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Securities code: 6445

June 4, 2026

To Shareholders with Voting Rights:

Makoto Saito
President
JANOME Corporation
1463 Hazama-machi, Hachioji,
Tokyo, Japan

**NOTICE OF
THE 100th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 100th Annual General Meeting of Shareholders of JANOME Corporation (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken electronic provision measures, which provide information contained in the Reference Documents, etc. for the General Meeting of Shareholders (the matters subject to electronic provision measures) in electronic format, and has posted the matters on its website. Please access the following website to view the matters (some contents available only in Japanese).

The Company website: https://www.janome.co.jp/ir/ir_meeting.html

In addition to the above website, the Company has posted the matters on the Tokyo Stock Exchange (TSE) website. To view the matters, please access the following website, enter the name or securities code (6445) of the Company, and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information” in this order.

Tokyo Stock Exchange (TSE) website (Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Shareholders who are unable to attend the meeting in person may exercise their voting rights in writing or via the Internet. Please kindly read the Reference Documents for the General Meeting of Shareholders given below and vote by the end of business hours (5:30 p.m.) on Thursday, June 18, 2026 Japan time.

■ Exercise of voting rights in writing (by postal mail)

Please indicate your approval or disapproval of each proposal on the Voting Rights Exercise Form enclosed with this notice of convocation, and send it by postal mail to arrive by the above-mentioned deadline for exercising your voting rights.

■ Exercise of voting rights via the Internet

Please read the “Guide to Exercising Voting Rights via the Internet” of the Japanese meeting notice document and follow the instructions on the screen to enter your approval or disapproval of each proposal by the above-mentioned deadline for exercising your voting rights.

- 1. Date and Time:** Friday, June 19, 2026 at 10:00 a.m. Japan time
(Reception starts at 9:00 a.m.)
- 2. Place:** Utage, 4F, Keio Plaza Hotel Hachioji,
14-1, Asahi-cho, Hachioji, Tokyo, Japan
(Please refer to the map of the General Meeting of Shareholders venue
provided at the end of the Japanese document.)
- 3. Meeting Agenda:**
Matters to be reported: 1. The Business Report and Consolidated Financial Statements for the
Company's 100th Fiscal Year (April 1, 2025–March 31, 2026) and
results of audits by the Accounting Auditor and the Audit & Supervisory
Committee of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company's 100th Fiscal
Year (April 1, 2025–March 31, 2026)
- Proposals to be resolved:**
Proposal 1: Appropriation of Surplus
Proposal 2: Election of Six (6) Directors (excluding Directors who are Audit and
Supervisory Committee Members)
Proposal 3: Election of Three (3) Directors who are Audit and Supervisory Committee
Members

Notes:

1. Shareholders attending the meeting in person are kindly requested to submit the enclosed Voting Rights Exercise Form to the receptionist at the meeting.
 - Shareholders who require sign-language interpreting or assistance may be accompanied by an interpreter or caregiver to attend the meeting.
 - The venue has a dedicated space for attending shareholders in wheelchairs or with other assistive devices. Our staff members will guide their entry into the venue. Please do not hesitate to ask staff members who stand by in front of the room Utage on the fourth floor in the Keio Plaza Hotel Hachioji.
2. Among the matters subject to electronic provision measures, the following matters have not been provided in the paper copy to shareholders who have made a request for delivery of documents in accordance with laws and regulations and the Company's Articles of Incorporation. The Audit & Supervisory Committee and the Accounting Auditor have audited these matters as well.
 - "Systems to Ensure Appropriateness of Business Operations (Internal Control Systems) and the Status of Operation of the Systems" and "Basic Policy Regarding Control of the Company" in the Business Report
 - "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
 - "Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements
 - "Accounting Auditor's Report on Consolidated Financial Statements," "Accounting Auditor's Report on Non-consolidated Financial Statements," and "Audit & Supervisory Committee's Report" in the Audit Reports
3. Any amendments to the matters subject to electronic provision measures will be posted on the websites where the matters have been posted.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company proposes the following appropriation of surplus for the fiscal year ended March 31, 2026 in light of the business performance of the current fiscal year and future business development.

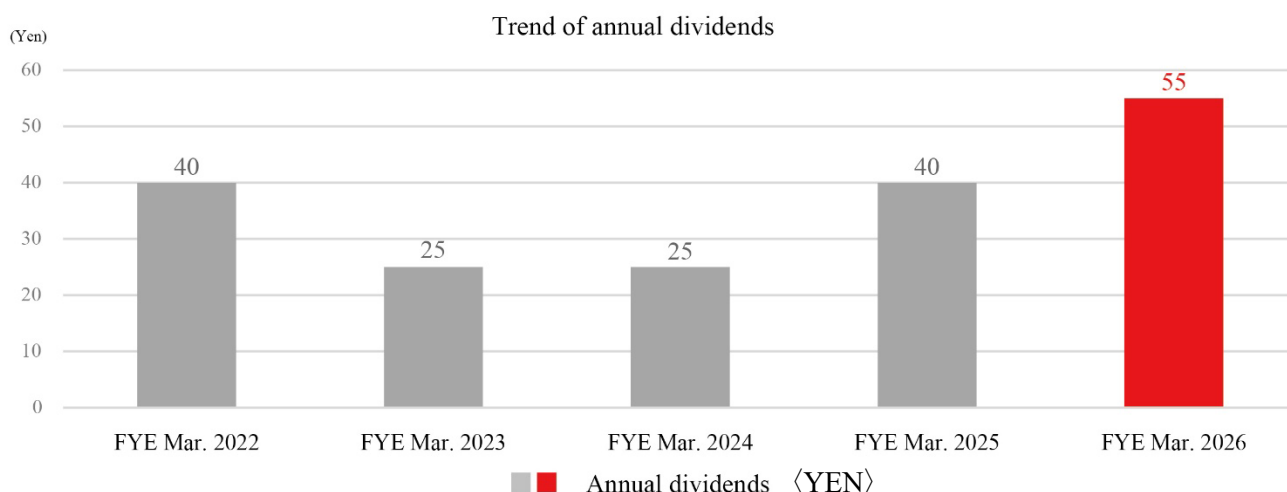
Accordingly, the year-end dividend for the fiscal year ended March 31, 2026 will be ¥35 per share, and the annual dividend will be ¥55 per share, including the already paid interim dividend of ¥20 per share.

1. Type of dividend property
Cash
2. Matters concerning allotment of dividend property to shareholders and total amount thereof
¥35 per share of the Company's common stock, for a total of ¥596,049,335
3. Effective date of distribution of surplus
June 22, 2026

(Reference)

The Company's dividend policy

The Company's basic policy is to maximize shareholder value by securing substantial equity capital, reinforcing a sound financial base, and pursuing improved capital efficiency. The Company aims to maintain stable dividends over the long term and strive to increase dividends in line with the profit growth over the medium to long term. The Company will also make efforts to pay dividends with a target of at least 3% DOE and at least 40% consolidated dividend payout ratio, with an awareness of achieving progressive dividends.



Proposal 2: Election of Six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the close of this Meeting. Accordingly, the Company proposes the election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members).

Taking into consideration the nomination policy, suitability of each candidate, and other factors, the Audit and Supervisory Committee expressed the opinion that the election of the candidates as Directors (excluding Directors who are Audit and Supervisory Committee Members) is appropriate.

Reference:

Method and Procedures for Selecting Candidates for Directors:

The candidates for Director were decided from a wide variety of people in line with the following nomination policy, and selected by the Board of Directors after it received a report from the Nomination and Compensation Advisory Committee which deliberated on the matter.

- 1) Persons with abundant expertise and experience to execute and manage the businesses of the Janome Group.
- 2) Persons with thorough understanding of their social responsibilities and missions as a director and sublime self-discipline to accurately and fairly pursue the executions and management of the businesses of the Janome Group.

The candidates for Outside Director were decided from a wide variety of people in line with the following nomination policy, and selected by the Board of Directors after it received a report from the Nomination and Compensation Advisory Committee which deliberated on the matter.

- 1) Persons deemed to possess no potential reason to have any conflict of interest with the general shareholders of JANOME Corporation.
- 2) Persons with thorough understanding of the Company's corporate philosophy and their social responsibilities and missions as directors.
- 3) Persons who understand fully the role of the outside directors, possessing the capacity to supervise the internal directors and the management as well as to voice accurate and proper opinions and advice by capitalizing on their profound expertise in corporate management, economics, legal affairs, finance/accounting, tax practice and/or audit.

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

No.		Name	Current positions and responsibilities at the Company	Attendance at the Board of Directors meetings (FY 2025)
1	[Reappointment]	Hitoshi Doi (Age: 64) (Male)	Director, Senior Managing Officer, In charge of Management Planning Division, In charge of Administration Division	18/18 (100%)
2	[Reappointment]	Yukio Hosaka (Age: 65) (Male)	Director, Senior Managing Officer, In charge of Production Management Division, General Manager of Research & Development Division, Chairman of Janome Taiwan Co., Ltd.	14/14 (100%)
3	[New appointment]	Shinji Tsunoda (Age: 60) (Male)	Managing Officer, General Manager of Home Appliance International Business Division	—
4	[New appointment]	Tsugunari Yamada (Age: 58) (Male)	Managing Officer, Managing Director of Janome America, Inc., Managing Director of Janome Canada Ltd.	—
5	[Reappointment] [Outside] [Independent]	Mieko Hosaka (Age: 57) (Female)	Director	14/14 (100%)
6	[New appointment] [Outside]	Motoyuki Shishikura (Age: 60) (Male)	—	—

[New appointment]: Newly appointed Director, [Reappointment]: Reappointed Director, [Outside]: Outside Director, [Independent]: Independent Director in accordance with the rules of the Tokyo Stock Exchange.

Note: Ages of candidates indicate the ages as of June 19, 2026.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	Hitoshi Doi (March 17, 1962) (Male) [Reappointment] [Number of years as Director] 6 (at the close of this Meeting) [Attendance at the Board of Directors meetings] 18/18 (100%)	April 1985 April 2020 June 2020 April 2021 April 2026	Joined Saitama Bank, Limited (currently Resona Bank, Limited) Managing Officer, the Company Director (current position) Senior Managing Officer (current position) In charge of Management Planning Division, In charge of Administration Division (current position)	31,900
[Reason for nomination as candidate] Since joining the Company, Mr. Hitoshi Doi has considerable experience and an extensive track record in business, with accomplishments such as implementing the further enhancement of corporate governance and programs to develop various skills of human resources and support their activities. In addition, he has been drafting and pursuing company-wide management, financial and human resource strategies based on the Mid-term Business Plan. Considering his experience and knowledge in demonstrating strong leadership to increase corporate value of the entire group, the Company proposes to reelect him as Director.				
2	Yukio Hosaka (May 2, 1961) (Male) [Reappointment] [Number of years as Director] 1 (at the close of this Meeting) [Attendance at the Board of Directors meetings] 14/14 (100%)	April 1985 April 2017 April 2019 June 2021 April 2023 May 2025 June 2025	Joined the Company Corporate Officer Managing Officer General Manager of Research & Development Division (current position) Senior Managing Officer (current position) Chairman of Janome Taiwan Co., Ltd. (current position) Director, the Company (current position) In charge of Production Management Division (current position) [Significant concurrent positions] Mr. Yukio Hosaka is concurrently assuming Chairman of Janome Taiwan Co., Ltd., a wholly owned subsidiary of the Company. The company manufactures the Company's products, and sells them to the Company and the Group.	21,200
[Reason for nomination as candidate] Since joining the Company, Mr. Yukio Hosaka has worked and supervised mainly in the field of R&D. He has considerable experience and an extensive track record in business, with accomplishments such as the development of products accurately capturing market demands. He has worked to enhance our research base through efforts including the promotion of open innovation as the head of the R&D division. In addition, he has overseen the production department, worked to enhance production technology as a corporate executive of overseas production subsidiaries, and worked in the industrial equipment sales division to strengthen the sales framework for business growth. Considering his experience and knowledge, the Company proposes to reelect him as Director.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
3	Shinji Tsunoda (June 30, 1965) (Male) [New appointment] [Number of years as Director] — [Attendance at the Board of Directors meetings] —	April 1989 April 2021 April 2023 August 2024	Joined the Company Corporate Officer Managing Officer (current position) General Manager of Home Appliance International Business Division (current position)	10,900
	[Reason for nomination as candidate and expected roles] Since joining the Company, Mr. Shinji Tsunoda has worked and supervised a wide range of areas, primarily in the fields of planning and sales, and has considerable experience and an extensive track record in business. In addition to planning products that accurately capture market demands, he has worked to promote marketing and global management. Furthermore, he has been working on building up a sales structure to strengthen profitability as General Manager of Home Appliance International Business Division. Considering his experience and knowledge, the Company proposes to elect him as Director.			
4	Tsugunari Yamada (March 2, 1968) (Male) [New appointment] [Number of years as Director] — [Attendance at the Board of Directors meetings] —	April 1991 April 2023 June 2023 April 2026	Joined the Company Corporate Officer Managing Director of Janome America, Inc. (current position), Managing Director of Janome Canada Ltd. (current position) Managing Officer (current position) [Significant concurrent positions] Mr. Tsugunari Yamada is concurrently assuming Managing Director of Janome America, Inc. and Janome Canada Ltd., wholly owned subsidiaries of the Company. The company sells the Company’s products.	6,000
	[Reason for nomination as candidate] Since joining the Company, Mr. Tsugunari Yamada has worked and supervised in the field of sales, and has considerable experience and an extensive track record in business as a president of sales subsidiaries in our core market to promote the strengthening of sales structure in the global markets. In addition, he has demonstrated his ability to develop local employees and enhance organizational structure as a corporate executive. Considering his experience and knowledge, the Company proposes to elect him as Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Mieko Hosaka (October 18, 1968) (Female) [Reappointment] [Outside] [Independent] [Number of years as Director] 1 (at the close of this Meeting) [Attendance at the Board of Directors meetings] 14/14 (100%)	April 1995 Registered as attorney, Joined Okinobu, Ishihara & Sei Law Office (currently Spring Partners) August 2002 Joined Freshfields Bruckhaus Deringer (currently Freshfields LLP) August 2006 Joined Gaikokuho Kyodo-Jigyo Horitsu Jimusho Linklaters February 2012 Managing Partner, Fiore International Law Office May 2017 Joined Studio Legale Pavia e Ansaldo May 2020 Managing Partner, PeA Law Office (affiliate office of Studio Legale Pavia e Ansaldo) (current position) June 2021 Outside Director, P.S. Mitsubishi Construction Co., Ltd. (currently PS Construction Co.,Ltd.) (current position) June 2025 Director, the Company (current position) [Significant concurrent positions] Managing Partner, PeA Law Office; Outside Director, PS Construction Co.,Ltd.	0
[Reason for nomination as candidate and expected roles] Ms. Mieko Hosaka has extensive experience and broad insight as an attorney. She is also well-versed in corporate legal affairs and laws in countries outside Japan. In light of the above, the Company expects her to supervise the Company's management from an objective standpoint based on her expertise and proposes to reelect her as Outside Director.			
6	Motoyuki Shishikura (December 15, 1965) (Male) [New appointment] [Outside] [Number of years as Director] — [Attendance at the Board of Directors meetings] —	April 1988 Joined Saitama Bank, Limited (currently Resona Bank, Limited) April 2017 Corporate Officer, Saitama Resona Bank, Limited April 2020 Managing Officer April 2021 Director, Managing Officer April 2022 Director, Senior Managing Officer April 2023 Advisor, Daiei Real Estate & Development Co., Ltd. June 2023 Director, Executive Corporate Officer (current position) June 2025 In charge of Group Governance (current position) [Significant concurrent positions] Director, Executive Corporate Officer, In charge of Group Governance, Daiei Real Estate & Development Co., Ltd.	0
[Reason for nomination as candidate and expected roles] Mr. Motoyuki Shishikura has practical business experience of financial institutions for many years and has extensive insight into general management. In addition, he has insight and experience on corporate governance. The Company expects him to supervise the Company's management from an objective standpoint based on his extensive experience and deep insight and proposes to elect him as Outside Director.			

- Notes:
1. There is no significant interest between each candidate and the Company.
 2. Although Mr. Motoyuki Shishikura was previously an executive of Saitama Resona Bank, Limited, which is a shareholder and major business partner of the Company, he has not been involved in the bank's operations since his retirement in March 2023. The Company therefore considers him to be in a neutral and impartial position and has determined that there is no risk of a conflict of interest with the general shareholders.
 3. Ms. Mieko Hosaka satisfies the Independence Criteria established by the Company, and has been registered as an independent director in accordance with the rules of the Tokyo Stock Exchange. Visit the Company's website for details on the Independence Criteria for Outside Directors established by the Company.
(Corporate website*: <https://www.janome.co.jp/esg/governance.html>) *available only in Japanese
 4. The Company has entered into a liability limitation agreement with Ms. Mieko Hosaka in accordance with the provisions in Article 427, Paragraph 1 of the Companies Act and Article 30 of the Articles of Incorporation. In regard to the contents of the said agreement, liability for damages in Article 423, Paragraph 1 of the Companies Act shall be within the limit established by laws and regulations. The Company will continue said agreement with Ms. Mieko Hosaka if her election is approved. If the election of Mr. Motoyuki Shishikura is approved, the Company plans to enter into the said agreement with him.
 5. The Company has entered into a directors and officers liability insurance (D&O insurance) agreement provided in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, with all Directors as the insured persons. If this proposal is approved as proposed and each candidate is appointed Director, each candidate will be insured under said insurance policy. In the event a claim for compensation for damages is brought by shareholders, third party, or other party against an insured Director in relation to the performance of his or her duties, said insurance policy will cover costs such as damages and legal dispute expenses borne by the insured. However, there are certain exemptions: for example, damages incurred due to an act carried out with awareness that it is in violation of the law or regulation will not be covered. The Company bears the entire cost of the premium, including for riders, and the insured shall in effect bear none of the cost of the premium. When it is time to renew the policy, the Company plans to renew it with approximately the same contents.

Proposal 3: Election of Three (3) Directors who are Audit and Supervisory Committee Members

The terms of office of all four (4) Directors who are Audit and Supervisory Committee Members will expire at the close of this Meeting. Accordingly, the Company proposes the election of three (3) Directors who are Audit and Supervisory Committee Members. This proposal was submitted with the consent of the Audit and Supervisory Committee.

Reference:

Method and Procedures for Selecting Candidates for Directors who are Audit and Supervisory Committee Members:

The candidates for Director who are Audit and Supervisory Committee Members were decided on from a wide variety of people in line with the following nomination policy with the consent of the Audit and Supervisory Committee and selected by the Board of Directors after it received a report from the Nomination and Compensation Advisory Committee which deliberated on the matter.

- 1) Persons with abundant expertise and experience to execute and manage the businesses of the Janome Group.
- 2) Persons who possess capacity to supervise from fair and objective perspective the executive director's business executions, thereby contributing to improve soundness and transparency of the management.

The candidates for Outside Director who are Audit and Supervisory Committee Members were decided on from a wide variety of people in line with the following nomination policy with the consent of the Audit and Supervisory Committee and selected by the Board of Directors after it received a report from the Nomination and Compensation Advisory Committee which deliberated on the matter.

- 1) Persons deemed to possess no potential reason to have any conflict of interest with the general shareholders of JANOME Corporation.
- 2) Persons with thorough understanding of the Company's corporate philosophy and their social responsibilities and missions as directors.
- 3) Persons who understand fully the role of the outside directors who are Audit and Supervisory Committee Members, possessing the capacity to supervise from fair and objective perspective executive director's business executions, thereby contributing to improve soundness and transparency of the management capitalizing on their profound expertise in corporate management, economics, legal affairs, accounting, tax practice and/or audit.

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

No.		Name	Current positions and responsibilities at the Company	Attendance at the Board of Directors meetings (FY 2025)
1	[New appointment] [Outside] [Independent]	Fumiaki Nakajima (Age: 66) (Male)	Director	18/18 (100%)
2	[Reappointment] [Outside] [Independent]	Ryoji Shimada (Age: 58) (Male)	Director/Audit and Supervisory Committee Member	18/18 (100%)
3	[Reappointment] [Outside] [Independent]	Nozomi Kurahashi (Age: 42) (Female)	Director/Audit and Supervisory Committee Member	18/18 (100%)

[New appointment]: Newly appointed Director, [Reappointment]: Reappointed Director, [Outside]: Outside Director, [Independent]: Independent Director in accordance with the rules of the Tokyo Stock Exchange.

Note: Ages of candidates indicate the ages as of June 19, 2026.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	Fumiaki Nakajima (November 3, 1959) (Male) [New appointment] [Outside] [Independent] [Number of years as Director] 7 (at the close of this Meeting) [Attendance at the Board of Directors meetings] 18/18 (100%) [Attendance at the Audit & Supervisory Committee meetings] —	April 1983 Joined Showa Electric Wire and Cable Co., Ltd. (currently SWCC Corporation) June 2016 Representative Director and President June 2019 Director, the Company (current position) April 2020 Outside Director and Audit and Supervisory Committee Member, Tokyo Water Co., Ltd. (current position) January 2021 Executive Officer, Deputy General Manager of International Division, Senshu Electric Co., Ltd. (current position) [Significant concurrent positions] Outside Director and Audit and Supervisory Committee Member, Tokyo Water Co., Ltd.; Executive Officer, Deputy General Manager of International Division, Senshu Electric Co., Ltd.		0
[Reason for nomination as candidate and expected roles] Mr. Fumiaki Nakajima possesses extensive business experience as a corporate executive of multiple companies in Japan and abroad. Based on his broad insight and extensive track record, he has provided appropriate advice and supervision of the Company's management from an independent and objective standpoint as an Outside Director. In addition, as a member of the Nomination and Compensation Advisory Committee and a member of the Sustainability Advancement Committee, he has actively expressed his opinions and has significantly fulfilled his responsibilities as a member of the committees. In light of the above, the Company proposes to elect him as Director (Outside Director) who is an Audit and Supervisory Committee Member in the expectation that he will provide appropriate and fair supervision and auditing as an Audit and Supervisory Committee Member, drawing on his extensive experience and broad insight.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Ryoji Shimada (April 1, 1968) (Male) [Reappointment] [Outside] [Independent] [Number of years as Director] 4 (at the close of this Meeting) [Attendance at the Board of Directors meetings] 18/18 (100%) [Attendance at the Audit & Supervisory Committee meetings] 19/19 (100%)	October 1992 Joined Osaka Office of Asahi Shinwa & Co. (currently KPMG AZUSA LLC) May 1997 Registered as certified public accountant October 1997 Joined Tokyo Office of Ota Showa Audit Corporation (currently Ernst& Young ShinNihon LLC) July 2007 Opened Solution Square Corporation, Director (current position) March 2008 Opened Fugen Audit Corporation, Company Representative (current position) June 2022 Director/Audit and Supervisory Committee Member, the Company (current position) [Significant concurrent positions] Director, Certified Public Accountant, Shimada CPA Office; Director, Solution Square Corporation	0
[Reason for nomination as candidate and expected roles] Mr. Ryoji Shimada is a certified public accountant with a long record of auditing experience at a major auditing firm and has deep insight into corporate finance. He founded a company that provides accounting consulting and other services, involving in the area of financial closing support services, and thus has extensive knowledge of corporate financial closing and management systems. Based on his wealth of experience and deep insight, the Company proposes to reelect him as Director (Outside Director) who is an Audit and Supervisory Committee Member in hope that he will provide appropriate and fair supervision and auditing as an Audit and Supervisory Committee Member.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Nozomi Kurahashi (Current surname: Honda) (June 23, 1983) (Female) [Reappointment] [Outside] [Independent] [Number of years as Director] 2 (at the close of this Meeting) [Attendance at the Board of Directors meetings] 18/18 (100%) [Attendance at the Audit & Supervisory Committee meetings] 19/19 (100%)	December 2012 Registered as attorney January 2013 Joined Tanaka Law Office (current position) June 2024 Director/Audit and Supervisory Committee Member, the Company (current position) [Significant concurrent positions] Attorney, Tanaka Law Office	0
	[Reason for nomination as candidate and expected roles] Ms. Nozomi Kurahashi is well-versed in corporate law and possesses profound insight as an attorney. Judging that she will carry out fair and proper supervision and auditing as an Audit and Supervisory Committee Member by drawing on her expertise, the Company proposes to reelect her as Director (Outside Director) who is an Audit and Supervisory Committee Member.		

- Notes: 1. There is no significant interest between each candidate and the Company.
2. Mr. Fumiaki Nakajima, Mr. Ryoji Shimada and Ms. Nozomi Kurahashi satisfy the Independence Criteria established by the Company, and have been registered as independent directors in accordance with the rules of the Tokyo Stock Exchange. Visit the Company's website for details on the Independence Criteria for Outside Directors established by the Company.
- (Corporate website*: <https://www.janome.co.jp/esg/governance.html>) *available only in Japanese
3. The Company has entered into a liability limitation agreement with Mr. Ryoji Shimada and Ms. Nozomi Kurahashi in accordance with the provisions in Article 427, Paragraph 1 of the Companies Act and Article 30 of the Articles of Incorporation. In regard to the contents of the said agreement, liability for damages in Article 423, Paragraph 1 of the Companies Act shall be within the limit established by laws and regulations. The Company plans to continue said agreement with each of the candidates, Mr. Ryoji Shimada and Ms. Nozomi Kurahashi, if their election is approved. If the election of Mr. Fumiaki Nakajima is approved, the Company plans to enter the said agreement with him.
4. The Company has entered into a directors and officers liability insurance (D&O insurance) agreement provided in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, with all Directors as the insured persons. If this proposal is approved as proposed and each candidate is appointed Director, each candidate will be insured under said insurance policy. In the event a claim for compensation for damages is brought by shareholders, third party, or other party against an insured Director in relation to the performance of his or her duties, said insurance policy will cover costs such as damages and legal dispute expenses borne by the insured. However, there are certain exemptions: for example, damages incurred due to an act carried out with awareness that it is in violation of the law or regulation will not be covered. The Company bears the entire cost of the premium, including for riders, and the insured shall in effect bear none of the cost of the premium. When it is time to renew the policy, the Company plans to renew it with approximately the same contents.
5. The surname of Ms. Nozomi Kurahashi was changed to Honda by marriage, but she uses her maiden name, Kurahashi, for business purposes such as activities as an attorney.

(Reference)

Based on our Business Philosophy of “aiming to promote people’s creativity and contribute to prosperity all over the world” and “improving society and culture by consistently providing valuable products and services,” the Company aims to achieve sustainable growth and increase its corporate value over the medium to long term while flexibly responding to a rapidly changing business environment, and is committed to strengthening its governance structure and promoting management with sustainability as its main focus. Recognizing that the sharing of diverse values among the Board of Directors members is indispensable to achieve these goals, the Company’s Board of Directors is composed of individuals with skills that the entire Board should be equipped with.

If Proposal 2 and Proposal 3 are approved as originally proposed, the composition of the Board of Directors will be as described in the skill matrix of Directors. The total number of Directors will be nine (9), of which four (4) are independent Outside Directors and two (2) are female Directors.

Reasons for the selection of skill categories in the skill matrix

Overall corporate management	To achieve its management philosophy and long-term vision and increase its corporate value through sustainable growth, the Company needs directors who have experience in management and a track record as a business operator. Additionally, to further grow by pursuing new possibilities and developing a business portfolio strategy beyond the Home Appliance Business, the Industrial Equipment Business, and the IT Business, the Company needs directors who have experience in management and a track record as a business operator in various industries.
Research/ Technology	To promote the sophistication of the development system that enables us to launch products in line with the business strategies in a timely manner (i.e., at appropriate timing) as well as to develop innovative products tailored to consumer needs and incorporated with high specification, uncompromising quality and advanced technologies, the Company needs directors who have extensive experience and deep insight in the fields of research/development and technology.
Production/ Procurement	To bring enhanced-performance and high-quality products to market, keep improving production reliability, and establish a firm reputation for the “Janome standard of quality,” the Company needs directors who have extensive experience and deep insight in the fields of production and procurement, for example, on speedy delivery of attractive products meeting market needs and cost reduction and productivity enhancement in consideration of producing right products in right places as well as the development and enhancement of global supply chain.
Sales/ Marketing	To establish and strengthen brand identity and release products for market share expansion in the Home Appliance Business and also to promote the strengthening of sales and profitability by focusing on key markets and increasing sales of high value-added products in the Industrial Equipment Business, the Company needs directors who have deep insight on the development of sales and marketing strategies.
Global	To further grow as a global company by promoting global business development while not only focusing on key markets but also on growing markets, the Company needs directors who have overseas business management experience and are familiar with local lifestyles and business environments.
Human resource strategy	To create a virtuous cycle of higher job satisfaction and stronger business promotion capabilities by driving management strategy-linked human resources strategies to deepen human capital value, the Company needs directors who have deep insight on human capital management, such as diversity promotion and other matters in the field of human resource development.

IT/DX	To drive the Group's digital transformation (DX) strategy, which aims to improve productivity and increase revenue by enhancing DX contributing to increasing value through cooperation with the Home Appliance Business and the Industrial Equipment Business, as well as to forge ahead with entry into IT areas at a level where the Company can establish a solid position as an IT partner by proposing speedy and optimal IT solutions tailored to diversifying needs of its client companies, the Company needs directors conversant with IT/DX-related fields.
Finance/ Accounting	To achieve both financial soundness and capital efficiency, the Company needs directors who can provide accurate financial reporting, establish a solid financial foundation and have deep insight on finance and accounting related to the formulation of management strategy-linked financial strategies and capital policies including shareholder returns.
Legal affairs/Risk management	To further strengthen the management oversight function of the Board of Directors and establish an appropriate governance structure, the Company needs directors with legal expertise as well as deep insight on risk management.
SDGs/ESG	To promote sustainable growth of the Company based on initiatives to address materiality and to pursue the realization of a sustainable society, the Company needs directors with deep insight in the field of sustainability, including environmental contribution and corporate governance.

Skill matrix of Directors

Positions at the Company/ Name	Attribute	Field of expertise and experience									
		Overall corporate management	Research/Technology	Production/Procurement	Sales/Marketing	Global	Human resource strategy	IT/DX	Finance/Accounting	Legal affairs/Risk management	SDGs/ESG
Director, Senior Managing Officer Hitoshi Doi		◎			◎		◎	○	◎	○	○
Director, Senior Managing Officer Yukio Hosaka		○	◎	◎	○	○		○		○	○
Director, Managing Officer Shinji Tsunoda		○			◎	◎				○	○
Director, Managing Officer Tsugunari Yamada		○			◎	◎				○	○
Director Mieko Hosaka	[Outside] [Independent]	●				●				●	
Director Motoyuki Shishikura	[Outside]	●							●		
Director Audit and Supervisory Committee Member Fumiaki Nakajima	[Outside] [Independent]	●		●	●	●					●
Director Audit and Supervisory Committee Member Ryoji Shimada	[Outside] [Independent]	●							●		
Director Audit and Supervisory Committee Member Nozomi Kurahashi	[Outside] [Independent]	●								●	

* ○ indicates that the relevant Director satisfies the requirements of the skill category. Among them, ◎ represents the field in which the Company particularly expects the relevant Director to make a contribution.
● represents the field in which the Company particularly expects the relevant Outside Director or Director who is an Audit and Supervisory Committee Member to make a contribution.