Operating Officer / Deputy Division Manager of Business Development Division / General Manager of Regional Healthcare Strategy Department Apr. 2022      Operating Officer / Division Manager of Corporate Strategy Division, and in charge of Human Resources Division Apr. 2024      Operating Officer in charge of Corporate Strategy Division, Human Resources Division, Administration Division, Finance & Accounting Division, Sales and Marketing Division, Logistic Department and Production Division June 2024      Director (to present) (significant concurrent positions outside the Company) None	4,085
[Reasons for nomination as candidate for Director] Toshikazu Kokubun has front-line management experience and expertise in healthcare systems developed while serving in the sales, new business development, and corporate strategy divisions. He is expected to strengthen the decision-making function of the Board of Directors by leveraging his wealth of experience in managing and supervising business divisions, for which reason the Company has again nominated him as candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Masaaki Takeyasu (November 3, 1964)  Reelection	Apr. 1988    Joined Shionogi & Co., Ltd. Apr. 2006    General Manager of Corporate Planning Department, Shionogi & Co., Ltd. Apr. 2008    General Manager of Marketing, Shionogi & Co., Ltd. Apr. 2012    Corporate Officer / Division Manager of Global Business Division, Shionogi & Co., Ltd. Apr. 2018    Corporate Officer / General Manager of Government Affairs Department, Shionogi & Co., Ltd. Apr. 2019    Deputy Division Manager of Corporate Planning and Management Division, H.U. Group Holdings, Inc. Jan. 2021    President and CEO, Ishinban, Inc. Jan. 2023    Joined the Company / Deputy Division Manager of Corporate Strategy Division Apr. 2024    Assistant to Corporate Strategy Division, in charge of Pharmaceutical CDMO Management Division, International Business Division, Business Development Unit and Digital Health Planning and Promotion Office June 2024    Director (to present) (significant concurrent positions outside the Company) Representative Director, T Square Solutions, Co., Ltd.	4,168
<p>[Reasons for nomination as candidate for Director]            Masaaki Takeyasu has been engaged in corporate planning and marketing in the pharmaceutical product business and is well-versed in liaising with related administrative authorities. He has experience in business management at a global company and as a corporate executive. He is expected to strengthen decision-making in the Board of Directors, for which reason the Company has again nominated him as candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
5	<p>Hideshi Nakamura (November 28, 1975)</p> <p>New election</p>	<p>Mar. 2000      Joined the Company</p> <p>Apr. 2012      Section Manager of Pharmaceutical Planning Department, Pharmaceutical Research &amp; Technology Center</p> <p>Apr. 2017      Deputy General Manager of Pharmaceutical Planning Department, Pharmaceutical Research and Technology Division</p> <p>Apr. 2020      General Manager of Corporate Strategy Department, Corporate Strategy Division</p> <p>Apr. 2021      General Manager of Corporate Strategy Department / General Manager of Corporate Planning Department, Corporate Strategy Division</p> <p>Apr. 2024      Division Manager of Corporate Strategy Division</p> <p>Apr. 2025      Operating Officer / Division Manager of Corporate Strategy Division / General Manager of President Office</p> <p>Apr. 2026      Operating Officer / General Manager of President Office, and in charge of Corporate Strategy Division (to present)</p> <p>(significant concurrent positions outside the Company) None</p>	6,356
<p>[Reasons for nomination as candidate for Director]</p> <p>Hideshi Nakamura has experience in engaging in research &amp; development and corporate strategy divisions. He is expected to strengthen the decision-making function of the Board of Directors by leveraging his experience in formulating and promoting corporate strategies based on his extensive expertise and experience regarding research &amp; development, for which reason the Company has nominated him as candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
6	Norikazu Eiki (April 17, 1948)  Outside Reelection	Aug. 1979    Joined Ciba-Geigy Japan Limited Jan. 1994    Joined Bayer Yakuhin, Ltd. Mar. 1997    Director / Plant Manager of Shiga Plant, Bayer Yakuhin, Ltd. July 2002    President and Representative Director, Bayer Yakuhin, Ltd. Jan. 2007    Chairperson and Representative Director, Bayer Yakuhin, Ltd. Apr. 2010    Chairperson and Director, Bayer Yakuhin, Ltd. May 2014    Outside Director, AnGes MG, Inc. (currently AnGes, Inc.) Apr. 2015    Outside Director, FunPep Co., Ltd. (to present) June 2015    Outside Director of the Company Apr. 2016    Outside Director, Solasia Pharma K.K. (to present) June 2018    Outside Director, Gene Techno Science Co., Ltd. (currently, Kidswell Bio Corporation) (to present) June 2019    Outside Director (Audit and Supervisory Committee Member) of the Company Aug. 2023    Outside Director, AwakApp Inc. (to present) June 2024    Outside Director of the Company (to present) (significant concurrent positions outside the Company) Outside Director, FunPep Co., Ltd. Outside Director, Solasia Pharma K.K. Outside Director, Kidswell Bio Corporation Outside Director, AwakApp Inc.	—
[Reasons for nomination as candidate for Outside Director and overview of the role expected] Norikazu Eiki has wide-ranging insights and extensive experience at a global company, and the Company expects that his advice and opinions will promote sound, efficient and objective management while helping to strengthen decision-making for the Board of Directors from an outside perspective, for which reason it has again nominated him as a candidate for Outside Director.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. In addition to the number of the Board of Directors meetings held, which is stated in the table for each candidate, there were four (4) written resolutions that shall be deemed to have been resolved at the Board of Directors meeting, pursuant to the provisions of Article 370 of the Companies Act and Article 26 of the Company's Articles of Incorporation.
  3. The number of shares of the Company owned by each candidate, which is stated in the table for each candidate, represents the number of shares held as of the end of the fiscal year under review (March 31, 2026). This number also includes each candidate's equity interest in the TOWA PHARMACEUTICAL Officers' Stock Ownership Group and the TOWA PHARMACEUTICAL Employee Stock Ownership Group.
  4. Norikazu Eiki is a candidate for Outside Director. The Company has submitted notification to the Tokyo Stock Exchange Inc. that he has been designated as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.
  5. Norikazu Eiki is currently an Outside Director of the Company. At the conclusion of this meeting, his tenure as an Outside Director will have been eleven (11) years (including five (5) years as an Audit and Supervisory Committee member).
  6. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Norikazu Eiki to limit his liability for damages under Article 423, Paragraph 1 of the same Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If his reelection is approved, the Company plans to continue the said agreement with him.
  7. The Company has entered into a directors and officers liability insurance policy with an insurance company pursuant to Article 430-3, Paragraph 1 of the Companies Act. The policy covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability. Each of the candidates will become an insured under the policy. When the policy is renewed, the Company plans to maintain the same terms and conditions.

**Proposal 5:** Election of four (4) Directors who are Audit and Supervisory Committee Members

The terms of office of Directors who are Audit and Supervisory Committee Members Masao Tanaka, Kaori Oishi and Nobuki Ando will expire at the conclusion of this meeting.

The Company proposes increasing the number of Directors who are Audit and Supervisory Committee Members from three (3) to four (4) in order to strengthen the audit system.

This proposal has been agreed to by the Audit and Supervisory Committee of the Company.

The candidates for Director who are Audit and Supervisory Committee Members are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Masao Tanaka (July 4, 1954)  Reelection	Apr. 2009      Joined the Company / Deputy-General Manager, Internal Audit Office Apr. 2011      General Manager of Internal Audit Office Oct. 2016      General Manager of Public Relations and Investor Relations Office / General Manager of Human Resources Department June 2017      Director / Division Manager of Administration Division Apr. 2019      Director / Director in charge of Administration Division June 2020      Director June 2024      Director (Audit and Supervisory Committee Member) (to present) (significant concurrent positions outside the Company) None	7,163
[Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member] Masao Tanaka has extensive experience and knowledge regarding business management and accounting and finance, having been engaged in internal auditing operations and other responsibilities in administrative divisions. The Company expects him to contribute to strengthening the decision-making and supervisory functions of the Board of Directors, for which reasons it has again nominated him as a candidate for Director who is an Audit and Supervisory Committee Member.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
2	<p style="text-align: center;">Kaori Oishi (April 21, 1977)</p> <p style="text-align: center;">Outside Reelection</p>	<p>Oct. 2001 Registered as an attorney at law</p> <p>Oct. 2001 Joined Kitahama Law Office (currently Kitahama Partners)</p> <p>Jan. 2013 Partner, Kitahama Partners (to present)</p> <p>June 2017 Outside Director, PALTAC CORPORATION (to present)</p> <p>June 2020 Outside Director (Audit and Supervisory Committee Member) of the Company (to present)</p> <p>June 2022 Outside Director, Fujitec Co., Ltd.</p> <p>June 2024 Outside Director, ESLEAD CORPORATION (to present)</p> <p>(significant concurrent positions outside the Company)</p> <p>Partner, Kitahama Partners</p> <p>Outside Director, PALTAC CORPORATION</p> <p>Outside Director, ESLEAD CORPORATION</p>	-
<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the role expected]</p> <p>Kaori Oishi has extensive experience and expert knowledge as an attorney at law, and the Company expects that she will be able to provide advice and recommendations so as to ensure sound management and promote compliance-based management, for which reason it has again nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member. Kaori Oishi has never in the past been directly involved in the management of a company other than in the capacity of an outside director. However, the Company judges she will appropriately fulfill her duties as an Outside Director who is an Audit and Supervisory Committee Member because she is well-versed in corporate legal affairs as an attorney at law, and from her perspective and standpoint as a woman. In addition, if she is elected, the Company plans to request her objective and neutral involvement in the appointment of candidates for officer and the determination of officer's remuneration, etc., as a member of the Nominating and Compensation Committee.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
3	<p style="text-align: center;">Nobuki Ando (April 30, 1954)</p> <p style="text-align: center;">Outside Reelection</p>	<p>Apr. 1978      Joined Nippon Express Co., Ltd.</p> <p>Jan. 2002      General Manager of Seattle Branch, NIPPON EXPRESS USA., INC.</p> <p>Feb. 2004      General Manager of Los Angeles International Airport, Cargo Operation, NIPPON EXPRESS USA., INC.</p> <p>Oct. 2008      General Manager of Sales Planning Department and General Manager of Customer Service Center, Nippon Express Co., Ltd.</p> <p>June 2011      Executive Officer, in charge of Sales Planning Department, No. 3 Sales Department and Customer Service Center, Nippon Express Co., Ltd.</p> <p>May 2013      Managing Officer, in charge of Sales Planning Division, Global Logistics Solution Division and Customer Service Center, Nippon Express Co., Ltd.</p> <p>May 2014      Managing Executive Officer, Nippon Express Co., Ltd.</p> <p>May 2015      Director, Nippon Express Health Insurance Society</p> <p>Apr. 2017      Chairperson of Graduates' Association and Councilor, Nittsu Gakuen Educational Corporation Ryutsu Keizai University (currently Ryutsu Keizai University)</p> <p>Oct. 2017      President, the Japan Health Insurance Association</p> <p>Apr. 2022      Director and Councilor. Nittsu Gakuen Educational Corporation Ryutsu Keizai University (currently Ryutsu Keizai University) (to present)</p> <p>June 2024      Outside Director (Audit and Supervisory Committee Member) of the Company (to present)</p> <p>(significant concurrent positions outside the Company) Director and Councilor, Ryutsu Keizai University</p>	—
<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the role expected]</p> <p>Nobuki Ando gained extensive knowledge of logistics at a global company where he served as an executive manager. Additionally, he has broad expertise in Japan's medical insurance business developed in the administration of health insurance systems. The Company expects him to leverage this experience in providing advice and opinions that promote sound, efficient and objective management, for which reason it has again nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member. In addition, if he is elected, the Company plans to request his objective and neutral involvement in the appointment of candidates for officer and the determination of officer's remuneration, etc., as a member of the Nominating and Compensation Committee.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Muneya Taniguchi (June 6, 1962)  Outside New election	<p>Apr. 1985      Joined the Mitsubishi Bank, Limited (currently MUFG Bank, Ltd.)</p> <p>June 2011      Executive Officer, General Manager of Sales Department No.3, Sales Division No.1, The Bank of Tokyo-Mitsubishi UFJ, Ltd.</p> <p>May 2015      Managing Executive Officer, General Manager of Sales Department No.3, in charge of Financial and Public Institutions</p> <p>Apr. 2019      Senior Managing Executive Officer, in charge of Western Region of Japan, MUFG Bank, Ltd. / Managing Executive Officer in charge of Osaka Area, Mitsubishi UFJ Financial Group, Inc.</p> <p>June 2019      Representative of the Board of Directors, Senior Managing Executive Officer, in charge of Western Region of Japan, MUFG Bank, Ltd.</p> <p>Apr. 2021      Representative of the Board of Directors, Deputy President, in charge of Western Region of Japan, MUFG Bank, Ltd.</p> <p>Apr. 2022      Deputy Chairman, Resident Executive (Western Region of Japan), Mitsubishi UFJ Morgan Stanley Securities, Co., Ltd.</p> <p>Apr. 2025      Senior Advisor, Mitsubishi UFJ Securities Holding, Co., Ltd. (to present)</p> <p>June 2025      Outside Director, NICHICON CORPORATION (to present)</p> <p>Sept. 2025      Director, Ueda Memorial Foundation (to present)</p> <p>Apr. 2026      Deputy Director, Tohoku University (to present)</p> <p>(significant concurrent positions outside the Company) Outside Director, NICHICON CORPORATION Director, Ueda Memorial Foundation Deputy Director, Tohoku University</p>	—
<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the role expected]</p> <p>Muneya Taniguchi has expert knowledge gained at financial institutions and experience in corporate management as an officer. The Company expects that he will be able to provide advice and recommendations to strengthen the transparency and fairness of the Company from an objective standpoint independent of management, for which reason it has nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. In addition to the number of the Board of Directors meetings held, which is stated in the table for each candidate, there were four (4) written resolutions that shall be deemed to have been resolved at the Board of Directors meeting, pursuant to the provisions of Article 370 of the Companies Act and Article 26 of the Company's Articles of Incorporation.
  3. The number of shares of the Company owned by each candidate as stated in the respective candidate sections represents the number of shares held as of the end of the fiscal year under review (March 31, 2026). This number also includes each candidate's equity interest in the TOWA PHARMACEUTICAL Officers' Stock Ownership Group.
  4. Kaori Oishi, Nobuki Ando and Muneya Taniguchi are candidates for Outside Director. The Company has submitted notification to the Tokyo Stock Exchange Inc. that Kaori Oishi and Nobuki Ando have been designated as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their appointment as independent officers to continue. Furthermore, Muneya Taniguchi satisfies requirements for an independent officer as provided for by the Tokyo Stock Exchange Inc. If his election is approved, the Company plans to designate him as an independent officer.
  5. Kaori Oishi is currently an Outside Director who is an Audit and Supervisory Committee Member of the Company. At the conclusion of this meeting, her tenure as an Outside Director will have been six (6) years.

6. Nobuki Ando is currently an Outside Director who is an Audit and Supervisory Committee Member of the Company. At the conclusion of this meeting, his tenure as an Outside Director will have been two (2) years.
7. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Kaori Oishi and Nobuki Ando to limit their liability for damages under Article 423, Paragraph 1 of the same Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If their reelection is approved, the Company plans to continue the said agreements with them. If the election of Muneya Taniguchi is approved, the Company plans to enter into the same limited liability agreement with him.
8. The Company has entered into a directors and officers liability insurance policy with an insurance company pursuant to Article 430-3, Paragraph 1 of the Companies Act. The policy covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability. Each of the candidates will become an insured under the policy. When the policy is renewed, the Company plans to maintain the same terms and conditions.

[Reference] Skill matrix of Directors after conclusion of this meeting

If Proposal 4 and Proposal 5 are approved and adopted as proposed at this meeting, the composition of the Board of Directors and skills possessed by Directors will be as follows.

	Gender	Corporate management	Global business	Sustainability	Finance/Accounting	Legal affairs/Compliance/Risk management	Personnel/Human resource development	IT/DX	Business strategy/Marketing	Production/Quality control/SCM	Science/R&D	Public administration/Industry
Inside Directors												
Itsuro Yoshida	Male	●		●	●	●	●		●	●		●
Osamu Uchikawa	Male	●	●							●	●	
Toshikazu Kokubun	Male	●		●	●		●	●	●	●		
Masaaki Takeyasu	Male	●	●					●	●			●
Hideshi Nakamura	Male	●							●	●	●	●
Masao Tanaka	Male	●			●	●	●					
Outside Directors												
Norikazu Eiki	Male	●	●			●				●	●	●
Kaori Oishi	Female			●		●						
Kenryo Goto	Male				●	●						
Nobuki Ando	Male	●	●			●				●		●
Muneya Taniguchi	Male	●	●		●				●			

Note: This table does not represent all of the skills possessed by each Director.