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Securities Code: 6357

June 6, 2025

(Start date of measures for electronic provision: June 5, 2025)

To Shareholders,

Osamu Itagaki
President & CEO, Director, Executive Officer
Sansei Technologies, Inc.
4-3-29 Miyahara, Yodogawa-ku, Osaka City

Notice of the 75th Annual General Meeting of Shareholders

You are cordially invited to attend the 75th Annual General Meeting of Shareholders of Sansei Technologies, Inc. (hereinafter, the “Company” or “we”). The meeting will be held as detailed below.

The Company has taken measures for electronic provision in convening the General Meeting of Shareholders and has posted the information subject to such measures on the following Internet website:

The Company’s website: <https://www.sansei-technologies.com>

Please access the website of the Company from the link shown above and select “IR INFO” and “Press Release” in turn to see the information.

The same information has been made available for inspection also on the following Internet website:

Website of the Tokyo Stock Exchange:

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

Please access the website from the link shown above, enter the name of the Company or its securities code on the search screen, and then select “Basic Information” and “Posted Documents/PR Information” in turn to see the information.

Shareholders who do not attend the General Meeting of Shareholders in person can also exercise their voting rights in writing or via the Internet. Please read the following Materials for the General Meeting of Shareholders, and exercise your voting rights by 5:15 p.m., Japan Standard Time, on June 26, 2025 (Thursday), by following the instructions below.

Details

1. Date and Time: Friday, June 27, 2025, at 10 a.m., Japan Standard Time
2. Place: 5-5-15 Nishinakajima, Yodogawa-ku, Osaka City, Osaka
Les Lumières, 2nd floor, Shin Osaka Washington Hotel Plaza
(The place of the meeting is different from that of the previous meeting. Please refer to the access map to the meeting venue at the end of this notice in order to avoid any inconvenience.)

3. Agenda of the Meeting:

- | | |
|--------------------------|--|
| Matters to be reported | 1. Report on the Business Report, the Consolidated Financial Statements, and the results of an audit on the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 75th fiscal year ended March 31, 2025 (April 1, 2024–March 31, 2025) |
| | 2. Report on the Non-consolidated Financial Statements for the 75th fiscal year ended March 31, 2024 (April 1, 2024–March 31, 2025) |
| Proposals to be resolved | Proposal No. 1: Appropriation of surplus |
| | Proposal No. 2: Election of nine directors |
| | Proposal No. 3: Election of one Audit & Supervisory Board Member |
| | Revision of the amount of |
| | Proposal No. 4: compensation of directors and Audit & Supervisory Board Members |
| | Determination of compensation for |
| | Proposal No. 5: the purpose of granting restricted stock to directors |

4. Guide to Exercise of Voting Rights

- (1) Exercise of voting rights by paper ballot
Please indicate your vote for or against each of the proposals on the enclosed Voting Rights Exercise Form, and return the form so that it reaches us no later than 5:15 p.m., Japan Standard Time, on Thursday, June 26, 2025. If there is no indication of for or against a proposal on the Voting Rights Exercise Form, the shareholder will be deemed to have voted for the proposal.
- (2) Exercise of voting rights via the Internet
If you wish to exercise your voting rights via the Internet, please review the attached “Guidance for Exercise of Voting Rights via the Internet” on page 3, and complete the exercise of voting rights no later than 5:15 p.m., Japan Standard Time, on Thursday, June 26, 2025.
- (3) If you exercise your voting rights more than once, the last vote we have received shall be deemed effective. If the vote exercised via the Internet and the Voting Rights Exercise Form reach us on the same date, the vote exercised via the Internet shall be deemed effective.

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1. If you plan to attend the meeting, please hand in the enclosed Voting Rights Exercise Form at the reception desk when you arrive the venue.
 2. The document sent to you also serves as a “document containing information subject to measures for electronic provision” delivered to you based on document delivery request. Pursuant to the provisions of applicable laws and regulations and the Articles of Incorporation of the Company, the matters listed below have been excluded. Please note also that documents subject to audit including the matters listed below have been audited by Audit & Supervisory Board Members and the accounting auditor.
 - “Matters concerning Stock Acquisition Rights of the Company” and “System to Ensure the Appropriateness of Business Operations and its Operational Status,” which should otherwise be included in the Business Report
 - Non-consolidated statements of changes in equity and notes to non-consolidated financial statements, which should otherwise be included as part of non-consolidated financial statements

- Notes to consolidated financial statements, which should otherwise be included as part of consolidated financial statements
 - Accounting audit report on non-consolidated financial statements
 - Accounting audit report on consolidated financial statements
3. If there is any change in information subject to measures for electronic provision, the revised information will be posted on each of the websites shown above.

[Guidance for Exercise of Voting Rights via the Internet]

If you plan to attend the meeting, please hand in the enclosed Voting Rights Exercise Form at the reception desk when you arrive the venue.

1. Website for exercise of voting rights

You can exercise your voting rights via the Internet only through the Company's designated voting website below:

Voting Website: <https://www.web54.net>

2. Method of exercise of voting rights

(1) PC users

Please access the address shown above and enter the “voting rights exercise code” and “password” printed on the enclosed Voting Rights Exercise Form. Then, follow the instructions and enter your vote for each proposal.

(2) Smartphone users

By scanning the “website for exercise of voting rights login QR code for smartphone users” printed on the enclosed Voting Rights Exercise Form, you can exercise your voting rights from the website for the exercise of voting rights for smartphone users without needing to enter the “voting rights exercise code” and “password.” The use of this method is highly recommended.

However, if you wish to change your vote after exercising your voting rights once, you will need to scan the QR code again and to enter the “voting rights exercise code” and “password” printed on the enclosed Voting Rights Exercise Form.

*“QR Code” is a registered trademark of Denso Wave Incorporated.

3. Handling of exercise of voting rights

- (1) You will be able to exercise your voting rights until 5:15 p.m., Japan Standard Time, on Thursday, June 26, 2025. You are advised to exercise your voting rights at the earliest opportunity.
- (2) If you exercise your voting rights more than once, the last vote we receive shall be deemed effective. If votes exercised via the Internet and the Voting Rights Exercise Form reach us on the same date, the vote exercised via the Internet shall be deemed effective.
- (3) Fees for Internet providers and carriers (e.g., connection charges) associated with using the website for the exercise of voting rights are at your own expense.
- (4) The website for the exercise of voting rights may not always be available for use depending on the Internet environment while you are using a PC or a smartphone.


4. Handling of password and voting rights exercise code

- (1) The password is important information used to verify whether the person voting is a legitimate shareholder. Please handle it as carefully as you do your seals and PINs.
- (2) The password will be disabled when inputted incorrectly for a certain number of times. If you wish to have a new password issued, please follow the instructions on the screen.
- (3) The voting rights exercise code printed on the Voting Rights Exercise Form shall be valid only for this General Meeting of Shareholders.

5. Inquiries on operation method of personal computer and other devices

- (1) If you have any questions about how to operate a personal computer, mobile phone, or other device to exercise your voting rights on the Voting Website, please contact the following for assistance:

Hotline of Stock Transfer Agency Web Support, Sumitomo Mitsui Trust Bank, Limited

 0120-652-031 (Operating hours: 9:00 a.m. to 9:00 p.m., Japan Standard Time)


- (2) For any other inquiries, please contact the following for assistance:

A. Stockholder with an account with a securities company:

Please contact the securities company which you hold an account at.

B. Stockholder without an account with a securities company (stockholder with a special account):

Stock Transfer Agency Business Planning Dept., Sumitomo Mitsui Trust Bank, Limited

 0120-782-031 (Operating hours: 9:00 a.m. to 5:00 p.m., Japan Standard Time, except for weekends and holidays)

Business Report

(From April 1, 2024
to March 31, 2025)

1. Overview of the corporate group

(1) Business activities and performance

During the fiscal year ended March 31, 2025, the Japanese economy was on a moderate recovery trend mainly due to the improving employment and income environment and the increase in inbound demand. On the other hand, the Japanese economy continued to face an uncertain outlook due to various concerns, including high and rising raw material and energy prices on the back of the protracted conflict in Ukraine and the situation in the Middle East, downside risks to the Japanese economy from the slowdown of overseas economies, the direction of U.S. policies, and the effect of changes in the financial and capital markets.

In such an environment, the Group worked to improve its business performance in each of its operating segments, which are Amusement Rides, Stage Equipment, and Elevators segments through efforts to streamline their operations further and aggressive sales activities.

The total amount of orders received during the fiscal year ended March 31 2025 was 78,841 million yen (up 30.3% year on year). The breakdown by segment is as follows: Orders received by the Amusement Rides segment were 46,239 million yen (up 23.5% year on year) as we successfully received orders for large projects both in Japan and overseas. Orders received by the Stage Equipment segment were 23,961 million yen (up 46.5% year on year) mainly driven by growth in demand for temporary stages and steady orders received for refurbishment work. Orders received by the Elevators segment were 8,639 million yen (up 29.3% year on year) due to an increase in orders for installation in public facilities and apartment buildings.

As for net sales of the fiscal year ended March 31, 2025, total net sales were 61,861 million yen (up 18.3% year on year). The breakdown by segment is as follows: Net sales in the Amusement Rides segment were 35,810 million yen (up 17.6% year on year) as orders received for construction work both in Japan and overseas progressed steadily while demand for repair parts continued to be firm. Net sales in Stage Equipment segment were 18,425 million yen (up 20.9% year on year) as demand for temporary stages for concerts and events increased while refurbishment work for permanent stage equipment progressed steadily. Net sales in the Elevators segment were 7,522 million yen (up 15.4%) as refurbishment work for public facilities and apartment buildings progressed steadily and the maintenance business also continued to be stable.

As a result of the increases in net sales, income also increased as follows: Operating income was 4,797 million yen (up 52.0% year on year), ordinary income was 5,293 million yen (up 47.2% year on year), and net income attributable to owners of parent was 2,995 million yen (up 44.6% year on year).

(2) Capital investment and fund procurement

① Capital investment

Capital investment of 3,176 million yen was made during the fiscal year ended March 31, 2025, including investments in the construction of a new plant at a subsidiary, plant production facilities, staging equipment, and management systems. Major investments were as shown below:

Construction in progress: 1,894 million yen; machinery and equipment: 340 million yen; software: 274 million yen

② Fund procurement

The balance of loans at the end of the current fiscal year decreased by 72 million yen from the previous fiscal year to 16,746 million yen.

Main lenders

Lender	Loan balance
Sumitomo Mitsui Banking Corporation	12,646 million yen
Development Bank of Japan Inc.	3,000 million yen

(3) Assets and profit/loss status

Classification	72nd Business Year April 1, 2021 to March 31, 2022	73rd Business Year April 1, 2022 to March 31, 2023	74th Business Year April 1, 2023 to March 31, 2024	75th Business Year (current fiscal year) April 1, 2024 to March 31, 2025
Orders Received (Note) (in million yen)	39,838	60,697	60,486	78,841
Net sales (in million yen)	34,404	40,683	52,307	61,861
Net income attributable to shareholders of parent (in million yen)	1,448	1,704	2,071	2,995
Net income per share	40.62 yen	78.29 yen	111.45 yen	160.45 yen
Total assets (in million yen)	65,401	73,074	81,200	87,807
Net assets (in million yen)	33,073	36,037	41,991	45,323
Net assets per share	1,703.95 yen	1,777.15 yen	2,225.17 yen	2,402.59 yen

(Note) The Company finalized the tentative accounting treatment of a business combination in the current fiscal year, and the finalized accounting treatment is reflected in the figures for the 74th business year shown above.

(4) Significant subsidiaries

① Significant subsidiaries

Company Name	Capital Stock	Voting Right Holding Ratio	Major Businesses
Sansei Maintenance Co., Ltd. <WEST>	20 million yen	100 %	Installation, maintenance and repair service of elevators and other facilities (Note 1)
Sansei Maintenance Co., Ltd. <EAST>	10	100	Installation, maintenance and repair service of elevators and other facilities (Note 1)
Sun Ace Co., Ltd.	10	100	Operation and management of amusement facilities
Sansei Facilities Co., Ltd.	10	100	Property management service and logistics operations
TELMIC Corp.	23 (Note 2)	100	Production, installation, and operation of illuminative and mechanical equipment for concerts, TV programs, etc.
Sansei Technologies, Inc.	29.4 million US dollars (Note 2)	100	A holding company in the U.S.
S&S Worldwide, Inc.	15.8 million US dollars (Note 2)	Indirect 100	Design, production, installation and sale of amusement machines
Vekoma Rides B.V.	3.3 million Euro	100	Design, production, installation and sale of amusement machines
Laird Holdings Inc.	1.8 million Canadian dollars	76.47	A holding company in Canada
FORREC Ltd.	0.0 million Canadian dollars	Indirect 76.47	Proposing concepts and providing design to theme parks and other facilities

(Note 1) Sansei Maintenance Co., Ltd. <WEST> provides services in western Japan. Sansei Maintenance Co., Ltd. <EAST> provides services in eastern Japan.

(Note 2) The amount of capital surplus is included in the amount of capital stock.

② Status of special wholly-owned subsidiaries as of the closing date of the fiscal year

There is no relevant information.

(5) Issued to be overcome

The Japanese economy is expected to continue to recover at a moderate pace due to the increase in inbound demand, growing personal consumption, and the improving employment and income environment. On the other hand, the future course of the Japanese economy is expected to remain uncertain for some time due to concerns about downside risks to the economy from the impact of U.S. policies and changes in the financial and capital markets.

In such an environment, the Company will promote coordination with its group companies around the world in order to cope with any major changes in the economy. The Company will also work to capture growing demand to achieve further growth in each business segment while actively working to develop new business fields. In addition, we will focus on addressing our management issues of strengthening management foundation and sustainability initiatives in order to supports these efforts and work to achieve sustainable growth and corporate value enhancement over the medium to long term.

① Combine group strength to implement growth strategies in each business segment

We will further improve communication with our customers and focus on product development and proposal activities to respond effectively to changes in customer needs by greatly leveraging our group strengths.

In the Amusement Rides segment, we, as a global amusement ride enterprise group, will further promote coordination with S&S, Vekoma, and FORREC, particularly in the areas of sales and operation, to strengthen our international business competitiveness

through intra-group collaboration and to secure more orders by mainly targeting the fast-growing East Asian and Middle Eastern markets as well as the largest U.S. market. At the same time, we will promote technology development by each company and enhance our product lineup in order to meet customer needs.

In the Stage Equipment segment, we, as a general entertainment enterprise group, will work to win orders for large projects on an ongoing basis and capture the growing demand for refurbishment in the area of permanent stage equipment. In the area of temporary stage equipment, TELMIC will respond effectively to the increasing demand for such equipment used in concerts and events, which are expected to increase going forward, while promoting business development in new fields as well as in the fields related to video production.

The Elevators Business is characterized as a business that generates stable revenue. In this business, we will continue to work to enhance the maintenance and refurbishment business in addition to capturing demand for new installation. We will also take measures to further improve safety in working to achieve steady business expansion.

- ② Consider entering new business domains and creating revenue sources that will be our new pillars

We will continue to actively consider entering new business domains through inorganic measures, such as strategic business alliances and M&As, for the purpose of creating revenue sources that are less susceptible to fluctuations in the economic environment while improving the profitability of existing businesses.

- ③ Strengthen business bases and promote sustainability initiatives

In the pursuit of group-wide optimization, we will promote collaboration with domestic and overseas group companies and work to improve product development capabilities and profitability. In addition, we will further promote secure and safe manufacturing while improving productivity by revising various core systems related to production management, including the utilization of generative AI and automation technology, and promoting capital investment to improve production capacity.

Our sustainability efforts are based on the basic policy of "providing smiles, excitement, and a safe and comfortable life to customers around the world, thereby contributing to sustainable development and resolution of social issues and improving our corporate value in the medium to long term." Based on this policy, we will promote ESG-conscious business activities, invest in human resources, such as through human resource development and improving the working environment, promote environmentally friendly manufacturing and product development, and work to reduce CO2 emissions.

(6) Major businesses

Businesses Segment	Major Products
Amusement Rides Business	Production and sale of roller coasters, sky towers, wonder wheels, rafting rides, etc., and proposing concepts and providing design to theme parks and other facilities
Stage Equipment Business	Production and sale of stage facilities, suspended facilities, sound equipment, lighting equipment, etc. Production, installation and operation of illuminative and mechanical equipment for TV programs, concerts, stages, events, etc.
Elevators Business	Production and sale of elevators, facilities and special mechanisms
Maintenance & Repair Business	Maintenance and repair of products sold by the above-mentioned business departments
Real Estate Lease Business	Leasing and management of real estate and parking lots
Leisure & Service Business	Operation and management of amusement facilities installed in amusement parks in Japan

(7) Major offices and plants

Sansei Technologies, Inc.	Name	Address
	Osaka Head Office	Osaka, Osaka Prefecture
	Kobe Plant	Kobe, Hyogo Prefecture
	Tokyo Branch and five other offices	Shinjuku, Tokyo and others
Sansei Maintenance Co., Ltd.<WEST>		Osaka, Osaka Prefecture
Sansei Maintenance Co., Ltd.<EAST>		Shinjuku, Tokyo
Sun Ace Co., Ltd.		Osaka, Osaka Prefecture
Sansei Facilities Co., Ltd.		Osaka, Osaka Prefecture
TELMIC Corp.		Taito, Tokyo
Sansei Technologies, Inc.		California, U.S.A.
S&S Worldwide, Inc.		Utah, U.S.A.
Vekoma Rides B.V.		Limburg, Netherlands
FORREC Ltd.		Province of Ontario, Canada

(8) Employees (as of March 31, 2025)

① Employees in the corporate group

Number	Change from the end of the previous year	Average age	Average service years
1,382 employees	+18	41.2	12.0 years

② Employees in the Company

Number	Change from the end of the previous year	Average age	Average service years
329 employees	+7	43.5	16.0 years

2. Matters concerning the Company's ownership

(1) State of shares

- | | | |
|---|---|------------|
| ① | Total number of authorized shares | 39,000,000 |
| ② | Total number of shares outstanding | 19,332,057 |
| ③ | Number of shareholders at the end of current term | 6,444 |
| ④ | Large shareholders | |

Name of shareholders	Number of shares held (Unit: thousand)	Shareholding ratio (%)
Maruichi Steel Tube Ltd.	1,300	6.95
Keihanshin Building Co., Ltd.	828	4.43
Sumitomo Mitsui Banking Corporation	805	4.31
San ju San Bank, Ltd.	805	4.31
Torishima Pump Mfg. Co., Ltd.	801	4.28
Sumitomo Mitsui Finance and Leasing Co., Ltd.	693	3.70
Sumitomo Mitsui Card Co., Ltd.	692	3.70
Sumitomo Realty & Development Co., Ltd.	584	3.12
Shingo Toriumi	552	2.95
Takako Toriumi	539	2.88

(Note) Although the Company has 636,532 treasury shares, the Company is not included among the abovementioned large shareholders. The above shareholding ratios are calculated by excluding treasury shares.

(2) Directors and Audit & Supervisory Board Members (as of March 31, 2025)

Position	Name	Duties and important concurrent positions
President, Representative Director, Executive Officer	Noboru Rachi	CEO
Executive Vice President, Representative Director, Executive Officer	Osamu Itagaki	General Manager of Tokyo Branch, Officer in Charge of General Administration Division and Officer in Charge of Quality Control Division
Director and Senior Managing Executive Officer	Shinji Ono	Officer in Charge of Planning
Director and Managing Executive Officer	Kazuya Miyazaki	General Manager of Kobe Plant CTO and General Manager of Production Division
Director and Managing Executive Officer	Yukio Noguchi	General Manager of Stage Equipment Business Division, and Officer in Charge of New Technologies & Business Development
Director and Managing Executive Officer	Yasuharu Nishiyama	General Manager of Amusement Rides Business Division
Director	William Ireton	Representative Director, Ireton Entertainment Inc. External Director, Tohokushinsha Film Corporation
Director	Yoshiko Ando	External Director, Kirin Holdings Co., Ltd. External Director, JFE Holdings, Inc.
Director	Isamu Kawashima	External Director, Japan Pure Chemical Co., Ltd. External Audit & Supervisory Board Member, AGC Inc.

Audit & Supervisory Board Member (full-time)	Takayoshi Fujiwara	
Audit & Supervisory Board Member	Tsuyoshi Ikeguchi	Attorney Audit & Supervisory Board Member, Tokushukai Information System Inc. Auditor, The Mental Health Okamoto Memorial Foundation
Audit & Supervisory Board Member	Hitoshi Shimizu	
Audit & Supervisory Board Member	Eiji Ichinose	Representative, Eiji Ichinose Tax Accountant Office

Notes: 1. Directors William Ireton, Yoshiko Ando, and Isamu Kawashima are external directors, as defined in Item (xv) of Article 2 of the Companies Act.

2. The Company has not made any important transactions, nor does it have any relationship, with the corporations at which Mr. William Ireton, Ms. Yoshiko Ando, and Mr. Isamu Kawashima, who are directors of the Company, have concurrent positions.
3. Audit & Supervisory Board Members Tsuyoshi Ikeguchi, Hitoshi Shimizu, and Eiji Ichinose are External Audit & Supervisory Board Members as specified in Item (xvi) of Article 2 of the Companies Act.
4. The Company has not made any important transactions, nor does it have any relationship, with the corporations at which Mr. Tsuyoshi Ikeguchi and Mr. Eiji Ichinose, who are Audit & Supervisory Board Members of the Company, have concurrent positions.
5. External Directors William Ireton, Yoshiko Ando, and Isamu Kawashima are independent officers as stipulated in the rules of the Tokyo Stock Exchange.
6. External Audit & Supervisory Board Members Tsuyoshi Ikeguchi, Hitoshi Shimizu, and Eiji Ichinose are independent officers as stipulated in the rules of the Tokyo Stock Exchange.
7. Audit & Supervisory Board Member Takayoshi Fujiwara has been engaged in the management of order budget and results, manufacturing costs, etc., for many years at the Company, and therefore has considerable knowledge of finance and accounting.
8. There were following changes in directors during the fiscal year ended March 31, 2023:
At the 74th Annual General Meeting of Shareholders held on June 27, 2024, Mr. Osamu Itagaki and Mr. Shinji Ono were newly elected as directors and assumed office. At the same meeting, Mr. Makoto Nakagawa and Mr. Tadashi Ono resigned as directors.
9. There were following changes in Audit & Supervisory Board Members during the fiscal year ended March 31, 2025:
At the 74th Annual General Meeting of Shareholders held on June 27, 2024, Mr. Hisakazu Kobayashi resigned as an Audit & Supervisory Board Member. At the same meeting, Mr. Takayoshi Fujiwara was newly elected as an Audit & Supervisory Board Member and assumed office.
10. After the last day of the fiscal year ended March 31, 2025, there have been the following changes in the positions and duties and important concurrent positions of Directors:

Name	Positions and duties and important concurrent positions		Effective date of change
	Before the change	After the change	
Noboru Rachi	President & CEO, Representative Director, Executive Officer	Chairman and Representative Director	April 1, 2025
Osamu Itagaki	Executive Vice President, Representative Director, Executive Officer General Manager of Tokyo Branch, Officer in Charge of General Administration Division , and Officer in Charge of Quality Control Division	President & CEO, Representative Director, Executive Officer	April 1, 2025
Shinji Ono	Director and Senior Managing Executive Officer Officer in Charge of Planning	Executive Vice President, Director, Executive Officer Officer in Charge of Planning	April 1, 2025
Kazuya Miyazaki	Director and Managing Executive Officer General Manager of Elevators Business Division and CTO	Director and Technical Advisor	April 1, 2025

(3) Compensation, etc. of directors and Audit & Supervisory Board Members for the fiscal year under review

① Policy on the determination of compensation of individual directors

The Board of Directors of the Company approved the following Policy on the Determination of Compensation of Individual Directors (hereinafter, the “Determination Policy”) at its meeting held on February 10, 2021 based on the advice of the Compensation Committee, which is established as a voluntary advisory committee.

A Basic policy

The compensation of directors shall consist of “monthly basic compensation” and “stock options as stock-based compensation” as fixed compensation, and “bonuses” as performance-based compensation. The compensation of directors and Audit & Supervisory Board Members shall be determined within the upper limit approved by the General Meeting of Shareholders. The Company’s basic policy on compensation is to have a compensation system that elevates the motivation of officers to improve the financial performance of the Company, and thereby contributes to the medium- to long-term enhancement of corporate value to answer to the mandate of shareholders.

B Determination Policy of the method of calculating fixed compensation

The amount of fixed compensation of individual directors shall be the amount appropriate for the position and duties of each director, and shall be determined in consideration of the compensation data of other companies supplied by external research organizations and the salary levels of employees of the Company. The monthly basic compensation, which is part of fixed compensation, shall be paid on the same day as the salary payment date of employees.

C Determination Policy of non-monetary compensation

A certain percentage of fixed compensation shall be allotted as stock options at a fixed time every year as stock-based compensation to individual directors in accordance with their positions and duties, for the purpose of elevating their motivation to contribute to medium- to long-term performance improvement and corporate value enhancement, by having them share with shareholders not only the merit of rising stock prices, but also the risk of falling stock prices.

D Determination Policy of performance-based compensation, performance indicators, etc.

Bonuses, which are performance-based compensation, shall be determined based on the actual results of consolidated ordinary income and its margin, the amount of orders received, etc., which reflect the results of business performance and sales activities of the Company, and in comprehensive consideration of the progress of the medium-term management plan, actual results that contribute to the enhancement of corporate value, etc., and shall be provided to directors at a fixed time every year.

E Determination Policy of the relative composition of fixed compensation and performance-based compensation

The relative composition of monthly basic salary, stock options as stock-based compensation, and bonuses shall be deliberated on and advised to the Board of Directors by the Compensation Committee based on the basic policy in such a manner that the percentage of performance-based compensation (bonuses) is higher for directors whose position is higher. Specific compensation of individual directors

shall be determined based on and within the limit of the advice of the Compensation Committee.

F Matters concerning the method of determination of compensation of individual directors and the delegation of determination

The policy on the allocation of monthly basic salary, stock options as stock-based compensation, and bonuses to each director shall be deliberated on and advised to the Board of Directors by the Compensation Committee. The specific amount of allocation of such compensation to each director shall be determined based on the basic policy by the President & CEO, Representative Director as authorized by the Board of Directors.

G Other important matters

The compensation of external directors shall consist only of monthly basic salary as fixed compensation from the viewpoint of emphasizing their independence in light of their responsibilities.

② Resolutions of the General Meeting of Shareholders on the compensation, etc. of directors and Audit & Supervisory Board Members

The 69th Ordinary General Meeting of Shareholders held on June 27, 2019 resolved that the maximum monetary compensation amount for directors should not exceed 270 million yen a year (up to 50 million yen a year for external directors, and the limit for internal directors does not include their salaries as employees of the Company). The number of directors who were incumbent was nine (including three external directors) as of the close of the Ordinary General Meeting. Separately from the monetary compensation, the 64th Ordinary General Meeting of Shareholders held on June 27, 2014 resolved that the amount of compensation in the form of stock acquisition rights issued as stock options should not exceed 30 million yen a year, and the total number of stock acquisition rights issued should not exceed 1,000 a year (external directors are not entitled to such compensation). The number of directors who were incumbent (excluding external directors) was eight as of the close of the Ordinary General Meeting. The 67th Ordinary General Meeting of Shareholders held on June 29, 2017 resolved that the maximum compensation amount for Audit & Supervisory Board Members should not exceed 50 million yen a year. The number of Audit & Supervisory Board Members who were incumbent was four as of the close of the Ordinary General Meeting.

③ Matters concerning delegation of the determination of compensation of individual directors

In the fiscal year under review, it was resolved at the meeting of the Board of Directors held on June 27, 2024 that the determination of specific amounts of compensation of individual directors should be delegated to President & CEO, Representative Director Noboru Rachi. More specifically, he was delegated the authorities to determine the amounts of monthly basic salary and stock options of each director and the evaluation and allocation of bonuses to each director. The reason for the delegation of these authorities is that the President & CEO, Representative Director, is best suited to evaluate each director's performance and contribution to corporate value, while taking into consideration the financial performance of the whole Company from a high-level perspective.

To ensure that the delegated authorities are exercised properly, the Board of Directors is required to submit a draft to the Compensation Committee for consultation and the Compensation Committee shall submit its report on the matters consulted to the Board of Directors. As the compensation of individual directors has been determined in

accordance with this procedure, the Board of Directors has determined that the contents of the compensation are in line with the determination policy.

④ Amount of compensation, etc. for directors and Audit & Supervisory Board Members

Officer category	Total amount of compensation (1,000 yen)	Total amount of compensation by type (1,000 yen)			Number of officers who receive compensation
		Basic compensation	Non-monetary compensation	Performance-based compensation	
Directors (of which, External Directors)	272,117 (39,000)	160,890 (39,000)	20,227 (—)	91,000 (—)	11 (4)
Audit & Supervisory Board Members (of which, External Audit & Supervisory Board Members)	38,655 (20,880)	38,655 (20,880)	—	—	5 (3)

- Notes: 1. The payment amount for directors does not include the employee's salary for director cum employee.
2. The Company grants stock options as stock-based compensation, and their specific terms and conditions are determined in accordance with the policy described in ①C above. The figure in the table above represents the amount recognized in profit or loss for the fiscal year under review.
3. For the determination of the amount of performance-based compensation, the Company has selected consolidated ordinary income and its margin, the amount of orders received, etc., as indicators that accurately indicate the financial performance and results of business activities of the Company for the current fiscal year. Based on these indicators, the Company determines the amount of such compensation in consideration of each director's contribution to financial performance, the progress of the medium-term management plan, and the enhancement of corporate value. The actual results of these performance indicators and their changes are as disclosed in "1. (1) Business activities and performance, (3) Assets and profit/loss status."

(4) External officers

① Main activities of external directors in the fiscal year under review, and summary of duties performed in relation to the expected roles of the external directors

Name	Main activities, etc.
William Ireton	He attended 12 meetings out of 13 meetings of the Board of Directors held during the current fiscal year. He provided appropriate opinions and advice drawing on his abundant global experience and excellent insight as a corporate executive, and otherwise played an adequate role in supervising business execution. In addition, he serves as the chairperson of the Compensation Committee, which is a voluntary advisory body to the Board of Directors.
Yoshiko Ando	She attended all 13 meetings of the Board of Directors held during the current fiscal year. She expressed her opinions as appropriate from a broad perspective including personnel and labor affairs and organizational operation, drawing on her plentiful insight in a wide range of employment and labor fields, and otherwise contributed to appropriate decision making. In addition, she serves as the chairperson of the Nomination Committee, which is a voluntary advisory body to the Board of Directors.
Isamu Kawashima	He attended 12 meetings out of 13 meetings of the Board of Directors held during the current fiscal year. He offered opinions and advice on corporate management in general from the perspective of global management, drawing on his ample experience and broad insight in accounting finance, and otherwise contributed to appropriate decision making. In addition, he serves as a member of the Compensation Committee and the Nomination Committee, which are voluntary advisory bodies to the Board of Directors.

② Main activities of external Audit & Supervisory Board Members in the fiscal year under review

Name	Main activities
Tsuyoshi Ikeguchi	He attended all 13 meetings of the Board of Directors and all 14 meetings of the Audit & Supervisory Board held during the current fiscal year and expressed his opinions based on his expertise as an attorney.
Hitoshi Shimizu	He attended all 13 meetings of the Board of Directors and all 14 meetings of the Audit & Supervisory Board held during the current fiscal year and expressed his opinions based on his plentiful insight developed mainly as a representative of an architectural design office.
Eiji Ichinose	He attended all 13 meetings of the Board of Directors and all 14 meetings of the Audit & Supervisory Board held during the current fiscal year and expressed his opinions on finance, accounting, and tax issues in general.

(5) Outline of the liability limiting agreement

The Company has liability limitation agreements with the three External Directors and the three External Audit & Supervisory Board Members that limit their liabilities for compensation under Article 423 (1) of the Companies Act to the minimum amount stipulated in Article 425 (1) of the same Act provided that they perform their duties in good faith free of material negligence.

(6) Outline of officers' liability insurance contract

The Company has entered into an officers' liability insurance contract, which is prescribed in paragraph 1 of Article 430-3 of the Companies Act, with an insurance company to compensate insured persons for any damage they may incur when a claim for damages is made against them by a third party, etc., including damages and litigation cost.

The insured persons of this officers' liability insurance contract are the main executives, including directors, Audit & Supervisory Board Members, and executive officers, of the Company and its domestic and overseas consolidated subsidiaries. The insurance premiums for all insured persons are borne by the Company.

However, there is an exemption from liability clause in the insurance contract that exempts the insurance company from its obligation to compensate for damage if, for example, the damage has arisen from an insured person's act of obtaining profit or convenience illegally or an act undertaken by an insured person while knowing that it is against laws and regulations.

(7) Accounting auditor

① Name: Ernst & Young ShinNihon LLC

② Amount of compensation for the accounting auditor for the business term under review

① Compensation owed by the Company to the accounting auditors as consideration for services stipulated in Article 2.1 of the Certified Public Accountants Act (Audit and attestation services)	38,800 thousand yen
② Compensation owed by the Company to the accounting auditors as consideration for other services than those stipulated in Article 2.1 of the Certified Public Accountants Act	- thousand yen
Total amount of cash and other property benefits paid or payable to the accounting auditor by the Company and its subsidiaries	38,800 thousand yen

Notes: 1. Based on the "operational guidelines concerning cooperation with the accounting auditor" issued by the Japan Audit & Supervisory Board Members Association, the Audit & Supervisory Board checked the audit hours by audit item, changes of audit fees and audit plans and actual audit results in the past years, and examined the appropriateness of the audit hours and audit fees for the business term under review. As a result, the Audit &

Supervisory Board approved the accounting auditor's fee, etc. as specified in paragraph 1 of Article 399 of the Companies Act.

2. In the audit agreement concluded between the Company and the accounting auditor, the fee for audit under the Companies Act and the fee for audit under the Financial Instruments and Exchange Act are not separated from each other and such fees cannot be separated in effect. Therefore, the total of these fees is stated as the amount of compensation, etc.
3. The financial statements of significant subsidiaries of the Company have been audited (limited to audits required by the provisions of the Companies Act or the Financial Instruments and Exchange Act (including equivalent foreign laws and regulations)) by certified public accountants or audit corporations (including persons with equivalent qualifications accredited in foreign states) other than the accounting auditor of the Company.

③ Policy concerning decision on dismissal or non-reappointment of the accounting auditor

If the accounting auditor falls under any of the subparagraphs of paragraph 1 of Article 340 of the Companies Act and it is found reasonable to dismiss the accounting auditor, the Audit & Supervisory Board will dismiss the accounting auditor.

If it is found appropriate or reasonable to dismiss or not to reappoint the accounting auditor in accordance with the standards of appointment and evaluation of accounting auditor which are established by the Audit & Supervisory Board, the Audit & Supervisory Board will decide on the particulars of a proposal on dismissal or non-reappointment of the accounting auditor.

3. Basic policy regarding control of the company

At the closing of the 66th General Meeting of Shareholders held on June 29, 2016, the term of the Company's Response Policy for Large-Scale Purchase expired, and the Company determined not to continue the Policy on and after that day because the business conditions for the Group had changed since the time when the Policy was first introduced and regulations concerning large-scale purchase of shares had been established under the Financial Instruments and Exchange Act. However, if any party attempts a large-scale purchase of Company shares, the Company will endeavor to collect and disclose necessary information so that shareholders can make an informed decision on whether to accept the offer and will take appropriate measures to the extent allowed under the relevant laws and the Articles of Incorporation of the Company, from the viewpoint of protecting the corporate value of the Company and common interests of shareholders.

Consolidated Balance Sheet

(As of March 31, 2025)

(in thousand yen)

Account	Amount	Account	Amount
ASSETS		LIABILITIES	
Current assets	54,169,895	Current liabilities	27,595,944
Cash and deposits	21,846,573	Notes and accounts payable - trade	4,838,560
Notes and accounts receivable— trade, and contract assets	25,423,156	Short-term loans payable	3,954,980
Electronically recorded monetary claims - operating	291,435	Current portion of long-term loans payable	2,197,687
Work in process	1,620,937	Income taxes payable	1,348,496
Raw materials and supplies	4,075,127	Accrued consumption taxes	336,619
Other	2,027,871	Contract liabilities	11,076,367
Allowance for doubtful accounts	-1,115,205	Provision for bonuses	653,789
Non-current assets	33,637,657	Provision for directors' bonuses	10,664
Property, plant and equipment	13,871,718	Provision for loss on construction contracts	941,785
Buildings and structures	4,908,953	Other	2,236,993
Machinery, equipment and vehicles	1,075,434	Non-current liabilities	14,887,950
Land	4,448,334	Long-term loans payable	10,594,218
Construction in progress	2,273,092	Deferred tax liabilities	1,899,677
Other	1,165,903	Net defined benefit liability	1,930,456
Intangible non-current assets	9,821,886	Other	463,598
Goodwill	8,069,881	Total liabilities	42,483,895
Other	1,752,005	NET ASSETS	
Investments and other assets	9,944,051	Shareholders' equity	34,974,213
Investment securities	8,058,452	Capital stocks	3,251,279
Long-term loans receivable	19,974	Capital surplus	2,457,011
Deferred tax assets	1,131,826	Retained earnings	29,580,386
Other	734,260	Treasury shares	-314,464
Allowance for doubtful accounts	-462	Accumulated other comprehensive income	9,943,480
		Valuation difference on available- for-sale securities	3,392,639
		Deferred gains or losses on hedges	32,353
		Foreign currency translation adjustment	6,294,849
		Remeasurements of defined benefit plans	223,638
		Stock acquisition rights	164,267
		Non-controlling interests	241,696
		Total net assets	45,323,658
Total assets	87,807,553	Total liabilities and net assets	87,807,553

(Any fractional amounts less than 1,000 yen are rounded down.)

Consolidated Statement of Income

(April 1, 2024 to March 31, 2025)

(in thousand yen)

Account	Amount	
Net sales		61,861,600
Cost of sales		43,622,218
Gross profit		18,239,381
Selling, general and administrative expenses		13,442,057
Operating income		4,797,324
Non-operating income		
Interest income	454,401	
Dividend income	237,469	
Dividend income of insurance	19,584	
Subsidy income	666	
Rent income	39,578	
Other	37,215	788,915
Non-operating expenses		
Interest expenses	245,643	
Commission expenses	5,312	
Foreign exchange losses	7,602	
Other	33,756	292,314
Ordinary income		5,293,925
Extraordinary income		
Gain on sale of non-current assets	3,270	
Gain on sale of investment securities	3,294	6,565
Income before income taxes		5,300,491
Income taxes - current	2,162,202	
Income taxes - deferred	213,324	2,375,526
Net Income		2,924,964
Net income attributable to non-controlling interests		-70,496
Net income attributable to owners of parent		2,995,460

(Any fractional amounts less than 1,000 yen are rounded down.)

Consolidated Statement of Changes in Equity

(April 1, 2024 to March 31, 2025)

(in thousand yen)

	Shareholders' equity				
	Capital stocks	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Year-beginning balance	3,251,279	2,456,267	27,424,403	-372,572	32,759,377
Effect of finalization of tentative accounting treatment			-221		-221
Year-beginning balance reflecting the finalization of tentative accounting treatment	3,251,279	2,456,267	27,424,181	-372,572	32,759,156
Changes of items during the year					
Dividends of surplus			-839,256		-839,256
Net income attributable to owners of parent			2,995,460		2,995,460
Purchase of treasury shares				-545	-545
Disposal of treasury shares		11,279		58,653	69,932
Change in ownership interest of parent due to transactions with non-controlling interests		-10,534			-10,534
Net changes of items other than shareholders' equity					
Total changes of items during the year	—	744	2,156,204	58,107	2,215,057
Year-end balance	3,251,279	2,457,011	29,580,386	-314,464	34,974,213

	Accumulated other comprehensive income					Share acquisition rights	Non-controlling interests	Total net assets
	Valuation difference on available-for sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Accumulated other comprehensive income			
Year-beginning balance	3,706,306	80,240	4,743,478	85,332	8,615,358	202,462	323,236	41,900,435
Effect of finalization of tentative accounting treatment			-1,894		-1,894		93,154	91,038
Year-beginning balance reflecting the finalization of tentative accounting treatment	3,706,306	80,240	4,741,584	85,332	8,613,463	202,462	416,391	41,991,473
Changes of items during the year								
Dividends of surplus								-839,256
Net income attributable to owners of parent								2,995,460
Purchase of treasury shares								-545
Disposal of treasury shares								69,932
Change in ownership interest of parent due to transactions with non-controlling interests								-10,534
Net changes of items other than shareholders' equity	-313,667	-47,886	1,553,265	138,305	1,330,017	-38,195	-174,694	1,117,127
Total changes of items during the year	-313,667	-47,886	1,553,265	138,305	1,330,017	-38,195	-174,694	3,332,184
Year-end balance	3,392,639	32,353	6,294,849	223,638	9,943,480	164,267	241,696	45,323,658

(Any fractional amounts less than 1,000 yen are rounded down.)

Non-Consolidated Balance Sheet

(As of March 31, 2025)

(in thousand yen)

Account	Amount	Account	Amount
ASSETS		LIABILITIES	
Current assets	15,099,548	Current liabilities	10,232,448
Cash and deposits	3,270,586	Notes and accounts payable—trade	2,966,459
Notes and accounts receivable—trade, and contract assets	9,838,937	Short-term loans payable	2,500,000
Electronically recorded monetary claims - operating	14,146	Current portion of long-term loans payable	2,000,000
Work in process	308,248	Accrued expenses	273,137
Raw materials and supplies	888,394	Contract liabilities	1,288,727
Other	779,234	Provision for bonuses	222,120
Non-current assets	40,146,460	Provision for loss on construction contracts	402,488
Property, plant and equipment	4,713,852	Other	579,514
Buildings	1,846,665	Non-current liabilities	12,185,820
Structures	8,678	Long-term loans payable	10,100,000
Machines and equipment	86,538	Provision for retirement benefits	1,099,877
Vehicles	0	Deferred tax liabilities	985,893
Tools, furniture and fixtures	257,338	Other	50
Land	2,433,792	Total liabilities	22,418,269
Construction in progress	80,839	NET ASSETS	
Intangible non-current assets	430,550	Shareholders' equity	29,220,614
Software	380,893	Capital stocks	3,251,279
Telephone subscription rights	9,679	Capital surplus	3,170,682
Other	39,977	Legal capital surplus	2,989,057
Investments and other assets	35,002,057	Total other capital surplus	181,625
Investment securities	8,055,694	Retained earnings	22,841,030
Stocks of subsidiaries and affiliates	26,574,478	Legal retained earnings	434,000
Guarantee deposits	159,601	Other retained earnings	22,407,030
Business insurance	99,704	Reserve for advanced depreciation of non-current assets	278,850
Other	112,579	General reserve	9,320,000
		Retained earnings brought forward	12,808,179
		Treasury shares	-42,377
		Valuation and translation adjustments	3,442,857
		Valuation difference on available-for-sale securities	3,392,639
		Deferred gains or losses on hedges	50,218
		Stock acquisition rights	164,267
		Total net assets	32,827,739
Total assets	55,246,008	Total liabilities and net assets	55,246,008

(Any fractional amounts less than 1,000 yen are rounded down.)

Non-Consolidated Statement of Income

(April 1, 2024 to March 31, 2025)

(in thousand yen)

Account	Amount	
Net sales		22,717,839
Cost of sales		18,602,225
Gross profit		4,115,613
Selling, general and administrative expenses		2,803,244
Operating income		1,312,368
Non-operating income		
Interest income	17,753	
Dividend income	1,671,293	
Other	45,447	1,734,493
Non-operating expenses		
Interest expenses	115,656	
Commission expenses	5,312	
Other	41,132	162,101
Ordinary income		2,884,760
Extraordinary income		
Gain on sale of investment securities	3,294	3,294
Extraordinary loss		
Loss on abandonment of non-current assets	0	0
Income before income taxes		2,888,055
Income taxes - current	522,306	
Income taxes - deferred	-73,468	448,837
Net income		2,439,218

(Any fractional amounts less than 1,000 yen are rounded down.)

Audit Report by the Audit & Supervisory Board

Audit Report by the Audit & Supervisory Board

The Audit & Supervisory Board of the Company presents this Audit Report as the unanimous opinion of all Audit & Supervisory Board Members of the Company, prepared based on reports prepared by individual Audit & Supervisory Board Members regarding auditing of the business execution of directors during the 75th business year of the Company from April 1, 2024 to March 31, 2025, as follows:

1. Auditing techniques used by the Audit & Supervisory Board and its members and audited items
 - (1) The Audit & Supervisory Board defined the audit policies and division of duties among the Audit & Supervisory Board Members, received reports from individual Audit & Supervisory Board Members regarding the progress and results of their audits. The Audit & Supervisory Board also received reports from directors and other officers and independent accounting auditors regarding the progress of the execution of their respective duties and requested explanations from them as needed.
 - (2) Individual Audit & Supervisory Board Members conducted their audits, in accordance with the audit standards for Audit & Supervisory Board Members established by the Audit & Supervisory Board, following the audit policies and the division of duties among the Audit & Supervisory Board Members, maintaining close communication with directors, the Legal & Internal Audit Office and employees, collecting necessary information and by establishing an appropriate environment for auditing, by using the following audit techniques:
 - (i) The Audit & Supervisory Board Members attended meetings of the Board of Directors and other important meetings, received reports from directors, employees and other related parties regarding the execution of their duties and requested explanations from them as needed. They also inspected important managerial approval documents and operations and the status of properties at the head office and major business offices. The Audit & Supervisory Board Members also communicated and exchanged information with directors and Audit & Supervisory Board Members of subsidiaries and received business reports from subsidiaries as needed.
 - (ii) With respect to the systems stipulated in Article 100 (1) and (3) of the Ordinance for Enforcement of the Companies Act to ensure the appropriateness of the business operations of a corporate group comprising a parent and its subsidiaries, including a system to ensure compliance of the duties performed by directors and reported in business reports with the applicable laws and the Articles of Incorporation of the Company (“internal control system”), the Audit & Supervisory Board Members received reports from directors, employees and other related parties, asked for explanations and expressed opinions as needed, regarding the resolutions adopted by the Board of Directors on the establishment of such system, the system established in accordance with the resolutions, and the status of improvement and operation of the system. Regarding internal control related to the financial report of the Company, the Audit & Supervisory Board Members received reports from directors and other related parties and Ernst & Young ShinNihon LLC regarding the assessment and audit of such internal control, and requested explanations from them as needed.
 - (iii) The Audit & Supervisory Board Members monitored and examined whether the independent accounting auditors maintained independence and conducted fair audits, received reports from the independent accounting auditors about their execution of duties and requested explanations from them as needed. The Audit & Supervisory Board Members received a notice from the independent accounting auditors that the independent accounting auditors had a “system that guarantees the fair execution of duties” in place (items stipulated under Article 131 of the Corporate Accounting Rules) in accordance with the Quality Control Standards for Audit and other regulations, and requested explanations from them as needed.

By using the techniques and methods referred to above, the Audit & Supervisory Board Members examined the business report of the Company for the fiscal year ended March 31, 2025 and supplementary schedules thereto, financial statements (balance sheet, statement of income, statement of change in equity and notes to financial statements) for the same fiscal year and supplementary schedules thereto, and consolidated financial statements (consolidated balance sheet, consolidated state of income, consolidated statement of change in equity and notes to consolidated financial statements) for the same fiscal year.

2. Result of the audits

(1) Results of the audit of business report

The Audit & Supervisory Board Members acknowledge that

- (i) The business report of the Company and supplementary schedule thereto truly and fairly present the status of the Company in accordance with the applicable laws and the articles of incorporation of the Company;
- (ii) There were no wrongful acts or material breaches of law or the articles of incorporation in the directors' execution of duties;
- (iii) The resolutions adopted by the Board of Directors related to the internal control system were appropriate. There were no issues to be noted in descriptions in the business report and the directors' execution of duties, related to such internal control system, including the internal control of financial reporting.

(2) Results of audits of financial statements and supplementary schedules thereto

The Audit & Supervisory Board Members acknowledge that the audit techniques and methods used by Ernst & Young ShinNihon LLC, the independent accounting auditors for the Company, and the results of their audit were reasonable.

(3) Results of audits of consolidated financial statements

The Audit & Supervisory Board Members acknowledge that the audit techniques and methods used by Ernst & Young ShinNihon LLC, the independent accounting auditors for the Company, and the results of their audit were reasonable.

May 23, 2025

Sansei Technologies, Inc. Audit & Supervisory Board

Audit & Supervisory Board Member (Full-time)	Takayoshi Fujiwara	(Seal)
External Audit & Supervisory Board Member	Tsuyoshi Ikeguchi	(Seal)
External Audit & Supervisory Board Member	Hitoshi Shimizu	(Seal)
External Audit & Supervisory Board Member	Eiji Ichinose	(Seal)

Materials for General Meeting of Shareholders

Proposal No. 1: Appropriation of surplus

Distribution of year-end dividend

The Company's basic policy is to maintain stable dividends, and the Company proposes the following year-end dividend for the 75th business year in view of its financial performance and future business expansion:

(1) Type of dividend

Dividend will be distributed in cash.

(2) Appropriation and the amount of dividend

A dividend of 30.00 yen per common share will be distributed.

The total amount of dividend will be 560,865,750v yen. (As a result, dividends per share paid for the full year will be 55 yen per share, including the interim dividend of 25 yen per share already paid during the year.)

(3) Effective date of distribution of dividend from surplus

June 30, 2025

Proposal No. 2: Election of nine directors

As the term of the nine present directors will expire at the closing of this General Meeting of Shareholders, the shareholders are requested to elect nine directors.

Candidates for directors and their profiles are as follows:

Candidate No.	Name (Date of Birth)	Career History, Major Positions and Responsibilities, and Important Concurrent Service	Holding of the Company shares
1	Noboru Rachi (born May 7, 1959)	<p>May 2016 Sansei Technologies, Senior Executive Officer, General Manager of Maintenance & Services Division, Deputy General Manager of Production Division</p> <p>June 2016 Sansei Technologies, Director, Senior Managing Executive Officer, General Manager of Maintenance & Service Division, Deputy General Manager of Production Division</p> <p>April 2017 Sansei Technologies, Executive Vice President, Representative Director, In charge of Corporate Planning Office, General Manager of Maintenance & Service Division</p> <p>April 2018 Sansei Technologies, President & CEO, Representative Director, Executive Officer</p> <p>April 2025 Sansei Technologies, Chairman and Representative Director (to date)</p>	15,500 shares
2	Osamu Itagaki (born November 3, 1963)	<p>July 2019 Sansei Technologies, Executive Officer, General Manager of Tokyo Branch, Deputy General Manager of Production Division, and Deputy General Manager of Quality Control Division</p> <p>April 2021 Sansei Technologies, Managing Executive Officer, Officer in Charge of Corporate Planning Office and Deputy General Manager of Administration Division</p> <p>April 2022 Sansei Technologies, Senior Managing Executive Officer, General Manager of Administration Division, Officer in Charge of Corporate Planning Office, and Officer in Charge of New Technologies & Business Development Office</p> <p>June 2024 Sansei Technologies, Executive Vice President, Representative</p>	2,200 shares

Candidate No.	Name (Date of Birth)	Career History, Major Positions and Responsibilities, and Important Concurrent Service	Holding of the Company shares
		Director, General Manager of Tokyo Branch, Officer in Charge of General Administration Division , and Officer in Charge of Quality Control Division April 2025 Sansei Technologies, President & CEO, Representative Director, Executive Officer (to date)	
3	Shinji Ono (born October 14, 1964)	May 2023 Sansei Technologies, Senior Managing Executive Officer, General Manager of Maintenance & Services Division June 2024 Sansei Technologies, Director, Senior Managing Executive Officer, Officer in Charge of Planning April 2025 Sansei Technologies, Executive Vice President, Director, Officer in Charge of Planning (to date)	2,000 shares
4	Yukio Noguchi (born August 27, 1964)	April 1983 Joined Sansei Technologies June 2007 Sansei Technologies, Manager of Engineering Department, First Business Division April 2014 Sansei Technologies, Manager of Sales Department, Stage Equipment Division April 2016 Sansei Technologies, Executive Officer, Manager of Sales Department, Stage Equipment Division April 2017 Sansei Technologies, Executive Officer, Deputy General Manager of Stage Equipment Division April 2018 Sansei Technologies, Executive Officer, General Manager of Stage Equipment Division June 2018 Sansei Technologies, Director, Executive Officer, and General Manager of Stage Equipment Division November 2019 Sansei Technologies, Director, Executive Officer, General Manager of Stage Equipment Division, and Deputy Officer in Charge of New Technologies & Business Development April 2021 Sansei Technologies, Director and Managing Executive Officer General Manager of Stage Equipment Business Division, and Deputy Officer in Charge of New Technologies & Business Development (to date) April 2023 Director, Managing Executive Officer, General Manager of Stage Equipment Business Division, Officer in Charge of New Technologies & Business Development (to date)	9,000 shares
5	Yasuharu Nishiyama (born January 30, 1965)	April 1987 Joined Chiyoda Corporation April 2002 Joined USJ Co., Ltd. (currently USJ LLC) July 2013 Joined Sansei Technologies, Manager reporting to General Manager, Amusement Rides Business Division October Sansei Technologies, Manager of Design Department, 2013 Amusement Rides Business Division April 2015 Sansei Technologies, Executive Officer, Manager of Design Department, Amusement Rides Business Division April 2016 Sansei Technologies, Executive Officer, Deputy General Manager of Amusement Rides Business Division April 2019 Sansei Technologies, Managing Executive Officer, General Manager of Amusement Rides Business Division (to date) June 2022 Director, Managing Executive Officer, General Manager of Amusement Rides Business Division (to date)	10,600 shares

Candidate No.	Name (Date of Birth)	Career History, Major Positions and Responsibilities, and Important Concurrent Service	Holding of the Company shares
6	* Takeshi Nakatsuji (born October 13, 1962)	<p>March 1995 Joined Sansei Maintenance Co., Ltd. <WEST> May 2013 Sansei Maintenance Co., Ltd. <WEST>, President and Representative Director April 2014 Sansei Technologies, Executive Officer, Deputy General Manager of Maintenance & Services Division Sansei Maintenance Co., Ltd. <WEST>, President and Representative Director April 2018 Sansei Technologies, Managing Executive Officer, General Manager of Maintenance & Services Division Sansei Maintenance Co., Ltd. <WEST>, President and Representative Director March 2020 MBA, Graduate School of Management, Kyoto University April 2023 Sansei Technologies, Managing Executive Officer, General Manager of Maintenance & Services Division General Manager of Kobe Plant and General Manager of Production Division April 2025 Sansei Technologies, Managing Executive Officer, General Manager of Elevators Business Division, and General Manager of Production Division in a special mission role (to date)</p>	22,900 shares
7	William Ireton (born December 6, 1955)	<p>June 1976 Joined Toho-Towa Co., Ltd. March 1979 Joined Movie/TV Marketing Co., Ltd. July 1988 Joined Warner Bros. Pictures, representative for Japan June 2006 Warner Entertainment Japan Inc., President and Representative Director December 2014 Warner Entertainment Japan, Advisor March 2015 Warner Entertainment Japan, resigned as Advisor April 2015 Established Ireton Entertainment Inc., President and Representative Director (to date) June 2015 Sansei Technologies, External Member of the Board of Directors (to date) June 2024 Tohokushinsha Film Corporation, External Director (to date)</p> <p>[Important Concurrent Service] Ireton Entertainment Inc., Representative Director External Director, Tohokushinsha Film Corporation</p>	6,400 shares
8	Yoshiko Ando (born March 17, 1959)	<p>April 1982 Joined the Ministry of Labor July 2013 Manager of the Worker's Compensation Division, Labor Standards Bureau, Ministry of Health, Labor and Welfare July 2014 Director of Equal Employment, Children and Families Bureau, Ministry of Health, Labor and Welfare October 2015 Director-General (in charge of labor), Ministry of Health, Labor and Welfare June 2016 Director-General (in charge of statistics and information), Ministry of Health, Labor and Welfare July 2017 Director-General of Human Resource Development, Ministry of Health, Labor and Welfare July 2018 Retired from the Ministry March 2019 Kirin Holdings Co., Ltd., External Member of Audit & Supervisory Board June 2019 Sansei Technologies, External Member of the Board of Directors (to date) March 2024 External Director, Kirin Holdings Co., Ltd. (to date)</p>	7,600 shares

Candidate No.	Name (Date of Birth)	Career History, Major Positions and Responsibilities, and Important Concurrent Service	Holding of the Company shares
		<p>June 2020 JFE Holdings, Inc., External Director (to date)</p> <p>[Important Concurrent Service]</p> <p>June 2020 JFE Holdings, Inc., External Director</p> <p>March 2024 External Director, Kirin Holdings Co., Ltd.</p>	
9	Isamu Kawashima (born February 20, 1959)	<p>April 1981 Joined NEC Corporation</p> <p>April 2009 NEC Corporation, General Manager of Accounting Department</p> <p>June 2011 NEC Corporation, Director and General Manager of Accounting Department and General Manager of Financial Internal Control Promotion Department</p> <p>July 2011 NEC Corporation, Director, Executive Officer and CFO</p> <p>April 2015 NEC Corporation, Director, Managing Executive Officer and CFO</p> <p>April 2017 NEC Corporation, Representative Director, Managing Executive Officer and CFO</p> <p>June 2018 NEC Corporation, Full-time Audit & Supervisory Board Member</p> <p>November 2020 Vice Chairperson and Chairperson of the Accounting Committee, Japan Audit & Supervisory Board Members Association</p> <p>June 2022 External Director, Japan Pure Chemical Co., Ltd. (to date)</p> <p>June 2022 External Director, Sansei Technologies (to date)</p> <p>March 2023 External Audit & Supervisory Board Member, AGC Inc. (to date)</p> <p>[Important concurrent positions]</p> <p>June 2022 External Director, Japan Pure Chemical Co., Ltd.</p> <p>March 2023 External Audit & Supervisory Board Member, AGC Inc.</p>	2,700 shares

- (Notes)
- (*) indicates a new-appointment candidate for director.
 - No relationship exists between each of the candidates and the Company wherein either is a specially interested party.
 - Mr. William Ireton, Ms. Yoshiko Ando, and Mr. Isamu Kawashima are candidates for External Member of the Board of Directors. Mr. William Ireton, Ms. Yoshiko Ando, and Mr. Isamu Kawashima satisfy the requirements for independent officers as stipulated in the rules of the Tokyo Stock Exchange, and have been registered as independent officers of the Company with the Exchange.
 - The Company has liability limitation agreements with Mr. William Ireton, Ms. Yoshiko Ando, and Mr. Isamu Kawashima that limit their liabilities for compensation under Article 423 (1) of the Companies Act to the minimum amount stipulated in Article 425 (1) of the same Act provided that they perform their duties in good faith free of material negligence. If they are re-appointed as directors, the liability limitation agreement with them will be continued.
 - Reason for nomination of each candidate for external director and judgment that the candidate be able to perform his or her duties as an external director
 - As Mr. William Ireton has abundant global experience and great knowledge as a business executive, we request that shareholders elect him as an External Member of the Board of Directors of the Company. As he has provided useful opinions and advice in the deliberations by the Board of Directors drawing on his global experience and insight, we expect that he will continue to provide advice to and supervision of business execution properly from a global perspective, particularly in the area of overseas business strategy of the Group.
 - Ms. Yoshiko Ando has been engaged in policy development in the labor administration area as a national public official for many years. She has abundant experience and knowledge in a wide range of employment and labor fields, including promoting women's careers. For this reason, we request that shareholders elect her as an External Member of the Board of Directors of the Company. As she has expressed useful opinions in the deliberations by the Board of Directors

based on her excellent insight and experience in serving as an external officer at other companies, we expect that she will continue to properly perform her duties such as decision making on important matters and supervision of business execution from an objective standpoint.

Although Ms. Ando has no experience in the management of a commercial business, except for serving as an external director or an external audit & supervisory board member of a company, we believe that she can adequately execute the duties of an external director for the reasons stated above.

- (3) Mr. Isamu Kawashima was in charge of accounting and finance in the corporate division of NEC Corporation and at its North American subsidiary for many years before serving as Representative Director, Managing Executive Officer and CFO of the company to supervise the financial strategy of the entire NEC Group. As he has extensive experience and deep insight in the areas of accounting and finance as well as corporate management, shareholders are requested to approve his election as an external director. As he has provided useful opinions and advice in the deliberations by the Board of Directors of the Company drawing on his experience and insight, we expect that he will continue to properly perform his duties, such as the provision of advice on management in general and supervision of business execution.
6. The office term of Mr. William Ireton as an External Member of the Board of Directors of the Company will reach 10 years at the closing of this General Meeting of Shareholders. The office term of Ms. Yoshiko Ando as an External Member of the Board of Directors of the Company will reach six years at the closing of this General Meeting of Shareholders. The office term of Mr. Isamu Kawashima as an External Member of the Board of Directors of the Company will reach three years at the closing of this General Meeting of Shareholders.
7. At the 62nd Annual General Meeting of Shareholders of Tohokushinsha Film Corporation scheduled to be held on June 27, 2024, Mr. William Ireton is expected to be elected as an external director of the company.
8. The Company has entered into an officers' liability insurance contract with an insurance company to compensate the insured persons for any damage that they may incur when a claim for damages is made against them based on any acts they perform in the capacity of an officer of the Company, including damages and litigation cost. All director candidates will be included among the insured persons under this insurance contract. The Company plans to renew the contract under the same terms and conditions on the next renewal date.

Proposal No. 3: Election of one Audit & Supervisory Board Member

As the term of office of Audit & Supervisory Board Member Tsuyoshi Ikeguchi will expire at the closing of this General Meeting of Shareholders, the shareholders are requested to elect one Audit & Supervisory Board Member. This proposal has been approved by the Audit & Supervisory Board.

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

Name (Date of Birth)	Career history, positions, and important concurrent positions	Holding of Company shares
* Ryo Kawakami (born October 1, 1967)	<p>April 1999 Registered as an attorney at law Joined Osaka Nishi Sogo Law Office (currently Legal Professional Corporation Osaka Nishi Sogo Law Office) (to present)</p> <p>June 2007 Mitsubishi Co., Ltd., External Audit & Supervisory Board Member (resigned in June 2011)</p> <p>April 2011 Osaka University Law School, Specially Appointed Professor</p> <p>June 2015 NTN Corporation, External Audit & Supervisory Board Member</p> <p>June 2019 NTN Corporation, External Director (to date)</p> <p>April 2020 Osaka University Law School, Professor (retired in March 2023)</p> <p>[Important concurrent positions] Legal Professional Corporation Osaka Nishi Sogo Law Office), Representative Partner NTN Corporation, External Director (Nomination Committee Member and Audit Committee Member)</p>	0 share

- (Notes) 1. (*) indicates a new-appointment candidate for Audit & Supervisory Board Member.
2. No relationship exists between Mr. Ryo Kawakami and the Company wherein either is a specially interested party.
3. Mr. Ryo Kawakami is a candidate for External Audit & Supervisory Board Member Mr. Kawakami satisfies the requirements of independent officer under the rules of the Tokyo Stock Exchange, and the Company will designate him as an independent officer of the Company and notify the Exchange of the designation.
4. We have nominated Mr. Ryo Kawakami as a candidate for External Audit & Supervisory Board Member because we have determined that he will be able to properly execute his duties as an External Audit & Supervisory Board Member based on his professional experience as an attorney, and we would like him to provide us with appropriate opinions at Board of Directors meetings, particularly regarding compliance with laws and regulations. Although he has no experience being involved in corporate management other than as an External Director or External Audit & Supervisory Board Member, for the reasons stated above, we have determined that he will be able to properly perform the duties of an External Audit & Supervisory Board Member.
5. If the election of Mr. Ryo Kawakami is approved as proposed, the Company will concluded a liability limiting agreement with him concerning the compensation of liability as specified in paragraph 1 of Article 423 of the Companies Act, which limits his liability to the minimum liability as specified in paragraph 1 of Article 425 of the Companies Act on condition that he performs his duties in good faith and he does not commit gross negligence.
6. The Company has entered into an officers' liability insurance contract with an insurance company to compensate the insured persons for any damage that they may incur when a claim for damages is made against them based on any acts they perform in the capacity of an officer of the Company, including damages and litigation cost. The candidates will be included among the insured persons under this insurance contract. The Company plans to renew the contract under the same terms and conditions on the next renewal date.

(Reference) Skills matrix of Directors and Audit & Supervisory Board Members

The Company has selected the following eight items as skills that Directors and Audit & Supervisory Board Members should have in order to be able to make important decisions on or supervise business execution: (1) corporate management and organizational management, (2) global experience, (3) manufacturing and quality control, technology and development, (4) industry knowledge and insight, (5) finance and accounting, (6) legal affairs and risk management, (7) personnel and labor affairs and human resource development, and (8) ESG. If Proposal No. 2 and Proposal No. 3 are approved as proposed at this General Meeting of Shareholders, the composition of directors and audit & supervisory board members of the Company and their experience and expertise will be as follows:

	Name	Years in office (Years)	Experience and expertise							
			Corporate management Organizational management	Global experience	Manufacturing and quality control Technology and	Industry knowledge and insight	Finance, accounting, and tax	Legal affairs and risk management	Personnel and labor affairs and human resource	ESG
Directors	Noboru Rachi	9	○	○		○	○			
	Osamu Itagaki	1	○	○			○	○		
	Shinji Ono	1	○	○			○		○	
	Yukio Noguchi	7			○	○				
	Yasuharu Nishiyama	3		○	○	○				
	Takeshi Nakatsuji	New	○		○	○				
	William Ireton (external)	10	○	○		○		○		
	Yoshiko Ando (external)	6	○					○	○	○
	Isamu Kawashima (external)	3	○	○			○	○		
Audit & supervisory board	Takayoshi Fujiwara	1			○	○	○			
	Hitoshi Shimizu (external)	2	○					○	○	
	Eiji Ichinose (external)	2		○			○			
	Ryo Kawakami (external)	New						○	○	○

Proposal No. 4: Revision of the amount of compensation of directors and Audit & Supervisory Board Members

The 69th Ordinary General Meeting of Shareholders held on June 27, 2019 resolved that the maximum compensation amount for directors should not exceed 270 million yen a year (up to 50 million yen a year for external directors). Separately from such compensation, the 64th Ordinary General Meeting of Shareholders held on June 27, 2014 resolved that the amount of compensation in the form of stock acquisition rights issued as stock options should not exceed 30 million yen a year (external directors are not entitled to such compensation). These resolutions have been in force to date. The 67th Ordinary General Meeting of Shareholders held on June 29, 2017 also resolved that the maximum compensation amount for Audit & Supervisory Board Members should not exceed 50 million yen a year, and this resolution has been in force to date.

We propose to revise these maximum amounts to 370 million yen a year for directors (including 70 million yen a year for external directors) and 60 million yen a year for Audit & Supervisory Board Members, in view of the recent expansion of duties and expected roles of each individual as a result of the expansion of business scale of the entire Group, increasingly sophisticated and complex business activities, and tighter corporate governance requirements, and in consideration of the economic climate, compensation levels of other companies, and other various circumstances.

As in the past, the amount of compensation of directors will not include their salaries as employees of the Company.

We believe that this proposal is appropriate because it has been determined after it is deliberated and advised by the Compensation Committee, which is chaired by an independent external director, in view of the reasons stated above.

Currently, there are nine directors (including three external directors and four Audit & Supervisory Board Members (including three external members)). If Proposal No.2 and Proposal No. 3 are approved as proposed, the numbers of directors (including external directors) and Audit & Supervisory Board Members (including external members) will be unchanged.

Proposal No. 5: Determination of compensation for the purpose of granting restricted stock to directors

The 69th Ordinary General Meeting of Shareholders held on June 27, 2019 resolved that the maximum compensation amount for directors should not exceed 270 million yen a year (up to 50 million yen a year for external directors, not including their salaries as employees of the Company), and the 64th Ordinary General Meeting of Shareholders held on June 27, 2014 resolved that the amount of compensation in the form of stock acquisition rights issued as stock options should not exceed 30 million yen a year (external directors are not entitled to such compensation). These resolutions have been in force to date.

For the purpose of providing our directors (excluding external directors; hereinafter, “Eligible Directors”) with incentives to achieve sustainable enhancement of corporate value of the Company and promoting further value-sharing with its shareholders, we request shareholders’ approval for our proposal to grant restricted stock to Eligible Directors as a new form of directors’ compensation, or to provide them with monetary compensation claims as their compensation for the purpose of granting restricted stock to them, in addition to the monetary compensation proposed in Proposal No. 4.

On condition that this proposal will be approved at this General Meeting of Shareholders, the Company will abolish the stock option program for directors, except for stock options that have already been granted, and will not issue any new stock acquisition rights as stock options to directors going forward.

Granting of restricted stock based on this proposal shall be implemented by either of the following methods based on the resolution of the Board of Directors:

- ① By issuing or disposing of the Company’s common stock to Eligible Directors as their compensation without requiring them to pay money or provide property contributed in kind; or
- ② By providing Eligible Directors with monetary compensation claims as their compensation for them to provide all such claims as property contributed in kind in order to receive the Company’s common stock issued or disposed of to them (hereinafter “Delivery in Exchange of Contribution in Kind”).

The total number of shares of the Company’s common stock to be issued or disposed of to Eligible Directors based on this proposal shall not exceed 70,000 a year, and the total amount of such compensation shall not exceed 50 million yen a year as an amount considered to be appropriate in view of the purpose mentioned above. However, if the total number of issued shares of the Company has changed as a result of a share consolidation or share split (including gratis allotment of shares), the maximum number of shares mentioned above shall be adjusted according to the ratio of the share consolidation or split.

The amount to be paid per share in the case of Delivery in Exchange of Contribution in Kind shall be determined by the Board of Directors based on the closing price of the Company’s common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of the relevant resolution of the Board of Directors (if there is no trading of the

Company's common stock on that day, the closing price of the immediately preceding business day on which there was such trading), and to the extent that it is not especially favorable to Eligible Directors.

The specific allocation of compensation to individual Eligible Directors shall be deliberated by the Compensation Committee and determined by the Board of Directors with respect for the opinion of the Committee.

There are currently six Eligible Directors. If Proposal No. 2 is approved as proposed, the number of Eligible Directors will be unchanged.

In granting restricted stock based on this proposal, the Company shall enter into an agreement with Eligible Directors for the allotment of restricted stock substantially under the following terms and conditions (hereinafter, "Allotment Agreement"):

- (1) Eligible Directors shall not transfer, create a security interest on, or otherwise dispose of the shares of the Company's common stock allotted to them under the Allotment Agreement (hereinafter, "Allotted Shares") during the period from the delivery date of Allotted Shares to the day on which the Eligible Director resigns from the position of director of the Company or any other position determined by the Board Directors of the Company or retires from the Company (hereinafter, "Restricted Period"; such restriction is hereinafter referred to as "Restriction").
- (2) If an Eligible Director has resigned from the position prescribed in (1) above or has retired from the Company before the expiration of a period prescribed by the Board of Directors of the Company (hereinafter, "Service Period"), the Company shall automatically acquire Allotted Shares without consideration unless there is a reason determined by the Board of Directors of the Company to be legitimate.
- (3) The Company shall lift the Restriction upon the expiration of the Restricted Period for all Allotted Shares on condition that the Eligible Director has continuously held the position prescribed in (1) above during the Service Period. However, if an Eligible Director has resigned from the position prescribed in (1) above or has retired from the Company before the expiration of the Service Period for a reason determined by the Board of Directors of the Company to be legitimate as prescribed in (2) above, the Company shall reasonably adjust the number of Allotted Shares for which the Restriction will be lifted as necessary.
- (4) The Company shall automatically acquire without consideration any Allotted Shares for which the Restriction has not been lifted upon the expiration of the Restricted Period pursuant to the provisions of (3) above.
- (5) If, during the Restricted Period, an Eligible Director has violated laws and regulations, internal rules, or the Allotment Agreement or has fallen under any of the cases determined by the Board of Directors of the Company to be those in which it is appropriate for the Company to acquire Allotted Shares without consideration, the Company shall automatically acquire without consideration those Allotted Shares that have been allotted to the Eligible Director.

- (6) Notwithstanding the provisions of (1) above, if a merger agreement under which the Company will be the disappearing company, a share exchange agreement or a share transfer plan under which the Company will be a wholly owned subsidiary, or matters concerning any other form of reorganization have been approved by the general meeting of shareholders of the Company (or by the Board of Directors of the Company if the reorganization does not require the approval of the general meeting of shareholders of the Company) during the Restricted Period, the Company shall, by the resolution of the Board of Directors of the Company, lift the Relocation before the effective date of the reorganization for a certain number of Allotted Shares reasonably determined based on the period from the start date of the Service Period to the approval date of the reorganization.
- (7) In the case referred to in (6) above, the Company shall automatically acquire without consideration any Allotted Shares for which the Restriction has not been lifted immediately after the Restriction is lifted pursuant to the provisions of (6) above.

[Reason for determining that granting restricted stock is appropriate]

This proposal is to grant restricted stock to Eligible Directors as a new form of directors' compensation, or to provide them with monetary compensation claims as their compensation for the purpose of granting restricted stock to them, for the purpose of providing Eligible Directors with incentives to achieve sustainable enhancement of corporate value of the Company and promoting further value-sharing with its shareholders.

The Board of Directors of the Company, at its meeting held on February 10, 2021, passed a resolution to establish a policy on the determination of compensation of individual directors, and its outline is as shown on page 12 of the Business Report. The Board, at its meeting held on May 9, 2025, has revised the policy subject to the approval at this General Meeting of Shareholders for this proposal, and the outline of the revised policy is as shown in [Policy on the determination of compensation of individual directors] below. This proposal is necessary and appropriate in order to grant stock-based compensation to Eligible Directors in accordance with the revised policy.. Furthermore, the ratio of the maximum number of shares to be issued or disposed of annually under this proposal to the total number of outstanding shares (as of March 31, 2025, excluding treasury shares) is 0.37%, and the resulting dilution rate is minor. For these reasons, we have determined that this proposal is appropriate.

(Reference)

The Company plans to grant restricted stock also to its executive officers and key employees.

[Policy on the determination of compensation of individual directors]

A Basic policy

The compensation of directors shall consist of “monthly basic compensation” as fixed compensation, “bonuses” as performance-based compensation, and “restricted stock” as non-monetary compensation. The compensation of directors and Audit & Supervisory Board Members shall be determined within the upper limit approved by the General Meeting of Shareholders. The Company’s basic policy on compensation is to have a compensation system that elevates the motivation of officers to improve the financial performance of the Company, and thereby contributes to the medium- to long-term enhancement of corporate value to answer to the mandate of shareholders.

B Determination policy of the method of calculating fixed compensation

The amount of monthly basic compensation, which is fixed compensation, of individual directors shall be the amount appropriate for the position and duties of each director, and shall be determined in consideration of the compensation data of other companies supplied by external research organizations and the salary levels of employees of the Company. The monthly basic compensation shall be paid on the same day as the salary payment date of employees.

C Determination policy of performance-based compensation, performance indicators, etc.

Bonuses, which are performance-based compensation, shall be determined based on the actual results of consolidated ordinary income and its margin, the amount of orders received, etc., which reflect the results of business performance and sales activities of the Company, and in comprehensive consideration of the progress of the medium-term management plan, actual results that contribute to the enhancement of corporate value, etc., and shall be provided to directors at a fixed time every year.

D Determination policy of non-monetary compensation

Restricted stock, which is non-monetary compensation, shall be granted to individual directors in accordance with their positions and duties at a fixed time every year for the purpose of providing them with incentives to achieve sustainable enhancement of corporate value of the Company and promoting further value-sharing with its shareholders.

E Determination policy of the relative composition of fixed compensation, performance-based compensation, and non-monetary compensation

The relative composition of monthly basic salary, bonuses, and restricted stock shall be deliberated on and advised to the Board of Directors by the Compensation Committee based on the basic policy in such a manner that the percentage of performance-based compensation (bonuses) is higher for directors whose position is higher. Specific compensation of individual directors shall be determined based on and within the limit of the advice of the Compensation Committee.

F Matters concerning the method of determination of compensation of individual directors and the delegation of determination

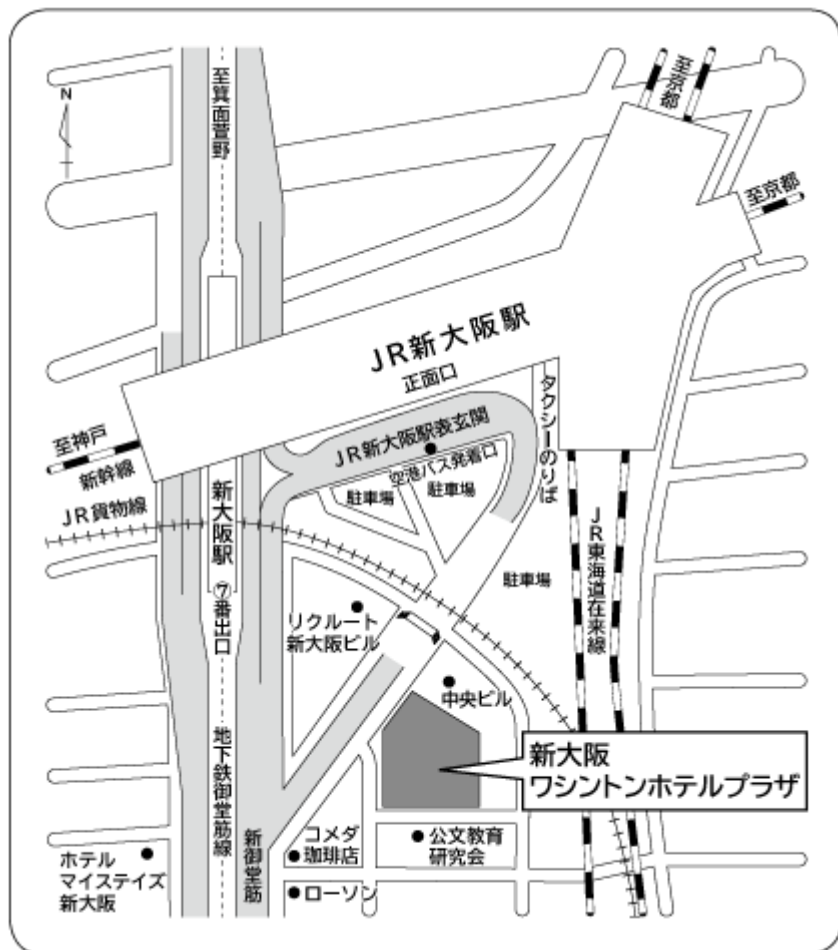
Regarding the individual allocation of monthly basic salary, bonuses, and restricted stock to each director, the Compensation Committee will deliberate on the individual allocation policy, etc., and provide recommendations to the Board of Directors. The specific amount of allocation of such compensation to each director shall be determined based on the basic policy by the President and Representative Director as authorized by the Board of Directors.

G Other important matters

The compensation of external directors shall consist only of monthly basic salary as fixed compensation from the viewpoint of emphasizing their independence in light of their responsibilities.

Access Map to the Meeting Venue

Venue 5-5-15 Nishinakajima, Yodogawa-ku, Osaka City
Les Lumières, 2nd floor, Shin Osaka Washington Hotel Plaza
Phone: (06) 6303-8111



Public transport Get off at Shin-Osaka Station on the JR Line. Approximately five-minute walk from the front exit.

Get off at Shin-Osaka Station on the Osaka Metro Midosuji Line.
Approximately five-minute walk from Exit 7.