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## Corporate Governance Report

CORPORATE GOVERNANCE

Chubu Steel Plate Co., Ltd.

**Last Update: June 25, 2025**

**Chubu Steel Plate Co., Ltd.**

Daigou Kaneko, Representative Director and President

Inquiries: Susumu Matsuda, Executive Director

Securities code: 5461

<https://www.chubukohan.co.jp/en/>

The corporate governance of Chubu Steel Plate Co., Ltd. (the “Company”) is described below.

## **I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information**

### **1. Basic Views**

The Company recognizes corporate governance as one of the most important issues in management, based on its "Existence Principles" and "Management Principles", and is striving to enhance an effective corporate governance system in order to fulfill its responsibilities to stakeholders including shareholders, business partners, employees, and the local community, and to promote management that is highly transparent and fair, and trusted by society.

The basic ideas and policies regarding the Company's corporate governance is published on the Company's website as the "Basic Policy on Corporate Governance".

For more details about corporate governance, please refer to the URL below.

<https://www.chubukohan.co.jp/sustainability/governance> (Japanese only)

### **Reasons for Non-compliance with the Principles of the Corporate Governance Code [Updated]**

**【Principle 2.4 Ensuring Diversity, Including Active Participation of Women】**

(Supplementary Principle 2.4.1)

The Company has set "the establishment of a safe and rewarding corporate culture" as a materiality and is working on a broad hiring activity without barriers of gender, race, or background, as well as creating a system where all employees can fully demonstrate their abilities in a workplace environment that is easy to work in.

Regarding the diversity of core personnel, the Company acknowledge the challenge that the appointment of women has not progressed, and sets a goal of having a proportion of over 20% of female hires in the office and technical positions to increase the population of future female managers.

The Company does not have specific goals regarding the hiring of foreign and mid-career employees, but has been hiring personnel with the appropriate skills as needed to solve management challenges.

### **Disclosure Based on each Principle of the Corporate Governance Code [Updated]**

**【Principle 1.4 Cross-Shareholdings】**

The Company holds shares that are important to the group strategy as the cross-shareholdings, with the aim of strengthening business relationships in sales, enhancing business partnerships, ensuring stable funding, and contributing to regional development from the perspective of sustainable growth and increasing corporate value.

Regarding individual policy of the cross-shareholdings, the board meeting conducts an annual review based on the purpose of holding, trading status, financial situation (ratings), performance, stock price, dividends, etc.

Additionally, the board meetings scrutinize whether the purpose of holding is appropriate, and whether the returns and risks associated with the holding are commensurate with the cost of capital, taking into account med-to long-term economic

rationality and comprehensively verifying the rationality of the holdings.

As a result of the verification, stocks deemed to lack rationality shall be considered for reduction taking into account their impact on stock prices and the market, along with other various circumstances.

In exercising voting rights for held shares, the board shall comprehensively consider whether it contributes to the Company's sustainable growth and the increase of corporate value, as well as whether it contributes to the sound management of the investment destination and can be expected to the increase of corporate value, while respecting the management policy of the investee and appropriately exercising rights on a case-by-case basis.

#### 【Principle 1.7 Related Party Transactions】

The Company requires prior approval from the board meetings for any competitive transactions and conflict of interest transactions with corporations that are substantially controlled by director and the director himself/herself, in accordance with the law. Additionally, to strengthen oversight, the Company mandate reporting the results of such transactions to the board meetings.

#### 【Principle 2.6 Roles of Corporate Pension Funds as Asset Owners】

The Company's pension fund management is handled by the finance department, and it is entrusted to asset management firms that have expressed their policy for compliance with the Japan's Stewardship Code.

The Company continuously monitors the achievement of operational objectives and the management of conflicts of interest, while receiving regular operational reports from the asset management commissioning firms, making adjustments to the asset composition as necessary.

In addition, the Company has been enhancing the expertise of the personnel through discussions with the asset management commissioning firms and participation in specialized seminars.

#### 【Principle 3.1 Full Disclosure】

##### 1. Company objectives (e.g., business principles), business strategies and business plan

The Company is aware of its significance and social responsibility in society as an electric arc furnace manufacturer originating from ironmaking through "resource recycling" under the philosophy that "companies are public entities", it has established its corporate philosophy.

The corporate philosophy consists of the "Corporate Philosophy", which defines the reason for significance and business value, the "Management Philosophy", which establishes the basic management policies that should be practiced to realize the corporate philosophy, and the "Action Philosophy", which indicates the mindset and behavioral guidelines for employees. It has served as a guideline for the Company's management strategies and business vision up to today since its formulation. The details of the corporate philosophy are published on the Company's website, so please refer to the URL below.

<https://www.chubukohan.co.jp/en/company/philosophy/>

Furthermore, based on the role as a steel plate manufacturer providing fundamental materials for Japan's industrial society, the Company has formulated the corporate message "We create the future with a passionate heart" as an attitude towards all business activities, and the Company has been actively continuing efforts to contribute to the future of all people involved with the Company (employees and their families, shareholders, business partners) and the local community.

In addition, the Company's group has formulated a three-year mid-term business plan that started in the fiscal year 2024.

The "24Medium-term Management Plan (fiscal years 2024-2026)" outlines three basic policies: "1. Sales of 800,000 tons of steel products", "2. Decarbonization Response", and "3. Sustainable infrastructure development".

The Company will contribute to a decarbonized society which is a requirement of the times, by expanding the supply of steel plates products manufactured using electric arc furnace, which have low greenhouse gas emissions. As a result of these measures, the Company' group will promote efforts to achieve the Group's med-to long-term growth and "Aim for a market capitalization of 100 billion yen".

For details on the "24Medium-term Management Plan (fiscal years 2024-2026)", please refer to the Company's website at the URL below.

<https://www.chubukohan.co.jp/en/ir/plan/>

##### 2. Basic views and guidelines on corporate governance based on each of the principles of the Code

Please refer to "I.1.Basic Views" in this report.

##### 3. Board policies and procedures in determining the remuneration of the senior management and directors

Please refer to "II.1. 【Director Remuneration】 Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods" in this report.

4. Policies and procedures in the appointment/dismissal of the senior management and the nomination of director candidates  
See “II.2. Matters Concerning Functions of Business Execution, Auditing and Supervision, Nomination, and Remuneration Decisions (Overview of Current Corporate Governance System)” in this report.

5. Explanations with respect to the individual appointments/dismissals and nominations

The Company includes the biographies of each director in the Reference Documents for the General Meeting of Shareholders as well as in the securities report.

Additionally, Reference Documents for the General Meeting of Shareholders disclose the reasons for the appointments and nomination of each individual director candidate.

(Supplementary Principle 3.1.3)

The Company is actively engaged in addressing sustainability issues in order to fulfill the social responsibility through iron-making via resource recycling and to achieve sound and sustainable development, under the corporate philosophy that "We exist to create happiness for all people concerned with Chubu Steel Plate."

The details of the initiatives are disclosed as appropriate on the Company's website, integrated report, securities report, and other materials.

For more details, please refer to the URL below. (Japanese only)

【Sustainability】 <https://www.chubukohan.co.jp/sustainability/>

【Integrated Report】 <https://www.chubukohan.co.jp/sustainability/integrated-report/>

【Securities Report】 <https://www.chubukohan.co.jp/ir/library/securities-report/>

- Initiatives regarding climate change

In the 24Medium-term Management Plan, the Company is promoting "Decarbonization Response" as one of the basic policies, and in addition to the completion and startup of ecological and economical arc furnace, the Company is actively promoting further energy-saving equipment investments, the active utilization of renewable energy including off-site PPA, and efforts towards the development of green steel.

In addition, the Company agreed to the Task Force on Climate-related Financial Disclosures (TCFD) in March 2023 and has been disclosing information based on that framework.

- Initiatives regarding human capital and intellectual properties.

The Company has been considering and implementing measures related to human capital, under the management philosophy of "We Pursue people-oriented management.", by following the basic policy of human resource management,

Additionally, the Company aims to maximize value-added labor productivity by verifying and improving its effectiveness through employee engagement surveys.

Regarding intellectual properties, the Company has been engaged in efforts to acquire intellectual properties that aligns with the med-to long-term business strategy and contributes to sustainable corporate growth, as well as to effectively utilize it.

【Principle 4.1 Roles and Responsibilities of the Board】

(Supplementary Principles 4.1.1)

The regulations of the board of directors and the regulations of duties and authorities clarify the resolutions by the board, and the board deliberates and decides on matters stipulated by laws and articles of incorporation, as well as important matters concerning the Company and the group.

In addition, the Company established certain criteria for each business item based on its scale, nature, and amount, and the Company shall delegate the decision-making to the management team.

Furthermore, based on the provisions of the Companies Act, the Company shall decide to delegate part of the important business execution decisions to the representative director.

In addition, the Company has established the meeting composed of full-time directors (the meeting of full-time directors) , and matters to be submitted to the board meetings and delegated to the representative director shall undergo deliberation by the meeting of full-time directors.

【Principle 4.9 Independence Standards and Qualification for Independent Directors】

The Company has established its independence standards by referring to the standards set by the Companies Act and the stock exchange.

The information of the independence criteria is published at the end of the Company website's "Basic Policy on Corporate Governance", so please refer to the URL below.

<https://www.chubukohan.co.jp/sustainability/governance> (Japanese only)

**【Principle 4.10 Use of Optional Approach】**

**(Supplementary Principles 4.10.1)**

The Company has established the "Nomination and Compensation Advisory Committee" as an advisory body to the board, which discusses the nomination of director candidates, policies regarding the remuneration system for directors, and remuneration amounts, and submits its results to the board meetings.

The committee is composed of three or more directors, ensuring independence by composing a majority of independent outside directors, and the board respects the reports of the committee.

**【Principle 4.11 Preconditions for Board and Audit Committee Effectiveness】**

**(Supplementary Principle 4.11.1)**

The number of directors (excluding directors who are the audit & supervisory committee members) stipulated in the Company's articles of incorporation shall be up to 12, and the number of directors who are the audit & supervisory committee members shall be up to 4.

The board is composed of an appropriate number of members who ensure diversity, taking into account the balance of knowledge, experience, and ability in the Company's business.

Regarding internal directors, the Company selected them based on a comprehensive evaluation of their experience, expertise, and capabilities, while outside directors are appointed considering their experience and knowledge.

Additionally, the skills matrix of the directors is disclosed in the notice of the annual general meeting of shareholders and is also included at the end of this report.

Additionally, two of the six independent outside directors have management experience in other companies.

**(Supplementary Principle 4.11.2)**

The Company discloses the important concurrent positions of each director annually in the notice of the general meeting of shareholders and securities report.

The Company judges that the concurrent positions of the directors are within a reasonable range that does not hinder their performance of duties.

**(Supplementary Principle 4.11.3)**

The Company conducts an annual self-evaluation survey for all directors and analyzes and evaluates it to further improve the effectiveness of the board.

The overview of the evaluation process and the results of the effectiveness assessment for the fiscal year 2024, along with the recognition of future challenges, is as follows.

**1. Evaluation Process**

In conducting self-evaluation, the Company established evaluation items regarding the composition of the board, management, deliberations, and support systems, taking into account past evaluation results and the perspective of effectiveness improvement.

**2. Summary of Evaluation Results**

Based on past efforts to enhance the operation of the board and the richness of the agenda, the evaluations from each director regarding the current situation are generally high.

The board, outside directors, and internal directors are appropriately fulfilling their respective roles and responsibilities, and it has been confirmed that adequate discussions and exchanges of opinions have been taking place within the board meeting.

From this, it is judged that the supervisory function of the board is being exercised and sufficient effectiveness is secured.

**3. Future Challenges**

Alongside the initiatives the Company has advanced to improve effectiveness, the Company recognizes the need to create an environment where the experience and knowledge of outside directors can be better utilized, and to enrich discussions on management issues for the entire group from a med- to long-term perspective.

The Company will continue to maintain an appropriate governance structure and an environment conducive to deeper discussions in the board, while regularly assessing the status of improvements to the issues at hand through effectiveness evaluations, and will persistently work towards enhancing the effectiveness of the board.

**【Principle 4.14 Directors Training】**

**(Supplementary Principle 4.14.2)**

For training opportunities targeting directors, including the audit & supervisory committee members, external seminars are organized to acquire knowledge and skills according to the roles and responsibilities required of each director.

In particular, for newly appointed directors, seminars conducted by external experts are set up to facilitate the acquisition of knowledge regarding the duties and responsibilities of directors.

【Principle 5.1 Policy for Constructive Dialogue with Shareholders】

The policy to promote constructive dialogue with shareholders is as follows:

- The Company has designated the General affairs Department as the responsible department for individual investors' IR, and the Management Planning Department for institutional investors' IR, with the director in charge overseeing each department's activities.
- The relevant internal departments that assist in dialogue are actively sharing information about IR activity plans and necessary information with each other to achieve constructive dialogue.
- As other means of dialogue aside from individual meetings, the Company conducts activities for individual investors' IR, financial result briefings for analysts, and factory tours.

The opinions of shareholders gathered during these dialogues are appropriately fed back to the director in charge of IR through reports and other means.

- Regarding the management of insider information during these dialogues, the Company has established the regulations concerning timely disclosure and insider trading regulations, built a system for handling important information and preventing insider trading within the Company, and communicated this to the Company's directors and employees. Additionally, the Company strive to ensure thorough information management within IR-related departments.

## Action to Implement Management That Is Conscious of Cost of Capital and Stock Price

Content of Disclosure	Disclosure of Initiatives (Update)
Availability of English Disclosure	Available
Date of Disclosure Update [Updated]	May 9, 2025

### Explanation of Actions [Updated]

The Company has established a policy aimed at managing with awareness of capital costs and stock prices.

Additionally, the Company is working to enhance mid- to long-term corporate value by regularly updating the goals and initiatives through communication with shareholders and investors.

For more details, please refer to the URL below.

「Financial Results Presentation - Fiscal Year Ended March 31,2025」 Pages 44 to 57

<https://www.chubukohan.co.jp/ir/library/session/> (Japanese)

<https://www.chubukohan.co.jp/information/ir/> (English)

## 2. Capital Structure

Foreign Shareholding Ratio	Less than 10%
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## Status of Major Shareholders [Updated]

Name or Company Name	Number of Shares Owned	Percentage (%)
Chubu Steel Plate Client Stock Ownership	2,568,200	9.48
Mitsui & Co. Steel Ltd.	2,544,000	9.39
The Master Trust Bank of Japan, Ltd. (trust account)	1,838,600	6.79
HIKARI TSUSHIN, INC.	1,367,000	5.05
NIPPON STEEL TRADING CORPORATION	1,260,000	4.65
Custody Bank of Japan, Ltd. (trust account)	1,007,900	3.72
OKAYA & CO., LTD.	912,000	3.36
MUFG Bank, Ltd.	800,000	2.95
The Juroku Bank, Ltd.	630,000	2.32
Hanwa Co., Ltd.	556,000	2.05

Name of Controlling Shareholder, if applicable (excluding Parent Companies)	—
Name of Parent Company, if applicable	None

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#### Supplementary Explanation **[Updated]**

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1. The situation of the major shareholders above is as of March 31, 2025. Also, the shareholding ratio is calculated after deducting treasury shares.
2. In addition to the above, as of March 31, 2025, the Company owns 917,716 shares of treasury shares (which represents 3.27% of the total issued shares).

### 3. Corporate Attributes

Listed Stock Exchange and Market Segment	Tokyo Stock Exchange Prime Market, Nagoya Stock Exchange Premier Market
Fiscal Year-End	March
Business Sector	Iron & Steel
Number of Employees (Consolidated) as of the End of the Previous Fiscal Year	500 or more but fewer than 1,000
Net Sales (Consolidated) for the Previous Fiscal Year	¥10 billion or more but less than ¥100 billion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	Fewer than 10

### 4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

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### 5. Other Special Circumstances which may have a Material Impact on Corporate Governance

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## II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight

### 1. Organizational Composition and Operation

Corporate Governance System	Company with Audit & Supervisory Committee
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#### Directors

Number of Directors Stipulated in Articles of Incorporation	16
Directors' Term of Office Stipulated in Articles of Incorporation	1 year
Chairperson of the Board	President
Number of Directors [Updated]	12
Election of Outside Directors	Elected
Number of Outside Directors	6
Number of Independent Directors [Updated]	6

#### Outside Directors' Relationship with the Company (1) [Updated]

Name	Attributes	Relationship with the Company*										
		a	b	c	d	e	f	g	h	i	j	k
Takahiro Hirano	From another company								○			
Nobutaka Ushigome	From another company								○			
Makoto Nishigaki	Lawyer											
Hiroko Iwata	Certified Public Accountant								△			
Miyuki Watanabe	Academic											
Yuko Matsumoto	From another company											

\*Categories for "Relationship with the Company".

(Use "○" when the director presently falls or has recently fallen under the category; "△" when the director fell under the category in the past; "●" when a close relative of the director presently falls or has recently fallen under the category; and "▲" when a close relative of the director fell under the category in the past.)

- Person who executes business for the Company or its subsidiary
- Person who executes business for a non-executive director of the Company's parent company
- Person who executes business for a fellow subsidiary
- Person/entity for which the Company is a major client or a person who executes business for said person/entity
- Major client of the Company or a person who executes business for said client
- Consultant, accounting expert, or legal expert who receives large amounts of cash or other assets from the Company in addition to remuneration as a director/company auditor
- Major shareholder of the Company (in cases where the shareholder is a corporation, a person who executes business for the corporation)
- Person who executes business for a client of the Company (excluding persons categorized as any of d, e, or f above) (applies to director him/herself only)
- Person who executes business for another company that holds cross-directorships/cross-auditorships with the Company (applies to director him/herself only)
- Person who executes business for an entity receiving donations from the Company (applies to director him/herself only)
- Other

Outside Directors' Relationship with the Company (2) [Updated]

Name	Membership of Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons for Appointment
Takahiro Hirano		○	OKAYA & CO., LTD., is the company where Mr. Takahiro Hirano serves as business executor, and the said company is a business partner in sales and purchase of the Company and CK Trading Co., Ltd., a subsidiary of the Company, but the amount of transactions between the said company and the Company is at a lower level than the independence standards for outside directors and officers set by the Company.	<p>Mr. Takahiro Hirano has held key positions in Japan and overseas at a trading company. He also has experiences and broad insight as a corporate manager. In view of his abundant experiences and achievements, the Company expects that he will be able to provide suggestions appropriately for the overall management of the Company.</p> <p>The Company has designated him as independent director, because he is independent from the management team executing operations and there is no risk of a conflict of interest with general shareholders.</p>
Nobutaka Ushigome		○	The Company has no business relationship with TYK Corporation, where Mr. Nobutaka Ushigome serves as President and Representative Director. Although CK CORPORATION LTD., a subsidiary of the Company, is a business partner in sales and purchasing of the said company, but the transaction amount between the said company and the subsidiary of the Company is below the level set by the Company's independence standards for outside directors.	<p>Mr. Nobutaka Ushigome has worked successfully at manufacturing companies as director and representative director for many years, and has a wealth of experience and knowledge concerning the general management of a manufacturing company. In view of his experiences and achievements mentioned above, the Company expects that he will be able to provide suggestions regarding the overall management of the Company.</p> <p>The Company has designated him as independent director, because he is independent from the management team executing operations and there is no risk of a conflict of interest with general shareholders.</p>
Makoto Nishigaki	○	○	—	<p>Mr. Makoto Nishigaki has a wealth of experience and knowledge of legal affairs as a lawyer. In view of his experiences and achievements mentioned above, the Company judged that he will be able to provide suggestions to the Company's management and carry out his duties of supervision concerning our Company's management appropriately.</p> <p>The Company has designated him as independent director, because he is independent from the management team executing operations and there is no risk of a conflict of interest with general shareholders.</p>
Hiroko Iwata	○	○	Ms. Hiroko Iwata was affiliated with the auditing firm of the Company, KPMG AZSA & Co., from July to December 2007, but it has been 17 years since her resignation. The audit fees the Company paid to KPMG AZSA & Co. for the fiscal year ended March 2025 amounted to 31 million yen, and the transaction	The Company judged that she will be able to provide suggestions to the Company's management and carry out her duties of supervision concerning the Company's management appropriately, from a professional standpoint based on extensive experience and knowledge as a certified public accountant.



			amount is small for both the Company and KPMG AZSA & Co. Furthermore, there are no current or past transactional or contractual relationships between the Company and the accounting office managed by her.	The Company has designated her as independent director, because she is independent from the management team executing operations and there is no risk of a conflict of interest with general shareholders.
Miyuki Watanabe	○	○	—	<p>Ms. Miyuki Watanabe has a high level of knowledge in the field of the code of civil procedure as a professor at University Faculty of Law as well as a wealth of experience in organizations and personnel management on educational institution. The Company judged that she will be able to carry out her duties of supervision concerning the Company's management appropriately, from her experience and knowledge.</p> <p>The Company has designated her as independent director, because she is independent from the management team executing operations and there is no risk of a conflict of interest with general shareholders.</p>
Yuko Matsumoto	○	○	—	<p>Ms. Yuko Matsumoto has extensive experience in research and development and quality control in the food manufacturing industry, as well as serving as the head of the management department, where she has worked on compliance, risk management, and sustainability issues. The Company judged that she will be able to carry out her duties of supervision concerning the Company's management appropriately, from her experience and knowledge.</p> <p>The Company has designated her as independent director, because she is independent from the management team executing operations and there is no risk of a conflict of interest with general shareholders.</p>

## Audit and Supervisory Committee

### Composition of Audit and Supervisory Committee and Attributes of the Chairperson

	All Committee Members	Full-time Members	Inside Directors	Outside Directors	Committee Chair
Audit and Supervisory Committee	4	0	0	4	Outside Director

Appointment of Directors and/or Staff to Support the Supervisory Committee	Appointed
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### Matters Concerning Independence of Said Directors and/or Staff from Executive Officers/Reasons for Adopting Current System

The internal audit department serves as staff to assist the audit & supervisory committee in its duties (auxiliary staff). Personnel transfers and performance evaluations of employees in the internal audit department are conducted with the consent of the audit & supervisory committee. Additionally, the work related to assisting the audit & supervisory committee is placed under the direction of the audit & supervisory committee, ensuring independence from directors (excluding directors who are the audit & supervisory committee members).

### Cooperation among the Audit and Supervisory Committee, Accounting Auditors and Internal Audit Department

Outside directors who are the audit & supervisory committee member supervise management through their attendance at board meetings and receive reports from the internal audit department on the audit & supervisory committee, facilitating collaboration through the sharing of audit results and discussions about implementation status. Additionally, outside directors who are the audit & supervisory committee members receive explanations of the audit plans and results from the accounting auditors, and engage in discussions through regular meetings with the accounting auditors.

## Voluntary Established Committee(s)

Voluntary Establishment of Committee(s) equivalent to Nomination Committee or Remuneration Committee	Established
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### Status of Voluntarily Established Committee(s), Attributes of Members Constituting the Committee and the Committee Chairperson

	Committee's Name	All Members	Full-time Members	Inside Directors	Outside Directors	Outside Experts	Other	Chairperson
Voluntarily Established Committee Equivalent to Nomination Committee	Nomination and Remuneration Advisory Committee	3	0	1	2	0	0	Inside Director
Voluntarily Established Committee Equivalent to Remuneration Committee	Nomination and Remuneration Advisory Committee	3	0	1	2	0	0	Inside Director

### Supplementary Explanation

The Company has established the "Nomination and Remuneration Advisory Committee" as an advisory body to the board with the aim of enhancing objectivity and transparency in the nomination and remuneration of directors, as well as strengthening the corporate governance system.

The nomination and remuneration advisory committee shall be composed of at least three directors, with a majority being independent outside directors.  
The committee deliberates on matters such as the nomination of director candidates, the director remuneration system, and policies regarding remuneration amounts, and submits its recommendations to the board.

## Matters Concerning Independent Directors

Number of Independent Directors [Updated]	6
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Other Matters Concerning Independent Directors
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All outside directors who meet the requirements for independent directors are designated as independent directors.

## Incentives

Implementation Status of Measures related to Incentives Granted to Directors	Introduction of Performance-linked Remuneration Scheme / Other
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Supplementary Explanation for Applicable Items
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The Company provides the performance-linked remuneration linked to the performance of each business year and stock-based compensation as mid-to long-term incentive remuneration, to the directors responsible for executing business operations.  
For details, please refer to the disclosure content regarding the "Disclosure of Policy on Determining Remuneration amounts and Calculations Methods" in the section "Director Remuneration".

Persons Eligible for Stock Options	None
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Supplementary Explanation for Applicable Items
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## Director Remuneration

Status of Disclosure of Individual Director's Remuneration	No Disclosure for any Directors
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Supplementary Explanation for Applicable Items
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The total amount of directors' remuneration for each fiscal year is stated in the business report and the securities report.

Policy on Determining Remuneration Amounts and Calculation Methods	Established
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Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods
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### 1. Basic Concept

The remuneration of directors, etc., is based on a remuneration system that functions as a sound incentive to improve the performance and corporate value of the group, and the Company established an appropriate level considering the business environment, performance, duties, etc.

The remuneration for directors responsible for business execution consists of fixed remuneration corresponding to the roles and responsibilities of their positions, performance-linked remuneration that is linked to the performance for each fiscal year, and stock-based compensation as a mid-to long-term incentive.

The Company compensates the outside directors and who are the audit & supervisory committee member with fixed remuneration based on their roles and responsibilities, as they are in an independent position from business execution.

### 2. Policy for Determining Total Amount of Individual Remuneration and the Ratio of Each Type of Remuneration

The total amount of individual remuneration is determined at a level that takes into account the business environment, performance, duties, and also considers securing excellent talent and the socio-economic situation. The payment ratio for each type of remuneration is set to function as a sound incentive by comprehensively considering the roles, duties, and performance.

### 3. Policy for Determining Each Type of Remuneration

#### (1) Fixed Remuneration

Fixed remuneration is paid monthly based on the roles and responsibilities of the position.

#### (2) Performance-Linked Remuneration

The Company pays the directors, based on a resolution of the board once a year, an amount linked to performance according to their roles and responsibilities.

The amount of remuneration is based on the profit attributable to owners of parent as an indicator, because which of the profit serves as a bases for dividends to shareholders and reflects the final performance of the relevant fiscal year.

#### (3) Stock-based compensation

In order to enhance directors' incentive to contribute to the rise in stock prices and the improvement of corporate value, the Company grant restricted stock compensation based on the role and responsibilities of the position once a year, based on a resolution of the board, and restrict the transfer of the acquired shares until the resignation of the Company's directors.

### 4. Procedures for determining the contents of individual directors' remuneration, etc.

Regarding the individual remuneration of directors who are not the audit & supervisory committee members, it is deliberated within the scope of the total amount approved at the general shareholder meeting by the nominating and remuneration advisory committee, which is majority composed of independent outside directors, and recommendations are provided to the board.

The details of individual remuneration are determined by the representative director and president, based on the delegation resolution of the board, while respecting the recommendations of the nominating and remuneration advisory committee.

The individual remuneration of directors who are the audit & supervisory committee members, is determined based on discussions among directors who are not the audit & supervisory committee members, within the total amount approved at the general shareholder meeting.

## Support System for Outside Directors

The General Affairs Department and Internal audit Department are establishing a support system by conducting the prior distribution of materials for the board meeting and related meetings, as well as for the communication of pending issues and prior explanations.

## 2. Matters Concerning Functions of Business Execution, Auditing and Supervision, Nomination, and Remuneration Decisions (Overview of Current Corporate Governance System) [Updated]

The Company is a company with supervisory committee, and the main institutions established by the Company are as follows.

### <The Board>

- The board consists of 8 directors (excluding directors who are the audit & supervisory committee members, of which there are 2 outside directors) and 4 directors who are the audit & supervisory committee members (all of whom are outside directors).
- The board holds regular meetings at least once a month to make swift and accurate management decisions, and convenes as necessary in a flexible manner.

In addition to matters prescribed by law, the Company makes decisions after thorough discussions and considerations on management issues that need to be addressed and important matters concerning the entire group, while also supervising the execution of duties by directors.

### <the Audit & Supervisory Committee>

- The audit & supervisory committee consists of four directors who are the audit & supervisory committee members, all of whom are outside directors.
- The audit & supervisory committee is held once a month as a general rule, and additionally convened flexibly as needed.

Based on the audit standards established by the audit & supervisory committee, the Company conducts audits over the overall execution of duties by directors in accordance with the audit policies and audit plans.

In addition, by establishing an effective collaboration system through information sharing and exchanging opinions with the internal audit department, the Company has been aiming to enhance the effectiveness and efficiency of audits using the internal control system.

### <Nominations and Remuneration Advisory Committee>

The nominations and remuneration advisory committee is composed of one representative director and president, and two directors who are the audit & supervisory committee members (including two outside directors).

In order to improve the objectivity and transparency in the appointment and remuneration of directors, as well as to strengthen the corporate governance system, it has been established as an advisory body to the board, consisting of three or more directors, with a majority of them being independent outside directors.

The nomination and remuneration advisory committee meets at least once a year to discuss the nomination of director candidates, the board remuneration system, and policies related to remuneration amounts, and submits its results to the board.

The contents of the committee's discussions and recommendations are reported to the board meeting by the representative director and president.

<The meeting of full-time directors>

- The meeting of full-time directors consists of six full-time directors.
- The meeting of full-time directors holds twice a month in principle, where they discuss and decide on the basic management policies and important matters concerning business execution, as well as coordinate departmental activities and conduct management control across the entire organization.

Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with outside directors to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act to the amount prescribed by laws and regulations.

The limit of liability for damages under the relevant contract is as stipulated by law.

The limitation of liability in question is recognized only when the outside director in question has acted in good faith and without any gross negligence regarding the duties that caused the liability.

### 3. Reasons for Adoption of Current Corporate Governance System

The Company adopted a company with supervisory committee system in order to further strengthen corporate governance and enhance sustainable corporate value, by further strengthening the supervisory functions of the board and achieving prompt decision-making, since directors who are the audit & supervisory committee members can hold voting rights at the board meetings.

## III. Implementation of Measures for Shareholders and Other Stakeholders

### 1. Measures to Vitalize General Meeting of Shareholders and Facilitate Exercise of Voting Rights [Updated]

	Supplementary Explanation
Early Posting of Notice of the General Meeting of Shareholders	In usual years, the Company has been aiming to send out notifications 18 days before the date of the general meeting of shareholders. Additionally, the notice for the 101st annual general meeting of shareholders was sent out on June 6, 2025. (The start date for electronic provision measures was May 30, 2025.)
Scheduling of the General Meeting of Shareholders on a Non-Peak Day	In principle, the Company has been scheduling a Non-Peak Day of the general meeting of shareholders meeting to ensure that more shareholders could attend the meeting.
Electronic Exercise of Voting Rights	As part of improving the convenience of exercising voting rights, the Company has introduced electronic exercise of voting rights from the annual general meeting of shareholders in 2021.
Participation in a Platform for the Electronic Exercise of Voting Rights and Other Initiatives to Enhance Environment for Institutional Investors to Exercise Voting Rights	Since the annual general meeting of shareholders in 2023, the Company has been participating in the platform for the electronic exercise of voting rights operated by ICJ, Inc.
Provision of Notice (or Summary of Notice) of the General Meeting of Shareholders in English	Since the annual general meeting of shareholders in 2022, the Company has created an English translation of the notice for the annual general meeting of shareholders and disclosed it on the Company's website and TDnet.
Other	Prior to sending to shareholders, the notice of the annual general meeting of shareholders have been disclosed on the Company's website and TDnet.

### 2. Status of IR-related Activities

	Supplementary Explanation	Explanation by a representative director or a representative executive officer
Formulation and Publication of Disclosure Policies	The Company has created an IR policy and disclosed it on the Company's website.	
Regular Investor Briefings held for Individual Investors	The Company has been holding company briefing for individual investors about once or twice a year, where presentations were conducted by the director in charge of IR twice a year.	Not Held

Regular Investor Briefings held for Analysts and Institutional Investors	The Company has been holding quarterly financial results briefing for analysts and institutional investors, where representative director and president, and the director in charge of investor relations provide explanations of the financial results and business plan. In addition, the Company has been conducting explanations for institutional investors as needed through individual meetings and other means.	Held
Online Disclosure of IR Information	On the Company's website, the Company has posted the financial results, supplementary data of financial results, company presentation materials, securities reports, integrated reports, and more on the IR information page.	
Establishment of Department and/or Placement of a Manager in Charge of IR	General Affairs Department (responsible for individual investors), Management Planning Department (responsible for securities companies and analysts)	
Other	Since 2009, the Company has been participating in the IR Expo organized by the Nagoya Stock Exchange to facilitate communication with individual investors.	

### 3. Status of Measures to Ensure Due Respect for Stakeholders

	Supplementary Explanation
Establishment of Internal Rules Stipulating Respect for the Position of Stakeholders	"Basic Policy on Corporate Governance" and "Corporate Philosophy" as well as "Chubu Steel Plate Group Code of Conduct" stipulate the Company commitment to responding to the entrusted requests from stakeholders, including shareholders, and the Company has been working towards appropriate cooperation with stakeholders.
Implementation of Environmental Preservation Activities and CSR Activities, etc.	The Company obtained certification for the international standard for environmental management systems, ISO 14001. (First obtained ISO 14001:2004 edition in 2006, and obtained ISO 14001:2015 edition in 2018) Details of environmental preservation activities have been published in the "Chubu Steel Sheet Integrated Report" and are available on the Company's website. The Company also has been conducting factory tours for local residents and elementary schools, and the Company has been having regular meetings with neighborhood association officials.
Formulation of Policies, etc. on Provision of Information to Stakeholders	The Company established the "IR Policy", which sets forth the basic principles and standards for information disclosure, and the Company has been actively promoting information disclosure based on this policy.

## IV. Matters Concerning the Internal Control System

### 1. Basic Views on Internal Control System and Status of Development

The Company is striving to enhance its corporate governance system based on our "corporate philosophy" and "existence philosophy" by developing, operating, and improving the Company's internal control system.

The status of development is as follows.

- (1) Systems to ensure that the execution of duties by officers and employees of the Company and the Subsidiaries complies with laws and regulations and the articles of incorporation.
  - 1) The Company has established the "Compliance Regulations" as the code of conduct for all directors and employees of the Company and the Group, and the Company strives to create an appropriate business operation and a corporate culture that emphasizes compliance through its implementation and thorough adherence.
  - 2) The Company has established the Risk and Compliance Committee to promote compliance management for the Company and the Group. The committee conducts monitoring related to compliance and engages in employee awareness activities. Important matters are reported to the meeting composed of full-time directors and the Board Meeting.
  - 3) The Company and the Group have established an "internal reporting system" to prevent legal violations and internal misconduct that hinder continuous and stable development, as well as to correct them through early detection.
  - 4) The internal audit department regularly audits the compliance status of the Company and the Group, and reports to the meeting composed of full-time directors and the audit and supervisory committee.
  - 5) The Company and the Group never have any involvement with antisocial forces in order to maintain sound corporate

management, and take a resolute stance as an organization against unjust demands.

- (2) Systems to store and manage information related to the execution of duties by the company's directors  
The directors prepare minutes of various meetings based on internal regulations, and implement the storage and management of information related to the execution of important duties and approvals in accordance with the document management regulations. Additionally, the system established to allow for constant viewing upon request from the audit and supervisory committee.
- (3) Regulations and other systems related to managing the risk of loss of the Company and the Subsidiaries
  - 1) The Company has established the risk management committee and various committees responsible for risks related to quality, environment, disaster prevention, and safety and health, based on the risk management regulations that define risk management for the Company and the Group. Through the practice of risk management across the entire group, the Company aim to ensure the continuity and stable development of the Company's business.
  - 2) The directors supervise the departments they manage or are in charge of to prevent and avoid the risk of loss by creating and distributing internal regulations as necessary in response to the expected risks, and conducting training and internal audits.
  - 3) In the event of a significant risk of loss, directors must promptly report to the meetings composed of full-time officers, the board meetings, and the audit and supervisory committee, and take appropriate measures.
- (4) Systems for ensuring the efficient performance of duties by directors of the Company and the Group
  - 1) Important management matters are discussed in the meeting composed of full-time directors.
  - 2) The board execute its business based on the department of duties between the representative director and other directors responsible for business execution.
  - 3) The Company and the group shall formulate a management plan and shall regularly check its progress at the meetings composed of full-time directors and the board, and shall review it as needed in response to changes in the business environment.
  - 4) The audit and supervisory committee members shall attend various important meetings as necessary and express their opinions.
  - 5) The Company has established regulations for managing affiliated companies that set forth the basic policies for subsidiary management, and the Company ensure proper and efficient operations of group management.
- (5) Systems related to the reporting to the Company of matters concerning the execution of duties by directors and others of subsidiaries, and other systems to ensure the properness of operations within the corporate group consisting of the Company and the subsidiaries.
  - 1) The Company periodically receives reports on the management content and other important information of subsidiaries based on the regulations for managing affiliated companies.
  - 2) The Company shall dispatch directors and auditors from the Company to the subsidiaries, and the directors shall oversee and supervise the execution of duties by the subsidiary's directors. Additionally, the department in charge of the subsidiary shall manage and supervise based on internal regulations.
  - 3) The Subsidiaries shall establish internal control systems based on their respective scales, the nature of their businesses, the design of their organizations, and other characteristics and traits of the Company.
  - 4) In transactions between groups, they shall be operated appropriately in light of laws, regulations, and other social norms.
  - 5) Establish and build a system to ensure the properness of financial reporting.
- (6) Matters concerning employees to be assigned to assist the audit and supervisory committee when the committee requested such assignment, and matters concerning the independence of the relevant employee from directors (excluding directors who are audit and supervisory committee members) and the effectiveness of instructions given to the relevant employee.
  - 1) If requested by the audit and supervisory committee members, the director shall appoint an assisting employee.
  - 2) The specific content of the previous item shall be determined after hearing the opinions of the audit and supervisory committee and taking into full consideration the job responsibilities.
  - 3) When evaluating the personnel and business performance of the relevant employee, the consent of the audit and supervisory committee shall be obtained.
  - 4) The relevant employee shall be placed under the direction and command of the audit and supervisory committee in relation to duties that assist the audit and supervisory committee.
- (7) Systems for reporting to the audit and supervisory committee by the directors of the Company and the Subsidiaries (excluding directors who are the audit and supervisory committee members) and employees, and other systems related to reporting to the audit and supervisory committee

- 1) The directors of the Company and the Group (excluding directors who are the audit and supervisory committee members) and employees shall report on the following matters to the audit and supervisory committee. They shall also report as necessary at the request of the audit and supervisory committee.

Facts that may cause significant damage to the Company.

Improper conduct regarding job performance of the directors and employees, the risk of significant facts occurring that violate laws and regulations of them, and in the event that it occurs, that fact

- 2) The Company and the Group prohibit any disadvantageous treatment of employees who report to the audit and supervisory committee in accordance with the preceding clause.

- (8) Other systems to ensure that audits by the audit and supervisory committee are conducted effectively

- 1) The audit and supervisory committee, the representative director, and the accounting auditor hold regular meetings to exchange opinions on important audit issues. Additionally, opportunities are secured for the audit and supervisory committee to express their opinions on important matters as needed.

- 2) The Company shall establish a budget each year for expenses incurred by the audit and supervisory committee members in the execution of their duties.

- 3) The Company shall promptly process the necessary expenses in advance when the audit and supervisory committee member makes a request for such expenses related to the execution of their duties.

## 2. Basic Views on Measures for Eliminating Anti-Social Forces and Status of Development

The Company shall never engage with anti-social forces for the sake of sound business management.

Also, the Company shall respond resolutely as an entire organization to unjust demands.

The General Affairs Department is overseeing the response to antisocial forces.

In the event of receiving unjust demands, the Company shall respond in collaboration with external specialized agencies such as the police and lawyers based on the "Anti-Social Forces Response Manual".

In addition, the Company has joined the Aichi Prefectural Corporate Defense Measures Council in order to strive to gather information about antisocial forces.

The Company has been ensuring thorough awareness of our policies to employees through compliance training and other means.

## V. Other

### 1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Adopted
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Supplementary Explanation for Applicable Items <b>[Updated]</b>
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- (1) Basic Policy on Persons Who Control Decisions on Financial and Business Policies of the Company

As a listed company, which means that free trading of the Company's shares is permitted, the Board of Directors of the Company does not categorically reject so-called "hostile acquisitions," which are conducted without the approval of the Board of Directors of the Company, as long as they contribute to the corporate value of the Group and the common interests of its shareholders. The Company also believes that the final decision on whether or not to accept a takeover bid involving a transfer of control of a stock company should be made based on the intentions of the shareholders.

However, in the management of the Company and the Group, it is essential to have sufficient understanding of and consideration for the high level of technology, wide-ranging know-how, and extensive experience related to the manufacture of electric furnace thick steel plates, as well as the close relationships that have been built over many years with stakeholders including customers, business partners, and employees. Without a sufficient understanding of these factors, the Company believes that it is impossible to make an appropriate judgment of shareholder value that can be achieved in the future.

In the event that a large-scale purchase of the Company's shares is about to take place, the Company believes that it is in the best interests of the corporate value of the Group and ultimately the common interests of its shareholders to ensure that the corporate value of the Group and ultimately the common interests of its shareholders by taking necessary and reasonable countermeasures against any large-scale purchase that would seriously damage the Group's corporate value and ultimately the common interests of its shareholders, and additionally ensure that a system is in place that allows shareholders to make a considered judgment based on the provision of necessary and sufficient information from the party who intends to make the purchase and a period of time for the Board of Directors to evaluate the proposal, in order for shareholders to decide whether or not to accept the proposed large-scale purchase.

- (2) Measures to Prevent Decisions on Financial and Business Policies of the Company from Being Controlled by Inappropriate Parties in the Context of Its Basic Policy



The Company resolved to continue "Policy for Responding to Large-Scale Purchase of the Company's Shares (Takeover Response Policy)", which outlines the procedures that must be followed by anyone intending to conduct specific purchasing activities before doing so, during the board of directors meeting held on May 21, 2024, and at the 100th Annual General Meeting of Shareholders held on June 25 of the same year, the Company received the approval of the shareholders.

This policy aims to ensure that the Board of Directors of our company secures sufficient information and a reasonable period of time to consider acquisition proposals, including alternatives, additionally aims to ensure that prevent malicious large-scale purchases of shares that would damage the corporate value of our group and ultimately the joint interests of shareholders, so that the Company's shareholders can make informed decisions regarding those proposals.

If a person (large-scale purchaser) who intends to purchase the Company's shares, etc., which have a voting rights ratio of 20% or more, does not comply with the large-scale purchase rules set by the Company, The Company's board of directors will take countermeasures such as the free allocation of new stock acquisition rights with the aim of protecting the corporate value of the Group and, consequently, the common interests of the Company's shareholders.

take into considering the recommendations from the independent committee composed of external directors and external experts, the Company will respect them to the fullest extent.

In the case that large-scale purchasers comply with the large-scale purchase rules, even if the board of directors were opposed to a large-scale acquisition, as a rule, no countermeasures will be taken, while not ruling out the possibility of presenting alternatives.

It will be up to the shareholders to decide whether to comply with the proposal for a large-scale purchase.

However, even if the large-scale purchaser adheres to the Large-scale Purchase Rules, if the Company's Board of Directors determines that the large-scale purchase will significantly damage the corporate value of the Group, as well as the common interests of its shareholders, and as a result will cause the Group damage that would be difficult to recover from, the Company's Board of Directors may convene a General Meeting of Shareholders to confirm the intentions of the shareholders of whether or not to exercise the countermeasures such as the free allocation of new stock acquisition rights.

The Response Policy shall be continued subject to the approval of shareholders at the

Company's 100th Annual General Meeting of Shareholders in 2024, and shall remain in effect until the conclusion of the annual general meeting of shareholders relating to the last fiscal year ending within three years of the conclusion of the Company's 100th Annual General Meeting of Shareholders.

Even during the effective period of the Response Policy, if a resolution to abolish the Response Policy is passed at a General Meeting of Shareholders or if a resolution to abolish the Response Policy is passed by the Company's Board of Directors, the Response Policy shall be abolished at that time.

Also, the Company may review the Policy. In such cases, the Company will disclose the details of such revisions in a timely and appropriate manner.

For details on this policy, please refer to the "Policy for Responding to Large-Scale Purchase of the Company's Shares (Takeover Response Policy)" published on May 21, 2024.

This disclosure document is published in the 'Timely Disclosure' category under the IR news section of the Company's website. <https://www.chubukohan.co.jp/en/ir/>

(3) The judgment of our Board of Directors regarding the efforts mentioned in (2) and the reasons for it.

The initiatives mentioned in (2) are in line with the realization of the basic policy stated in (1) for the following reasons, and they are the policy to secure and enhance the corporate value and shareholder mutual benefits of the Group, and also the Company believe that this is not intended to maintain the position of the Company's directors.

(a) To secure and enhance the Company's corporate value and the common interests of shareholders

While the basic principle of the Response Policy is that the decision of whether or not to accept a large-scale purchase should ultimately be left to the judgment of the Company's shareholders, to protect the common interests of its shareholders, the Response Policy aims to ensure a system is in place that allows its shareholders to make a decision based on careful consideration after having received the necessary information from the Large-Scale Purchaser and after the Company's Board of Directors has been provided sufficient time for their evaluation.

(b) Conformity with the intent of the Guidelines Regarding Takeover Defense

The Response Policy complies with the three principles established in the "Guidelines Regarding Takeover Defense for the Purposes of Protection and Enhancement of Corporate Value and Shareholders' Common Interests" announced by Japan's Ministry of Economy, Trade and Industry and Ministry of Justice on May 27, 2005: 1) the principle of protecting and enhancing corporate value and shareholders' common interests, 2) the principle of prior - 29 - disclosure and shareholders' will, and 3) the principle of ensuring the necessity and reasonableness of defensive measures. The Response Policy is also based on the Guidelines for Corporate Takeovers released by METI on August 31, 2023.

(c) Respecting the intentions of the Company's shareholders

The continuation of the Response Policy is contingent on the approval of the Company's shareholders, and the Company's Board of Directors may not independently issue or extend the Response Policy.

Furthermore, even during the period of validity of the Response Policy, if a resolution is passed to abolish the Response Policy at the General Meeting of Shareholders, or if a resolution is passed by the Board of Directors to abolish the Response Policy, it shall be abolished at that time.

Furthermore, when countermeasures are exercised against the large-scale purchaser that has complied with the Large-Scale Purchase Rules, a Shareholders' Intent Confirmation Meeting will be held and a mechanism will be put in place that reflects the intention of the shareholders.

(d) Valuing the assessments of highly independent outside parties

In operating the Response Policy, to prevent arbitrary decisions by the Company's Board of Directors and to ensure the validity and fairness of those decisions, the Company shall establish an Independent Committee that is independent from its upper management. When making important decisions regarding the Response Policy, the Company's Board of Directors shall respect the recommendations of the Independent Committee to the maximum extent possible.

Moreover, the Independent Committee may obtain advice from external experts as necessary with related costs borne by the Company. This structure strongly ensures the fairness and objectivity of the decisions made by the Independent Committee.

(e) Establishing rational and objective conditions

This Response Policy establishes details in the case that the Company's Board of Directors exercises countermeasures, ensuring a structure that prevents the Company's Board of Directors from arbitrarily exercising such countermeasures.

## **2. Other Matters Concerning the Corporate Governance System**

(1) Basic Policy on Timely Disclosure of Company Information

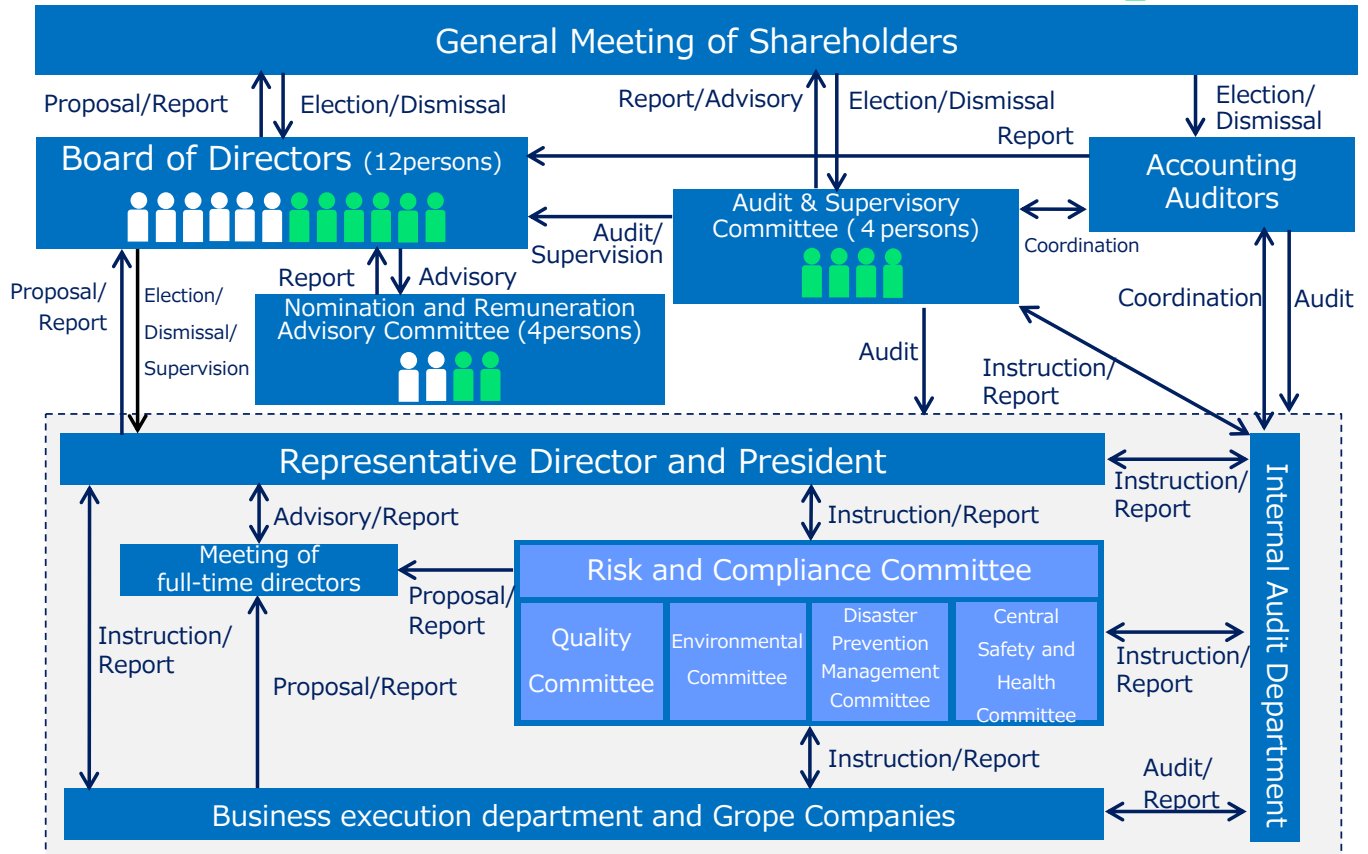
The basic policy is to disclose information promptly, accurately, and fairly based on our IR policy regarding information deemed important by stakeholders, aiming to build trust with them.

(2) System related to the timely disclosure of company information

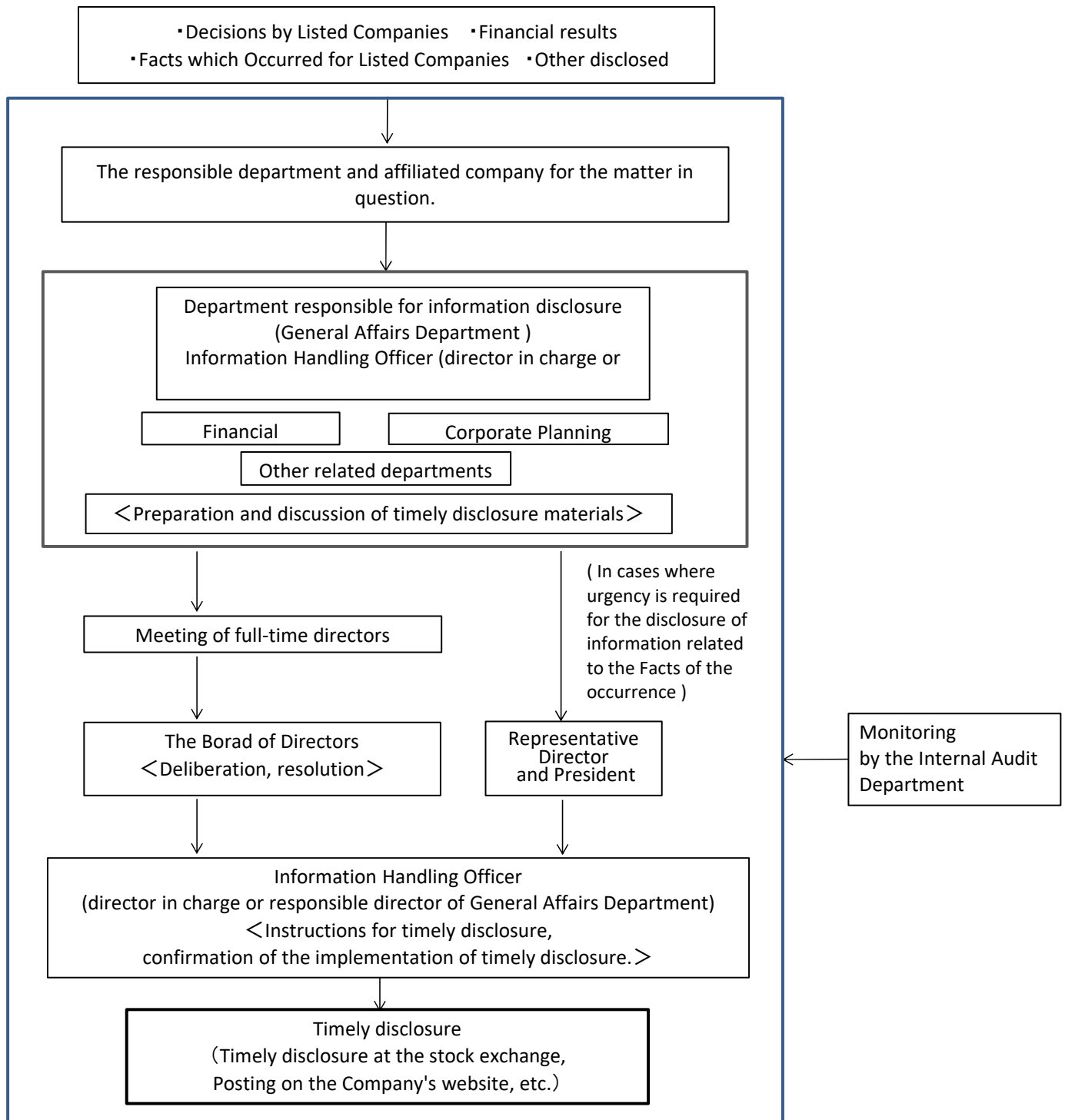
The timely disclosure system is as described in the "Overview of the Timely Disclosure System" at the end of this report.

# <Corporate governance system >

 ...Outside Director



## "Overview of the Timely Disclosure System"



#### Skills matrix of the directors (related to Supplementary Principle 4.11.1)

The Company has compiled the specific skills and areas of expertise that are particularly expected of each director following list in order to achieve the med to – long-term management strategies, including the medium-term management plan, and to promote sustainable growth and enhance corporate value.

Name	Positions and responsibilities at the Company	Gender	Corporate management	Marketing /Business strategy	Research and development /New business	Manufacturing technology /Quality Control	Financial Accounting	Legal affairs /Risk management	ESG Sustainability
Daigou Kaneko	Representative Director and President	Male	●	●	●	●			
Susumu Matsuda	Executive Director and General Manager of General Affairs Department	Male					●	●	●
Kumio Shigematsu	Director and Senior Advisor	Male	●	●	●	●			●
Shuji Muramatsu	Director and General Manager of Marketing Department	Male	●	●	●				
Takayuki Niimi	Director and General Superintendent of Steel Works	Male	●		●	●			
Satoshi Nakao	Director and General Manager of Management Planning Department	Male					●	●	●
Takahiro Hirano	Outside Director	Male	●	●			●	●	●
Nobutaka Ushigome	Outside Director	Male	●	●	●	●			●
Makoto Nishigaki	Outside Director (Audit & Supervisory Committee Member)	Male					●	●	
Hiroko Iwata	Outside Director (Audit & Supervisory Committee Member)	Female					●	●	
Miyuki Watanabe	Outside Director (Audit & Supervisory Committee Member)	Female						●	●
Yuko Matsumoto	Outside Director (Audit & Supervisory Committee Member)	Female			●	●			●

The above list does not represent all the expertise held by each director.

#### Details of the skills and expertise expected of the directors.

Corporate management	Having experience as an executive with representative authority, or as a department head in a Listed company.
Marketing/Business strategy	Having a deep understanding of the steel industry and being able to devise and promote business strategies based on extensive knowledge in sales and marketing.
Research and development/New business	Having a deep knowledge and management skills in the development of new businesses including non-ferrous fields, while being well-versed in research and development related to steel.
Manufacturing technology/Quality Control	To be knowledgeable in steel manufacturing technology and to have a deep understanding of quality control and safety measures.
Financial Accounting	Possessing extensive knowledge and experience in financial accounting, as well as deep insights into investor relations and capital strategy.
Legal affairs/Risk management	Possessing specialized knowledge of corporate legal affairs and deep insights into compliance and risk management.
ESG Sustainability	Possesses deep knowledge in areas such as environment, governance, human resource development, and engagement with stakeholders.