

Note:

This English translation is made for reference purposes only, and in the event of any discrepancies between the English version and the Japanese version, the Japanese version prevails.

socionext

Notice of the 12th Ordinary General Meeting of Shareholders

Date and time

Thursday, June 25, 2026, at 10 a.m. (JST)

(Reception begins at 9 a.m.)

Venue

3-4 Shin-Yokohama, Kohoku-ku, Yokohama, Kanagawa
" Wakana " on the fourth floor of Shin-Yokohama Prince Hotel

Matters to be resolved

Proposal 1:

Election of Six (6) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

Proposal 2:

Election of One (1) Directors Who Are Audit & Supervisory Committee Members

Proposal 3:

Election of One (1) Substitute Director Who Is Audit & Supervisory Committee Member

Socionext Inc.

Securities Code: 6526

Basic Philosophy

Socionext Group will contribute to realize a prosperous society by delivering new value to our customers and to people around the world beyond them, as a valued partner of customers seeking to develop unique and cutting-edge SoCs to differentiate their services and products, as well as a partner of our suppliers providing the latest technologies in the evolving semiconductor ecosystem, including foundries, OSATs and providers of IP, EDA and software.

Mission

- Together with our global partners, we bring innovation to everyone everywhere.

Values

- Change

We adapt ourselves to the disruptive discontinuous changes in business, technology, mind, operations, and other environments.

- Technology

By pursuing cutting-edge technology, we aim to become a company that supports global innovation through the development of competitive technology.

- Growth

Our growth helps to deliver benefits to all stakeholders, including shareholders, customers, partners, and employees.

- Speed

We respond quickly to dynamic and rapidly changing markets and customers.

- Sustainability

We ensure a sustainable future by creating a cohesive society with customers and partners.

Dear Shareholders

We would like to express our gratitude for our shareholders' continued support.

Since 2018, the Group has been implementing bold reforms, including transforming its business model and shifting to high-growth and cutting-edge business areas (which we refer to as the Phase 1 transformation). In addition, we are promoting Phase 2 transformation, aimed at establishing a competitive R&D structure and creating a business culture that is suitable for a multinational company. As a result, the design win amount in growth fields has increased to around 300 billion yen, which is steadily leading to sales expansion.

Net sales for the 12th fiscal year (from April 1, 2025 to March 31, 2026) were 200,834 million yen (up 6.5% from the previous fiscal year) due to a rise in shipments of newly mass-produced automotive products for Chinese market. Operating income was 12,354 million yen (down 50.6% from the previous fiscal year) due to an increase in the product cost ratio and continued investment in advanced development. Profit attributable to owners of parent was 8,733 million yen (down 55.4% from the previous fiscal year).

The Company decided to set the year-end dividend for shareholders at 25 yen per share, with a payment commencement date on June 4, 2026. As a result, the annual dividend, including the interim dividend of 25 yen per share, will be 50 yen per share, the same amount as the previous fiscal year.

Going forward, in addition to strengthening our global development platform and building our production and procurement systems, we will further strengthen our relationships with global companies that form the semiconductor ecosystem and pursue further transformation to achieve sustainable growth in the future.

We would highly appreciate having our shareholders' further support.

June 2026

Masahiro Koezuka
Representative Director, Chairman and CEO

Securities Code: 6526

June 3, 2026

Commencement date of electronic provision measures: May 27, 2026

To Our Shareholders

10-23, Shin-Yokohama 2-Chome, Kohoku-ku, Yokohama City, Kanagawa Prefecture
Socionext Inc.

Masahiro Koezuka, Representative Director, Chairman and CEO

Notice of the 12th Ordinary General Meeting of Shareholders

We would like to express our gratitude for your continued support.

We hereby inform you that the 12th Ordinary General Meeting of Shareholders will be held as set forth below. In convening this General Meeting of Shareholders, the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters to be electronically provided) has been electronically provided and posted on our company website on the Internet in the form of "Notice of the 12th Ordinary General Meeting of Shareholders," so please visit and confirm our company website below.

The Company website

<https://www.socionext.com/en/ir/meeting/>

In addition to the above website, the matters to be electronically provided are also posted on the website of the Tokyo Stock Exchange (TSE). Please access the TSE website (TSE Listed Company Information Service) below, enter and search "Socionext" in "Issue Name (Company Name)" or the Company Stock code "6526 " in "Code," select "Basic Information," and then "Documents for public inspection/PR information," and then click "Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting" in "Filed information available for public inspection."

TSE website (TSE-listed company information service)

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

If you do not attend the meeting, you may exercise your voting rights in writing (by mail) or via the Internet, etc. Please refer to the "Instructions for Exercising Voting Rights" section below and exercise your voting rights by 5:30 p.m. on Wednesday, June 24, 2026.

Date and Time:

Thursday, June 25, 2026, at 10 a.m. (reception begins at 9 a.m.)

Venue:

3-4 Shin-Yokohama, Kohoku-ku, Yokohama, Kanagawa
"Wakana" on the fourth floor of Shin-Yokohama Prince Hotel

Agenda Items:**Matters to be reported:**

1. Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 12th Business Period (April 1, 2025 to March 31, 2026)
2. Auditing Reports from the Accounting Auditor and Audit & Supervisory Committee on the Results of the Audit of the Consolidated Financial Statements for the 12th Business Period

Matters to be resolved:

Proposal 1: Election of Six (6) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

Proposal 2: Election of One (1) Director Who Is Audit & Supervisory Committee Member

Proposal 3: Election of One (1) Substitute Director Who Is an Audit & Supervisory Committee Member

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- * Shareholders who have not made a request for the delivery of written documents will receive only the Notice of Convocation, the Reference Documents for the General Meeting of Shareholders, and the Voting Rights Exercise Form. For other matters among the Electronic Provision Measures, please access either of the above websites and check them.
 - * In accordance with laws and regulations and the Articles of Incorporation of the Company, we will send a document that does not include the following items from among the Items to be Provided Electronically to shareholders who have made a request for the delivery of written documents. As for the items not included, please access either of the above websites and check them.
 - 1) "Accounting Auditor" and "Systems to Ensure Appropriateness of Business and Operational Status of Such Systems" in the Business Report
 - 2) Consolidated Statement of Changes in Net Assets and Notes to the Consolidated Financial Statements
 - 3) Non-Consolidated Statement of Changes in Net Assets and Notes to the Non-Consolidated Financial StatementsThe business report audited by the Audit & Supervisory Committee in preparing the audit report includes each item of the business report mentioned above. In addition, the consolidated financial statements and non-consolidated financial statements audited by the Accounting Auditor and Audit & Supervisory Committee in the preparation of the accounting audit report and the audit report include the matters described above in the consolidated financial statements and the non-consolidated financial statements.
 - * If there are any amendments to the matters to be electronically provided, the above-mentioned websites that take electronic provision measures will be updated to state to such effect, and the matters before and after the amendments will be posted there.
 - * The results of the resolutions of this General Meeting of Shareholders will be posted on the above-mentioned Company website instead of sending a notice of resolutions.

Guide to Exercising Voting Rights

You may exercise your voting rights in the following three ways:

Attending the General Meeting of Shareholders

Please submit your Voting Rights Exercise Form to the receptionist at the meeting.

Date and Time: Thursday, June 25, 2026, at 10 a.m. (reception begins at 9 a.m.)

Exercising voting rights in writing (by mail)

Please indicate your approval or disapproval of the proposals on the Voting Rights Exercise Form and post it without a stamp.

Due date for exercise Receipt by the Company by 5:30 p.m. on Wednesday, June 24, 2026

Voting via the Internet, etc.

Please exercise your voting rights after reviewing the guide on the next page for exercising your voting rights via the Internet, etc.

Due date for exercise Completion of entry by 5:30 p.m. on Wednesday, June 24, 2026

- * If you exercise your voting rights more than once via the Internet, etc., the last vote cast will be treated as the valid vote.
- * If you exercise your voting rights both in writing (by mail) and via the Internet, etc., only your vote via the Internet, etc. will be valid.
- * If there is no indication of approval or disapproval of a proposal, we will treat it as an indication of approval.

Guide to Exercising Voting Rights via the Internet

How to scan the QR code "Smart Exercise"

You can log in to the voting website without entering your voting code and password.

1 Please scan the QR code at the bottom right of the Voting Rights Exercise Form.

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

2 Then follow the on-screen instructions to enter your approval or disapproval.

Exercising your voting rights by "Smart Exercise" is valid only once.

If you wish to change your vote after exercising your voting rights, please access the PC version of the website, log in by entering your "voting code" and "password" on the voting form, and then exercise your voting rights again.

*You can go to the PC site by scanning the QR code again.

How to enter your voting code and password

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

1 Please access the voting website.

Click "Next"

2 Please enter the "Voting Rights Exercise Code" provided on the Voting Rights Exercise Form.

Enter the "Voting Rights Exercise Code"

Click "Login"

3 Please enter the password provided on the Voting Rights Exercise Form.

Enter "Password"

Please set a new password that you will actually use

Click "Register"

4 Then follow the on-screen instructions to enter your approval or disapproval.

*The operation screen is for illustrative purposes only.

Inquiries regarding the exercise of voting rights via the Internet, etc.

Exclusive telephone number of Stock Transfer Agency Web Support, Sumitomo Mitsui Trust Bank, Limited

Toll-free: 0120-652-031 (Business hours: 9:00–21:00)

To Institutional Investors

The electronic voting platform for institutional investors operated by ICJ, Inc. is available for the exercise of voting rights.

Reference Document for the General Meeting of Shareholders

Proposal 1: Election of Six (6) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors who are Audit & Supervisory Committee Members; the same shall apply hereinafter in this proposal unless otherwise stated) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes to elect six (6) Directors, including three (3) Outside Directors.

The decision on this proposal has been made through prior deliberation by the Nomination and Remuneration Committee, the majority of whose members are Independent Outside Directors. In addition, the Audit and Supervisory Committee put this proposal under consideration, which led to the opinion that this proposal is reasonable.

The candidates for Directors are as follows.

Candidate No.	Name	Gender	Current position at the Company	Number of years in office	Attendance at Board of Directors meetings
1	Masahiro Koezuka Reappointment	Male	Representative Director, Chairman and CEO	11 years and 9 months	13 out of 13 (100%)
2	Hisato Yoshida Reappointment	Male	Representative Director, President and COO	3 years	13 out of 13 (100%)
3	Yutaka Yoneyama Reappointment	Male	Director, EVP and CFO	4 years and 3 months	13 out of 13 (100%)
4	Masatoshi Suzuki Reappointment Outside Independent	Male	Lead Independent Outside Director	5 years	13 out of 13 (100%)
5	Sachiko Kasano Reappointment Outside Independent	Female	Independent Outside Director	4 years and 3 months	13 out of 13 (100%)
6	Kazuhiro Nishihata Reappointment Outside Independent	Male	Independent Outside Director	1 year	10 out of 10 (100%)

Reappointment

Candidates for reappointment as Directors

Outside

Candidates for appointment as Outside Directors

Independent

Candidates for Independent Officers as provided by the TSE

Candidate No. 1 **Masahiro Koezuka** Date of birth: December 14, 1951

Reappointment

Number of the Company's shares held 132,244 shares

- Career summary, position and responsibility in the Company

April 1974 Joined the Ministry of International Trade and Industry (Currently the Ministry of Economy, Trade and Industry)
June 2010 Director, Senior Managing Executive Officer of Fujitsu Limited
May 2013 Director, Senior Executive Vice Chairman of Fujitsu Limited
September 2014 Representative Director of Socionext Inc. (Preparation Company)
February 2015 Director
April 2016 Representative Director and Chairman of Fujitsu Research Institute (Currently Fujitsu Limited)
April 2018 Representative Director, Chairman and CEO of Socionext Inc.
March 2022 Representative Director, Chairman, President and CEO of Socionext Inc.
June 2025 Representative Director, Chairman, and CEO of Socionext Inc. (Current position)

Reasons for nomination as a candidate for Director

He has served on the Board of Directors of the Company since its founding and is well-versed in the semiconductor business, currently serving as Representative Director, Chairman, and CEO, and contributing to the Company's performance and increasing its corporate value. Therefore, we believe that he will be able to appropriately perform his duties as Director and request his re-election.

Candidate No. 2 **Hisato Yoshida** Date of birth: November 3, 1963

Reappointment

Number of the Company's shares held 26,821 shares

- Career summary, position and responsibility in the Company

April 1988 Joined Matsushita Electric Industrial Co., Ltd. (Currently Panasonic Holdings Corporation)
April 2010 Group Manager of Fourth Development Group, First Business Division, System LSI Division of Panasonic Corporation (Currently Panasonic Holdings Corporation)
March 2015 Director, Development Department IV of IoT System Business Unit, Business Group I of Socionext Inc.
January 2021 Vice Head of Global Development Group and SNDP Promotion Group of Socionext Inc.
April 2022 Corporate Executive Vice President and Head of Global Development Group of Socionext Inc.
June 2023 Director, Corporate Executive Vice President and Head of Global Development Group of Socionext Inc.
April 2024 Director and Deputy President in charge of Development Group of Socionext Inc.
April 2025 Director, COO and Global Leading Group (GLG) Co-Lead of Socionext Inc.
June 2025 Representative Director, President and COO, Global Leading Group (GLG) Co-Lead of Socionext Inc. (Current position)

Reasons for nomination as a candidate for Director

He has been responsible for development in the semiconductor business for many years, and currently oversees overall design and development as Representative Director, President and COO, Global Leading Group (GLG) Co-Lead, contributing to improving business performance and increasing corporate value. Therefore, we believe that he will be able to appropriately perform his duties as Director and request his re-election.

Candidate No. 3 **Yutaka Yoneyama** Date of birth: June 20, 1962

Reappointment

Number of the Company's shares held 26,821 shares

Career summary, position and responsibility in the Company

April 1985 Joined Matsushita Electric Industrial Co., Ltd. (Currently Panasonic Holdings Corporation)
April 2013 Accounting Group Manager of System LSI Division of Panasonic Corporation (Currently Panasonic Holdings Corporation)
March 2015 Deputy General Manager, Corporate Finance Division of Socionext Inc.
July 2020 General Manager, Corporate Finance Division and Corporate Affairs & HR of Socionext Inc.
March 2022 Director Senior Vice President of Corporate Finance Division, Corporate Affairs & HR and Intellectual Property & Legal of Socionext Inc.
April 2022 Director and Corporate Executive Vice President in charge of Finance and Business Administration of Socionext Inc.
April 2024 Director, Deputy President in charge of Finance & Business Administration and CFO of Socionext Inc.
October 2024 Director, Deputy President in charge of Business Administration and CFO of Socionext Inc.
April 2025 Director, EVP and CFO of Socionext Inc. (Current position)

Reasons for nomination as a candidate for Director

He has been in the semiconductor business for many years and has a wealth of experience and insight in finance and accounting. He continues to play a wide range of roles as Executive Vice President (EVP) and CFO, contributing to improving business performance and increasing corporate value. Therefore, we believe that he will be able to appropriately perform his duties as Director and request his re-election.

Candidate No. 4 **Masatoshi Suzuki** Date of birth: October 30, 1951

Reappointment

Outside

Independent

Number of the Company's shares held -

- Career summary, position and responsibility in the Company

April 1975 Joined Nippon Telegraph and Telephone Public Corporation (Currently NTT, Inc.)
June 2008 Representative Director, Senior Executive Vice President, NTT DoCoMo, Inc. (Currently NTT DOCOMO, INC.)
June 2012 Representative Director, Senior Executive Vice President, MIRAIT Holdings Corporation (Currently MIRAIT ONE Corporation)
October 2012 Representative Director, President, MIRAIT Holdings Corporation (Currently MIRAIT ONE Corporation)
June 2020 Director and Advisor, MIRAIT Holdings Corporation (Currently MIRAIT ONE Corporation)
June 2021 Outside Director of Socionext Inc.
March 2022 Chairman of the Nomination and Compensation Committee of Socionext Inc. (Current position)
October 2022 Lead Independent Outside Director of Socionext Inc. (Current position)

Reasons for nomination as a candidate for Outside Director and outline of expected roles

Leveraging a wealth of management experience gained from having served as a representative director and other positions at listed companies, he supervises and advises management from an objective and neutral standpoint as Lead Independent Outside Director. Therefore, we believe that he will be able to appropriately perform his duties as Outside Director from an independent position and request his re-election. The Company expects him to contribute to the enhancement of management oversight functions and the improvement of corporate value through proposals for general management based on his extensive management experience.

Candidate No. 5

Sachiko Kasano

Date of birth: April 14, 1977

Reappointment

Outside

Independent

Number of the Company's shares held -

- Career summary, position and responsibility in the Company

October 2001 Qualified as an attorney and joined Miyakezaka Sogo Law Office
January 2016 Attorney-at-law of Kasumimon Sogo Law Offices (Currently SHIOMIZAKA), Attorney (current position)
June 2021 Outside Audit & Supervisory Board Member of Socionext Inc.
March 2022 Outside Director (Chairman of Audit & Supervisory Committee) of Socionext Inc.
October 2022 Independent Outside Director (Chairman of Audit & Supervisory Committee) of Socionext Inc.
June 2023 Independent Outside Director of Socionext Inc. (Current position)
June 2023 Outside Director (Audit & Supervisory Committee Member) of Restar Holdings Corporation (Currently Restar Corporation) (Current position)
November 2023 Outside Statutory Auditor of PRAP Japan, Inc. (Current position)

- Significant concurrent positions

Attorney, SHIOMIZAKA
Outside Director (Audit & Supervisory Committee Member) of Restar Corporation
Outside Statutory Auditor of PRAP Japan, Inc.

Reasons for nomination as a candidate for Outside Director and outline of expected roles

Based on her extensive experience as an attorney and her deep insight into corporate legal affairs and compliance, she supervises and advises management from an objective and neutral standpoint. While she has no experience of being involved in corporate management other than having served in the past as Outside Officer, we believe that she will be able to appropriately perform her duties as Outside Director from an independent position and request her re-election. The Company expects her to contribute to the enhancement of management oversight functions and the improvement of corporate value through proposals for general management based on her extensive experience and deep insight as an attorney.

Candidate No. 6

Kazuhiro Nishihata

Date of birth: March 16, 1957

Reappointment

Outside

Independent

Number of the Company's shares held -

Career summary, position and responsibility in the Company

April 1981 Joined Nippon Telegraph and Telephone Public Corporation (Currently NTT, Inc.)
June 2006 President and Representative Director of NTT EUROPE LTD.
June 2009 Senior Vice President, Head of Global Business Sector of NTT DATA (Currently NTT DATA GROUP CORPORATION)
June 2015 Executive Vice President and Director of NTT DATA
June 2017 Senior Executive Vice President and Representative Director of NTT DATA
June 2018 Executive Advisor of NTT DATA
June 2020 Senior Executive Vice President and Representative Director of NTT DATA
October 2022 President and Chief Executive Officer, Representative Director of NTT DATA, Inc.
September 2024 Advisor to Socionext Inc.
June 2025 Independent Outside Director of Socionext Inc. (Current position)

Reasons for nomination as a candidate for Outside Director and outline of expected roles

He supervises and advises management from an objective and neutral standpoint based on his experience in

global business management, such as having served as the representative director of a listed company and the president of an overseas operating company, and a wealth of technical knowledge related to IT services. Therefore, we believe that he will be able to appropriately perform his duties as Outside Director from an independent position and request his re-election. The Company expects him to contribute to the enhancement of management oversight functions and the improvement of corporate value through proposals for general management based on his extensive management experience.

Notes:

1. There are no special conflicts of interest between any of the candidates and the Company.
2. Masatoshi Suzuki, Sachiko Kasano and Kazuhiro Nishihata are candidates for Outside Directors.
3. Masatoshi Suzuki, Sachiko Kasano, and Kazuhiro Nishihata are currently Outside Directors, and will have served as Outside Directors for five years, four years and three months, and one year, respectively, as of the conclusion of this General Meeting of Shareholders.
4. The Company has entered into limited liability agreements with Masatoshi Suzuki, Sachiko Kasano, and Kazuhiro Nishihata pursuant to Article 427, Paragraph 1 of the Companies Act and the Articles of Incorporation to limit their liability for damages as defined under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. If each candidate is elected and appointed as Director, the Company plans to continue the said agreement.
5. The Company has entered into indemnity agreements with Masahiro Koezuka, Hisato Yoshida, Yutaka Yoneyama, Masatoshi Suzuki, Sachiko Kasano, and Kazuhiro Nishihata to the effect that the Company will compensate, to the extent provided by laws and regulations, for the expenses referred to in Article 430-2, Paragraph 1, Item 1 of the Companies Act and the losses referred to in Item 2 of the same paragraph, so that Directors can fully perform their expected roles. If each candidate is elected and appointed as Director, the Company plans to continue the said agreement.
6. The Company has entered into officers' liability insurance contracts with insurance companies pursuant to Article 430-3, Paragraph 1 of the Companies Act, under which losses that may arise from an insured person assuming liability in connection with the execution of his/her duties or receiving a claim pursuing such liability are covered. All premiums for the insured are fully paid by the Company. If each candidate is elected and appointed as Director, he or she will be an insured under the relevant insurance policy. The policy is also scheduled to be renewed at the next renewal.
7. On July 7, 2021, MIRAIT Corporation (currently, MIRAIT ONE Corporation), for which Mr. Masatoshi Suzuki was serving as a director, received a notice of administrative disposition from the Kanto Bureau of Telecommunications of the Ministry of Internal Affairs and Communications, concerning an order to suspend its registered inspection business and a business improvement order, alleging that the company had acted in violation of the Radio Act in connection with its past inspection of radio station equipment. We understand that he was not aware of the above facts until they were made known to the corporation, and believe that he appropriately carried out his duties while serving as a director of MIRAIT Corporation, such as making recommendations on legal compliance on a regular basis, and after the fact came to light, asking the Board of Directors of the corporation to take measures to prevent the recurrence of the situation.
8. The Company appointed Masatoshi Suzuki, Sachiko Kasano, and Kazuhiro Nishihata as Independent Officers as provided by the Tokyo Stock Exchange and has registered them with the Tokyo Stock Exchange. The Company will continue to appoint them as Independent Officers if they are elected.
9. The number of the Company's shares held by each candidate is as of March 31, 2026.
10. Sachiko Kasano's name on the family register is Sachiko Yanai.

Proposal 2: Election of One (1) Director Who Is Audit & Supervisory Committee Member
 As Director Go Anan, who is an Audit & Supervisory Committee Member, will resign at the conclusion of this General Meeting of Shareholders, the election of one (1) Director who is an Audit & Supervisory Committee Member is proposed for new appointment.

With regard to this agenda item, the consent of the Audit & Supervisory Committee has been obtained. The candidate for Director who is Audit & Supervisory Committee Members is as follows.

Name		Gender	Current position at the Company	Number of years in office	Attendance at Board of Directors meetings
Shigeo Kawashima	New appointment	Male	Advisor	-	-
	Outside				
	Independent				

New appointment
Outside
Independent

Candidates for new appointment as Directors
 Candidates for appointment as Outside Directors
 Candidates for Independent Officers as provided by the TSE

Candidate

Shigeo Kawashima

Date of birth: December 19, 1963

New appointment

Outside

Independent

Number of the Company's shares held -

- Career summary, position and responsibility in the Company

April 1987	Joined Tohmatsu Awoki & Sanwa (Currently Deloitte Touche Tohmatsu LLC)
March 1990	Registered as Certified Public Accountant
July 2002	Joined Tohmatsu & Co. (Currently Deloitte Touche Tohmatsu LLC)
October 2024	Established Shigeo Kawashima Certified Public Accountant Office, Certified Public Accountant (Current position)
March 2026	Advisor to Socionext Inc. (Current position)

- Significant concurrent positions

Member of Shigeo Kawashima Certified Public Accountant Office, Certified Public Accountant

Reasons for nomination as a candidate for Outside Director who is an Audit & Supervisory Committee Member and outline of expected roles

He has extensive experience as a certified public accountant and deep insight into financial accounting. While he has no experience of being involved in corporate management directly, the Company concluded that he will be able to perform his duties appropriately from an independent standpoint and proposes electing him as an Outside Director who is an Audit & Supervisory Committee Member. The Company expects him to contribute to the enhancement of management oversight functions and the improvement of corporate value through proposals for general management based on his extensive experience and deep insight as a certified public accountant.

(Notes)

1. There is no special conflict of interest between the candidate and the Company.
2. Shigeo Kawashima is a candidate for Outside Director.
3. If Shigeo Kawashima is elected and appointed as Director who is an Audit & Supervisory Committee Member, the Company plans to enter into a limited liability agreement with him pursuant to Article 427, Paragraph 1 of the Companies Act and the Articles of Incorporation to limit his liability for damages as defined under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.
4. If Shigeo Kawashima is elected and appointed as Director who is an Audit & Supervisory Committee Member, the Company plans to enter into an indemnity agreement with him to the effect that the Company will compensate, to the extent provided by laws and regulations, for the expenses referred to in Article 430-2, Paragraph 1, Item 1 of the Companies Act and the losses referred to in Item 2 of the same paragraph, so that a Director who is an Audit & Supervisory Committee Member can fully perform his expected roles.
5. The Company has entered into officers' liability insurance contracts with insurance companies pursuant to Article 430-3, Paragraph 1 of the Companies Act, under which the insured is liable in connection with the execution of his/her duties or shall be compensated for any damage that may arise from the receipt of a claim related to the pursuit of such liability. All premiums for the insured are fully paid by the Company. If Shigeo Kawashima is elected and appointed as Director who is an Audit & Supervisory Committee Member, he will be an insured under the relevant insurance policy. The policy is also scheduled to be renewed at the next renewal.
6. If Shigeo Kawashima is elected and appointed as Director who is an Audit & Supervisory Committee Member, he meets the requirements for Independent Officer as provided by the Tokyo Stock Exchange, and the Company plans to register him as an Independent Officer.
7. The number of the Company shares held by the candidate is as of March 31, 2026.

Reference: Composition of the Board of Directors and skill matrix of Directors (after the conclusion of this General Meeting of Shareholders)

Aiming to realize its basic management philosophy and achieve its medium- to long-term business strategies, the Company has identified the skills (knowledge, experience, and abilities) necessary for the Board of Directors to appropriately make decisions and supervise management, and has formulated a skill matrix to organize the skills possessed by Directors.

The formulation of this skill matrix and the selection of candidates for Directors are determined by the Board of Directors after deliberation by the Nomination and Remuneration Committee.

If Proposal 1 and Proposal 2 are approved as proposed, the composition of the Board of Directors and the skill matrix of Directors after the conclusion of this General Meeting of Shareholders will be as shown in the table below.

Name	Gender	Outside	Independent	Audit & Supervisory Committee Members	1)	2)	3)	4)	5)	6)
					Management experience at listed companies	Global corporate management	Semiconductor business	International (Overseas experience)	Finance and Accounting	Legal and Compliance
Masahiro Koezuka	Male				✓		✓	✓		
Hisato Yoshida	Male						✓			
Yutaka Yoneyama	Male						✓	✓	✓	✓
Masatoshi Suzuki	Male	✓	✓		✓			✓		✓
Sachiko Kasano	Female	✓	✓							✓
Kazuhiro Nishihata	Male	✓	✓		✓	✓		✓		
Yasuyoshi Ichikawa	Male	✓	✓	✓					✓	
Noriko Yoneda	Female	✓	✓	✓						✓
Shigeo Kawashima	Male	✓	✓	✓					✓	✓

The reasons for the selection of each skill item are as follows.

Skill item	Reason for selection
Management experience at listed companies	To enhance corporate value as a listed company by formulating and implementing management strategies and supervising management, while building relationships with diverse stakeholders.
Global corporate management	To promote strategies and appropriate risk management in global business development.
Semiconductor business	To promote the Company's Solution SoC business in the global semiconductor ecosystem.
International (overseas experience)	To expand our business globally, including sales and procurement.
Finance and Accounting	To formulate capital policies, establish financial foundations, supervise management based on financial and accounting knowledge, and engage in dialogue with capital markets.
Legal and Compliance	To develop a legal compliance system, realize a sound corporate culture, and establish a management system for various risks.

Reference: Independence Standards for Outside Directors

Independence Standards for Outside Directors

The Company considers Outside Directors or candidates for such directors to be independent if it determines that none of the following 1 to 9 apply:

However, even if a person falls under any of the following 1 to 9, he or she may be appointed as an Independent Outside Director of the Company if the Company believes that he or she has sufficient independence, provided that the reasons for such independence are publicly disclosed.

1. A person whose major client or supplier is Socionext Group Companies (Note 1) (Note 2) or a business executive person thereof (Note 3)
2. Major client of (Note 4) or major lender (Note 5) to Socionext Group Companies or a business executive person thereof
3. An outside expert who receives a substantial amount of compensation from Socionext Group Companies in addition to officer's compensation (Note 6), or a person who belongs to the organization if the outside expert is an organization such as a corporation
4. A member or employee of the accounting auditor of the Company
5. A person who receives a large donation from Socionext Group Companies (Note 7), or a person who belongs to the organization if the recipient of such a donation is an organization such as a corporation
6. A business executive person of a corporation or other organization that accepts directors or other officers from Socionext Group Companies
7. A person who has fallen under any of the above items 1 through 6 in the past three years
8. A major shareholder of the Company (Note 8) or a business executive person thereof
9. A close relative of one of the following (Note 9):
 - (1) Persons listed in the above 1 through 8
 - (2) A business executive person of Socionext Group Companies
 - (3) A business executive person who has been an executive person of Socionext Group Companies in the past three years

Note: 1 Socionext Group Companies means Socionext Inc. and its subsidiaries.

Note: 2 A person whose major client or supplier is Socionext Group Companies means a party whose sales to Socionext Group Companies account for 2% or more of its annual consolidated total sales in the most recent fiscal year.

Note: 3 A business executive person is defined in Article 2, Paragraph 3, Item 6 of the Regulations for Enforcement of the Companies Act.

Note: 4 Major client or supplier for Socionext Group Companies means a party to which 2% or more of Socionext Group Companies' annual consolidated total sales in the most recent fiscal year are recorded.

Note: 5 Major lender is a major lender stated in the Company's most recent Business Report.

Note: 6 A substantial amount of compensation means that an individual is paid at least 10 million yen per year in the most recent business year of Socionext Group Companies, and an organization such as a corporation is paid at least 2% of the total annual consolidated sales in the most recent business year of the organization.

Note: 7 A large donation means a donation of at least 10 million yen per year in the most recent fiscal year of Socionext Group Companies.

Note: 8 A major shareholder is a person who holds 10% or more of the voting rights.

Note: 9 A close relative is a spouse, a relative within the second degree of kinship or a relative living together.

Proposal 3: Election of One (1) Substitute Director Who Is an Audit & Supervisory Committee Member

In order to prepare for the case where the number of Directors who are Audit & Supervisory Committee Members falls short of the number stipulated by laws and regulations, the Company requests election of one (1) Substitute Director who is an Audit & Supervisory Committee Member. The election of the substitute Director who is Audit & Supervisory Committee Member is effective until the start of the ordinary general meeting of shareholders for the last fiscal year of the fiscal years ending within one year after the election; also, provided it is before the appointment of Director who is Audit & Supervisory Committee Member becoming effective, the election may be rescinded by a resolution of the Board of Directors with the consent of the Audit & Supervisory Committee. Go Anan is currently a Director who is an Audit and Supervisory Committee Member, but will resign at the conclusion of this General Meeting of Shareholders.

With regard to this agenda item, the consent of the Audit & Supervisory Committee has been obtained. The candidate for Substitute Director who is Audit & Supervisory Committee Member is as follows.

Go Anan Date of birth: March 20, 1977

**Outside
Independent**

Number of the Company's shares held -

- Career summary, position and responsibility in the Company

October 2001	Qualified as an attorney and joined Mori Sogo (Currently Mori Hamada & Matsumoto)
April 2007	Joined Sueyoshi Sogo Law Office (Currently SHIOMIZAKA) (Current position)
May 2021	Outside Statutory Auditor of INFORICH INC. (Current position)
June 2022	Outside Director of AGP CORPORATION
April 2026	Independent Outside Director (Audit & Supervisory Committee Member) of Socionext Inc. (Current position)

- Significant concurrent positions

Attorney of SHIOMIZAKA
Outside Statutory Auditor of INFORICH INC.

Reasons for nomination as a candidate for Substitute Outside Director who is Audit & Supervisory Committee Member and outline of expected roles

Based on his extensive experience as an attorney and his deep insight into corporate legal affairs and compliance, he supervises and advises management from an objective and neutral standpoint. While he has no experience of being involved in corporate management other than having served in the past as an Outside Officer, the Company concluded that he will be able to perform his duties appropriately from an independent standpoint and proposes electing him as a Substitute Outside Director who is an Audit & Supervisory Committee Member. The Company expects him to contribute to the enhancement of management oversight functions and the improvement of corporate value through proposals for general management based on his extensive experience and deep insight as an attorney.

(Notes)

1. There is no special conflict of interest between the candidate and the Company.
2. Go Anan is a candidate for Substitute Outside Director.
3. Go Anan is currently an Outside Director and will have served as Outside Director for two months as of the conclusion of this General Meeting of Shareholders.
4. If Go Anan is elected and appointed as a Director who is an Audit & Supervisory Committee Member, the Company plans to enter into a limited liability agreement with him pursuant to Article 427, Paragraph 1 of the Companies Act and the Articles of Incorporation to limit his liability for damages as defined under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.

5. If Go Anan is elected and appointed as a Director who is an Audit & Supervisory Committee Member, the Company plans to enter into an indemnity agreement with him to the effect that the Company will compensate, to the extent provided by laws and regulations, for the expenses referred to in Article 430-2, Paragraph 1, Item 1 of the Companies Act and the losses referred to in Item 2 of the same paragraph, so that a Director who is an Audit & Supervisory Committee Member can fully perform his expected roles.
6. The Company has entered into officers' liability insurance contracts with insurance companies pursuant to Article 430-3, Paragraph 1 of the Companies Act, under which the insured is liable in connection with the execution of his/her duties or shall be compensated for any damage that may arise from the receipt of a claim related to the pursuit of such liability. All premiums for the insured are fully paid by the Company. If the candidate is elected and appointed as a Director who is an Audit & Supervisory Committee Member, he will be an insured under the relevant insurance policy.
7. If Go Anan is elected and appointed as a Director who is an Audit & Supervisory Committee Member, he meets the requirements for an Independent Officer as provided by the Tokyo Stock Exchange, and the Company plans to register him as an Independent Officer.
8. The number of the Company shares held by the candidate is as of March 31, 2026.

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

1. Current Status of Corporate Group

(1) Business progress and results

[Status of the world economy]

During the fiscal year under review, the outlook for the global economy remained uncertain due to the impact of uncertainties over U.S. tariffs and economic policies, sluggish domestic demand in the Chinese economy, etc., as well as heightened concerns over energy supply stemming from growing geopolitical risks such as the protracted war in Ukraine and the intensification of military conflict in the Middle East. On the other hand, investment in infrastructure for data centers grew on the back of growing demand for AI. In the foreign exchange market, the yen appreciated in the first quarter of the fiscal year under review, but from the second quarter onward, the yen began to depreciate.

[Results of the Phase 1 transformation and initiatives for the Phase 2 transformation]

At the Group, since April 2018, the Group has been promoting structural reforms, including transforming its business model, shifting focus areas to high-growth and cutting-edge business areas where more global large-scale business is expected, and also carrying out structural reform including bold transformation in our business structure (which we refer to as the Phase 1 transformation). As a result, we have been acquiring more large-volume design wins in our focus areas including automotive, data centers & networking, and smart devices areas. The annual value of design wins was roughly 110 billion yen before the structural reform. But the amount continued to expand after the reform, reaching roughly 300 billion yen from the fiscal year ended March 31, 2023, and further expanded to about 360 billion yen in the fiscal year ended March 31, 2025. (1 U.S. dollar = 120 yen). In the fiscal year ended March 2026, the value of design wins was approximately 310 billion yen, down from the previous fiscal year, but we were able to win large-scale design wins, particularly in the data center & networking area. In addition, the design wins that have been acquired in the past gradually started mass production, and are expected to contribute to sales growth.

Moreover, we are also proceeding with our next stage of transformation, which we call the Phase 2 transformation. This phase is aimed at establishing a competitive R&D structure and creating a business culture that is suitable for a multinational company. We are intensifying our efforts to transform our corporate systems, organizational structures, and employee awareness through ongoing communication with global customers, players that comprise the semiconductor ecosystem, investors and other parties.

[Strengthening design and development platform]

Led by the Global Leading Group, an organization dedicated to developing custom SoC in advanced technology fields and building a development platform, we have been building a computer architecture-based development platform and standard development processes that are suitable for our Solution SoC business model. During the fiscal year under review, we worked to further strengthen the Global Leading Group by establishing and consolidating the engineering teams responsible for system implementation, such as AI processing, and the engineering teams working on mass-production technologies and quality issues. At the same time, we have actively worked on enhancing the efficiency and visibility of development processes, along with reforming development management.

[Strengthening relationships with global companies forming the semiconductor ecosystem]

Along with our acquisition of design wins for large-scale advanced development projects over the past few years, we have strengthened our relationships with global companies that form the ecosystem across the semiconductor industry. We have particularly made progress such as progress in joint development projects in advanced technology areas by establishing and enhancing management-level relationships with global companies including those based in North America and Taiwan.

[Status of design and development]

Our research and development consists of both advanced development for acquiring design wins in our focus areas and product development linked to acquired design wins. During the fiscal year under review, our R&D expenses decreased 2.2% from the previous period to 58,508 million yen. Because the ecosystem continues to grow in complexity and flexibly, and to utilize the latest advanced technologies, we are actively working on development of process technologies, chiplets and advanced packaging technologies in collaboration with global ecosystem partners, application of the latest EDA tools as well as building development platforms. In addition, we have built an advanced chiplet development platform and started providing a chiplet design library that can be customized by RTL (Register Transfer Level).

We will continue to actively introduce AI in design and development.

[External evaluation of sustainability]

The Group identifies materiality (important issues) to be addressed with a sense of priority and promotes sustainability activities. During the fiscal year under review, as a result of our efforts to achieve individual cases of materiality, we were selected in the GX500 Decarbonization Management Ranking, and highly rated in the Nikkei Smart Work Management Survey and the Nikkei SDGs Management Survey. We recognize they are the signs of a certain degree of appreciation from outside of the Group.

In addition, we were selected to be a component of the four of the six sustainability indexes adopted by the Government Pension Investment Fund (GPIF), including the FTSE Blossom Japan Index.

[Status of business performance during the fiscal year under review]

The consolidated net sales for the year ended March 31, 2026, were 200,834 million yen, an increase of 6.5% compared with the previous fiscal year. Our net sales mainly consist of product revenue from the applicable products that have entered the mass production stage and NRE revenue received from customers based on the costs incurred in scheduled milestones during the design and development process. Product revenue for the fiscal year under review were 161,792 million yen, up 10.4% from the previous fiscal year, reflecting an increase in sales since the second quarter of newly mass-produced automotive products for Chinese market and certain industrial equipment, despite a decline in demand for telecommunications devices in the Chinese market. NRE revenue decreased 6.6% year on year to 38,325 million yen.

Cost of sales increased 31.2% year on year to 111,057 million yen, and gross profit decreased 13.6% year on year to 89,777 million yen. This was due to an increase in the product cost ratio due to the start of mass production of new products with relatively low gross margins. Selling, general and administrative expenses decreased 1.9% year on year to 77,423 million yen. This is due to the continued high level of development investment, etc. for advanced development.

Operating income decreased 50.6% year on year to 12,354 million yen. Including foreign exchange losses and other factors, ordinary income decreased 53.2% year on year to 11,756 million yen. As a result, profit attributable to owners of parent was 8,733 million yen, down 55.4% from the previous fiscal year.

The average exchange rate for US \$1 in the fiscal year under review was 150.8 yen, 1.8 yen of appreciation from the previous fiscal year.

(2) Issues to Deal With

In order to achieve sustainable growth for the Group, there are many challenges that need to be tackled, including strengthening development competitiveness, transforming our business structure, globalizing the entire organization, and further improving profit margins. Based on the "quantitative changes" achieved in the Phase 1 transformation, we will boldly promote the "qualitative changes" aimed at building a competitive R&D system and creating an organizational culture suitable for a global company, as the Group's Phase 2 transformation.

[Restructure development system and improve business processes]

In line with the shift to our Solution SoC business model, the Group has been proceeding to restructure its development system to strengthen development capabilities and improve development efficiency. Through ongoing communication with global customers, players in the semiconductor ecosystem and investors, we will work to establish a global development platform and standard development processes suitable for our Solution SoC business model, as well as further enhancing the global development system and technological capabilities led by the Global Leading Group, advancing the efficiency and visibility in development, and reforming development management.

In addition, as we expand design wins with global customers, we will continue to implement measures to globalize and improve operations in our production management group. Specifically, we will connect our customers with the Group's production system. In this way, we aim to improve the efficiency and transparency of our delivery system. Through this effort, we will establish a robust structure that enables accurate production planning and timely procurement, and will improve our business processes, including relationships with foundries and Outsourced Semiconductor Assembly and Test (OSAT) companies to which we entrust manufacturing.

[Active investment in advanced technology]

In order to strengthen the technological capabilities necessary for sustainable growth in the future, we will expand investment in advanced technology areas and promote growth-oriented management. Specifically, we are actively working to develop 2nm nodes in collaboration with chiplets and chiplet technology, and cutting-edge technologies utilizing 1.8nm and 1.4nm, invest in advanced technologies such as Co-Packaged Optics (CPO) technologies for optical data transmission, advanced packaging technologies including 3D/5.5D, and high-reliability analysis technology for new packaging and assembly technologies, strengthen SoC design technology by proactively incorporating AI into the SoC design processes, and secure human resources in the United States, India and other sites.

[Expansion of sales and operating income with a view to medium- to long-term growth]

For future sales management, the Group has adopted a management indicator called "design win balance," which is the balance obtained by subtracting actual sales from the amount of design wins acquired. Based on the design win balance, the Group is now able to forecast sales trends through the fiscal year ending March 2028 to some extent. The balance expanded to about 1.51 trillion yen (converted at 1 U.S. dollar = 120 yen) in the fiscal year ended March 31, 2026. For the continuous sustainable growth of the Group in the fiscal year ending March 2029 and beyond, we recognize that it is necessary to continuously acquire design wins. To this end, we will promote efforts to acquire design wins in a balanced manner in each of our focus areas, including data center & networking and the automotive areas. As for measures to increase operating income, we will continue to boost product gross profit, improve income and expenditures balance in the area of development, and appropriately manage selling, general and administrative expenses.

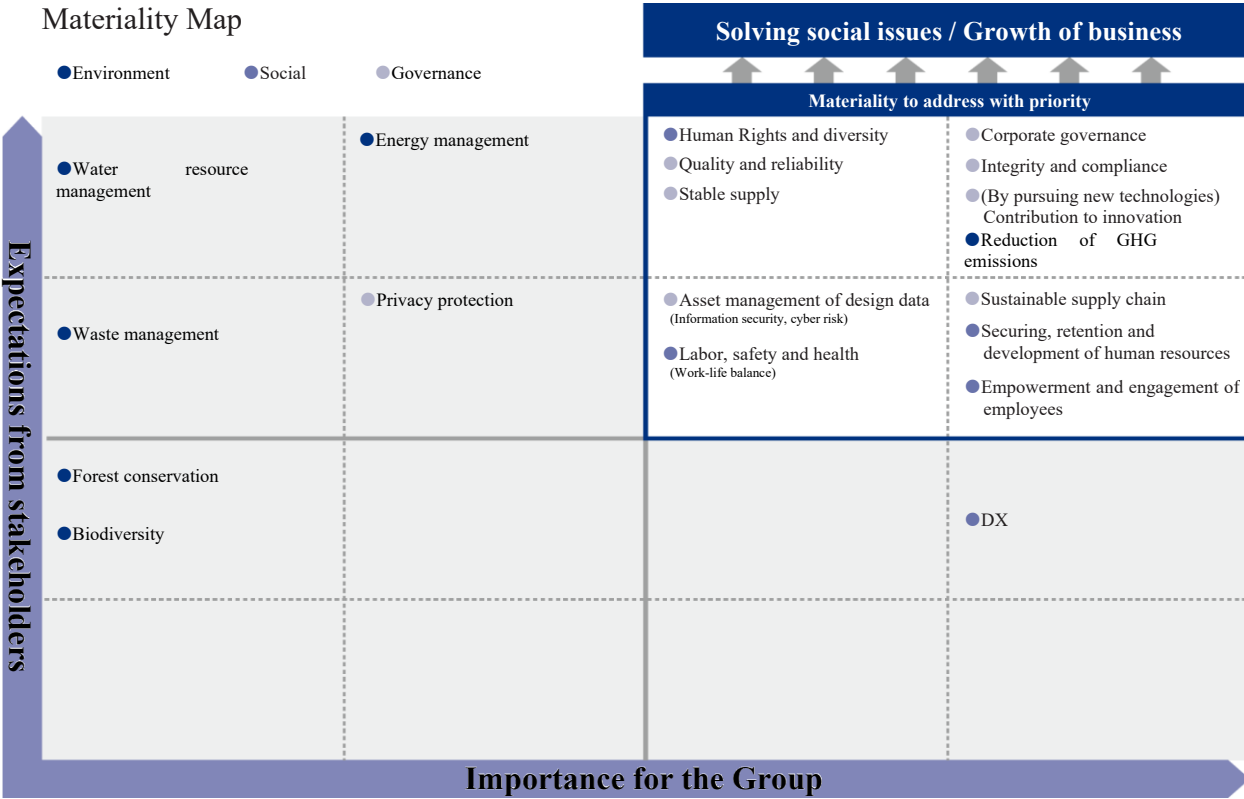
[Initiatives for sustainability]

The Group identifies materiality (important issues) to be addressed with a sense of priority and promotes sustainability activities.

Among materiality issues, as part of our specific efforts to address environmental issues and climate change, we are working to achieve a decarbonized society by reducing our greenhouse gas (GHG) emissions, with such measures including the introduction of renewable energy from April 2024, and contributing to the reduction of GHG emissions by our customers through the Group's advanced SoC that can reduce the consumption of energy and the use of space.

In terms of human capital, we are progressing activities to maximize the human capital of the Group by enhancing systems related to human rights, diversity, safety and health, and health management, by talent acquisition throughout the year including new graduate recruitment and mid-career hiring, and by formulating and implementing educational programs for the training of engineers.

The Group has been working with its semiconductor ecosystem partners to enhance the effectiveness of our efforts to address materiality throughout the supply chain, such as enhancing due diligence on sustainability activities, and strive to achieve a sustainable society by solving social issues and further growing our business. The Group is committed to fulfilling its social responsibility as a global corporation and continuing to be an entity that can earn the trust and support of all stakeholders. The Group will provide new value to the world with its cutting-edge SoC technology, and continue to strive to improve corporate value over the medium to long term.



(3) Status of Capital Investment

Capital investment (including intangible assets) made during the fiscal year under review totaled 22,238 million yen. The main investments among them are for intellectual property (IP), reticles, test boards, and the enhancement of evaluation facilities.

(4) Status of Financing

The Company increased its borrowing limit of the commitment line by 10 billion yen in July 2025, from 20 billion yen to 30 billion yen, in response to factors such as an increase in working capital due to growing customer demand, the global economic slowdown, and heightened geopolitical risks, among other factors. As of March 31, 2026, the commitment lines with a total amount of 30 billion yen were unused.

(5) Financial Position and Results of Operations

Category		9th Business Period FYE March 2023	10th Business Period FYE March 2024	11th Business Period FYE March 2025	12th Business Period FYE March 2026 Fiscal year under review
Net sales	(Million yen)	192,767	221,246	188,535	200,834
Operating income	(Million yen)	21,711	35,510	25,000	12,354
Ordinary income	(Million yen)	23,440	37,122	25,118	11,756
Profit attributable to owners of parent	(Million yen)	19,763	26,134	19,600	8,733
Profit per share	(yen)	117.40	148.39	109.78	49.74
Total assets	(Million yen)	193,945	186,840	170,312	167,623
Total net assets	(Million yen)	109,864	131,020	137,046	133,056

- (Notes)
1. The Company conducted a 4-for-1 share consolidation of its common stock, Type A shares, and Type B shares each on September 5, 2022. In addition, due to the exercise of put options by its shareholders, the Company acquired all Type A shares and Type B shares on September 6, 2022, and delivered as consideration 1.3466666 shares of common stock for Type A shares per share and 1 share of common stock for Type B shares per share. The Company cancelled all Type A shares and Type B shares. Profit per share is computed based on the assumption that the share consolidation was conducted at the beginning of the fiscal year ended March 31, 2023.
 2. The Company implemented a stock split on January 1, 2024, at a ratio of one common share to five shares. Profit per share is computed based on the assumption that the stock split was implemented at the beginning of the fiscal year ended March 31, 2023.
 3. From the fiscal year under review, the Company has introduced stock-based compensation plan of the "Officer Compensation BIP Trust" and the "Stock Grant ESOP Trust." The Company's shares held by the "Officer Compensation BIP Trust Account" and the "Stock Grant ESOP Trust Account" are included in the number of treasury stocks, which are deducted from the calculation of the average number of shares during the fiscal year under review, in the calculation of Profit per share. The average number of treasury stocks deducted during the fiscal year under review consists of 269,102 shares held by the "Officer Compensation BIP Trust Account" and 375,084 shares held by the "Stock Grant ESOP Trust Account."

(6) Major Subsidiaries

Company name	Common stock	The Company's stake	Main Business
Socionext America Inc.	Thousand USD 2,800	100.0%	Design, development and sales of SoCs
Socionext Europe GmbH	Thousand Euros 11,400	100.0%	Design, development and sales of SoCs
Socionext Technology Pacific Asia Ltd.	Thousand USD 6,000	100.0%	Design, development and sales of SoCs
Socionext Technology (Shanghai) Co., Ltd.	Chinese Yuan 12,249,600	100.0%	Design, development and sales of SoCs
Socionext Taiwan Inc.	Thousand NTD 29,000	100.0%	Design, development and sales of SoCs
Socionext Korea Ltd.	Million KRW 400	100.0%	Sales of SoCs

(Notes) Shares of Socionext Technology (Shanghai) Co., Ltd. and Socionext Taiwan Inc. are held indirectly through Socionext Technology Pacific Asia Ltd.

(7) Principal Business (as of March 31, 2026)

The Company's business is a single segment of the Solution SoC business and consists primarily of the following five areas:

Area	Main Applications
Automotive	AD/ADAS, in-vehicle sensing, IVI (In-Vehicle Infotainment), cockpit HMI
Data center & networking	Data center, AI accelerators and 5G mobile phone base stations
Smart devices	Smart glasses, AR/VR, action cameras, digital still cameras
Industrial automation	FA, measuring instruments, printers
IoT & Radar sensing	Smart home appliances, smart homes, IoT devices, broadcast receivers, satellite communication/in-vehicle communication devices

(8) Principal Offices (as of March 31, 2026)

1) The Company

Company name	Location
Head Office	Yokohama- City, Kanagawa
Kyoto Office	Kyoto City, Kyoto Prefecture
Nagoya Office	Nagoya City, Aichi Prefecture
Sendai Office	Sendai City, Miyagi Prefecture

2) Subsidiaries

Company name	Location
Socionext America Inc.	Milpitas, California, U.S.A.
Socionext Europe GmbH	Langen, Hesse, Germany
Socionext Technology Pacific Asia Ltd.	China, Hong Kong
Socionext Technology (Shanghai) Co., Ltd.	China, Shanghai
Socionext Taiwan Inc.	Taiwan, Taipei
Socionext Korea Ltd.	South Korea, Seoul

(9) Employees (as of March 31, 2026)

Number of employees	Change from the previous fiscal year-end
2,469	Decrease of 21

(Notes) The number of employees includes temporary employees (fixed-term employees, contract employees, and incoming secondees). In addition to the above, we have 44 employees on secondment outside the Group.

2. Current condition of the Company

(1) Shares (as of March 31, 2026)

1) Total number of authorized shares 673,000,000

2) Total number of shares outstanding 179,968,630 shares

(Notes) The exercise of share subscription rights between April 1, 2025 and March 31, 2026 increased the total number of shares outstanding by 212,225 shares.

3) Number of shareholders 87,475

4) Major shareholders

Name of shareholder	Number of shares held (shares)	Percentage of shareholding (%)
The Master Trust Bank of Japan, Ltd. (trust account)	38,787,600	21.97
Custody Bank of Japan, Ltd. (trust account)	15,766,200	8.93
STATE STREET BANK AND TRUST COMPANY 505301	4,882,724	2.76
JP MORGAN CHASE BANK 385781	2,479,645	1.40
NORTHERN TRUST CO.(AVFC) RE UKUC UCITS CLIENTS NON LENDING 10PCT TREATY ACCOUNT	2,338,900	1.32
HSBC-FUND SERVICES CLIENTS A/C 500	2,203,500	1.24
STATE STREET BANK AND TRUST COMPANY 505001	2,149,288	1.21
MSCO CUSTOMER SECURITIES	1,893,854	1.07
HSBC HONG KONG-TREASURY SERVICES A/C ASIAN EQUITIES DERIVATIVES	1,871,300	1.06
MORGAN STANLEY & CO. LLC	1,683,667	0.95

Notes: 1. The Company, which holds 3,476,869 shares of treasury stocks, is excluded from the list of major shareholders listed above. Note that treasury stocks do not include the Company shares of 506,300 shares held by the Officer Compensation BIP Trust Account and 705,700 shares held by the Stock Grant ESOP Trust Account.

2. The percentage of shareholding is calculated after deducting treasury stocks.

5) Shares granted to the Company officers as consideration for the performance of duties during the business year under review

Eligible Directors	Number of shares (shares)	Number of persons eligible (persons)
Directors (excluding Directors who are Audit & Supervisory Committee Members and Outside Directors)	40,250 shares	5

Notes: 1. The number of persons eligible includes 2 employees (Directors who retired the position at the conclusion of the 11th Ordinary General Meeting of Shareholders held on June 26, 2025).

2. Details of the Company's stock compensation are described in "5) Compensation, etc. for Directors" in "(2) Status of Officers" under "2. Current condition of the Company."

(2) Status of Officers**1) Directors (as of March 31, 2026)**

Position in the Company	Name	Responsibilities and Significant Concurrent Positions
Representative Director, Chairman and CEO	Masahiro Koezuka	-
Representative Director, President and COO	Hisato Yoshida	Global Leading Group (GLG) Co-Lead
Director, EVP and CFO	Yutaka Yoneyama	-
Director	Masatoshi Suzuki	-
Director	Sachiko Kasano	Attorney, SHIOMIZAKA Outside Director (Audit & Supervisory Committee Member) of Restar Corporation Outside Statutory Auditor of PRAP Japan, Inc.
Director	Kazuhiro Nishihata	-
Director (Audit & Supervisory Committee Member)	Yasuyoshi Ichikawa	Member of Yasuyoshi Ichikawa Certified Public Accountant Office, Certified Public Accountant Outside Statutory Auditor of Dai Nippon Printing Co., Ltd.
Director (Full-time Audit & Supervisory Committee Member)	Morimasa Ikemoto	-
Director (Audit & Supervisory Committee Member)	Noriko Yoneda	Representative Attorney of Kobe Grace Law Office Outside Director of KEIWA Incorporated

Notes: 1. Directors Masatoshi Suzuki, Sachiko Kasano, and Kazuhiro Nishihata, and Directors who are Audit & Supervisory Committee Members Yasuyoshi Ichikawa, Morimasa Ikemoto and Noriko Yoneda are Outside Directors.

2. There is no special relationship between the Company and the organizations in which significant concurrent positions are held by Director Sachiko Kasano and Directors who are Audit & Supervisory Committee Members Yasuyoshi Ichikawa and Noriko Yoneda.
3. Directors who are Audit & Supervisory Committee Members Yasuyoshi Ichikawa and Morimasa Ikemoto have considerable knowledge of finance and accounting as follows:
 - Yasuyoshi Ichikawa, Director who is an Audit & Supervisory Committee Member, is qualified as a certified public accountant.
 - Morimasa Ikemoto, Director who is an Audit & Supervisory Committee Member, engaged in the accounting and audit departments of other companies for many years.
4. The Company had selected Morimasa Ikemoto as a full-time Audit & Supervisory Committee Member in order to enhance information-gathering, improve the effectiveness of audits through adequate collaboration with the internal audit department, etc., and strengthen the audit and supervisory functions. Morimasa Ikemoto retired as Director who is an Audit & Supervisory Committee Member due to his death on April 26, 2026, and Yasuyoshi Ichikawa has been appointed as a full-time Audit & Supervisory Committee Member.
5. The Company has designated Outside Directors Masatoshi Suzuki, Sachiko Kasano, Kazuhiro Nishihata, Yasuyoshi Ichikawa, Morimasa Ikemoto and Noriko Yoneda as Independent Officers as provided by the Tokyo Stock Exchange, and has registered them with the Tokyo Stock Exchange.
6. Following the retirement of Morimasa Ikemoto, Director who is an Audit & Supervisory Committee Member, on April 26, 2026, Go Anan, who was elected as a Substitute Director who is an Audit & Supervisory Committee Member at the 11th Ordinary General Meeting of Shareholders held on June 26, 2025, assumed the position of Director who is an Audit & Supervisory Committee Member of the Company on April 26, 2026. Go Anan is an Outside Director, and there is no special relationship between the Company and SHIOMIZAKA and INFORICH INC., where he holds significant concurrent positions.

2) Outline of contracts for limitations of liability

The Company has entered into agreements with Outside Directors Masatoshi Suzuki, Sachiko Kasano, Kazuhiro Nishihata, Yasuyoshi Ichikawa, Morimasa Ikemoto and Noriko Yoneda pursuant to Article 427, Paragraph 1 of the Companies Act and the Articles of Incorporation, to limit their liability for damages as defined under Article 423, Paragraph 1 of the Companies Act.

The amount of liability under the said agreements shall be limited to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. Such limitation of liability is permitted only when the director concerned acts in good faith and without gross negligence in the performance of duties that caused the liability. The Company has also concluded an agreement with Go Anan, an Outside Director who was appointed as a Director who is an Audit & Supervisory Committee Member as of April 26, 2026, to limit his liability for damages as defined under Article 423, Paragraph 1 of the Act, in the same manner as other Directors stated above.

3) Outline of contents for indemnity agreement

The Company has entered into indemnity agreements provided in Article 430-2, Paragraph 1 of the Companies Act, with Directors Masahiro Koezuka, Hisato Yoshida, Yutaka Yoneyama, Masatoshi Suzuki, Sachiko Kasano, and Kazuhiro Nishihata, and Directors who are Audit & Supervisory Committee Members Yasuyoshi Ichikawa, Morimasa Ikemoto and Noriko Yoneda. The agreements are to the effect that the Company will compensate, to the extent provided by laws and regulations, for the expenses referred to in Article 430-2, Paragraph 1, Item 1 of the Companies Act and the losses referred to in Item 2 of the same paragraph. In order to ensure that the appropriate execution of duties by corporate officers is not undermined by the indemnity agreement, the Company stipulates that in the event that an officer executes his or her duties for the purpose of pursuing his or her own or a third party's illicit gain or causing damage to the Company, the Company may claim reimbursement of the expenses under Item 1 of the same paragraph, and in the event that there is malicious intent or gross negligence in the execution of his or her duties, the loss under Item 2 of the same paragraph shall not be covered by the indemnity.

The Company has also entered into an indemnity agreement with Go Anan, who was appointed as a Director who is an Audit & Supervisory Committee Member as of April 26, 2026, as defined under Article 430-2, Paragraph 1 of the Act, in the same manner as other Directors stated above.

4) Outline, etc. of contents of officers' liability insurance contract

The Company has entered into officers' liability insurance contracts with insurance companies as provided for in Article 430-3, Paragraph 1 of the Companies Act with Directors (including Directors who are Audit & Supervisory Committee Members), executive officers and managers, etc. of the Company, and officers and managers, etc. of the Company's subsidiaries constituting the insured persons. Under such insurance contracts, the Company is responsible for all premiums, and the insurance company indemnifies the insured against any indemnities and litigation costs that the insured may incur if the insured receives a claim for damages in the performance of his/her duties.

5) Compensation, etc. for Directors

a. Total amount of compensation, etc. for directors

Category	Total amount of compensation, etc. (million yen)	Total amount of compensation, etc. by type (million yen)			Number of eligible officers (persons)
		Basic compensation	Performance-based compensation		
			Monetary compensation	Non-monetary compensation, etc.	
Directors (excluding Directors who are Audit & Supervisory Committee Members)	382	221	81	80	8
(of which, Outside Directors)	(38)	(38)	(-)	(-)	(3)
Director (Audit & Supervisory Committee Member)	49	49	(-)	(-)	3
(of which, Outside Directors)	(49)	(49)	(-)	(-)	(3)
Total	431	270	81	80	11
(of which, Outside Directors)	(87)	(87)	(-)	(-)	(6)

Notes: 1. The amount of compensation, etc. for Directors (excluding Directors who are Audit & Supervisory Committee Members) includes the amount of compensation, etc. for two Directors who retired at the conclusion of the 11th Ordinary General Meeting of Shareholders held on June 26, 2025 while in office.

2. The above total amount of non-monetary compensation, etc. is the amount recorded as expenses related to restricted stock compensation for Directors (excluding Audit & Supervisory Committee Members and Outside Directors).

b. Performance-based compensation, etc.

Outline of the matters related to performance-based compensation, etc. is described in "(ii) Incentive compensation (cash and stock)" in "1) Directors in charge of business execution," under "B. Compensation structure," in "e. Policies etc. for decisions on the contents of compensation, etc. for individual Directors, etc."

c. Non-monetary compensation, etc.

Non-monetary compensation, etc. consists of the Company's shares. The terms and conditions at the time of allotment are described in "c. Payment of incentive compensation (stock)" of "(ii) Incentive compensation (cash and stock)" under "1) Directors in charge of business execution" in "B. Compensation structure" under "e. Policies, etc. for decisions on the contents of compensation, etc. for individual Directors, etc." below. The status of granting for the fiscal year under review is described in "(e) Shares granted to the Company officers as consideration for the performance of duties during the business year under review" under "(1) Shares" in "2. Current condition of the Company."

d. Matters relating to the resolution of the General Meeting of Shareholders on compensation, etc. for Directors

- Directors (excluding Directors who are Audit & Supervisory Committee Members)

The total amount of monetary compensation for Directors (excluding Directors who are Audit & Supervisory Committee Members) is not more than 800 million yen per year (including not more than 100 million yen for Outside Directors. However, this does not include the employee salaries of Directors who concurrently serve as employees), as resolved by a resolution at the Ordinary General Meeting of Shareholders on June 26, 2025. The specific amount of compensation for each individual is decided by the Board of Directors, leaving the matter to the discretion of Masahiro Koezuka, Representative Director, Chairman, on condition that the decision is made based on the report made by the Nomination and Remuneration Committee to the Board of Directors and that the decision is subject to approval of the Nomination and Remuneration Committee. The reason for delegating this authority was that the Representative Director, Chairman was judged to be suitable for evaluating the division for which each Director is responsible, taking into account the performance of the Company as a whole. The number of Directors (excluding Directors who are Audit and Supervisory Committee Members) at the conclusion of such General Meeting of Shareholders is six.

Separately from the monetary compensation, the same Ordinary General Meeting of Shareholders approved the introduction of the “Officer Compensation BIP Trust” (hereinafter referred to as the “Plan”), a new stock-based compensation plan based on a share delivery trust for eligible Directors (excluding Directors who are Audit & Supervisory Committee Members and Outside Directors) and Executive Officers who meet prescribed requirements (hereinafter collectively referred to as the “Eligible Directors, etc.”), in place of the previous performance-based restricted stock compensation plan. (An overview of the Plan is provided in “c. Payment of incentive compensation (stock)” of “(ii) Incentive compensation (cash and stock)” under “1) Directors in charge of business execution” in “B. Compensation structure” under “e. Policies, etc. for decisions on the contents of compensation, etc. for individual Directors, etc.”) Specifically, it has been resolved that the maximum amount of trust fund money to be contributed by the Company to the Eligible Directors, etc. shall be 1,150 million yen multiplied by the number of years of the target period, and shall not exceed 3,450 million yen for the initial target of three fiscal years (the initial target period is three fiscal years from the fiscal year ending March 31, 2026 to the fiscal year ending March 31, 2028). The maximum number of the Company’s shares and money equivalent to the conversion value of the Company’s shares (hereinafter the “Company Shares, etc.”) to be delivered and paid (hereinafter the “Delivery, etc.”) to the Eligible Directors, etc. through a trust established by the Company shall be one million shares multiplied by the number of years of the target period, and the maximum number of shares of the Delivery, etc. to the Eligible Directors, etc. for the initial target of three fiscal years shall not exceed three million shares (the initial target period is three fiscal years from the fiscal year ending March 31, 2026 to the fiscal year ending March 31, 2028). The number of Directors (excluding Directors who are Audit and Supervisory Committee Members) at the conclusion of such General Meeting of Shareholders is six.

- Directors who are Audit & Supervisory Committee Members

At the Ordinary General Meeting of Shareholders held on June 26, 2025, it was approved that the compensation of Directors who are Audit & Supervisory Committee Members shall be limited to a fixed basic compensation and not more than 300 million yen per year, taking into consideration their roles and duties. The specific amount of compensation for each individual is determined through discussion among Directors who are Audit & Supervisory Committee Members. The number of Directors who are Audit and Supervisory Committee Members at the conclusion of such General Meeting of Shareholders is three.

e. Policies, etc. for decisions on the contents of compensation, etc. for individual Directors, etc.
 The policy for decisions on the contents of compensation, etc. for individual Directors (excluding Directors who are Audit & Supervisory Committee Members) was resolved at the Board of Directors meeting held on May 19, 2025, and an outline of the content is as follows.

- ◆ The contents of a policy for decisions on the contents of compensation, etc. for individual Directors (excluding Directors who are Audit & Supervisory Committee Members)

A. Details of the Directors' Compensation System

1) Basic concept

The Company's approach to compensation, etc. for Directors is as follows:

- Highly linked to the company's performance and highly transparent and objective
- Enhancement of corporate value and compensation should be linked in order to share a sense of interest with shareholders
- Contribute to securing and retaining a global management team that meets qualified capability requirements in realizing the corporate vision

Compensation for Directors in charge of business execution among Directors consists of a basic compensation based on the compensation standard for the position, and cash and stock incentive compensation reflecting the level of achievement of the company's performance in each fiscal year. For stock incentive compensation, the Company will introduce the "Officer Compensation BIP Trust", which is a stock compensation plan based on a stock delivery trust.

Compensation for Outside Directors among Directors is fixed basic compensation only in light of their role in supervising business execution.

If the Company appoints a Director not in charge of business execution who does not fall under any of the above categories, the compensation, etc. for such Director not in charge of business execution will be considered separately based on a report by the Nomination and Compensation Committee.

Eligible Directors	Contents	Basic compensation	Incentive compensation	
			Cash compensation	Stock-based compensation
Directors in charge of business execution	To achieve performance targets and increase shareholder value, basic compensation and incentive compensation (cash and stock) will be provided.	✓	✓	✓
Outside Director	To ensure independence, only basic compensation that is not linked to performance will be paid.	✓	-	-

2) Compensation level

In light of the business environment surrounding the Company, we will objectively compare compensation levels with those of other companies in the same industry or other companies of a similar size, based on the data from research firms, and establish appropriate levels relevant for the positions.

3) Process for determining compensation, etc.

The Company has established a voluntary Nomination and Compensation Committee to ensure the appropriateness of compensation levels and amounts and the transparency of the decision-making process. The chairman and the majority of committee members are Independent Outside Directors.

The Board of Directors consults with the Nomination and Compensation Committee on basic policies and decision procedures. The recommendations of the Nomination and Compensation Committee are deliberated by the Board of Directors, and the Board of Directors decides the basic policy and decision procedures and makes a resolution on the agenda for the General Meeting of Shareholders in the event that the upper limit of total compensation is reviewed.

The specific amount of basic compensation and incentive compensation (cash and stock) for each individual is determined within the scope of the total amount of compensation approved by the General Meeting of

Shareholders (on the condition that the specific amount of incentive compensation (stock) for each individual complies with the Board of Directors Share Delivery Regulations established by the Company), based on a resolution of the Board of Directors, leaving the matter to the discretion of Representative Director, Chairman, on condition that the decision is made based on the report made by the Nomination and Remuneration Committee to the Board of Directors and that the decision is subject to approval of the Nomination and Remuneration Committee.

4) Malus/Clawback Clause

In the event that a material revision of the Company's financial statements or an incident that will have a grave impact on the Company's reputation occurs due to the execution of business by Directors in charge of business execution, or in the event that Directors in charge of business execution (including heirs of the Directors in charge of business execution in the event of the death of a serving Directors in charge of business execution during the trust period) fall under the grounds for disqualification specified by the Company, such as imprisonment without work or heavier penalties, the Company may seek forfeiture (malus) of the beneficiary rights of the Directors in charge of business execution (including heirs of the Directors in charge of business execution in the event of the death of a serving Directors in charge of business execution during the trust period) in question to cash compensation and the Company's shares, scheduled for payment or delivery, or request the return (clawback) of the money of the monetary equivalent of cash compensation and the Company shares, etc. already paid and delivered, etc.

B. Compensation structure

The compensation structure of the Company's Directors is as follows:

1) Directors in charge of business execution

Type of compensation		Outline	Fixed/Variable	Payment method	Percentage to total (Note 2)
Basic compensation		Based on the scope of responsibility and role (position) in the Company, a fixed amount is paid monthly as basic compensation	Fixed	Cash payment	60%
Incentive compensation	Cash	Payment of cash (bonus) made yearly as performance-based compensation based on the performance evaluation of the target fiscal year (for one year)	Variable		20%
	Stock Note: 1	Payment of shares as performance-based compensation based on the performance evaluation of the target fiscal year (for one year), made at the time of resignation in principle		20%	

- (Notes)
1. For the payment of stock, using the "Officer Compensation BIP Trust" based on a stock delivery trust, points corresponding to evaluations are granted at the end of every fiscal year, and shares equivalent to the number of such points accumulated are delivered at the time of retiring from the post of Director in principle.
 2. Percentage figures are estimates and are the percentages when 100% of the performance targets are achieved. In addition, within a range of 0–200%, the ratio of cash and stock to the total incentive compensation may differ, as described below.

(i) Basic compensation

Basic compensation is determined, referring to the amount of past compensation, by comparing with the performance of other companies in the same industry or similar size.
Basic compensation is paid as monthly compensation in a fixed amount.

(ii) Incentive compensation (cash and stock)

a. Structure

In the evaluation items and indicators for the performance-based portion, we consider "net sales," "operating income," and "value of design wins," which are used as numerical targets in the management plan, as quantitative items, with a weighting of approximately 25% each, and also take into account business transformation, growth strategy, ESG measures, etc. as qualitative items with a weighting of approximately 25%. In addition, we evaluate all of these items based on comprehensive judgment by the Nomination and Remuneration Committee. We selected the indicators because we believe that quantitative items are numerical targets in the Company's management plan and qualitative items are essential for the sustainable development of the Company. The results of the evaluation are reported to and deliberated by the Board of Directors.

Items subject to evaluation	Items in evaluation	Evaluation timing	Evaluation indicator (target) Note: 1	Weighting percentage	Variation range (Note 2)	
Degree of target achievement in the target fiscal year (for one year)	Common Items	At the end of the target fiscal year (for one year)	Quantitative items	Net sales	25%	The Nomination and Remuneration Committee makes a judgment within the range of 0–200% by comprehensively considering the degree of achievement of each item.
				Operating income (Note 3)	25%	
				Design win amount	25%	
	Individual items		Qualitative items	Business transformation, growth strategy, ESG measures, etc.	25%	
				100%		

- (Notes)
1. We set minimum goals for each evaluation indicator (target). We also set a cap in the variation range of the evaluation for incentive compensation (cash and stock) and determine the evaluation level so that the rate of achievement and the payment amount are consistent.
 2. The Company may provide all or part of the portion of the incentive compensation (cash) at the level of achievement of evaluation indicators within the range of 0–200% as stock compensation instead of cash, based on the report of the Nomination and Compensation Committee, to ensure that Directors conduct business with more focus on corporate value.
 3. We will consider adding ROE to the evaluation indicator (target) for judgement in the future.
 4. Net sales, which are set as an evaluation indicator (target) for the performance-based portion, ended at 200.8 billion yen for the fiscal year ended March 31, 2026, as opposed to the initial financial results forecast of 175.0 billion yen. Operating income for the same period was 12.4 billion yen, compared to the initial forecast of 14.0 billion yen. The result of the design win amount for the same period was about 310 billion yen, compared to the target of above 300 billion yen.

b. Payment of incentive compensation (cash)

After the performance evaluation period ends, the Nomination and Remuneration Committee makes a comprehensive judgement of the level of achievement of evaluation indicators and submits a report within the range of 0–200% to the Board of Directors. In addition, if the Nomination and Remuneration Committee judges that it is appropriate to pay all or part of the incentive compensation (cash) within the range of 0–200% as incentive compensation (stock) instead of incentive compensation (cash), it will report to the Board of Directors to that effect. Based on the report of the Nomination and Remuneration Committee, the Board of Directors deliberates and decides the level of incentive compensation (cash) payment.

Payment is made in cash in June of the fiscal year following the target fiscal year (for one year) of performance evaluation.

<Conceptual image of evaluation>

Fiscal year before the target fiscal year (for one year)	Target fiscal year (for one year)				Fiscal year following the target fiscal year (for one year)
	4th quarter	1st quarter	2nd quarter	3rd quarter	
Target setting →	← Evaluation period →				Evaluation and payment (June)

c. Payment of incentive compensation (stock)

I Outline

After the performance evaluation period ends, the Nomination and Remuneration Committee makes a comprehensive judgement of the level of achievement of evaluation indicators and submits a report within the range of 0–200% to the Board of Directors. In addition, if the Nomination and Remuneration Committee judges that it is appropriate to pay all or part of the incentive compensation (cash) within the range of 0–200% as incentive compensation (stock) instead of incentive compensation (cash), it will report to the Board of Directors to that effect. Based on the report of the Nomination and Remuneration Committee, the Board of Directors deliberates and decides the level of incentive compensation (stock) payment.

When the performance evaluation period ends, the Company will grant points in accordance with the basic compensation by the position of the individual Directors (annual amount), the level of achievement of evaluation indicators, the duration of service during the performance evaluation period, and other factors.

II Delivery of shares

If Directors have fulfilled any of the following conditions when they resign from one of the positions of the officer or employee of the Company as predetermined by the Board of Directors of the Company, they will receive the delivery of the number of Company's shares in a number corresponding to a certain percentage of the points granted to them (one share of the Company's shares per point) by undertaking the prescribed beneficiary finalization procedures. For the number of the Company's shares corresponding to the remaining points, they will receive a monetary amount equivalent to the conversion value of the shares after their conversion within the Trust.

If the "officer compensation BIP trust" is abolished prior to the resignation of Directors from one of the positions of the officer or employee of the Company as predetermined by the Board of Directors of the Company, Directors who are in office will receive the delivery of the number of Company's shares in a number corresponding to a certain percentage of the points granted to them (one share of the Company's shares per point) by undertaking the prescribed beneficiary finalization procedures. For the number of the Company's shares corresponding to the remaining points, they will receive a monetary amount equivalent to the conversion value of the shares after their conversion within the Trust.

- Resignation or retirement from all positions of Board Director, Executive Officer not concurrently serving as Board Director, or employee of the Company due to expiration of term
- Resignation or retirement from all positions of Board Director, Executive Officer not concurrently serving as Board Director, or employee of the Company for a justifiable reason other than expiration of term or death
- Death during the term of office

	Year X March	Year X+1 March	Year X+2 March	Year X+3 March	Year X+4 March	Year X+5 March	Year X+6 March
Year X+1 March	Target setting →	Evaluation period ←→	Evaluation and grant of points (June, July)		Deliver shares at the time of retiring from the post of Director in principle		-----→
Year X+2 March		Target setting →	Evaluation period ←→	Evaluation and grant of points (June, July)		Deliver shares at the time of retiring from the post of Director in principle -----→	
Year X+3 March			Target setting →	Evaluation period ←→	Evaluation and grant of points (June, July)	Deliver shares at the time of retiring from the post of Director in principle -----→	

2) Outside Directors among Directors

In view of the role of supervising the execution of business, only fixed basic compensation is paid.

f. Matters related to delegation of decisions on compensation for individual directors

Matters related to delegation of decisions on compensation, etc. for individual Directors are described in "Directors (excluding Directors who are Audit & Supervisory Committee Members)," under "d. Matters relating to the resolution of the General Meeting of Shareholders on compensation, etc. for Directors and in "A. Details of the Directors' Compensation System" under "e. Policies, etc. for decisions on the contents of compensation, etc. for individual Directors, etc." Based on the fact that the amount of compensation for each individual director (excluding directors who are Audit & Supervisory Committee Members) has been determined through such procedures, the Board of Directors has concluded that the content of such compensation is in line with its decision policy.

6) Matters related to Outside Officers

Status of major activities

Category	Name	Attendance	Outline of statements made and duties performed regarding expected roles of Outside Directors
Outside Director	Masatoshi Suzuki	Board of Directors 13 out of 13 Nomination and Remuneration Committee 22 out of 22	Leveraging a wealth of management experience gained from having served as a representative director and other positions at listed companies, he supervises and advises management from an objective and neutral standpoint as Lead Independent Outside Director. In addition, as Chairman of the Nomination and Remuneration Committee, he provides various opinions and proposals from an independent standpoint, and contributes to enhancement of supervisory functions, transparency and fairness in the process of determining the content of proposals for election of directors and officers compensation, etc.
Outside Director	Sachiko Kasano	Board of Directors 13 out of 13 Nomination and Remuneration Committee 22 out of 22	Based on her extensive experience as an attorney and her deep insight into corporate legal affairs and compliance, she supervises and advises management from an objective and neutral standpoint. In addition, as a member of the Nomination and Remuneration Committee, she provides various opinions and proposals from an independent standpoint, and contributes to the enhancement of supervisory functions, transparency and fairness in the process of determining the content of proposals for the election of directors and officers compensation, etc.
Outside Director	Kazuhiro Nishihata	Board of Directors 10 out of 10 Nomination and Remuneration Committee 17 out of 17	He supervises and advises management from an objective and neutral standpoint leveraging his experience in global business management, such as having served as the representative director of a listed company and the president of an overseas operating company, and a wealth of technical knowledge related to IT services. In addition, as a member of the Nomination and Remuneration Committee, she provides various opinions and proposals from an independent standpoint, and contributes to the enhancement of supervisory functions, transparency and fairness in the process of determining the content of proposals for the election of directors and officers compensation, etc.
Outside Director (Audit & Supervisory Committee Member)	Yasuyoshi Ichikawa	Board of Directors 13 out of 13 Audit & Supervisory Committee 13 out of 13	Based on his extensive experience as a certified public accountant and his deep insight into financial accounting, he supervises and advises management from an objective and neutral standpoint. In addition, as Chairman of the Audit & Supervisory Committee, he leads audits of execution of duties by Directors and promotes management of the Committee.
Outside Director (Full-time Audit & Supervisory Committee Member)	Morimasa Ikemoto	Board of Directors 13 out of 13 Audit & Supervisory Committee 13 out of 13	He has served as a director who is an audit & supervisory committee member and a full-time auditor of listed companies, and supervised and advised management taking advantage of extensive experience and from professional standpoints regarding finance and accounting, and internal control and auditing from an objective and neutral standpoint. In addition, as a full-time Audit & Supervisory Committee Member, he audits execution of duties by Directors based on his expert knowledge.
Outside Director (Audit & Supervisory)	Noriko Yoneda	Board of Directors 13 out of 13	Based on her extensive experience as an attorney and her deep insight into corporate legal affairs and compliance, she supervises and advises management from an objective and neutral standpoint.

Category	Name	Attendance	Outline of statements made and duties performed regarding expected roles of Outside Directors
Committee Member)		Audit & Supervisory Committee 13 out of 13	In addition, as a member of the Audit & Supervisory Committee, she audits execution of duties by Directors based on her expert knowledge.

- (Notes) 1. In addition to the above number of meetings of the Board of Directors, there were seven (7) written resolutions that were deemed to have been made by the Board of Directors in accordance with the provisions of Article 370 of the Companies Act and the Articles of Incorporation.
2. Masatoshi Suzuki has been selected as the Lead Independent Outside Director from among the Independent Outside Directors. The role of the Lead Independent Outside Director is to act as a liaison between the management and Independent Outside Directors and to facilitate dialogue between them. In addition, he participates in the determination of the agenda of the regular Board of Directors meetings, and when necessary, convenes a meeting of outside officers while determining the agenda of the meeting and chairing it, and communicates the results of the deliberations to the management or the Board of Directors to encourage discussion.
3. As described in Note 6 to 1) Directors (as of March 31, 2026), Morimasa Ikemoto, Director who is an Audit & Supervisory Committee Member, retired as Director who is an Audit & Supervisory Committee Member due to his death on April 26, 2026. Go Anan, who was elected as a Substitute Director who is an Audit & Supervisory Committee Member at the 11th Ordinary General Meeting of Shareholders held on June 26, 2025, assumed the position of Director who is an Audit & Supervisory Committee Member of the Company on April 26, 2026.

3. Policy on Decisions of Dividends of Surplus, etc.

One of the Company's key management priorities is to increase corporate value over the medium to long term while returning profits to shareholders. We aim to pay a stable dividend with a target consolidated dividend payout ratio of around 40%, taking into account the balance between investment in advanced development needed for future growth and maintaining a solid financial base as a credit to customers. In addition, over the medium term, we will continue to invest in growth and maintain a strong financial base while promoting shareholder return with a target total return ratio of around 50% in order to further improve shareholder interests and capital efficiency.

In addition, the Articles of Incorporation stipulate that matters stipulated in each item of Article 459, Paragraph 1 of the Companies Act, such as dividends of surplus, shall be determined by a resolution of the Board of Directors without a resolution of a General Meeting of Shareholders, and that an interim dividend may be paid as of the record date of September 30 each year, unless otherwise provided by law. The Company's basic policy is to pay dividends twice a year, an interim dividend and a year-end dividend.

Based on this policy, at the Board of Directors meeting held on May 19, 2026, the Company resolved to set the year-end dividend at 25 yen per share, with a payment commencement date of June 4, 2026.

Since the interim dividend of 25 yen per share was paid as of the record date of September 30, 2025, the annual dividend for the fiscal year under review is 50 yen per share, consisting of 25 yen for the interim dividend and 25 yen for the year-end dividend.

Reference: Status of annual dividends

Fiscal term	Annual dividend amount per share (yen)
12th Business Period (FY ended March 31, 2026) FY under review (Note 1)	50
11th Business Period (FY ended March 31, 2025)	50
10th Business Period (FY ended March 31, 2024)	48 (Note 2)

- (Notes) 1. The ratio of the sum of total dividends paid and treasury stocks acquired to the consolidated profit in the fiscal year under review (so-called total return ratio) accounts for 158.3%.
2. Dividend per share is calculated on the assumption that the stock split implemented on January 1, 2024 was implemented at the beginning of the fiscal year ended March 31, 2024.
3. The ratio of the total dividends paid for the past three years to the total consolidated profit for the past three fiscal years including the fiscal year under review is 48.3%, and the ratio of the total dividends paid and treasury stocks acquired to the total consolidated profit for the same period (so-called total return ratio for the accumulated three years) is 66.7%.

Consolidated Financial Statements

Consolidated Balance Sheet

As of March 31, 2026

(Millions of yen)

Item	Amount	Item	Amount
Assets		Liabilities	
Current assets	122,819	Current liabilities	32,520
Cash on hand and in banks	39,541	Accounts payable–trade	15,789
Accounts receivable–trade	36,875	Accounts payable–other	3,950
Securities	5,000	Accrued expenses	5,613
Finished goods	9,957	Income taxes payable	1,553
Work in process	21,128	Others	5,615
Accounts receivable–other	4,422		
Advance payments to suppliers	2,036	Long-term liabilities	2,047
Prepaid expenses	3,077	Provision for share awards	126
Others	783	Asset retirement obligations	356
		Others	1,565
Non-current assets	44,804	Total liabilities	34,567
Property, plant and equipment	23,879	Net assets	
Buildings and structures	2,222	Shareholders' equity	130,311
Machinery, equipment and vehicles	91	Common stock	33,020
Tools, furniture and fixtures	21,158	Deposits for subscriptions of shares	3
Construction in progress	408	Capital surplus	33,930
Intangible assets	15,142	Retained earnings	74,131
Technology assets	13,236	Treasury stock	(10,773)
Others	1,906		
Investments and other assets	5,783	Accumulated other comprehensive income	2,745
Investment securities	0	Foreign currency translation adjustments	2,745
Deferred tax assets	4,624		
Others	1,159		
Total assets	167,623	Total net assets	133,056
		Total liabilities and net assets	167,623

(Note) Monetary amounts are rounded to the nearest million yen.

Consolidated Statement of Income

From April 1, 2025 to March 31, 2026

(Millions of yen)

Item	Amount	
Net sales		200,834
Cost of sales		111,057
Gross profit		89,777
Selling, general and administrative expenses		77,423
Operating income		12,354
Non-operating income		
Interest income	380	
Others	26	406
Non-operating expenses		
Foreign exchange losses	903	
Others	101	1,004
Ordinary income		11,756
Profit before income taxes		11,756
Income taxes—current	1,475	
Income taxes—deferred	1,548	3,023
Profit		8,733
Profit attributable to owners of parent		8,733

(Note) Monetary amounts are rounded to the nearest million yen.

Non-consolidated Financial Statements

Non-Consolidated Balance Sheet

As of March 31, 2026

(Millions of yen)

Item	Amount	Item	Amount
Assets		Liabilities	
Current assets	105,859	Current liabilities	27,915
Cash on hand and in banks	17,963	Accounts payable–trade	18,067
Accounts receivable–trade	41,604	Accounts payable–other	3,987
Securities	5,000	Accrued expenses	4,114
Finished goods	9,957	Income taxes payable	1,175
Work in process	21,128	Others	570
Advance payments to suppliers	2,036	Long-term liabilities	456
Prepaid expenses	2,895	Provision for share awards	125
Accounts receivable–other	4,499	Asset retirement obligations	300
Others	774	Others	30
Non-current assets	45,268	Total liabilities	28,372
Property, plant and equipment	22,001	Net assets	
Buildings	718	Shareholders' equity	122,756
Machinery and equipment, net	0	Common stock	33,020
Tools, furniture and fixtures	20,874	Deposits for subscriptions of shares	3
Construction in progress	408	Capital surplus	33,930
Intangible assets	15,124	Legal capital surplus	33,020
Technology assets	13,236	Other capital surplus	909
Others	1,887	Retained earnings	66,575
Investments and other assets	8,143	Other retained earnings	66,575
Investment securities	0	Retained earnings brought forward	66,575
Shares of subsidiaries and affiliates	2,669	Treasury stock	(10,772)
Deferred tax assets	4,416	Total net assets	122,756
Others	1,056	Total liabilities and net assets	151,128
Total assets	151,128		

(Note) Monetary amounts are rounded down to the nearest million yen.

Non-Consolidated Statement of Income

From April 1, 2025 to March 31, 2026

(Millions of yen)

Item	Amount	
Net sales		198,889
Cost of sales		111,001
Gross profit		87,887
Selling, general and administrative expenses		78,393
Operating income		9,493
Non-operating income		
Dividend income	1,996	
Others	110	2,107
Non-operating expenses		
Foreign exchange losses	746	
Others	88	834
Ordinary income		10,766
Profit before income taxes		10,766
Income taxes—current	901	
Income taxes—deferred	1,535	2,437
Profit		8,329

(Note) Monetary amounts are rounded down to the nearest million yen.

Audit Report

Accounting Audit Report regarding Consolidated Financial Statements

Independent Auditor's Report

May 14, 2026

The Board of Directors
Socionext Inc.

Ernst & Young ShinNihon LLC

Noriaki Kenmochi
Designated Engagement Partner
Certified Public Accountant

Shinichi Masuda
Designated Engagement Partner
Certified Public Accountant

Opinion

Pursuant to Article 444, paragraph 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in net assets, and notes to the consolidated financial statements of Socionext Inc. and its consolidated subsidiaries (the Group) applicable to the fiscal year from April 1, 2025 to March 31, 2026.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position and results of operations of the Group applicable to the fiscal year ended March 31, 2026, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, including those applicable to audits of financial statements of public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the information included in the Group's business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit and Supervisory Committee is responsible for overseeing the Group's reporting process of the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Our responsibility in auditing the consolidated financial statements is to read other statements totally and verify in the reading process whether there is any material discrepancy between the other statements and the consolidated financial statements or knowledge we obtain through the audit process and to pay attention to see whether other statements contain any sign of error other than such material discrepancy.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management, the Audit & Supervisory Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan. This includes the development and operation of internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit and Supervisory Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. We also design and perform audit procedures responsive to the risks of material misstatement. The selection and application of audit procedures depends on the auditor's judgment. We obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances for our risk assessments, while the purpose of the audit of the consolidated financial statements is not expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of preparing the consolidated financial statements with the assumption of a going concern by management, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists in the assumption of a going concern, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, we are required to express our opinion with exceptions on consolidated financial statements. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.
- Plan and perform audit of the consolidated financial statements to obtain sufficient and appropriate audit evidence regarding the financial information of the Company and the Group to provide a basis for our opinion of the consolidated financial statements. We are responsible for the direction, supervision and review of the audit of the consolidated financial statements. We remain solely responsible for our audit opinion.

We communicate with the Audit and Supervisory Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit and other matters required under audit standards.

We also provide the Audit & Supervisory Committee with a statement that we have complied with relevant ethical requirements regarding independence that are relevant to our audit of the consolidated financial statements in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related measures to eliminate obstruction factors or related safeguards to reduce such factors to an acceptable level.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Group which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Accounting Audit Report regarding Non-consolidated Financial Statements

Independent Auditor's Report

May 14, 2026

The Board of Directors
Socionext Inc.

Ernst & Young ShinNihon LLC
Tokyo, Japan

Noriaki Kenmochi
Designated Engagement Partner
Certified Public Accountant

Shinichi Masuda
Designated Engagement Partner
Certified Public Accountant

Opinion

Pursuant to Article 436, paragraph 2, item 1 of the Companies Act, we have audited the accompanying non-consolidated financial statements, which comprise the balance sheet, the statement of income, the statement of changes in net assets, and notes to the non-consolidated financial statements of Socionext Inc. (the Company) applicable to the fiscal year from April 1, 2025 to March 31, 2026.

In our opinion, the accompanying non-consolidated financial statements present fairly, in all material respects, the financial position and the results of operations of the Company applicable to the fiscal year ended March 31, 2026, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Non-consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the non-consolidated financial statements in Japan, including those applicable to audits of financial statements of public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the information included in the Group's business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit and Supervisory Committee is responsible for overseeing the Group's reporting process of the other information.

Our opinion on the non-consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Our responsibility in auditing the non-consolidated financial statements is to read other statements totally and verify in the reading process whether there is any material discrepancy between the other statements and the non-consolidated financial statements or knowledge we obtain through the audit process and to pay attention to see whether other statements contain any sign of error other than such material discrepancy.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management, the Audit & Supervisory Committee for the Non-consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the non-consolidated financial statements in accordance with accounting principles generally accepted in Japan. This includes the development and operation of internal control as management determines is necessary to enable the preparation and fair presentation of the non-consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the non-consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit and Supervisory Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Non-consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the non-consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these non-consolidated financial statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the non-consolidated financial statements, whether due to fraud or error. We also design and perform audit procedures responsive to the risks of material misstatement. The selection and application of audit procedures depends on the auditor's judgment. We obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances for our risk assessments, while the purpose of the audit of the non-consolidated financial statements is not expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of preparing the non-consolidated financial statements with the assumption of a going concern by management, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the non-consolidated financial statements or, if such disclosures are inadequate, to express a qualified opinion with exceptions to the non-consolidated financial statements. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the non-consolidated financial statements, including the disclosures, and whether the non-consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.

We communicate with the Audit and Supervisory Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit and other matters required under audit standards.

We also provide the Audit & Supervisory Committee with a statement that we have complied with relevant ethical requirements regarding independence that are relevant to our audit of the consolidated financial statements in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related measures to eliminate obstruction factors or related safeguards to reduce such factors to an acceptable level.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Audit & Supervisory Committee's Report

Audit Report

The Audit & Supervisory Committee has audited the Directors' execution of duties for the 12th fiscal year from April 1, 2025 to March 31, 2026. The following are the reports of the methods and results of the audit. Due to the death of Audit and Supervisory Committee Member Morimasa Ikemoto on April 26, 2026, Audit and Supervisory Committee Member Go Anan was appointed as Audit and Supervisory Committee Member from a Substitute Audit and Supervisory Committee Member. Audit matters prior to his appointment were audited based on explanations from other Audit & Supervisory Committee Members and reports from the Accounting Auditor.

1. The methods and contents of the audit

With respect to the contents of the resolution of the Board of Directors regarding the matters set forth in Article 399-13, Paragraph 1, Item 1, (b) and (c) of the Companies Act, and the systems (Internal Control Systems) developed based on such resolution, the Audit & Supervisory Committee received periodic reports from Directors, employees and other relevant functions concerning the status of formation and implementation of such systems, asked for explanations as necessary, expressed its opinions and conducted the audit in the following manner.

- 1) In accordance with the audit policy and the allocation of duties and other terms defined by the Audit & Supervisory Committee, the Audit & Supervisory Committee, in coordination with the internal control divisions of the Company, attended material meetings, received reports from the Directors, employees and other relevant functions on matters related to their execution of duties, asked for explanations as necessary, and investigated the status or condition of the business activities and assets by inspecting important approval document and reports in the head office and other major offices.

In addition, with respect to subsidiaries, the Audit & Supervisory Committee communicated and exchanged information with directors and auditors of subsidiaries, and received reports on business from subsidiaries whenever necessary.

- 2) The Audit & Supervisory Committee monitored and verified that the Accounting Auditor maintained independence and conducted appropriate audits, received reports from the Accounting Auditor on the status of their audit work, and asked for explanations as necessary. The Audit & Supervisory Committee was also advised by the Accounting Auditor that they had the "system for ensuring that the performance of the accounting auditors is being carried out correctly" (matters set forth in each item of Article 131 of the Rules of Corporate Accounting)" in place in accordance with the "Quality Control Standards" (Business Accounting Council, October 28, 2005) and other relevant regulations and asked for explanations as necessary.

Based on the above stated steps, the Audit & Supervisory Committee examined the business report and the supplementary schedules, the non-consolidated financial statements (the balance sheet, the statement of income, the statement of changes in net assets and the notes to the financial statements) and the supplementary schedules thereof, and the consolidated financial statements (the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in net assets and the notes to the consolidated financial statements) for the fiscal year under review.

2. Results of the audit

- (1) Results of the audit of the business report and the supplementary schedules

- 1) The business report and the supplementary schedules present fairly the status of the Company's business conditions in conformity with the applicable laws and regulations and the Articles of Incorporation;

- 2) There is no indication of significant wrongdoing or violation of laws and regulations and the Articles of Incorporation in the Directors' execution of duties; and
 - 3) The contents of the resolution by the Board of Directors regarding the internal control system were appropriate. Also there is no item to be noted on description in the business report and the Directors' execution of duties regarding the internal control systems.
- (2) Results on the audit of the non-consolidated financial statements and the supporting schedules
The methods and results of audits conducted by Ernst & Young ShinNihon LLC, the Accounting Auditor of the Company, are appropriate.
- (3) Results of the audit of the consolidated financial statements
The methods and results of audits conducted by Ernst & Young ShinNihon LLC, the Accounting Auditor of the Company, are appropriate.

May 14, 2026

Audit & Supervisory Committee of Socionext Inc.

Full-time Audit & Supervisory Committee Members

Audit & Supervisory Committee Members

Audit & Supervisory Committee Member

Yasuyoshi Ichikawa (Seal)

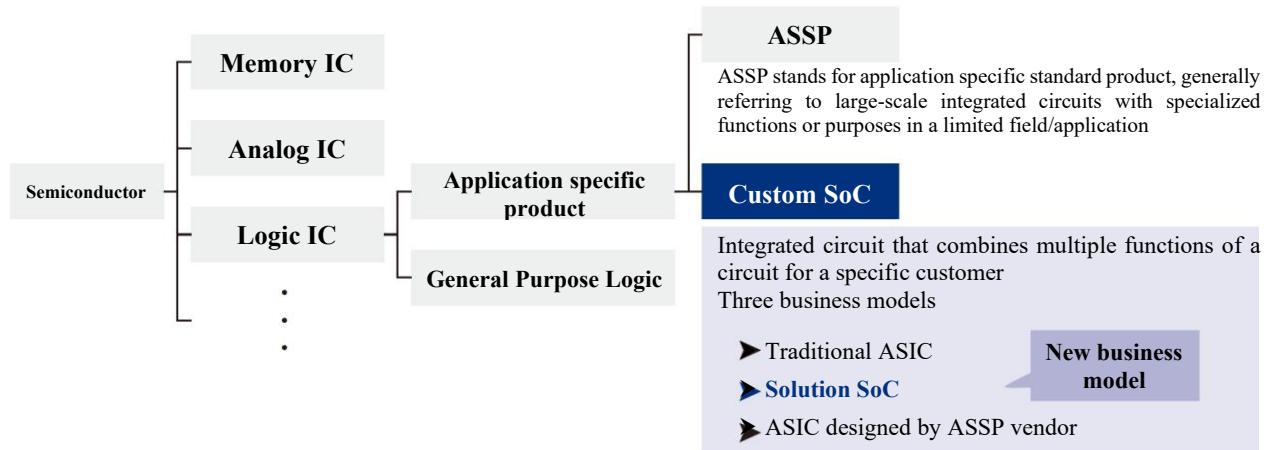
Noriko Yoneda (Seal)

Go Anan (Seal)

(Note) Audit & Supervisory Committee Members Yasuyoshi Ichikawa, Noriko Yoneda and Go Anan are outside directors as stipulated in Article 2, Item 15 and Article 331, Paragraph 6 of the Companies Act.

Custom SoC market in the semiconductor market

The Company provides services mainly in the Custom SoC for specific applications, among the Logic IC market.



< The Company's Primary Applications >



Automotive



Data center & networking

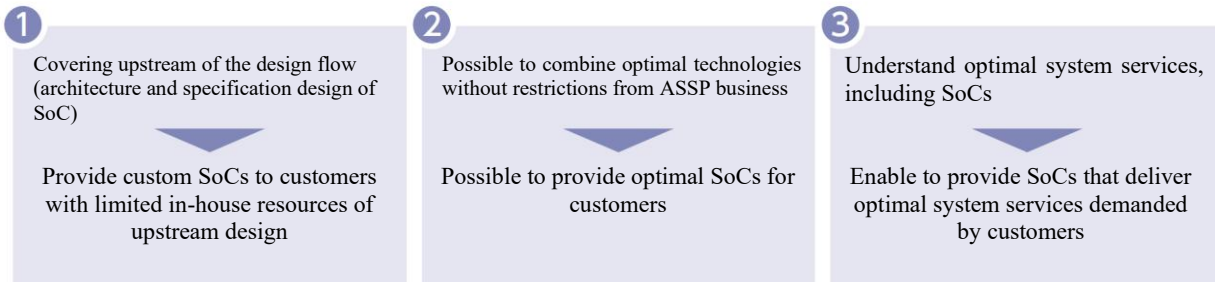


Smart devices

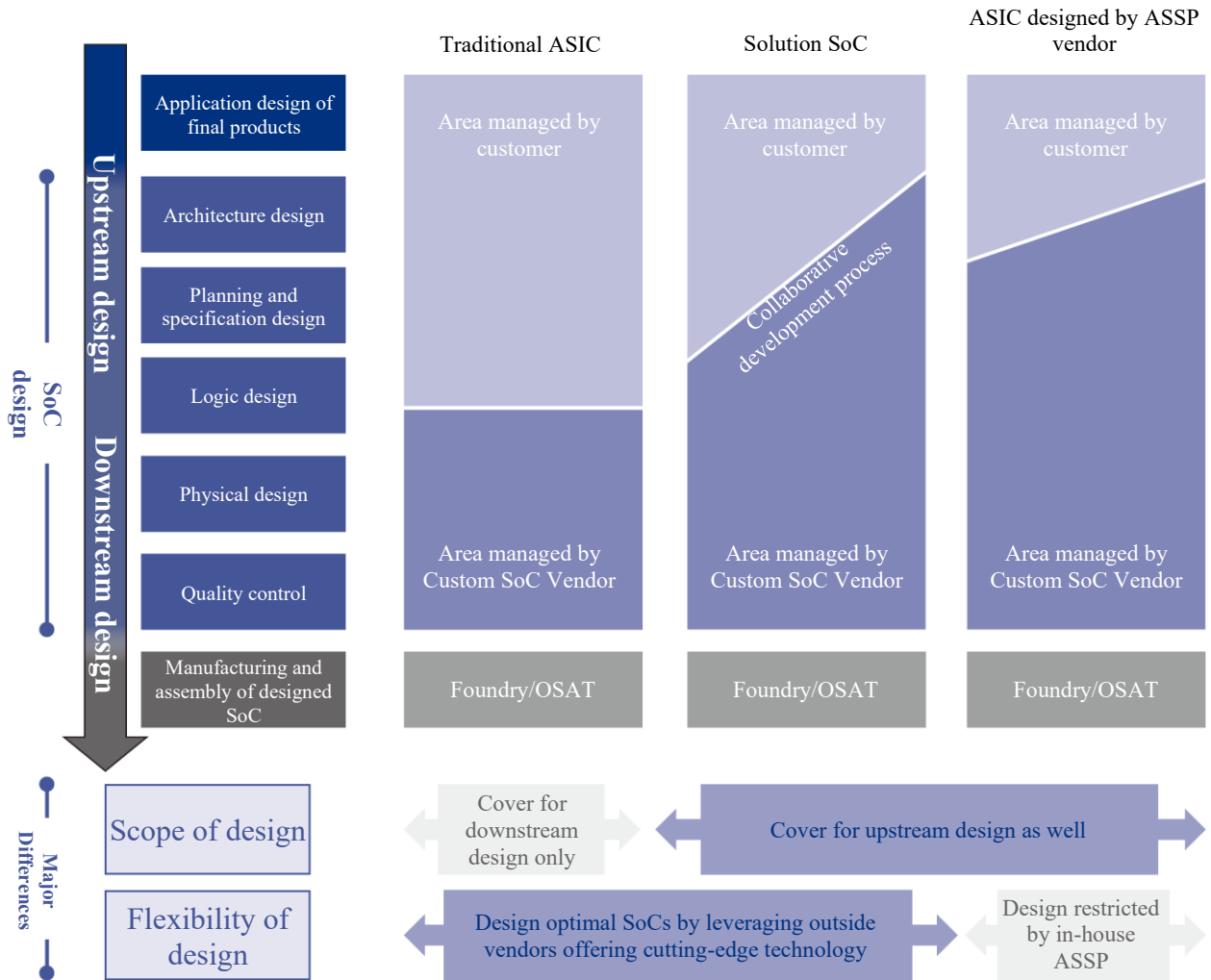


Industrial

Features of Solution SoC Business Model



Custom SoC design flows by business model



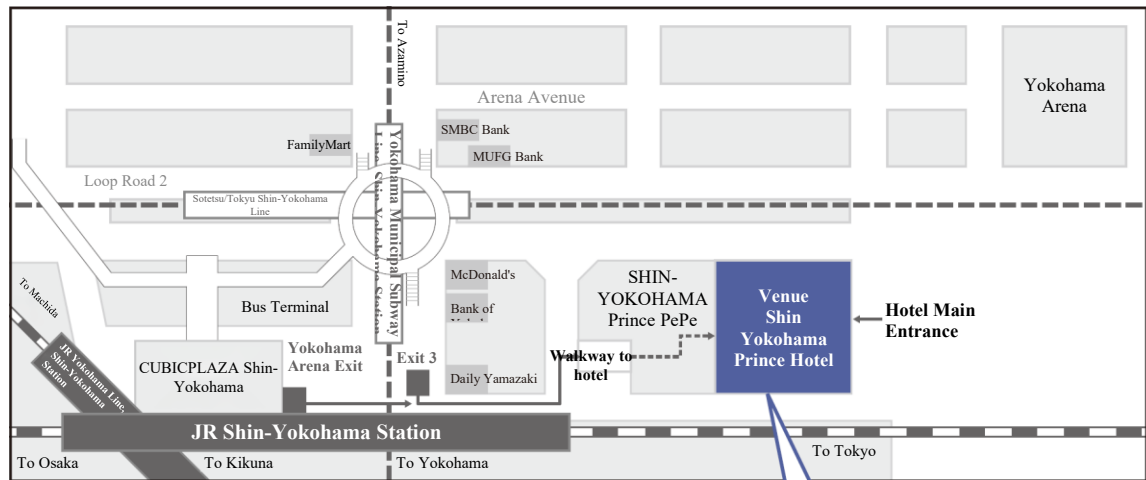
[Reference] Description of Key Terms Used in the Semiconductor Industry

(Listed in alphabetical order)

Terminology	Description
AD/ADAS	Abbreviation for autonomous driving and advanced driving assistant system for automobiles.
IP	Abbreviation for intellectual property. It is circuit information that is organized in partial functional units to make up a semiconductor, and is divided into procurement IP that is purchased from outside and in-house IP that is developed in-house.
NRE revenue	Abbreviation for non-recurring engineering sales. It refers to the sales received from customers during the development stage before mass production of a product. NRE sales correspond to design and development costs incurred during the development phase, such as labor costs, IP, design tools, reticles, and prototype manufacturing, and are usually recorded multiple times as development milestones progress.
OSAT	Abbreviation of Out-sourced Semiconductor Assembly and Test. Manufacturing companies contracted dedicatedly in the later stages (assembly and test) of semiconductor manufacturing.
SCM	Abbreviation for supply chain management. A method of business management to achieve overall efficiency and optimization by comprehensively reviewing the flow of manufactured products from material procurement through design, manufacturing, and distribution to the end user.
SoC	Abbreviation for system on chip. The implementation of multiple functions needed to run a device or system on a single semiconductor chip.
System architecture	The design and structure of the entire system in which semiconductor is mounted.
Chiplet	A semiconductor packaging technology that combines multiple semiconductor chips like blocks and treats them like a single chip to realize more advanced functions and performance, without relying solely on the refinement of process technology in the pre-process of semiconductor manufacturing.
Test board	Also called an evaluation board, it is a printed circuit board that contains peripheral chips, circuits and terminals necessary for operation and is created and provided for testing and evaluating products such as semiconductor chips.
Tapeout	The step of completing the semiconductor design process and moving to the reticle manufacturing process for transferring circuit information.
Design methodology	A set of semiconductor design methods, including tools for designing and developing semiconductors.
Semiconductor ecosystem	A structure of business relationships between multiple semiconductor companies that support the design, development and manufacture of semiconductors.
Packaging technology	A technology used in the manufacturing process of semiconductors, called the post-process, to protect semiconductor chips from the outside and to connect them electrically.
Foundry	A company that specializes in contract manufacturing of the pre-process of semiconductor manufacturing.
Reticle	A glass substrate used in the semiconductor manufacturing process to transfer designed circuit information to a silicon wafer through an exposure device.

Information on the venue of Ordinary General Meeting of Shareholders

Venue **"Wakana"** on the fourth floor of **Shin-Yokohama Prince Hotel**
 3-4 Shin-Yokohama, Kohoku-ku, Yokohama, Kanagawa



Access ■ JR Shin-Yokohama Station

- 2 minutes' walk from North Exit on the Yokohama Line
- 2 minutes' walk from East Exit or West Exit on the Tokaido Shinkansen Line
- Leave the ticket gate and walk towards the Yokohama Arena
- Yokohama Municipal Subway Blue Line, Shin-Yokohama Station

Sotetsu/Tokyu Shin-Yokohama Line, Shin-Yokohama Station
 2 minutes' walk from Exit 3

**We do not offer souvenirs at shareholders meetings.
 We would appreciate your understanding.*

